Registrar

REGISTERED NUMBER 02213321 (England and Wales)

REPORT OF THE DIRECTORS AND

CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2011

FOR

FARPLANTS GROUP LIMITED AND SUBSIDIARIES

Terence L Smith & Co
Chartered Accountants
Registered Auditor
38a Station Road
New Milton
Hampshire
BH25 6JX

THURSDAY

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FARPLANTS GROUP LIMITED AND SUBSIDIARIES

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FOR THE YEAR ENDED 31 AUGUST 2011

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COMPANY INFORMATION
FOR THE YEAR ENDED 31 AUGUST 2011

DIRECTORS:	Mr James Turner Mr David Ralph Tristram Mr Christopher Tellwright Mr Michael Guy Tristram Mr Jeffrey Neil Hooper
SECRETARY.	Mrs Nicola Aileen Bream
REGISTERED OFFICE·	36a Station Road New Milton Hampshire BH25 6JX
REGISTERED NUMBER:	02213321 (England and Wales)
AUDITORS:	Terence L Smith & Co Chartered Accountants Registered Auditor 38a Station Road New Milton Hampshire BH25 6JX
BANKERS·	National Westminster Bank Plc 27 South Street Worthing Sussex BN11 3AR
SOLICITORS:	Brook Oliver & Co 12a Stanford Road Lymington Hampshire SO41 9GF

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 AUGUST 2011

The directors present their report with the financial statements of the company and the group for the year ended 31 August 2011

PRINCIPAL ACTIVITY
The principal activity of the group in the year under review was that of horticultural sales and distribution

REVIEW OF BUSINESS
A strong trading year through our subsidiary Farplants Sales Limited with turnover rising and outperforming the market norms with garden centres We believe that, as a result of making continual improvements in quality and customer service, the business has continued to increase its market share with garden centres

DIVIDENDS
No dividends will be distributed for the year ended 31 August 2011

FUTURE DEVELOPMENTS
Further growth is planned for the future To efficiently service current and additional business, a new despatch site was commissioned and began operation in January 2011

DIRECTORS
The directors shown below have held office during the whole of the period from 1 September 2010 to the date of this report

Mr James Turner
Mr David Ralph Tristram
Mr Christopher Tellwright
Mr Michael Guy Tristram
Mr Jeffrey Neil Hooper

STATEMENT OF DIRECTORS' RESPONSIBILITIES
The directors are responsible for preparing the Report of the Directors 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 the group and of the profit or loss of the group 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,
- 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 and the group's transactions and disclose with reasonable accuracy at any time the financial position of the company and the group 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 the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS
So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the group's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the group's auditors are aware of that information

AUDITORS
The auditors, Terence L Smith & Co, will be proposed for re-appointment at the forthcoming Annual General Meeting

ON BEHALF OF THE BOARD:



M G Tristram - Director

Date 5 April 2012

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF FARPLANTS GROUP LIMITED AND SUBSIDIARIES

We have audited the financial statements of Farplants Group Limited and Subsidiaries for the year ended 31 August 2011 on pages six to twenty four 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 a Report of the Auditors 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 set out on page two, 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 Auditing Practices Board's Ethical Standards for Auditors

Scope of the audit of the financial statements
An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error This includes an assessment of whether the accounting policies are appropriate to the group's and the parent company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements In addition, we read all the financial and non-financial information in the financial statements to identify material inconsistencies with the audited financial statements If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report

Opinion on financial statements
In our opinion the financial statements
- give a true and fair view of the state of the group's and of the parent company's affairs as at 31 August 2011 and of the group's 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 matter prescribed by the Companies Act 2006
In our opinion the information given in the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF FARPLANTS GROUP LIMITED AND SUBSIDIARIES

Matters on which we are required to report by exception

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 by the parent company, or returns adequate for our audit have not been received from branches not visited by us, or
- the parent company 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

Terence L Smith CA (Senior Statutory Auditor)
for and on behalf of Terence L Smith & Co
Chartered Accountants
Registered Auditor
38a Station Road
New Milton
Hampshire
BH25 6JX



