REGISTERED NUMBER: 06339657 (England and Wales)

C & O HOLDINGS LIMITED

GROUP STRATEGIC REPORT,

REPORT OF THE DIRECTOR AND

CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2018

Hopper Williams & Bell Limited
Statutory Auditor
Highland House
Mayflower Close
Chandler's Ford
Eastleigh
Hampshire
SO53 4AR

CONTENTS OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2018

	Page
Company Information	1
Group Strategic Report	2
Report of the Director	5
Report of the Independent Auditors	7
Consolidated Income Statement	9
Consolidated Other Comprehensive Income	10
Consolidated Balance Sheet	11
Company Balance Sheet	12
Consolidated Statement of Changes in Equity	13
Company Statement of Changes in Equity	14
Consolidated Cash Flow Statement	15
Notes to the Consolidated Cash Flow Statement	16
Notes to the Consolidated Financial Statements	17

COMPANY INFORMATION
FOR THE YEAR ENDED 31 MARCH 2018

DIRECTOR:	A G Coles
REGISTERED OFFICE:	Blandford Heights Blandford Dorset DT11 7TF
REGISTERED NUMBER:	06339657 (England and Wales)
SENIOR STATUTORY AUDITOR:	David Brookes FCA
AUDITORS:	Hopper Williams & Bell Limited Statutory Auditor Highland House Mayflower Close Chandler's Ford Eastleigh Hampshire SO53 4AR
BANKERS:	HSBC Bank plc 165 High Street Southampton Hampshire SO14 2NZ

The director presents his strategic report of the company and the group for the year ended 31 March 2018.

REVIEW OF BUSINESS

The results for the group show a pre-tax loss of £95k (2017: pre-tax profit £20k) for the year and sales of £20.8 million (2017: £30.2 million).

Strategy

The group's overriding objective is to achieve sustainable growth and increase the profitability of the group through:

- Offering a comprehensive and attractive product range of reliable machines
- Offering an excellent aftersales experience
- Improving efficiency and optimising the group's assets

Future Outlook

The commercial environment is expected to remain competitive in 2018 and 2019 but the uncertainty of the impact that Brexit will have on British markets is likely to introduce an element of conservatism around capital expenditure on high ticket items.

The change of supplier to Massey Ferguson from 24th April 2017 has been positive for the group. This change will continue to allow the group to work alongside a supportive main brand that wants its dealers to be successful, and can provide our customers with the after sales experience they demand.

PRINCIPAL RISKS AND UNCERTAINTIES

The management of the business and the execution of the group's strategy are subject to a number of risks. Risks are formally reviewed by the board and appropriate processes put in place to monitor and mitigate them. The key business risks affecting the group are set out below:

Competition

The marketplace that the group operates in is highly competitive, particularly around pricing. This adversely impacts margins making efficiency vital to producing profitable results. C&O Tractors had spent 20 years building up a strong network of dealerships and loyal customers. With the move to Massey Ferguson, there was a risk of losing customers and the risk faced from competitors. However, customers are proving to be loyal to the C&O brand and the group's market share is continuing to increase.

The group continues in to the new financial year with a feeling of positivity and the opportunity to progress and build upon the solid foundations of the existing business. The board feel strongly that Massey Ferguson are a business partner who will enable and encourage growth and will give the level of support required during this transition period and beyond.

Employees

The group's performance depends largely on its managers and staff. The resignation of key individuals and the inability to recruit people with the right experience and skills could adversely affect the group's results. To mitigate these issues the group has an induction programme for all employees with the opportunity to benefit from industry specific training of a high standard.

Liquidity

The group continuously monitors its liquidity and cashflow and a key element of this is the monitoring of stock levels to ensure that working capital is not unnecessarily tied up in stock. Cashflow is closely managed, with stocks of used machinery and aged parts turned into cash.

Key performance indicators ("KPIs")

The board monitors progress on the overall strategy and the individual strategic elements by reference to our Key Performance Indicators (KPI's)

Performance during the year, together with historical trend data is set out in the table below:

	2018	2017	Definition, method of calculation
Turnover	£20.8m	£30.2m	The group's turnover has reduced as a result of it closing one of its branches in December 2017. This branch was primarily servicing a New Holland hire contract and the decision was taken by the board to close the branch, streamline its operations and to focus on the sale of Massey Ferguson machinery.
Gross Margin (%)	10.24%	7.07%	Gross margin is the ratio of gross profit before exceptional items expressed as a percentage. The move to Massey Ferguson as the main supplier, has brought about improved gross margins. We anticipate similar gross margin levels in 2019.

