

Registered number
02570425

EUROPLANTS (UK) LTD
UNAUDITED FINANCIAL STATEMENTS
31 January 2018

EUROPLANTS (UK) LTD
Report and accounts
Contents

	Page
Company information	1
Consolidated Statement of Financial Position	2
Company Statement of Financial Position	3
Notes to the Financial statements	4 - 12

EUROPLANTS (UK) LTD

Company Information

Directors

R A C Canale - Managing Director

Secretary

Valerie Canale

Accountants

H Plaskow & Co

Chartered Certified Accountants

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EN1 3TF

Registered office

Great North Road

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Nr Hatfield

Hertfordshire

AL9 6DA

Registered number

02570425

EUROPLANTS (UK) LTD**Registered number:** 02570425**Consolidated statement of Financial position
as at 31 January 2018**

	Notes	2018 £	2017 £
Fixed assets			
Tangible assets	10	1,844,072	1,307,265
Investments	11	2,043,746	2,043,746
		<u>3,887,818</u>	<u>3,351,011</u>
Current assets			
Stocks		796,940	774,744
Debtors	13	1,592,468	1,330,885
Cash at bank and in hand		3,506,683	3,317,766
		<u>5,896,091</u>	<u>5,423,395</u>
Creditors: amounts falling due within one year	14	(3,409,049)	(3,029,660)
Net current assets		<u>2,487,042</u>	<u>2,393,735</u>
Total assets less current liabilities		<u>6,374,860</u>	<u>5,744,746</u>
Provisions for liabilities			
Deferred Taxation	15	(39,125)	(45,365)
Net assets		<u>6,335,735</u>	<u>5,699,381</u>
Capital and reserves			
Called up share capital	16	450	450
Profit and loss account	17	6,335,285	5,698,931
Shareholders' funds	19	<u>6,335,735</u>	<u>5,699,381</u>

The directors are satisfied that the company is entitled to exemption from the requirement to obtain an audit under section 477 of the Companies Act 2006.

The members have not required the company to obtain an audit in accordance with section 476 of the Act.

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of accounts.

The accounts have been prepared and delivered in accordance with the special provisions applicable to companies subject to the small companies regime. The profit and loss account has not been delivered to the Registrar of Companies.

R A C Canale

Director

Approved by the board on 18 October 2018

Company registration No:

2570425

EUROPLANTS (UK) LTD**Registered number:** 02570425**Company statement of Financial position****as at 31 January 2018**

	Notes	2018 £	2017 £
Fixed assets			
Tangible assets	10	1,114,956	577,779
Investments	11	2,043,746	2,043,746
		<u>3,158,702</u>	<u>2,621,525</u>
Current assets			
Stocks		796,940	774,744
Debtors	13	1,569,601	1,327,869
Cash at bank and in hand		3,388,299	3,229,209
		<u>5,754,840</u>	<u>5,331,822</u>
Creditors: amounts falling due within one year	14	(3,357,267)	(2,995,572)
Net current assets		<u>2,397,573</u>	<u>2,336,250</u>
Total assets less current liabilities		<u>5,556,275</u>	<u>4,957,775</u>
Provisions for liabilities			
Deferred Taxation	15	(39,125)	(45,365)
Net assets		<u>5,517,150</u>	<u>4,912,410</u>
Capital and reserves			
Called up share capital	16	450	450
Profit and loss account	17	5,516,700	4,911,960
Shareholders' funds	19	<u>5,517,150</u>	<u>4,912,410</u>

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R A C Canale

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Approved by the board on 18 October 2018

Company registration No:

2570425

EUROPLANTS (UK) LTD
Notes to the Accounts
for the year ended 31 January 2018

1 General information

Europlants (UK) Ltd is a company limited by shares, incorporated in England and Wales. Its registered office is Great North Road, Bell Bar A1000, Nr Hatfield, Hertfordshire, AL 9 6DA.

2 Summary of significant accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Statement of compliance

The individual financial statements of Europlants (UK) Ltd have been prepared in accordance with the provisions of Section 1A "Small Entities" of Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006.

Basis of preparation

The accounts have been prepared under the historical cost convention and in accordance with FRS 102, The Financial Reporting Standard applicable in the UK and Republic of Ireland (as applied to small entities by section 1A of the standard).