5 April 2012

FARPLANTS GROUP LIMITED AND SUBSIDIARIES

CONSOLIDATED PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 AUGUST 2011

	Notes	2011 £	2011 £	2010 £	2010 £
TURNOVER			20,281,503		18,429,026
Cost of sales			14,822,042		13,793,159
GROSS PROFIT			5,459,461		4,635,867
Distribution costs		3,312,501		2,518,206	
Administrative expenses		1,947,248		1,800,134	
			5,259,749		4,318,340
			199,712		317,527
Other operating income			24,686		7,200
OPERATING PROFIT	3		224,398		324,727
Interest receivable and similar income			1		-
			224,399		324,727
Amounts written off investments	4		1		1
			224,398		324,726
Interest payable and similar charges	5		121,118		53,729
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION			103,280		270,997
Tax on profit on ordinary activities	6		(20,431)		52,935
PROFIT FOR THE FINANCIAL YEAR FOR THE GROUP			123,711		218,062

CONTINUING OPERATIONS
None of the group's activities were acquired or discontinued during the current year or previous year

TOTAL RECOGNISED GAINS AND LOSSES
The group has no recognised gains or losses other than the profits for the current year or previous year

The notes form part of these financial statements

CONSOLIDATED BALANCE SHEET
31 AUGUST 2011

	Notes	2011 £	2011 £	2010 £	2010 £
FIXED ASSETS					
Intangible assets	8		1,499		1,499
Tangible assets	9		2,663,239		2,242,198
Investments	10		25		25
			2,664,763		2,243,722
CURRENT ASSETS					
Stocks	11	31,518		31,701	
Debtors	12	4,481,299		3,586,023	
Cash at bank and in hand		272,379		1,261	
		4,785,196		3,618,985	
CREDITORS					
Amounts falling due within one year	13	4,978,552		4,326,918	
NET CURRENT LIABILITIES			(193,356)		(707,933)
TOTAL ASSETS LESS CURRENT LIABILITIES			2,471,407		1,535,789
CREDITORS					
Amounts falling due after more than one year	14		(1,535,014)		(714,868)
PROVISIONS FOR LIABILITIES	18		(16,853)		(25,092)
MINORITY INTERESTS	19		(5,000)		(5,000)
NET ASSETS			914,540		790,829
CAPITAL AND RESERVES					
Called up share capital	20		175,000		175,000
Capital redemption reserve	21		23,999		23,999
Profit and loss account	21		715,541		591,830
SHAREHOLDERS' FUNDS	24		914,540		790,829

The financial statements were approved by the Board of Directors on 5 April 2012 and were signed on its behalf by



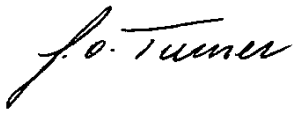
M G Tristram - Director

The notes form part of these financial statements

COMPANY BALANCE SHEET
31 AUGUST 2011

	Notes	2011 £	2011 £	2010 £	2010 £
FIXED ASSETS					
Intangible assets	8		-		-
Tangible assets	9		2,597,724		2,176,683
Investments	10		69,642		69,643
			2,667,366		2,246,326
CURRENT ASSETS					
Debtors	12	315,889		443,191	
Cash at bank		168,644		106,263	
		484,533		549,454	
CREDITORS					
Amounts falling due within one year	13	1,298,198		1,766,961	
NET CURRENT LIABILITIES			(813,665)		(1,217,507)
TOTAL ASSETS LESS CURRENT LIABILITIES			1,853,701		1,028,819
CREDITORS					
Amounts falling due after more than one year	14		(1,535,014)		(714,868)
PROVISIONS FOR LIABILITIES	18		(16,853)		(25,092)
NET ASSETS			301,834		288,859
CAPITAL AND RESERVES					
Called up share capital	20		175,000		175,000
Capital redemption reserve	21		15,000		15,000
Profit and loss account	21		111,834		98,859
SHAREHOLDERS' FUNDS	24		301,834		288,859

The financial statements were approved by the Board of Directors on 5 April 2012 and were signed on its behalf by



