

# **Empire Plantations and Investments Limited**

Report and Financial Statements

Year Ended

31 March 2017

Company Number 667783



# **Empire Plantations and Investments Limited**

**Report and financial statements  
for the year ended 31 March 2017**

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## **Directors**

R S Mamak  
P Paul

## **Secretary and registered office**

I Pasquino, 54 Portland Place, London, W1B 1DY

## **Company number**

667783

## **Auditors**

BDO LLP, 55 Baker Street, London, W1U 7EU

# **Empire Plantations and Investments Limited**

## **Report of the directors for the year ended 31 March 2017**

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The directors present their report together with the audited financial statements for the year ended 31 March 2017.

The company is a wholly owned subsidiary of International Tea Holdings SA, a company registered in Panama.

### **Results**

The statement of comprehensive income is set out on page 5 and showed other interest receivable for the year of £Nil (2016 - £268) and loss for the year before taxation of £ 30 (2016 – £10,328 profit).

### **Principal activities and future developments**

The principal activity of the company is that of acting as a holding company for its Indian investment.

There have been no changes in the company's activities in the year under review and it is expected to continue, as such, for the future.

### **Directors**

The directors of the company who held office during the year were as follows:

R S Mamak  
P Paul

### **Principal risks and uncertainties**

The company's credit risks are primarily attributable to amounts owed by fellow subsidiary companies.

The company's cash flows are monitored as part of day to day control procedures. The Board considers cash flow projections on a monthly basis and ensures that appropriate facilities are available to be drawn upon as necessary.

# Empire Plantations and Investments Limited

## Report of the directors for the year ended 31 March 2017 (*continued*)

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### Directors' responsibilities

The directors are responsible for preparing the directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.


### Auditors

All of the current directors have taken all the steps that they ought to have taken to make themselves aware of the information needed by the company's auditors for the purposes of their audit and to ensure that the auditors are aware of the information. The directors are not aware of any relevant information of which the auditors are unaware.

BDO LLP have expressed their willingness to continue in office and a resolution to re-appoint them will be proposed at the annual general meeting.

In preparing this directors' report advantage has been taken of the small companies' exemption in accordance with Part 15 of the Companies Act 2006.

### By order of the Board



I Pasquino

### Secretary

Date: February 27, 2018

# **Empire Plantations and Investments Limited**

## **Independent auditor's report**

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### **TO THE MEMBERS OF EMPIRE PLANTATIONS AND INVESTMENTS LIMITED**

We have audited the financial statements of Empire Plantations and Investments Limited for the year ended 31 March 2017 which comprise the statement of comprehensive income, the statement of financial position, the statement of changes in equity and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

### **Respective responsibilities of directors and auditors**

As explained more fully in the statement of directors' responsibilities, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Financial Reporting Council's (FRC's) Ethical Standards for Auditors.

### **Scope of the audit of the financial statements**

A description of the scope of an audit of financial statements is provided on the FRC's website at [www.frc.org.uk/auditscopeukprivate](http://www.frc.org.uk/auditscopeukprivate).

### **Opinion on financial statements**

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2017 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

### **Opinion on other matters prescribed by the Companies Act 2006**

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

# Empire Plantations and Investments Limited

## Independent auditor's report (*continued*)

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### Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the directors' report.

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to prepare the financial statements and the directors' report in accordance with the small companies' regime and to the exemption from the requirement to prepare a strategic report.

BDO LLP

David Gill (senior statutory auditor)  
For and on behalf of BDO LLP, statutory auditor  
London  
United Kingdom

February 27, 2018

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

# Empire Plantations and Investments Limited

## Statement of comprehensive income for the year ended 31 March 2017

	Note	2017 £	2016 £
Administrative expenses		30	(10,060)
Other operating income		-	-
<b>Operating (loss) profit</b>		<b>(30)</b>	<b>10,060</b>
Interest receivable		-	268
<b>(Loss) Profit on ordinary activities before taxation</b>	<b>3</b>	<b>(30)</b>	<b>10,328</b>
Taxation on ordinary activities		-	-
<b>(Loss) Profit for the financial year</b>	<b>11</b>	<b>(30)</b>	<b>10,328</b>
Other comprehensive (loss) income		-	-
<b>Total comprehensive (loss) income for the year</b>		<b>(30)</b>	<b>10,328</b>

All amounts relate to continuing activities.

All recognised gains and losses in the current and prior year are included in the statement of comprehensive income.

Retained profit in the year represents the only movement in shareholders' funds.

The notes on pages 8 to 13 form part of these financial statements.