Basis of consolidation

The consolidated financial statements incorporate those of Europlants (UK) Ltd and all of its subsidiaries (i.e. entities that the Group controls through its power to govern the financial and operating policies so as to obtain economic benefits). Subsidiaries acquired during the year are consolidated using the purchase method. Their results are incorporated from the date that control passes. All financial statements are made up to 31 January 2018

The financial statements are presented in Sterling (£).

The group financial statements consolidate the financial statements of Europlants (UK) LTD and all its subsidiary undertakings drawn up to 31 January each year.

All intra-group transactions, balances and unrealised gains or transactions between group companies are eliminated on consolidation. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with those used by other members of the group.

A subsidiary is an entity controlled by the company. Control is achieved where the company has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities.

The results of subsidiaries acquired or disposed of during the year are included in the Profit and Loss Account

from the effective date of acquisition or up to the effective date of disposal, as appropriate. Where necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with those used by the group.

The parent company has taken advantage of section 408 of the Company Act 2006 and has not included its own Profit and Loss Account in these financial statements. The parent company's profit for the year was £619,740. (2017: £951,326)

Going concern

After reviewing the group's forecasts and projections, the directors have a reasonable expectation that the group has adequate resources to continue in operational existence for the foreseeable future. The group therefore continues to adopt the going concern basis in preparing its consolidated financial statements.

Revenue Recognition

Turnover is measured at the fair value of the consideration received or receivable, net of discounts and value added taxes. Turnover includes revenue earned from the sale of goods and from the rendering of services. Turnover from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have transferred to the buyer. Turnover from the rendering of services is recognised by reference to the stage of completion of the contract. The stage of completion of a contract is measured by comparing the costs incurred for work performed to date to the total estimated contract costs.

Sale of goods

The group sells indoor and outdoor plants together with related sundries during the year. Sale of goods are recognised when the group has delivered plants to the customer and no other significant obligation remains unfulfilled that may affect the customer's acceptance of the products. When plants are delivered revenue is recognised when it is completed. The risk of obsolescence and loss of the plants are considered to have been transferred to the customers when the products are shipped to the location specified by the customer, and the customer has accepted them.

Interest income

Interest income is recognised using the effective interest method.

Rental income

Rental income from operating leases is recognised on a straight-line basis over the term of the relevant lease unless the lease payments are structured to increase in line with expected general inflation in which case the income is recognised as revenue in accordance with the expected payments. Rental income is included in other income from fixed assets.

Property, plant and equipment

Land and buildings are carried at their revalued amounts, being fair value at the date of valuation less subsequent depreciation and impairment losses. Revaluations are performed by professional qualified valuers with sufficient regularity to ensure that the carrying amounts do not differ materially from those that would be determined using fair values at the end of each reporting period. Any accumulated depreciation at the date of revaluation is eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount of the asset.

Any revaluation increase in the carrying amount of land and buildings is recognised in other comprehensive income and included in a revaluation reserve in equity, except to the extent that it reverses a revaluation decrease of the same asset previously recognised in profit or loss, in which case the increase is credited to profit and loss to the extent of the decrease previously expended. Decreases that offset previous increases of the same asset are charged in other comprehensive income and debited against revaluation reserve in equity; decreases exceeding the balance in revaluation reserve relating to an asset are recognised in profit or loss. Each year the difference between depreciation based on the revalued carrying amount of the asset recognised in profit or loss and depreciation based on the asset's original cost is transferred from revaluation reserve to retained earnings.

Land and buildings were revalued for the first time during the current financial year, whilst they were carried at cost less accumulated depreciation and impairment in previous periods. The use of a policy of revaluation provides more relevant and reliable information about the value of the property owned by the company. The effects of the change in accounting policy on the financial statements are illustrated in note 12.

Vehicles and machinery are carried at cost less accumulated depreciation and accumulated impairment losses.

Land is not depreciated. Depreciation on other assets is calculated so as to write off the cost or valuation of an asset, less its residual value, over their estimated useful lives as follows:

Tangible fixed assets

Tangible fixed assets are measured at cost less accumulative depreciation and any accumulative impairment losses. Depreciation is provided on all tangible fixed assets, other than freehold land, at rates calculated to write off the cost, less estimated residual value, of each asset evenly over its expected useful life, as follows:

Leasehold, industrial buildings and improvements	2% on cost
Fixtures and fittings	10% on reducing balance
Motor vehicles	25% on reducing balance
Plant and machinery	10% on reducing balance

Investment properties

Investment properties are properties held to earn rentals and/or for capital appreciation.