Mr James Turner - Director



Mr Michael Guy Tristram - Director

The notes form part of these financial statements

FARPLANTS GROUP LIMITED AND SUBSIDIARIES

CONSOLIDATED CASH FLOW STATEMENT
FOR THE YEAR ENDED 31 AUGUST 2011

	Notes	2011 £	2011 £	2010 £	2010 £
Net cash inflow from operating activities	1		180,090		936,233
Returns on investments and servicing of finance	2		(121,117)		(53,729)
Taxation			(27,843)		(2,500)
Capital expenditure	2		(587,531)		(1,880,701)
			(556,401)		(1,000,697)
Financing	2		438,809		995,115
Decrease in cash in the period			(117,592)		(5,582)

	Notes				
Reconciliation of net cash flow to movement in net debt	3				
Decrease in cash in the period		(117,592)		(5,582)	
Cash inflow from increase in debt		(610,227)		(761,140)	
Change in net debt resulting from cash flows			(727,819)		(766,722)
Movement in net debt in the period			(727,819)		(766,722)
Net debt at 1 September			(1,237,065)		(470,343)
Net debt at 31 August			(1,964,884)		(1,237,065)

The notes form part of these financial statements

NOTES TO THE CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31 AUGUST 2011

1 RECONCILIATION OF OPERATING PROFIT TO NET CASH INFLOW FROM OPERATING ACTIVITIES

	2011 £	2010 £
Operating profit	224,397	324,727
Depreciation charges	141,968	26,679
Loss on disposal of fixed assets	24,522	3,096
Decrease in stocks	183	4,654
Increase in debtors	(711,666)	(694,519)
Increase in creditors	500,686	1,271,596
Net cash inflow from operating activities	180,090	936,233

2 ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THE CASH FLOW STATEMENT

	2011 £	2010 £
Returns on investments and servicing of finance		
Interest received	1	-
Interest paid	(121,118)	(53,729)
Net cash outflow for returns on investments and servicing of finance	(121,117)	(53,729)
Capital expenditure		
Purchase of tangible fixed assets	(588,578)	(1,880,701)
Sale of tangible fixed assets	1,047	-
Net cash outflow for capital expenditure	(587,531)	(1,880,701)
Financing		
New loans in year	468,809	761,140
Loan repayments in year	-	108,976
Share issue	-	160,000
Deposit on future share issue	-	(30,000)
Amounts owed by Farplants Ltd	(30,000)	(5,000)
Amount written off investments	-	(1)
Net cash inflow from financing	438,809	995,115

The notes form part of these financial statements

NOTES TO THE CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31 AUGUST 2011

3 ANALYSIS OF CHANGES IN NET DEBT

	At 1 9 10 £	Cash flow £	At 31 8 11 £
Net cash			
Cash at bank and in hand	1,261	271,118	272,379
Bank overdraft	(277,186)	(388,710)	(665,896)
	(275,925)	(117,592)	(393,517)
Debt			
Debts falling due within one year	(246,272)	209,919	(36,353)
Debts falling due after one year	(714,868)	(820,146)	(1,535,014)
	(961,140)	(610,227)	(1,571,367)
Total	(1,237,065)	(727,819)	(1,964,884)

The notes form part of these financial statements

1 ACCOUNTING POLICIES

Accounting convention
The financial statements have been prepared under the historical cost convention

Turnover
Turnover represents the net invoiced sales of goods and services relating to the year, excluding value added tax

Goodwill
Goodwill arises on consolidation and relates to the purchase of the share capital of Pride of Place Plants Limited in 2000

Tangible fixed assets
Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life

Freehold property	- 10% on reducing balance or not provided
Long leasehold	- 4% on cost
Plant and machinery	- 20% on reducing balance
Fixtures and fittings	- 25% on reducing balance

Depreciation is not provided on freehold property as, in the opinion of the directors, the market value of the property is in excess of cost However, depreciation has been provided on certain integral features at a rate of 10% on the reducing balance

Stocks
Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items

Hire purchase and leasing commitments
Rentals paid under operating leases are charged to the profit and loss account on a straight line basis over the period of the lease

Pension costs and other post-retirement benefits
The group operates a defined contribution pension scheme Contributions payable to the group's pension scheme are charged to the profit and loss account in the period to which they relate

2 STAFF COSTS

	2011	2010
	£	£
Wages and salaries	2,221,345	1,391,374
Social security costs	153,467	129,874
Other pension costs	58,228	71,516
	2,433,040	1,592,764