ON BEHALF OF THE BOARD:

A G Coles - Director

23 November 2018

REPORT OF THE DIRECTOR
FOR THE YEAR ENDED 31 MARCH 2018

The director presents his report with the financial statements of the company and the group for the year ended 31 March 2018.

PRINCIPAL ACTIVITY
The principal activity of the group in the year under review was that of the buying, retailing and servicing of agricultural machinery and associated parts.

DIVIDENDS
Interim dividends per share were paid during the year as follows:

Ordinary A £1	- 1.91p	- 31 March 2018
Ordinary B £1	- £3.125	- 31 March 2018
Ordinary C £1	- £15.015	- 31 March 2018

The total distribution of dividends for the year ended 31 March 2018 will be £ 35,000 .

EVENTS SINCE THE END OF THE YEAR
Information relating to events since the end of the year is given in the notes to the financial statements.

DIRECTOR
A G Coles held office during the whole of the period from 1 April 2017 to the date of this report.

FIXED ASSETS
In the opinion of the director the book value of the freehold property shown in the balance sheet is lower than the market value at the balance sheet date by approximately £1m.

STATEMENT OF DIRECTOR'S RESPONSIBILITIES
The director is responsible for preparing the Group Strategic Report, the Report of the Director and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law the director has elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the director must not approve the financial statements unless he is 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 director is 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 director is 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 him to ensure that the financial statements comply with the Companies Act 2006. He is 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 director is 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 he 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.

ON BEHALF OF THE BOARD:

A G Coles - Director

23 November 2018

Opinion
We have audited the financial statements of C & O Holdings Limited (the 'parent company') and its subsidiaries (the 'group') for the year ended 31 March 2018 which comprise the Consolidated Income Statement, Consolidated Other Comprehensive Income, Consolidated Balance Sheet, Company Balance Sheet, Consolidated Statement of Changes in Equity, Company Statement of Changes in Equity, Consolidated Cash Flow Statement and Notes to the Consolidated Cash Flow Statement, Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:
- give a true and fair view of the state of the group's and of the parent company affairs as at 31 March 2018 and of the group's loss 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.

Basis for opinion
We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern
We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:
- the director's use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the director has not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the group's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Other information
The director is responsible for the other information. The other information comprises the information in the Group Strategic Report and the Report of the Director, but does not include the financial statements and our Report of the Auditors thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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 Group Strategic Report and the Report of the Director for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Group Strategic Report and the Report of the Director have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception
In the light of the knowledge and understanding of the group and the parent company and its environment obtained in the course of the audit, we have not identified material misstatements in the Group Strategic Report or the Report of the Director.

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 director's remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of director
As explained more fully in the Statement of Director's Responsibilities set out on page five, the director is responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the director determines necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the director is responsible for assessing the group's and the parent company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the director either intends to liquidate the group or the parent company or to cease operations, or has no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements
Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue a Report of the Auditors that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our Report of the Auditors.

Use of our report
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.

David Brookes FCA (Senior Statutory Auditor)
for and on behalf of Hopper Williams & Bell Limited
Statutory Auditor
Highland House
Mayflower Close
Chandler's Ford
Eastleigh
Hampshire
SO53 4AR

7 December 2018

CONSOLIDATED INCOME STATEMENT
FOR THE YEAR ENDED 31 MARCH 2018

	Notes	2018 £	2017 as restated £
TURNOVER		**20,844,810**	30,223,194
Cost of sales		**(18,711,014)**	(28,086,847)
GROSS PROFIT		**2,133,796**	2,136,347
Distribution costs		**(60,576)**	(59,362)
Administrative expenses		**(2,166,457)**	(2,053,306)
		(93,237)	23,679
Other operating income		**18,558**	15,643
OPERATING (LOSS)/PROFIT	4	**(74,679)**	39,322
Interest receivable and similar income		**29,079**	20,195
		(45,600)	59,517
Interest payable and similar expenses	5	**(49,355)**	(39,230)
(LOSS)/PROFIT BEFORE TAXATION		**(94,955)**	20,287
Tax on (loss)/profit	6	**11,293**	(12,302)
(LOSS)/PROFIT FOR THE FINANCIAL YEAR		**(83,662)**	7,985
(Loss)/profit attributable to:			
Owners of the parent		**(83,662)**	7,985