Investment properties are initially measured at cost, including transaction costs. Subsequently investment properties whose fair value can be measured reliably without undue cost or effort on an on-going basis are measured at fair value. Gains and losses arising from changes in the fair value of investment properties are included in profit or loss in the period in which they arise.

Investment properties whose fair value can not be measured reliably without undue cost or effort on an on-going basis are included in plant, property and equipment at cost less accumulated depreciation and accumulated impairment losses.

Investments

Investments comprise investments in unquoted equity instruments which are measured at fair value.

Changes in fair value are recognised in profit or loss. Fair value is estimated by using a valuation technique.

Inventories

Inventories are measured at the lower of cost and selling price less cost to complete and sell.

Cost is calculated on a first in, first out basis and includes all costs of purchase, costs of conversion and other

costs incurred in bringing the inventories to their present location and condition.

Income tax

Taxation expense represents the aggregate amount of current tax and deferred tax recognised in the reporting period.

Current tax is the amount of income tax payable in respect of the taxable profit for the year or prior years.

A deferred tax asset or liability is recognised for tax recoverable or payable in future periods in respect of transactions and events recognised in the financial statements of current and previous periods.

Deferred tax arises from timing differences that are differences between taxable profits and total comprehensive income as stated in the financial statements. Timing differences result from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements.

Deferred taxation is recognised on all timing differences at the reporting date apart from certain exceptions. Unrelieved tax losses and other deferred tax assets are only recognised 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 is measured using the tax rates and laws that have been enacted or substantively enacted by the reporting date and that are expected to apply to the reversal of the timing differences. Deferred tax relating to land and investment properties that is measured at fair value is measured using the tax rates and allowances that apply to the sale of the asset.

Employee benefits

Short-term employee benefits are recognised as an expense in the period in which they are incurred.

Post-employment defined contribution plans

Amounts in respect of defined contributions plans are recognised as an expense as they are incurred.

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and demand deposits and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk to changes in value.

Foreign currency translation

Functional currency and presentation currency

For the purpose of the consolidated financial statements, the results and financial position are presented in Sterling (£).

Transactions and balances

In preparing the financial statements of the individual entities, transactions in currencies other than the functional currency of the individual entities (foreign currencies) are recognised at the spot rate at the dates of the transactions, or at an average rate where this rate approximates the actual rate at the date of the transaction. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences are recognised in profit or loss in the period in which they arise. However, in the consolidated financial statements exchange differences arising on monetary items that form part of the net

investment in a foreign operation are recognised in other comprehensive income and are not reclassified to profit or loss.

Translation of group companies

For the purpose of presenting consolidated financial statements, the assets and liabilities of the group's foreign operations are translated from their functional currency to Sterling (£) using the closing exchange rate. Income and expenses are translated using the average rate for the period, unless exchange rates fluctuated significantly during that period, in which case the exchange rates at the dates of the transactions are used. Exchange differences arising on the translation of group companies are recognised in other comprehensive income and are not reclassified to profit or loss.

Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the closing rate.

Leases

Leasing and hire purchase commitments

Leases are classified as finance leases when they transfer substantially all the risks and rewards of ownership of the leased assets to the company. Other leases that do not transfer substantially all the risks and rewards of ownership of the leased assets to the company are classified as operating leases.

Rights to use assets and corresponding obligations to lessors finance leases are recognised in the statement of financial position as assets and liabilities at the lower of fair value of the assets and the present value of the minimum lease payments, determined at the inception of the lease.

Lease payments are apportioned between finance charges and reduction of outstanding lease liabilities using the effective interest method, so as to produce a constant rate of interest on the remaining balance of the liabilities. Finance charges are recognised in profit or loss.

Assets held under finance leases are included in property, plant and equipment and are depreciated and reviewed for impairment in the same way as assets owned outright.

Payments received under operating leases are recognised as income over the lease term on a straight-line basis.

Pensions

The group operates a defined contribution pension scheme. Contributions are charged to the statement of c become payable in accordance with the rules of the scheme.