# Empire Plantations and Investments Limited

## Statement of financial position at 31 March 2017

<i>Company number 667783</i>	Note	2017 £	2017 £	2016 £	2016 £
<b>Fixed assets</b>					
Investments	6		289,474		289,474
<b>Current assets</b>					
Debtors					
- amounts falling due within one year	7	496,975		515,029	
Cash at bank		113		143	
		497,088		515,172	
<b>Creditors: amounts falling due within one year</b>	8	(5,500)		(23,554)	
<b>Net current assets</b>			491,588		491,618
<b>Total assets less current liabilities</b>			781,062		781,092
<b>Creditors: amounts falling due after more than one year</b>	9		(219,000)		(219,000)
			562,062		562,092
<b>Capital and reserves</b>					
Called up share capital	11		598,122		598,122
Profit and loss account	12		(36,060)		(36,030)
<b>Shareholders' funds</b>			562,062		562,092

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved by the Board of Directors and authorised for issue on February 27, 2018.

P Paul  
Director

The notes on pages 8 to 13 form part of these financial statements.



# **Empire Plantations and Investments Limited**

## **Statement of changes in equity for the year ended 31 March 2017**

	Share capital £	Retained earnings £	Total equity £
As at 1 April 2015	598,122	(46,358)	551,764
<b>Comprehensive income for the year</b>			
Profit for the year	-	10,328	10,328
As at 31 March 2015	598,122	(36,030)	562,092
As at 1 April 2016	598,122	(36,030)	562,092
<b>Comprehensive income for the year</b>			
Loss for the year	-	(30)	(30)
As at 31 March 2017	598,122	(36,060)	(563,062)

The notes on pages 8 to 13 form part of these financial statements.

# Empire Plantations and Investments Limited

## Notes forming part of the financial statements for the year ended 31 March 2017

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### 1 Accounting policies

#### *Basis of preparation of financial statements*

Empire Plantations and Investments Limited is a company incorporated in England & Wales under the Companies Act. The address and registered office is given on the contents page and the nature of the company's operations and its principal activities are set out in the directors' report. The financial statements have been prepared in accordance with FRS 102, the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the Company's accounting policies (see note 2).

The following principal accounting policies have been applied:

#### *Foreign currencies*

Transactions in foreign currencies are recorded using the rate of exchange ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated using the rate of exchange ruling at the balance sheet date except where they are covered by forward currency contracts, when the forward rate is used. Gains or losses on translation are included in the profit and loss account.

#### *Cash and cash equivalents*

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

#### *Financial instruments*

The company only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities in the form of loans to and from related parties.

Debt instruments that are payable or receivable within one year, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration, expected to be paid or received.

#### *Current and deferred taxation*

The tax expense for the period comprises current and deferred tax. Tax is recognised in the statement of comprehensive Income.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the company operates.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Statement of financial position date, except that the recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Deferred tax balances are not recognised in respect of permanent differences. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

Deferred tax balances are not discounted.

# Empire Plantations and Investments Limited

Notes forming part of the financial statements  
for the year ended 31 March 2017 (*continued*)

## 1 Accounting policies (*continued*)

### *Investment in overseas investments*

Investments in overseas investments are stated at cost less impairments, as if it were an associate investment. This policy has been adopted because the investment, whilst below the threshold to be treated as an associate in the accounts of this company, is above the threshold to be treated as an associate when the wider group, of which Empire Investments Limited is part, is considered, and therefore the directors consider the accounting policy to be appropriate.

### *Overseas dividends*

Dividends from overseas investments are recognised in the year in which the dividend is received.

## 2 Judgements in applying accounting policies and key sources of estimation uncertainty

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates and judgements. The directors consider the main judgement to be the treatment of the investment held by the company. Further details are given below in the accounting policy on the investment in overseas investments.

## 3 Profit on ordinary activities before tax is stated after charging:

	2017 £	2016 £
Auditors' remuneration	-	2,500
Foreign exchange (gains)	-	(11,257)
Reversal of impairment of investment	-	-
	<u>-</u>	<u>-</u>

Auditor's remuneration has been borne by a fellow subsidiary company.

## 4 Directors' remuneration and wages and salaries

No director received any remuneration during the year (2016 - £Nil).

There were no employees during the year. The pension payments made were contributions to unfunded defined benefit pension schemes.

