

Aubrey-Fletcher Farms Limited

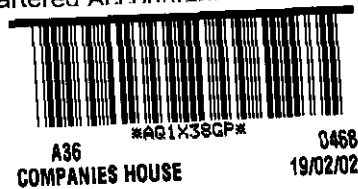
Abbreviated Financial Statements

30th September 2001

Registered Number: 15421353

Wenn Townsend

Chartered Accountants



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COMPANIES HOUSE**

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31/01/02**

Aubrey-Fletcher Farms Limited

Company Information

Directors Sir H E Aubrey-Fletcher, Bart
Lady S R Aubrey-Fletcher

Secretary Lady S R Aubrey-Fletcher

Company Number 1521353

Registered Office The Estate Office
Chilton

Auditors Wenn Townsend
Chartered Accountants
and Registered Auditors
Oxford

Bankers Bank of Scotland
Oxford

Solicitors Parrott & Coales
Aylesbury

Aubrey-Fletcher Farms Limited

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Aubrey-Fletcher Farms Limited

Directors' Report for the year ended 30th September 2001

The directors present their report and the financial statements for the year ended 30th September 2001.

Principal Activity and Review of the Business

The principal activity of the company is farming and the holding of a 91% interest in Chilton House Limited which operates a nursing home.

The company's balance sheet on page 5 shows a satisfactory position, shareholders' funds amounting to £2,901,963.

Results And Dividends

The results for the year are set out on page 4.

The directors have paid an interim dividend amounting to £25,100 and they do not recommend payment of a final dividend.

Future Developments

There are no plans to significantly change the nature of the company's activities.

Land and buildings

The company's freehold properties are included at their cost on acquisition from Aubrey-Fletcher Agricultural Holdings Limited on 26th November 1980, on the basis of a professional valuation and with subsequent additions at cost.

Directors and their Interests

The directors who served during the year and their interests in the company are as stated below:

	'A' Ordinary shares		'B' Ordinary shares		deferred ordinary	
	2001	2000	2001	2000	2001	2000
Sir H E Aubrey-Fletcher, Bart	1,446,400	1,446,400	-	-	-	-
Lady S R Aubrey-Fletcher	12	12	-	-	-	-

Sir H E Aubrey-Fletcher is also a trustee of an accumulation and maintenance settlement, which owns the entire issued share capital of 'B' ordinary shares and deferred ordinary shares. His children are the sole beneficiaries of the trust.

Aubrey-Fletcher Farms Limited

**Directors' Report
for the year ended 30th September 2001**

Directors' Responsibilities

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of the affairs of the company and of the profit or loss of the company for that year. In preparing these the directors are required to:

- select suitable accounting policies and apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable 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 proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 1985. 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

In accordance with Section 385 of the Companies Act 1985, a resolution proposing that Wenn Townsend be reappointed as auditors of the company will be put to the Annual General Meeting.

This report was approved by the Board on 28th December 2001 and signed on its behalf by

**Lady Sara Aubrey-Fletcher
Company Secretary**



WENN TOWNSEND

Aubrey-Fletcher Farms Limited
Auditors' Report to
Aubrey-Fletcher Farms Limited
Under section 247B to the Companies Act 1985

We have examined the abbreviated financial statements set out on pages 4 to 16, together with the financial statements of the company for the year ended 30th September 2001 prepared under section 226 of the Companies Act 1985.

Respective responsibilities of directors and auditors

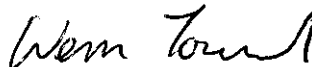
The directors are responsible for preparing the abbreviated financial statements in accordance with section 246A of the Companies Act 1985. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated financial statements prepared in accordance with section 246A(3) of the Act to the registrar of companies and whether the financial statements to be delivered are properly prepared in accordance with those provisions and to report our opinion to you.

Basis of opinion

We have carried out the procedures we considered necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated financial statements and that the abbreviated financial statements to be delivered are properly prepared. The scope of our work for the purpose of this report does not include examining or dealing with events after the date of our report on the full financial statements.

Opinion

In our opinion the company is entitled to deliver abbreviated financial statements prepared in accordance with section 246A(3) of the Companies Act 1985, and the abbreviated financial statements on pages 4 to 16 are properly prepared in accordance with those provisions.