3 Judgements and key sources of estimation uncertainty

An entity shall disclose the judgements, apart from those involving estimations, that management has made in the accounting policies and that have the most significant effect on the amounts recognised in the financial statements

An entity shall disclose in the notes information about the key assumptions concerning the future, and other key so at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets financial year. In respect of those assets and liabilities, the notes shall include details of their nature; and their carry the reporting period.

No significant judgements have had to be made by management in preparing these financial statements.

4 Analysis of turnover

By activity

Plant wholesale

—
—

By geographical market:

UK

—
—

5 Cost of sales and net operating expenses

The total figures for continuing operations in 2018 include the following amounts relating to acquisitions: cost of sales £5,366,153 and administrative expenses totalling £1,793,960.

6 Operating profit

This is stated after charging:

Depreciation of owned fixed assets

Amortisation of leasehold property

—

7 Director's emoluments

Emoluments

—
—

8 Staff costs

Wages and salaries

Social security costs

Other pension costs

—
—

Average number of employees during the year

Administration and management

Office employees

—

The group operates a stakeholder defined contribution pension scheme for the benefit of the employees and directors. Pension payments recognised as expenses during the year amounting to £26,094.

9 Taxation

Analysis of charge in period

Current tax:

UK corporation tax on profits of the period

Adjustments in respect of previous periods

—
—

Deferred tax:

Origination and reversal of timing differences

—
—

Tax on profit on ordinary activities

—
—

Factors affecting tax charge for period

The differences between the tax assessed for the period and the standard rate of corporation tax are explained as follows:

Profit on ordinary activities before tax

—

Standard rate of corporation tax in the UK

19% from ‘

Profit on ordinary activities multiplied by the standard rate of corporation tax

Effects of:

Prior year adjustments

Expenses not deductible for tax purposes

Depreciation for period in excess of capital allowance

Deferred tax

Current tax charge for period

—
—

Profit attributable to members of the parent company

Dealt with the financial statements
of the parent company

=

10 Tangible fixed assets **Group**

	Leasehold industrial building and improvement £	Fixtures, Fittings, tools and equipment	Plant and machinery etc £	Freehold and Buildings
Cost				
At 1 February 2017	289,209	160,831	396,688	844,500
Additions	-	-	19,579	564,311
Surplus on revaluation	-	-	-	-
Disposals	-	-	-	-
At 31 January 2018	289,209	160,831	416,267	1,408,811
Depreciation				
At 1 February 2017	64,425	126,591	294,985	-
Charge for the year	5,798	7,144	8,631	-
Surplus on revaluation	-	-	-	-
On disposals	-	-	-	-
At 31 January 2018	70,223	133,735	303,616	-
Net book value				
At 31 January 2018	218,986	27,096	112,651	1,408,811
At 31 January 2017	224,784	34,240	101,703	844,500

Company

Tangible fixed assets

	Leasehold industrial building and improvement £	Fixtures, Fittings, tools and equipment	Plant and machinery etc £	Freehold and Buildings
Cost				
At 1 February 2017	289,209	98,273	315,187	116,500
Additions	-	-	19,579	564,311
Surplus on revaluation	-	-	-	-
Disposals	-	-	-	-
At 31 January 2018	289,209	98,273	334,766	680,811
Depreciation				

At 1 February 2017	64,424	64,087	214,917	-
Charge for the year	5,798	3,418	11,987	-
Surplus on revaluation	-	-	-	-
On disposals	-	-	-	-
At 31 January 2018	70,222	67,505	226,904	-
Net book value				
At 31 January 2018	218,987	30,768	107,862	680,811
At 31 January 2017	224,785	34,186	100,270	116,500

11 Investments

	The group		The comp:
	2018	2017	2018
	£	£	£
Interests in subsidiaries	2,023,746	2,023,746	2,023,746
Other investments	20,000	20,000	20,000
At 31 January 2018	2,043,746	2,043,746	2,043,746

Holding of 100%

The company holds 100% of the share capital of the following company:

	Type of shares held	Proportion held %	Country of incorporation	N b
Subsidiary				
MKM Nurseries Ltd	Ordinary	100%	UK	N g s

On 4 December 2014 Europlants (UK) Ltd acquired the entire share capital of MKM Nurseries Ltd for a cash consideration of £2,023,746. The investment was incurred to increase the market shares of Europlants (UK) Ltd. MKM Nurseries Ltd has been accounted for using the acquisition method of accounting. The assets and liabilities of MKM Nurseries Ltd have been consolidated at their fair values to the group.