The average monthly number of employees during the year was as follows

	2011	2010
Selling and distribution	31	26
Administration	21	20
Management	2	2
	54	48

continued

3 OPERATING PROFIT

The operating profit is stated after charging

	2011 £	2010 £
Hire of plant and machinery	1,306	5,331
Depreciation - owned assets	141,968	26,679
Loss on disposal of fixed assets	24,522	3,096
Auditors' remuneration	13,261	12,399
Hire of plant & machinery	1,306	5,331
Rents payable under operating leases	13,591	149,500
Hire of motor vehicles	73,425	71,385
Directors' remuneration	6,500	-

The amount shown for auditors' remuneration relates to the fee for audit services only In addition, the following services are provided by an associated accountancy business

	2011 £	2010 £
Company secretarial	650	650
Tax related services	500	500
Accountancy	3,552	3,126
Consultancy services	375	-

Charges for these services are included with the cost of professional fees

4 AMOUNTS WRITTEN OFF INVESTMENTS

	2011 £	2010 £
Investments written off	1	1

5 INTEREST PAYABLE AND SIMILAR CHARGES

	2011 £	2010 £
Bank interest	48,435	40,064
Bank loan interest	76,789	13,665
VAT supplement	(4,106)	-
	121,118	53,729

6 TAXATION

Analysis of the tax (credit)/charge

The tax (credit)/charge on the profit on ordinary activities for the year was as follows

	2011 £	2010 £
Current tax		
UK corporation tax	(12,192)	27,843
Deferred tax	(8,239)	25,092
Tax on profit on ordinary activities	(20,431)	52,935

7 PROFIT OF PARENT COMPANY

As permitted by Section 408 of the Companies Act 2006, the profit and loss account of the parent company is not presented as part of these financial statements The parent company's profit for the financial year was £12,975 (2010 - £125,439)

8 INTANGIBLE FIXED ASSETS

Group

	Goodwill £
COST	
At 1 September 2010 and 31 August 2011	1,499
NET BOOK VALUE	
At 31 August 2011	1,499
At 31 August 2010	1,499

9 TANGIBLE FIXED ASSETS

Group

	Freehold property £	Long leasehold £	Plant and machinery £
COST			
At 1 September 2010	2,019,454	1,383	370,609
Additions	429,771	-	11,668
Disposals	-	-	(31,005)
At 31 August 2011	2,449,225	1,383	351,272
DEPRECIATION			
At 1 September 2010	-	795	258,392
Charge for year	100,358	61	3,556
Eliminated on disposal	-	-	(26,855)
At 31 August 2011	100,358	856	235,093
NET BOOK VALUE			
At 31 August 2011	2,348,867	527	116,179
At 31 August 2010	2,019,454	588	112,217

9 **TANGIBLE FIXED ASSETS - continued**

Group

	Fixtures and fittings £	Computer equipment £	Totals £
COST			
At 1 September 2010	549,969	38,153	2,979,568
Additions	12,351	134,788	588,578
Disposals	(200,681)	-	(231,686)
At 31 August 2011	361,639	172,941	3,336,460
DEPRECIATION			
At 1 September 2010	478,183	-	737,370
Charge for year	14,457	23,536	141,968
Eliminated on disposal	(179,262)	-	(206,117)
At 31 August 2011	313,378	23,536	673,221
NET BOOK VALUE			
At 31 August 2011	48,261	149,405	2,663,239
At 31 August 2010	71,786	38,153	2,242,198

Company

	Freehold property £	Long leasehold £	Plant and machinery £
COST			
At 1 September 2010	1,953,939	1,383	370,609
Additions	429,771	-	11,668
Disposals	-	-	(31,005)
At 31 August 2011	2,383,710	1,383	351,272
DEPRECIATION			
At 1 September 2010	-	795	258,392
Charge for year	100,358	61	3,556
Eliminated on disposal	-	-	(26,855)
At 31 August 2011	100,358	856	235,093
NET BOOK VALUE			
At 31 August 2011	2,283,352	527	116,179
At 31 August 2010	1,953,939	588	112,217