Wenn Townsend

Chartered Accountants and Registered Auditors

Oxford

28th December 2001

WENN TOWNSEND

Aubrey-Fletcher Farms Limited

**Profit and Loss Account
for the year ended 30th September 2001**

2000

	Notes		
Gross profit		355,683	262,735
Distribution costs		(97,302)	(34,391)
Administrative expenses		(152,078)	(152,743)
Operating profit	3	<u>106,303</u>	<u>75,601</u>
Investment income	4	37,932	39,584
Interest receivable and similar income	5	466	1,446
Interest payable and similar charges	6	(1,928)	(5,973)
Profit on ordinary activities before taxation		<u>142,773</u>	<u>110,658</u>
Tax on profit on ordinary activities	9	(26,032)	(14,675)
Profit on ordinary activities after taxation		116,741	95,983
Dividends	10	(25,100)	(24,700)
Retained profit for the year		<u>91,641</u>	<u>71,283</u>
Retained profit brought forward		1,456,577	1,385,294
Retained profit carried forward		<u><u>£ 1,548,218</u></u>	<u><u>£ 1,456,577</u></u>

There are no recognised gains or losses other than the profit or loss for the above two financial years.

None of the company's activities was acquired or discontinued during the above financial years.

The notes on pages 7 to 16 form an integral part of these financial statements.

Aubrey-Fletcher Farms Limited

Balance Sheet as at 30th September 2001

2000

	Notes		
Fixed Assets			
Intangible assets	11	12,191	15,711
Tangible assets	12	2,081,002	2,020,792
Investments	13	391,502	391,502
Dairy herd		71,408	66,843
		<u>2,556,103</u>	<u>2,494,848</u>
Current Assets			
Stocks	14	193,694	158,807
Debtors	15	84,390	79,731
Cash at bank and in hand		270,480	264,488
		<u>548,564</u>	<u>503,026</u>
Creditors: amounts falling due within one year	16	(201,216)	(168,030)
Net Current assets		<u>347,348</u>	<u>334,996</u>
Total Assets Less Current Liabilities		<u>2,903,451</u>	<u>2,829,844</u>
Creditors: amounts falling due after more than one year	17	(1,488)	(19,522)
Net Assets		<u>£ 2,901,963</u>	<u>£ 2,810,322</u>
Capital and Reserves			
Called up share capital	18	144,842	144,842
Share premium account	19	1,208,903	1,208,903
Profit and loss account	19	1,548,218	1,456,577
Equity Shareholders' Funds	20	<u>£ 2,901,963</u>	<u>£ 2,810,322</u>

The financial statements were approved by the Board on 28th December 2001. The abbreviated accounts have been prepared in accordance with the special provisions of Part VII of the Companies Act, 1985 relating to medium-sized companies.

Sir Henry Aubrey-Fletcher
Director



28/12/01

The notes on pages 7 to 16 form an integral part of these financial statements.

Aubrey-Fletcher Farms Limited

**Cash Flow Statement
for the year ended 30th September 2001**

2000

Notes

Reconciliation of operating profit to net cash inflow from operating activities

Operating profit		106,303	75,601
Depreciation		70,863	70,950
(Increase) in stocks and dairy herd		(39,452)	4,142
Increase in debtors		(9,460)	50,088
Increase in creditors		49,488	(21,992)
Net cash inflow from operating activities		<u>£ 177,742</u>	<u>£ 178,789</u>

CASH FLOW STATEMENT

Net cash inflow from operating activities		177,742	178,789
Returns on investments and servicing of finance	23	36,470	35,057
Taxation	23	(13,027)	(37,779)
Capital expenditure	23	(127,553)	(129,755)
		<u>73,632</u>	<u>46,312</u>
Equity dividends paid		(25,100)	(24,700)
		<u>48,532</u>	<u>21,612</u>
Financing	23	(42,540)	(60,177)
Increase/(decrease) in cash in the year		<u>£ 5,992</u>	<u>£ (38,565)</u>

Reconciliation of net cash flow to movement in net funds (Note 24)

Increase/(decrease) in cash in the year	5,992	(38,565)
Cash outflow from increase in debts and lease financing	42,540	97,737
	<u>48,532</u>	<u>59,172</u>
Change in net funds resulting from cash flows		
New finance leases and hire purchase contracts	-	(37,560)
Movement in net funds in the year	<u>48,532</u>	<u>21,612</u>
Net funds at 1st October 2000	202,426	180,814
Net funds at 30th September 2001	<u>£ 250,958</u>	<u>£ 202,426</u>

WENN TOWNSEND

Aubrey-Fletcher Farms Limited

**Notes to the Financial Statements
for the year ended 30th September 2001**

1. Accounting Policies

1.1. Accounting convention

The financial statements are prepared under the historical cost convention .