The company has also invested £20,000 to acquire 4 Ordinary shares of £1 each of Oakgrange Ltd in 2016.

The company

Investments in
subsidiary Other

	undertakings	investments	Total
	2018	2018	2018
Cost			
At 1 February 2016	2,023,746	20,000	2,043,746
Additions	-	-	-
Disposals	-	-	-
At 31 January 2017	2,023,746	20,000	2,043,746

12 Stocks

	The group		The comp:
	2018	2017	2018
	£	£	£
Finished goods and goods for resale	796,940	774,744	796,940
	796,940	774,744	796,940

	The Group		The Comp:
	2018	2017	2018
	£	£	£
Trade debtors	1,561,991	1,312,625	1,561,991
Amounts owed by group undertakings and undertakings in which the company has a participating interest	-	3,016	-
Deferred tax asset	-	-	-
Other debtors	30,477	15,244	7,610
	1,592,468	1,330,885	1,569,601

14 Creditors: amounts falling due within one year

	The Group		The Comp:
	2018	2017	2018
	£	£	£
Trade creditors	2,376,963	2,123,344	2,376,963
Amounts owed to group undertakings and undertakings in which the company has a participating interest	-	3,016	-
Corporation Tax	161,291	275,086	153,709
Other taxes and social security costs	663,557	459,932	662,691
Accruals and deferred income	156,970	144,069	154,516
Other creditors	50,268	24,213	9,388
	3,409,049	3,029,660	3,357,267

15 Deferred taxation

	The group		The comp:
	2018	2017	2018
	£	£	£
Accelerated capital allowances	39,125	45,365	39,125
Tax losses carried forward			
Undiscounted provision for deferred tax	39,125	45,365	39,125
Discounted provision for deferred tax	39,125	45,365	39,125

	The group		The comp:
	2018	2017	2018
	£	£	£
At 1 February	45,366	45,697	45,366
Deferred tax charge in profit and loss account	(6,241)	(332)	(6,241)
At 31 January	39,125	45,365	39,125

16 Share Capital

Share capital	Nominal value	2018 Number	2018 -
Allotted, called up and fully paid:			
Ordinary shares	£1 each	450	450
			450

17 Profit and loss account

	The group		The comp:
	2018	2017	2018
	£	£	£
At 1 February	5,698,931	5,018,926	4,911,960
Profit for the year	651,354	982,005	619,740
Dividends	(15,000)	(302,000)	(15,000)
At 31 January	6,335,285	5,698,931	5,516,700

18 Dividends

	The group		The comp:
	2018	2017	2018
	£	£	£
Dividends for which the company became liable during the year			
Dividends paid	(15,000)	(302,000)	(15,000)
	(15,000)	(302,000)	(15,000)

Analysis of dividends by type:

Equity dividends (note 19)	(15,000)	(302,000)	(15,000)
	<u>(15,000)</u>	<u>(302,000)</u>	<u>(15,000)</u>

19 Reconciliation of movement in shareholders' funds

	The group		The comp:
	2018	2017	2018
	£	£	£
At 1 February	5,698,931	5,018,926	4,911,960
Profit for the financial year	651,354	982,005	619,740
Dividends	(15,000)	(302,000)	(15,000)
At 31 January	<u>6,335,285</u>	<u>5,698,931</u>	<u>5,516,700</u>

20 Other financial commitments

At the year end the company had annual commitments under non-cancellable operating leases below:

	The group		The comp:
	2018	2017	2018
	£	£	£
Operating leases which expire:			
in over five years	70,000	70,000	70,000
	<u>70,000</u>	<u>70,000</u>	<u>70,000</u>
			<u>—</u>

21 Related party transactions

Group

The group is taking advantage of the exemptions in Financial Reporting Standard 8, paragraph 3c, not to disclose transactions with related parties within the group where 100% of the voting rights are controlled by the group.

22 Controlling party

The group was under the control of the director, Mr R A C Canale who holds more than 90% of the voting share ca

23 Other information

EUROPLANTS (UK) LTD is a private company limited by shares and incorporated in England. Its registered office Great North Road

Bell Bar A1000

Nr Hatfield

Hertfordshire

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This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.