The notes form part of these financial statements

CONSOLIDATED OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 MARCH 2018

	Notes	2018 £	2017 as restated £
(LOSS)/PROFIT FOR THE YEAR		**(83,662)**	7,985
OTHER COMPREHENSIVE INCOME		**-**	-
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		**(83,662)**	7,985
Total comprehensive income attributable to:			
Owners of the parent		**(83,662)**	7,985

The notes form part of these financial statements

CONSOLIDATED BALANCE SHEET
31 MARCH 2018

	Notes	2018 £	2017 as restated £
FIXED ASSETS			
Tangible assets	10	**1,335,950**	1,511,098
Investments	11	**-**	-
		1,335,950	1,511,098
CURRENT ASSETS			
Stocks	12	**4,821,250**	5,577,045
Debtors	13	**3,578,119**	8,428,919
Cash at bank and in hand		**6,222**	2,249
		8,405,591	14,008,213
CREDITORS			
Amounts falling due within one year	14	**(6,774,570)**	(12,390,819)
NET CURRENT ASSETS		**1,631,021**	1,617,394
TOTAL ASSETS LESS CURRENT LIABILITIES		**2,966,971**	3,128,492
CREDITORS			
Amounts falling due after more than one year	15	**(459,194)**	(511,013)
PROVISIONS FOR LIABILITIES	19	**(66,262)**	(57,302)
NET ASSETS		**2,441,515**	2,560,177
CAPITAL AND RESERVES			
Called up share capital	20	**270,000**	270,000
Retained earnings	21	**2,171,515**	2,290,177
SHAREHOLDERS' FUNDS		**2,441,515**	2,560,177

The financial statements were approved by the director on 23 November 2018 and were signed by:

A G Coles - Director

The notes form part of these financial statements

COMPANY BALANCE SHEET
31 MARCH 2018

	Notes	2018 £	2017 as restated £
FIXED ASSETS			
Tangible assets	10	**755,581**	773,153
Investments	11	**270,000**	270,000
		1,025,581	1,043,153
CREDITORS			
Amounts falling due within one year	14	**(555,061)**	(473,097)
NET CURRENT LIABILITIES		**(555,061)**	(473,097)
TOTAL ASSETS LESS CURRENT LIABILITIES		**470,520**	570,056
CREDITORS			
Amounts falling due after more than one year	15	**(323,522)**	(405,487)
NET ASSETS		**146,998**	164,569
CAPITAL AND RESERVES			
Called up share capital	20	**270,000**	270,000
Retained earnings	21	**(123,002)**	(105,431)
SHAREHOLDERS' FUNDS		**146,998**	164,569
Company's profit for the financial year		**17,429**	12,429

The financial statements were approved by the director on 23 November 2018 and were signed by:

A G Coles - Director

The notes form part of these financial statements

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH 2018

	Called up share capital £	Retained earnings £	Total equity £
Balance at 1 April 2016	270,000	2,312,192	2,582,192
Changes in equity			
Dividends	-	(30,000)	(30,000)
Total comprehensive income	-	7,985	7,985
Balance at 31 March 2017	270,000	2,290,177	2,560,177
Changes in equity			
Dividends	-	(35,000)	(35,000)
Total comprehensive income	-	(83,662)	(83,662)
Balance at 31 March 2018	270,000	2,171,515	2,441,515

The notes form part of these financial statements

COMPANY STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH 2018

	Called up share capital £	Retained earnings £	Total equity £
Balance at 1 April 2016	270,000	(87,860)	182,140
Changes in equity			
Dividends	-	(30,000)	(30,000)
Total comprehensive income	-	12,429	12,429
Balance at 31 March 2017	270,000	(105,431)	164,569
Changes in equity			
Dividends	-	(35,000)	(35,000)
Total comprehensive income	-	17,429	17,429
Balance at 31 March 2018	270,000	(123,002)	146,998