	2017 £	2016 £
Pension costs included within administrative costs	-	1,167
	<u>-</u>	<u>1,167</u>

# **Empire Plantations and Investments Limited**

**Notes forming part of the financial statements  
for the year ended 31 March 2017**

## **5 Taxation on profit from ordinary activities**

	<b>2017</b>	<b>2016</b>
	<b>£</b>	<b>£</b>
<i>Current tax</i>		
UK corporation tax on profits of the year	-	-
	<u>          </u>	<u>          </u>

The tax assessed for the year is lower than the standard rate of corporation tax in the UK. The differences are explained below:

	<b>2017</b>	<b>2016</b>
	<b>£</b>	<b>£</b>
Profit on ordinary activities before tax	(30)	10,328
	<u>          </u>	<u>          </u>
Profit on ordinary activities at the standard rate of corporation tax in the UK of 20% (2016 - 20%)	6	2,066
Effects of:		
Unrelieved tax losses not recognised in deferred tax	(6)	(2,066)
Income not taxable for tax purposes	-	-
	<u>          </u>	<u>          </u>
Current tax charge for year	-	-
	<u>          </u>	<u>          </u>

No deferred tax assets are provided for.

The company has no unprovided tax losses carried forward.

## **6 Fixed asset investments**

	<b>£</b>
Overseas investment:	
<i>Cost</i>	
At 1 April 2016 and 31 March 2017	<u>289,474</u>
<i>Provisions</i>	
At 1 April 2016 and 31 March 2017	<u>-</u>
<i>Net book value</i>	
At 1 April 2016 and 31 March 2017	<u>289,474</u>

# Empire Plantations and Investments Limited

Notes forming part of the financial statements  
for the year ended 31 March 2017 (continued)

## 6 Fixed asset investments (continued)

The total amount of investment determined according to the historical accounting rules is:

Historical cost

	£
At 1 April 2016 and 31 March 2017	<u>289,474</u>

The shares in subsidiary undertaking are represented by the following:

	Proportion of equity held	Class of share	Country of incorporation
Apeejay Tea Limited	3.42%	Ordinary lrs 10	India

The company owns 1,760 ordinary shares in this company equivalent to a 3.42% (2016 - 3.42%) equity holding.

## 7 Debtors

	2017 £	2016 £
Due within one year:		
Amounts owed by fellow subsidiary companies	496,975	158,687
Other debtors	-	356,342
	<u>496,975</u>	<u>515,029</u>

## 8 Creditors: amounts falling due within one year

	2017 £	2016 £
Amounts due to fellow subsidiary companies	-	18,054
Accruals and deferred income	5,500	5,500
	<u>5,500</u>	<u>23,554</u>

# Empire Plantations and Investments Limited

Notes forming part of the financial statements  
for the year ended 31 March 2017 (continued)

## 9 Creditors: amounts falling due after more than one year

	2017 £	2016 £
5% cumulative preference shares of £1 each	219,000	219,000

Entitlement to dividends on the 5% cumulative preference shares of £1 each has been waived by the holders and therefore no provision for dividends has been made in these financial statements.

## 10 Financial instruments

The company's financial instruments may be analysed as follows:

	2017 £	2016 £
<b>Financial assets</b>		
Financial assets held at amortised cost	496,975	515,029
<b>Financial liabilities</b>		
Financial liabilities measured at amortised cost	5,500	23,554

## 11 Called up share capital

	2017 Number	Allotted, called up and fully paid 2016 Number	2017 £	2016 £
Ordinary shares of 0.1p each	5,922,000	5,922,000	5,922	5,922
Deferred ordinary shares of 10p each	5,922,000	5,922,000	592,200	592,200
	11,844,000	11,844,000	598,122	598,122
5% Cumulative preference shares of £1 each	219,000	219,000	219,000	219,000

In accordance with FRS 25, the 219,000 5% cumulative redeemable preference shares of £1 each are presented as a liability in the balance sheet (see note 9).

# **Empire Plantations and Investments Limited**

**Notes forming part of the financial statements  
for the year ended 31 March 2017 (continued)**

## **12 Reserves**

	<b>Profit and loss account 2017 £'000</b>	<b>Profit and loss account 2016 £'000</b>
Loss brought forward	<b>(36,030)</b>	(46,359)
Profit of the year	<b>(30)</b>	10,328
	<hr/>	<hr/>
Carried forward	<b>(36,060)</b>	(36,030)
	<hr/>	<hr/>

## **13 Related party transactions**

Included within the financial statements are amounts due from fellow subsidiary companies amounting to £ 496,975 (2016 - £496,975). These companies are connected to Empire Plantations and Investments Limited by virtue of having the same ultimate shareholder.

## **14 Parent company and ultimate controlling party**

The parent company is International Tea Holdings SA, a company registered in Panama.

Ms P Paul is indirectly interested in the whole of the issued share capital of the company through shareholdings registered in the name of Surrendra Holdings Limited Inc, a company registered in Panama.

## **15 Cash flow statement**

The company has used the exemption under "Financial Reporting Standard 102" not to prepare a cash flow statement as the directors believe the company is a 'small entity' as defined under section 382 of the Companies Act.