9 TANGIBLE FIXED ASSETS - continued

Company

	Fixtures and fittings £	Computer equipment £	Totals £
COST			
At 1 September 2010	549,969	38,153	2,914,053
Additions	12,351	134,788	588,578
Disposals	(200,681)	-	(231,686)
At 31 August 2011	361,639	172,941	3,270,945
DEPRECIATION			
At 1 September 2010	478,183	-	737,370
Charge for year	14,457	23,536	141,968
Eliminated on disposal	(179,262)	-	(206,117)
At 31 August 2011	313,378	23,536	673,221
NET BOOK VALUE			
At 31 August 2011	48,261	149,405	2,597,724
At 31 August 2010	71,786	38,153	2,176,683

10 FIXED ASSET INVESTMENTS

	Group		Company	
	2011 £	2010 £	2011 £	2010 £
Shares in group undertakings	-	-	14,102	14,103
Other investments not loans	25	25	25	25
Other loans	-	-	55,515	55,515
	25	25	69,642	69,643

Additional information is as follows

Group

	Unlisted investments £
COST	
At 1 September 2010 and 31 August 2011	25
NET BOOK VALUE	
At 31 August 2011	25
At 31 August 2010	25

10 **FIXED ASSET INVESTMENTS - continued**

Company

	Shares in group undertakings £	Unlisted investments £	Totals £
COST			
At 1 September 2010	14,103	25	14,128
Written off	(1)	-	(1)
At 31 August 2011	14,102	25	14,127
NET BOOK VALUE			
At 31 August 2011	14,102	25	14,127
At 31 August 2010	14,103	25	14,128

The group or the company's investments at the balance sheet date in the share capital of companies include the following

Subsidiaries

Farplants Sales Limited
Nature of business Horticultural Wholesaler

Class of shares	% holding
Ordinary £1 shares	100 00

	2011 £	2010 £
Aggregate capital and reserves	620,306	509,571
Profit for the year	111,735	92,623

Wallock Limited
Nature of business Dormant

Class of shares	% holding
Ordinary £1 shares	50 00

	2011 £	2010 £
Aggregate capital and reserves	10,000	10,000

Pride of Place Plants Limited
Nature of business Dormant

Class of shares	% holding
Ordinary £1 shares	100 00

	2011 £	2010 £
Aggregate capital and reserves	2	2

10 FIXED ASSET INVESTMENTS - continued

Company

	Other loans £
At 1 September 2010 and 31 August 2011	55,515

11 STOCKS

	Group	
	2011 £	2010 £
Stocks	31,518	31,701

12 DEBTORS. AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group		Company	
	2011 £	2010 £	2011 £	2010 £
Trade debtors	3,816,534	3,361,398	265,385	209,131
Bad debt provision	-	(10,442)	-	-
Amounts owed by group undertakings	35,000	5,000	35,000	5,000
Other debtors	291,791	30,000	-	110,000
Due from associated company	175,036	33,618	-	-
Tax	12,192	-	12,192	-
VAT	-	761	-	119,060
Prepayments	150,746	165,688	3,312	-
	4,481,299	3,586,023	315,889	443,191

13 CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group		Company	
	2011 £	2010 £	2011 £	2010 £
Bank loans and overdrafts (see note 15)	702,249	523,458	36,353	246,272
Trade creditors	2,176,124	2,347,838	17,748	203,776
Amounts owed to group undertakings	-	-	706,298	948,954
Tax	-	27,843	-	12,192
Social security and other taxes	44,993	37,752	6,627	6,325
VAT	79,358	-	4,842	-
Other creditors	36,004	60,304	36,004	60,304
Pensions	6,581	5,574	594	419
Accrued expenses	1,464,626	1,047,982	21,115	12,552
Deferred SEEDA grants	468,617	276,167	468,617	276,167
	4,978,552	4,326,918	1,298,198	1,766,961

14 CREDITORS AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	Group		Company	
	2011	2010	2011	2010
	£	£	£	£
Bank loans (see note 15)	1,535,014	714,868	1,535,014	714,868

15 LOANS

An analysis of the maturity of loans is given below

	Group		Company	
	2011	2010	2011	2010
	£	£	£	£
Amounts falling due within one year or on demand				
Bank overdrafts	665,896	277,186	-	-
Bank loans	36,353	246,272	36,353	246,272
	702,249	523,458	36,353	246,272
Amounts falling due between two and five years				
Bank loans - 2-5 years	827,940	299,735	827,940	299,735
Amounts falling due in more than five years				
Repayable by instalments				
Bank loans more 5 yr by instal	707,074	415,133	707,074	415,133