The notes form part of these financial statements

CONSOLIDATED CASH FLOW STATEMENT
FOR THE YEAR ENDED 31 MARCH 2018

	Notes	2018 £	2017 as restated £
Cash flows from operating activities			
Cash generated from operations	1	**(51,927)**	120,199
Interest paid		**(39,316)**	(32,267)
Interest element of hire purchase payments paid		**(10,039)**	(6,963)
Tax paid		**(20,253)**	(28,004)
Net cash from operating activities		**(121,535)**	52,965
Cash flows from investing activities			
Purchase of tangible fixed assets		**(144,269)**	(203,836)
Sale of tangible fixed assets		**90,123**	50,482
Interest received		**29,079**	20,195
Net cash from investing activities		**(25,067)**	(133,159)
Cash flows from financing activities			
Loan repayments in year		**(79,196)**	(70,520)
Hire purchase repayments in year		**(229,382)**	(220,053)
Amount introduced by directors		**35,000**	30,000
Amount withdrawn by directors		**(15,446)**	(18,041)
Equity dividends paid		**(35,000)**	(30,000)
Net cash from financing activities		**(324,024)**	(308,614)
Decrease in cash and cash equivalents		**(470,626)**	(388,808)
Cash and cash equivalents at beginning of year	2	**(715,936)**	(327,128)
Cash and cash equivalents at end of year	2	**(1,186,562)**	(715,936)

The notes form part of these financial statements

NOTES TO THE CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2018

1. RECONCILIATION OF (LOSS)/PROFIT BEFORE TAXATION TO CASH GENERATED FROM OPERATIONS

	2018	2017 as restated
	£	£
(Loss)/profit before taxation	**(94,955)**	20,287
Depreciation charges	**201,008**	177,714
(Profit)/loss on disposal of fixed assets	**(34,081)**	6,395
Finance costs	**49,355**	39,230
Finance income	**(29,079)**	(20,195)
	92,248	223,431
Decrease in stocks	**995,837**	877,250
Decrease in trade and other debtors	**4,871,053**	337,211
Decrease in trade and other creditors	**(6,011,065)**	(1,317,693)
Cash generated from operations	**(51,927)**	120,199

2. CASH AND CASH EQUIVALENTS

The amounts disclosed on the Cash Flow Statement in respect of cash and cash equivalents are in respect of these Balance Sheet amounts:

Year ended 31 March 2018

	31.3.18	**1.4.17**
	£	**£**
Cash and cash equivalents	**6,222**	**2,249**
Bank overdrafts	**(1,192,784)**	**(718,185)**
	(1,186,562)	**(715,936)**

Year ended 31 March 2017

	31.3.17 as restated	1.4.16
	£	£
Cash and cash equivalents	2,249	11,918
Bank overdrafts	(718,185)	(339,046)
	(715,936)	(327,128)

The notes form part of these financial statements

1. STATUTORY INFORMATION

C & O Holdings Limited is a private company, limited by shares , registered in England and Wales. The company's registered number and registered office address can be found on the General Information page.

2. ACCOUNTING POLICIES

Basis of preparing the financial statements
These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standards applicable in the UK and Republic of Ireland" ("FRS 102") and the Companies Act 2006.

The financial statements are prepared in sterling, which is the functional currency of the group. Monetary amounts in these financial statements are rounded to the nearest £1.

The financial statements have been prepared under the historical cost convention, modified to include certain financial instruments at fair value. The principal accounting policies adopted are set out below.

Basis of consolidation
The consolidated financial statements incorporate the results of C & O Holdings Limited and all of its subsidiary undertakings as at the balance sheet date using the acquisition method of accounting from the date of acquisition.

Related party exemption
The group has taken advantage of exemption, under the terms of Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', not to disclose related party transactions with wholly owned subsidiaries within the group.

Transactions between group entities which have been eliminated on consolidation are not disclosed within the financial statements.

Turnover
Turnover represents net invoiced sales of goods, excluding value added tax. Turnover is recognised when the goods are physically delivered to the customer.

Turnover represents the value of services provided under contracts to the extent that there is a right to consideration and is recorded at the value of the consideration due.

Where a contract has only been partially completed at the balance sheet date turnover represents the value of the service provided to date based on a proportion of the total expected consideration at completion. Where payments are received from customers in advance of services provided, the amounts are recorded as deferred income and included as part of creditors due within one year.

Turnover is attributable to the one principal activity of the group and is generated principally from sales within the United Kingdom.