1.2. Turnover

Turnover represents the total invoice value, excluding value added tax, of sales made during the year.

1.3. Milk Quota

Milk Quota is written off in equal annual instalments over its estimated useful economic life of 5 years.

1.4. Tangible fixed assets and depreciation

Depreciation is provided at rates calculated to write off the cost less residual value of each asset over its expected useful life, as follows:

Plant and machinery	- 10-25% reducing balance
Vehicles	- 20-25% reducing balance

The companies Act 1985 requires a charge for depreciation to be made on fixed assets having a finite useful life. The freehold buildings are fully maintained in order that their useful life be extended indefinitely and therefore depreciation has not been provided on these properties as it would be immaterial to the accounts.

1.5. Leasing and hire purchase commitments

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible assets and depreciated over their useful lives. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce constant periodic rates of charge on the net obligations outstanding in each period.

1.6. Investments

Fixed asset investments are stated at cost less provision for diminution in value.

Investment income

Following the adoption of FRS16 dividend income is now shown net of tax credits and the comparatives have been restated to reflect this.

1.7. Stock

Stock is valued at the lower of cost and net realisable value.

1.8. Pensions

The pension costs charged in the financial statements represent the contribution payable by the company during the year.

1.9. Deferred taxation

Provision is made for deferred taxation using the liability method to take account of timing differences between the incidence of income and expenditure for taxation and accounting purposes except to the extent that the directors consider that a liability to taxation is unlikely to materialise.

1.10. Group accounts

The company is entitled to the exemption under Section 248 of the Companies Act 1985 from the obligation to prepare group accounts.

Aubrey-Fletcher Farms Limited

Notes to the Financial Statements for the year ended 30th September 2001

..... continued

2. Turnover

The total turnover of the company for the year has been derived from its principal activity wholly undertaken in the UK.

3. Operating profit

	2001	2000
Operating profit is stated after charging:		
Depreciation and other amounts written off intangible assets	£ 3,520	£ 1,890
Depreciation and other amounts written off tangible assets	£ 71,814	£ 76,755
Auditors' remuneration	£ 5,475	£ 5,213
	<u>£ 76,809</u>	<u>£ 83,858</u>
and after crediting:		
Profit on disposal of tangible fixed assets	£ 4,471	£ 7,695
	<u>£ 81,280</u>	<u>£ 91,553</u>

4. Income from investments

Income from investments	3,015	1,075
Income from subsidiary undertakings	-	4,133
Income from participating interests	34,917	34,376
	<u>£ 37,932</u>	<u>£ 39,584</u>

5. Interest receivable and similar income

Bank interest	459	176
Other interest	7	1,270
	<u>£ 466</u>	<u>£ 1,446</u>

6. Interest payable and similar charges

On bank loans and overdrafts	545	4,331
Hire purchase interest	1,383	1,554
On overdue tax	-	88
	<u>£ 1,928</u>	<u>£ 5,973</u>

Aubrey-Fletcher Farms Limited

Notes to the Financial Statements for the year ended 30th September 2001

..... continued

7. Employees

Number of employees

The average monthly numbers of employees
(including the directors) during the year were:

	2001 Number	2000 Number
Farm workers	6	7
Directors	2	2
	<u>8</u>	<u>9</u>

Employment costs

Wages and salaries	121,243	129,798
Social security costs	11,817	13,545
Other pension costs	6,000	6,000
	<u>£ 139,060</u>	<u>£ 149,343</u>

7.1. Directors' emoluments

Remuneration and other emoluments	51,828	50,172
Pension contributions	6,000	6,000
	<u>£ 57,828</u>	<u>£ 56,172</u>

	Number	Number
Number of directors to whom retirement benefits are accruing under a money purchase scheme	2	2

8. Pension costs

The company operates a defined contribution pension scheme in respect of the directors. The scheme and its assets are held by independent managers. The pension charge represents contributions due from the company and amounted to £6,000 (2000 - £6,000).