16 OPERATING LEASE COMMITMENTS

The following operating lease payments are committed to be paid within one year

Group

	Land and buildings		Other operating leases	
	2011	2010	2011	2010
	£	£	£	£
Expiring				
Within one year	1,300	22,290	28,117	3,623
Between one and five years	-	-	31,441	70,125
	1,300	22,290	59,558	73,748

17 SECURED DEBTS

The following secured debts are included within creditors

	Group		Company	
	2011	2010	2011	2010
	£	£	£	£
Bank loans	1,571,367	961,140	1,571,367	961,140

18 PROVISIONS FOR LIABILITIES

	Group		Company	
	2011	2010	2011	2010
	£	£	£	£
Deferred tax	16,853	25,092	16,853	25,092

Group

	Deferred tax
	£
Balance at 1 September 2010	25,092
Timing differences	(8,239)
Balance at 31 August 2011	16,853

Company

	Deferred tax
	£
Balance at 1 September 2010	25,092
Timing differences	(8,239)
Balance at 31 August 2011	16,853

19 MINORITY INTERESTS

The minority interest represents 50% of the issued share capital of Wallock Limited

20 CALLED UP SHARE CAPITAL

Allotted, issued and fully paid

Number	Class	Nominal value	2011	2010
			£	£
175,000	Ordinary	£1	175,000	175,000

continued

21 RESERVES

Group

	Profit and loss account £	Capital redemption reserve £	Totals £
At 1 September 2010	591,830	23,999	615,829
Profit for the year	123,711		123,710
At 31 August 2011	715,541	23,999	739,540

Company

	Profit and loss account £	Capital redemption reserve £	Totals £
At 1 September 2010	98,859	15,000	113,859
Profit for the year	12,975		12,975
At 31 August 2011	111,834	15,000	126,834

22 PENSION COMMITMENTS

The group has a commitment to make payments into a defined contribution pension scheme on behalf of its employees Contributions payable within the next 12 months amount to £63,505 (2010 £75,938) Pension contributions outstanding at the year end amount to £6,581 (2010 £5,604)

23 RELATED PARTY DISCLOSURES

All transactions were carried out in the normal course of trading on an arms length basis and are listed below, -

	2011 £	2010 £
Sales		
Binsted Nursery	151,662	282,437
Fleurie Nursery Limited	191,064	338,909
Star Nurseries Limited	110,850	190,597
Walberton Nursery Limited	114,753	163,601
Toddington Nurseries Limited	151,577	383,396
Purchases		
Binsted Nursery	3,067,584	2,829,938
Fleurie Nursery Limited	3,294,457	3,194,535
Star Nurseries Limited	1,830,239	1,799,159
Walberton Nursery Limited	2,328,367	2,051,769
Toddington Nurseries Limited	2,962,703	3,008,844
Farplants Limited	16,600	16,600
Debtor balance at year end		
Binsted Nursery	10,849	16,838
Fleurie Nursery Limited	61,137	74,590
Star Nurseries Limited	20,490	43,117
Walberton Nursery Limited	22,606	22,293
Toddington (Nurseries) Limited	25,451	29,102
Creditor balance at year end		
Binsted Nursery	363,858	315,583
Fleurie Nursery Limited	305,522	348,485
Star Nurseries Limited	287,143	347,114
Walberton Nursery Limited	461,698	406,197
Toddington Nurseries Limited	418,181	372,484

There is also an inter-company account showing a balance due from Farplants Limited, an associated company, at the year ended totalling £175,036 (2010 £33,618)

An amount of £13,000 was paid to Money Partner for professional services This business is owned by Mrs N A Bream, a director of Farplants Sales Limited

An indeterminate lease has been agreed with Walberton Nursery Limited for annual ground rent of £1,300 for the Walberton site

continued

24 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

Group

	2011	2010
	£	£
Profit for the financial year	123,711	218,062
Deposit on future share issue	-	(30,000)
New shares issued	-	160,000
Net addition to shareholders' funds	123,711	348,062
Opening shareholders' funds	790,829	442,767
Closing shareholders' funds	914,540	790,829