2. ACCOUNTING POLICIES - continued

Tangible fixed assets
Depreciation is provided at the following annual rates in order to write off the cost less estimated residual value of each asset over its estimated useful life or, if held under a finance lease, over the lease term, whichever is the shorter.

Freehold property	- 2% Straight line
Short leasehold	- not provided
Plant and machinery	- 10% Straight line
Fixtures and fittings	- 6 years straight line
Motor vehicles	- 33% Reducing balance
Computer equipment	- 33% Straight line

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset and is recognised in the income statement.

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

Stock is measured on a first in first out basis.

Taxation
Taxation for the year comprises current and deferred tax. Tax is recognised in the Consolidated Income Statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax
Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Hire purchase and leasing commitments
Assets obtained under hire purchase contracts or finance leases are capitalised in the balance sheet. Those held under hire purchase contracts are depreciated over their estimated useful lives. Those held under finance leases are depreciated over their estimated useful lives or the lease term, whichever is the shorter.

The interest element of these obligations is charged to profit or loss over the relevant period. The capital element of the future payments is treated as a liability.

Rentals paid under operating leases are charged to profit or loss on a straight line basis over the period of the lease.

continued...

2. ACCOUNTING POLICIES - continued

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 profit or loss in the period to which they relate.

Financial assets
The group has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial assets are recognised in the group's statement of financial position when the group becomes party to the contractual provisions of the instrument.

Basic financial assets, which include trade and other receivables and cash and bank balances are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method, unless the arrangement constitutes a financial transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest.

Financial liabilities
Basic financial liabilities, which include trade and other payables, are initially measured at transaction price and subsequently measured at amortised cost, unless the arrangement constitutes a financing transaction where the debt instrument is measured at the present value of the future receipts discounted at a market rate of interest.

Equity instruments
Equity instruments issued by the group are recorded at the fair value of the proceeds received net of direct issue costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the group.

3. EMPLOYEES AND DIRECTORS

	2018	2017 as restated
	£	£
Wages and salaries	**2,130,351**	2,106,871
Social security costs	**207,756**	203,587
Other pension costs	**37,143**	36,071
	2,375,250	2,346,529

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

	2018	2017 as restated
Production	**57**	70
Administration	**12**	11
Directors	**3**	3
	72	84

The average number of employees by undertakings that were proportionately consolidated during the year was 72 (2017 - 84) .

3. EMPLOYEES AND DIRECTORS - continued

	2018	2017 as restated
	£	£
Director's remuneration	**251,866**	234,873
Director's pension contributions to money purchase schemes	**12,384**	11,540

The number of directors to whom retirement benefits were accruing was as follows:

Money purchase schemes	**3**	1

Information regarding the highest paid director is as follows:

	2018	2017 as restated
	£	£
Emoluments etc	**96,127**	88,862
Pension contributions to money purchase schemes	**7,709**	7,595

4. OPERATING (LOSS)/PROFIT

The operating loss (2017 - operating profit) is stated after charging/(crediting):

	2018	2017 as restated
	£	£
Other operating leases	**164,857**	180,298
Depreciation - owned assets	**139,239**	123,552
Depreciation - assets on hire purchase contracts	**61,772**	54,163
(Profit)/loss on disposal of fixed assets	**(34,081)**	6,395
Auditors' remuneration	**14,500**	14,000
Auditors remuneration - non audit work	**6,000**	4,890

5. INTEREST PAYABLE AND SIMILAR EXPENSES

	2018	2017 as restated
	£	£
Bank interest	**20,808**	12,506
Other interest	**148**	205
Loan interest	**18,360**	19,556
Hire purchase	**10,039**	6,963
	49,355	39,230

continued...

6. TAXATION

Analysis of the tax (credit)/charge
The tax (credit)/charge on the loss for the year was as follows:

	2018	2017 as restated
	£	£
Current tax:		
UK corporation tax	**(20,253)**	20,253
Deferred tax	**8,960**	(7,951)
Tax on (loss)/profit	**(11,293)**	12,302

Reconciliation of total tax (credit)/charge included in profit and loss
The tax assessed for the year is higher than the standard rate of corporation tax in the UK. The difference is explained below:

	2018	2017 as restated
	£	£
(Loss)/profit before tax	**(94,955)**	20,287
(Loss)/profit multiplied by the standard rate of corporation tax in the UK of 19% (2017 - 20%)	**(18,041)**	4,057
Effects of:		
Expenses not deductible for tax purposes	**3,493**	1,880
Adjustments to depreciation in respect of previous periods	**188**	5,086
Difference arising due to ongoing rate of deferred tax	**4,080**	4,295
Difference in tax rate between corporation tax and deferred tax	**-**	(3,016)
Difference in tax rate between corporation tax and deferred tax losses carried back	**(1,013)**	-
Total tax (credit)/charge	**(11,293)**	12,302

7. INDIVIDUAL INCOME STATEMENT

As permitted by Section 408 of the Companies Act 2006, the Income Statement of the parent company is not presented as part of these financial statements.