Aubrey-Fletcher Farms Limited

Notes to the Financial Statements for the year ended 30th September 2001

..... continued

9. Taxation

	2001	2000
UK current year taxation		
UK Corporation Tax at 23% (2000 - 20%)	27,686	14,681
Prior years		
UK Corporation Tax	(1,654)	(6)
	<u>£ 26,032</u>	<u>£ 14,675</u>

10. Dividends

Dividends on equity shares:

'A' Ordinary shares - Interim paid at 1.735 pence per share	<u>£ 25,100</u>	<u>£ 24,700</u>
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11. Intangible fixed assets

	Milk Quota
At 1st October 2000	
At 30th September 2001	<u>£ 57,376</u>
Provision for diminution in value	
At 1st October 2000	41,665
Charge for year	3,520
At 30th September 2001	<u>£ 45,185</u>
Net book values	
At 30th September 2001	<u>£ 12,191</u>
At 30th September 2000	<u>£ 15,711</u>

Aubrey-Fletcher Farms Limited

**Notes to the Financial Statements
for the year ended 30th September 2001**

..... continued

12. Tangible fixed assets

	Land and buildings freehold	Plant and machinery	Vehicles	Total
Cost				
At 1st October 2000	1,713,380	601,762	77,249	2,392,391
Additions	104,669	29,185	-	133,854
Disposals	-	(15,849)	-	(15,849)
At 30th September 2001	<u>£1,818,049</u>	<u>615,098</u>	<u>77,249</u>	<u>2,510,396</u>
Depreciation				
At 1st October 2000	-	337,318	34,281	371,599
On disposals	-	(14,019)	-	(14,019)
Charge for the year	-	61,102	10,712	71,814
At 30th September 2001	<u>£ -</u>	<u>384,401</u>	<u>44,993</u>	<u>429,394</u>
Net book values				
At 30th September 2001	<u>£1,818,049</u>	<u>230,697</u>	<u>32,256</u>	<u>2,081,002</u>
At 30th September 2000	<u>£1,713,380</u>	<u>264,444</u>	<u>42,968</u>	<u>2,020,792</u>

Included in the above are assets held under finance leases or hire purchase contracts as follows:

Asset description	2001		2000	
	Net book value	Depreciation charge	Net book value	Depreciation charge
Plant and machinery	<u>£ 49,347</u>	<u>£ 16,389</u>	<u>£ 65,736</u>	<u>£ 15,433</u>

13. Fixed Asset Investments

	Subsidiary Undertakings Shares	Participating Interests Shares	Listed Investments	Other Unlisted Investments	Total
Cost					
At 1st October 2000 and at 30th September 2001	<u>£ 91</u>	<u>345,745</u>	<u>1,856</u>	<u>43,810</u>	<u>391,502</u>
Net book values					
At 30th September 2001	<u>£ 91</u>	<u>345,745</u>	<u>1,856</u>	<u>43,810</u>	<u>391,502</u>
At 30th September 2000	<u>£ 91</u>	<u>345,745</u>	<u>1,856</u>	<u>43,810</u>	<u>391,502</u>
 Total cost	 <u>£391,502</u>				
 Market value of listed investments	 <u>£ 24,276</u>				

Aubrey-Fletcher Farms Limited

Notes to the Financial Statements for the year ended 30th September 2001

..... continued

13.1. Holdings of 20% or more

The company holds 20% or more of the share capital of the following companies:

Company	Country of registration or incorporation	Nature of business	Shares held Class	
Subsidiary undertaking				
Chilton House Limited	England	Nursing home	Ordinary	91%
Participating interests				
Aubrey-Fletcher Estates Limited	England	Property holding company	Preferred ordinary	41.2%

The aggregate amount of capital and reserves and the results of these undertakings for the last relevant financial year were as follows:

	Capital and reserves	Profit for the year
Aubrey-Fletcher Estates Limited	£ 2,369,568	£ 200,603
Chilton House Limited	£ -	£ -
	<u> </u>	<u> </u>

14. Stocks

	2001	2000
Raw materials and consumables	15,238	21,031
Finished goods and goods for resale	178,456	137,776
	<u>£ 193,694</u>	<u>£ 158,807</u>

15. Debtors

Trade debtors	43,050	23,210
Amounts owed by group undertakings	-	25,653
Other debtors	34,862	29,317
Prepayments and accrued income	6,478	1,551
	<u>£ 84,390</u>	<u>£ 79,731</u>

Aubrey-Fletcher Farms Limited

**Notes to the Financial Statements
for the year ended 30th September 2001**

..... continued

16. Creditors: amounts falling due within one year	2001	2000
Bank loan	-	22,667
Net obligations under finance leases and hire purchase contracts	18,034	19,873
Trade creditors	118,354	22,581
Amounts owed to group undertaking	627	-
Amounts owed to participating interest	23,581	20,148
Corporation tax	22,885	14,681
Other taxes and social security costs	4,060	4,949
Other creditors	-	43,260
Accruals and deferred income	13,675	19,871
	<u>£ 201,216</u>	<u>£ 168,030</u>

Obligations under finance leases and hire purchase contracts are secured by the assets purchased.