Company

	2011	2010
	£	£
Profit for the financial year	12,975	125,439
Deposit on future share issue		
Share issue	-	130,000
Net addition to shareholders' funds	12,975	255,439
Opening shareholders' funds	288,859	33,420
Closing shareholders' funds	301,834	288,859

FARPLANTS GROUP LIMITED AND SUBSIDIARIES

CONSOLIDATED TRADING AND PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 AUGUST 2011

	2011		2010	
	£	£	£	£
Turnover				
Sales	19,679,636		18,366,045	
Service charge - Farplants Ltd	30,000		30,000	
Sundry sales	442,276		50,277	
Members' levies	550,629		360,208	
Quantity discount	(421,038)		(377,504)	
		20,281,503		18,429,026
Cost of sales				
Trade purchases Member growers	13,723,907		12,867,407	
Trade purchases Third party	843,609		743,248	
Sundry purchases	254,526		182,504	
		14,822,042		13,793,159
GROSS PROFIT (26 92% 2010 25 16%)		5,459,461		4,635,867
Distribution costs				
Wages	1,097,794		379,978	
Social security	31,896		19,670	
Pensions	5,360		4,741	
Hire of plant and machinery	1,306		5,331	
Maint of plant & equipment	2,942		3,808	
Transport	2,130,727		2,078,518	
Motor expenses	17,945		15,009	
Marketing	23,586		10,222	
Motor, travel & subsistence	299		298	
Telephone	646		631	
		3,312,501		2,518,206
		2,146,960		2,117,661
Establishment costs				
Rent and rates	44,376		185,320	
Insurance	23,120		18,516	
Light and heat	30,064		42,298	
Repairs to property	1,362		14,106	
		98,922		260,240
Carried forward		2,048,038		1,857,421

FARPLANTS GROUP LIMITED AND SUBSIDIARIES

CONSOLIDATED TRADING AND PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 AUGUST 2011

	2011		2010	
	£	£	£	£
Brought forward		2,048,038		1,857,421
Administrative expenses				
Directors' salaries	2,500		-	
Directors' fees	4,000		-	
Wages	1,117,051		1,011,396	
Social security	121,571		110,204	
Pensions	52,868		66,775	
Professional fees	73,549		28,261	
Telephone	29,518		27,440	
Post, stationery & advertising	43,136		25,125	
Motor, travel & subsistence	12,048		20,328	
Motor expenses	92,920		90,588	
Repairs and renewals	20,487		17,408	
Cleaning and laundry	6,296		6,349	
Security	2,968		2,325	
Computer costs	15,976		7,741	
Sundry expenses	127		476	
Professional fees	35,821		40,457	
Auditors' remuneration	13,261		12,399	
Donations	200		-	
Profit/loss on sale of tangible fixed assets	24,522		3,096	
		1,668,819		1,470,368
		379,219		387,053
Other expenses				
Entertainment	7,362		-	
Bad debts	4,530		7,701	
		11,892		7,701
		367,327		379,352
Finance costs				
Bank charges	25,587		34,846	
Late filing penalties	-		300	
Discounting charges	60		-	
		25,647		35,146
		341,680		344,206
Depreciation				
Freehold property	100,358		-	
Long leasehold	61		61	
Plant and machinery	3,556		2,099	
Fixtures and fittings	14,457		24,519	
Computer equipment	23,536		-	
		141,968		26,679
Carried forward		199,712		317,527

FARPLANTS GROUP LIMITED AND SUBSIDIARIES

CONSOLIDATED TRADING AND PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 AUGUST 2011

	2011		2010	
	£	£	£	£
Brought forward		199,712		317,527
Other operating income				
Rents received	-		7,200	
Grant income	24,686		-	
		(24,686)		(7,200)
		224,398		324,727
Finance income				
Deposit account interest		1		-
		224,399		324,727
Amounts written off investments				
Investments written off		1		1
		224,398		324,726
Finance costs				
Bank interest	48,435		40,064	
Bank loan interest	76,789		13,665	
VAT supplement	(4,106)		-	
		121,118		53,729
NET PROFIT		103,280		270,997