8. **DIVIDENDS**

	2018	2017 as restated
	£	£
Ordinary A shares of £1 each		
Interim	**5,000**	-
Ordinary B shares of £1 each		
Interim	**25,000**	30,000
Ordinary C shares of £1 each		
Interim	**5,000**	-
	35,000	30,000

9. **PRIOR YEAR ADJUSTMENT**

A prior year adjustment of £92,336 has been recognised to adjust purchase costs which were not recognised in the profit and loss account, and resulted in overstated reserves in year ended 31 March 2016.

The correction was to increase parts purchases and increase accrued cost creditors.

This has had the effect of increasing the creditors amounts falling due within one year balance and decreasing reserves year ended 31 March 2016. As a result the balance at 1 April 2016 in the Statement of Changes in Equity has decreased by £92,336.

10. **TANGIBLE FIXED ASSETS**

Group

	Freehold property	Short leasehold	Plant and machinery
	£	£	£
COST			
At 1 April 2017	**1,073,813**	**5,280**	**622,282**
Additions	**-**	**-**	**127,968**
Disposals	-	-	**(48,757)**
Reclassification/transfer	**-**	**-**	**(275,250)**
At 31 March 2018	**1,073,813**	**5,280**	**426,243**
DEPRECIATION			
At 1 April 2017	**324,084**	**-**	**219,215**
Charge for year	**21,476**	**-**	**37,378**
Eliminated on disposal	**-**	**-**	**(35,374)**
Reclassification/transfer	**-**	**-**	**(34,304)**
At 31 March 2018	**345,560**	**-**	**186,915**
NET BOOK VALUE			
At 31 March 2018	**728,253**	**5,280**	**239,328**
At 31 March 2017	749,729	5,280	403,067

continued...

10. TANGIBLE FIXED ASSETS - continued

Group

	Fixtures and fittings £	Motor vehicles £	Computer equipment £	Totals £
COST				
At 1 April 2017	**183,390**	**663,850**	**79,839**	**2,628,454**
Additions	**53,616**	**115,850**	**24,512**	**321,946**
Disposals	**(57,482)**	**(272,506)**	**-**	**(378,745)**
Reclassification/transfer	-	-	-	**(275,250)**
At 31 March 2018	**179,524**	**507,194**	**104,351**	**2,296,405**
DEPRECIATION				
At 1 April 2017	**84,488**	**444,703**	**44,866**	**1,117,356**
Charge for year	**23,090**	**98,490**	**20,577**	**201,011**
Eliminated on disposal	**(49,778)**	**(238,456)**	**-**	**(323,608)**
Reclassification/transfer	**-**	**-**	**-**	**(34,304)**
At 31 March 2018	**57,800**	**304,737**	**65,443**	**960,455**
NET BOOK VALUE				
At 31 March 2018	**121,724**	**202,457**	**38,908**	**1,335,950**
At 31 March 2017	98,902	219,147	34,973	1,511,098

The net book value of tangible fixed assets includes £235,603 (2017: £120,170) in respect of assets held under hire purchases contracts. Depreciation charged on these assets during the year amounted to £61,772 (2017: £45,391).

Company

	Freehold property £
COST	
At 1 April 2017 and 31 March 2018	**878,585**
DEPRECIATION	
At 1 April 2017	**105,432**
Charge for year	**17,572**
At 31 March 2018	**123,004**
NET BOOK VALUE	
At 31 March 2018	**755,581**
At 31 March 2017	773,153

11. FIXED ASSET INVESTMENTS

Company

	Shares in group undertakings £
COST	
At 1 April 2017 and 31 March 2018	**270,000**
NET BOOK VALUE	
At 31 March 2018	**270,000**
At 31 March 2017	270,000

The company's investments in shares in group undertakings comprises 100% of the issued ordinary share capital of the following companies, all of which are registered in England & Wales:

C & O Tractors Limited
C & O Garden Machinery Limited
C & O Groundcare Limited
C & O Hire Limited
Vugot Limited
Can Do Limited
Pagma Limited

The principal activity of C & O Tractors Limited is the retail of agricultural machinery and parts. The other companies are dormant. All of the above companies are included within the consolidated accounts.