17. Creditors: amounts falling due after more than one year		
Net obligations under finance leases and hire purchase contracts	<u>£ 1,488</u>	<u>£ 19,522</u>
Net obligations under finance leases and hire purchase contracts		
Repayable within one year	18,034	19,873
Repayable between one and five years	1,488	19,522
	<u>£ 19,522</u>	<u>£ 39,395</u>

Aubrey-Fletcher Farms Limited

Notes to the Financial Statements for the year ended 30th September 2001

..... continued

18. Share capital

	2001	2000
Authorised		
1,500,000 'A' Ordinary shares of 10 pence each	150,000	150,000
1,000 'B' Ordinary shares of 10 pence each	100	100
1,000 Deferred ordinary shares of 10 pence each	100	100
	<u>£ 150,200</u>	<u>£ 150,200</u>
Allotted, called up and fully paid		
1,446,420 'A' Ordinary shares of 10 pence each	144,642	144,642
1,000 'B' Ordinary shares of 10 pence each	100	100
1,000 Deferred ordinary shares of 10 pence each	100	100
	<u>£ 144,842</u>	<u>£ 144,842</u>

All voting rights are held by the 'A' ordinary shareholders until 2015 and by the deferred ordinary shareholders from then on.

19. Equity Reserves

	Share premium account	Profit and loss account	Total
At 1st October 2000	1,208,903	1,456,577	2,665,480
Retained profit for the year	-	91,641	91,641
At 30th September 2001	<u>£ 1,208,903</u>	<u>£ 1,548,218</u>	<u>£ 2,757,121</u>

20. Reconciliation of movements in shareholders' funds

	2001	2000
Profit for the year	116,741	95,983
Dividends	(25,100)	(24,700)
	<u>91,641</u>	<u>71,283</u>
Opening shareholders' funds	2,810,322	2,739,039
	<u>£ 2,901,963</u>	<u>£ 2,810,322</u>

21. Capital commitments

The company has capital commitments of £100,000 in respect of the ongoing barn conversion.

Aubrey-Fletcher Farms Limited

Notes to the Financial Statements for the year ended 30th September 2001

..... continued

22. Related party transactions

	Transactions in year		Balance owed to
	Amount	Detail	related party at 30th September 2001
Chilton House Limited	-	-	627
Aubrey-Fletcher Estates Limited	15,542	Interest received	23,581
	3,000	Rent received	
	4,500	Rent paid	

Notes:-

- i) Chilton House Limited is a subsidiary of Aubrey-Fletcher Farms Limited.
- ii) Aubrey-Fletcher Estates Limited is under common control.

The above transactions are considered to be at arms length and on normal commercial terms.

23. Gross Cash Flows

	2001	2000
Returns on investments and servicing of finance		
Interest received	16,008	20,581
Interest paid	(1,928)	(5,973)
Dividends received	3,015	1,075
Dividends received from associated undertaking	19,375	19,374
	<u>£ 36,470</u>	<u>£ 35,057</u>
Taxation		
Corporation tax paid	<u>£ (13,027)</u>	<u>£ (37,779)</u>
Capital expenditure		
Payments to acquire intangible assets	-	(17,600)
Payments to acquire tangible assets	(133,854)	(93,505)
Receipts from sales of tangible assets	6,301	18,980
Payments to acquire fixed asset investments	-	(37,630)
	<u>£(127,553)</u>	<u>£(129,755)</u>
Financing		
Repayment of long term bank loan	(22,667)	(56,667)
Capital element of finance leases and hire purchase contracts	(19,873)	(41,070)
New finance leases and hire purchase contracts	-	37,560
	<u>£ (42,540)</u>	<u>£ (60,177)</u>

Aubrey-Fletcher Farms Limited

**Notes to the Financial Statements
for the year ended 30th September 2001**

..... continued

24. Analysis of changes in net funds

	Opening balance	Cash flows	Closing balance
Bank loans	(22,667)	22,667	-
Cash at bank and in hand	264,488	5,992	270,480
Finance leases and hire purchase contracts	(39,395)	19,873	(19,522)
Net funds	<u>£ 202,426</u>	<u>48,532</u>	<u>250,958</u>