12. STOCKS

	Group	
	2018	2017
	£	£
Wholegoods	**3,393,045**	3,908,646
Parts	**1,368,469**	1,536,956
Work in progress	**59,736**	131,443
	4,821,250	5,577,045

continued...

13. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group	
	2018	2017 as restated
	£	£
Trade debtors	**3,029,563**	7,492,296
Other debtors	**115,915**	461,060
Tax	**20,253**	-
VAT	**251,286**	427,039
Prepayments and accrued income	**161,102**	48,524
	3,578,119	8,428,919

14. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group		Company	
	2018	2017 as restated	**2018**	2017 as restated
	£	£	**£**	£
Bank loans and overdrafts (see note 16)	**1,269,195**	791,829	**76,411**	73,644
Hire purchase contracts (see note 17)	**179,445**	261,296	**-**	-
Trade creditors	**4,693,415**	10,544,904	**-**	-
Amounts owed to group undertakings	**-**	-	**478,650**	399,453
Tax	**-**	20,253	**-**	-
Social security and other taxes	**56,313**	63,657	**-**	-
Other creditors	**339,192**	376,476	**-**	-
Directors' current accounts	**112,976**	93,422	**-**	-
Accruals and deferred income	**124,034**	238,982	-	-
	6,774,570	12,390,819	**555,061**	473,097

15. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	Group		Company	
	2018	2017 as restated	**2018**	2017 as restated
	£	£	**£**	£
Bank loans (see note 16)	**323,522**	405,487	**323,522**	405,487
Hire purchase contracts (see note 17)	**135,672**	105,526	**-**	-
	459,194	511,013	**323,522**	405,487

continued...

16. LOANS

An analysis of the maturity of loans is given below:

	Group		Company	
	2018	2017 as restated	**2018**	2017 as restated
	£	£	**£**	£
Amounts falling due within one year or on demand:				
Bank overdrafts	**1,192,784**	718,185	**-**	-
Bank loans	**76,411**	73,644	**76,411**	73,644
	1,269,195	791,829	**76,411**	73,644
Amounts falling due between one and two years:				
Bank loans	**78,670**	76,115	**78,670**	76,115
Amounts falling due between two and five years:				
Bank loans	**244,852**	244,015	**244,852**	244,015
Amounts falling due in more than five years:				
Repayable by instalments				
Bank loans	**-**	85,357	**-**	85,357

continued...

17. LEASING AGREEMENTS

Minimum lease payments fall due as follows:

Group

	Hire purchase contracts	
	2018	2017 as restated
	£	£
Gross obligations repayable:		
Within one year	**187,363**	265,442
Between one and five years	**138,110**	107,293
	325,473	372,735
Finance charges repayable:		
Within one year	**7,918**	4,146
Between one and five years	**2,438**	1,767
	10,356	5,913
Net obligations repayable:		
Within one year	**179,445**	261,296
Between one and five years	**135,672**	105,526
	315,117	366,822

Group

	Non-cancellable operating leases	
	2018	2017 as restated
	£	£
Within one year	**28,000**	28,000
Between one and five years	**112,000**	112,000
In more than five years	**100,520**	156,520
	240,520	296,520

continued...

18. SECURED DEBTS

The following secured debts are included within creditors:

	Group		Company	
	2018	2017 as restated	**2018**	2017 as restated
	£	£	**£**	£
Bank overdrafts	**1,192,784**	718,185	**-**	-
Bank loans	**399,933**	479,131	**399,933**	479,131
Hire purchase contracts	**315,117**	366,822	**-**	-
	1,907,834	1,564,138	**399,933**	479,131

The bank overdraft and loan are secured by way of debenture over the assets of the company and a legal charge over the land at Wilton and Henstridge, owned by the parent company.

The bank loan is repayable by monthly instalments, the final payment being due in 2023. The interest rate on this loan is fixed at base rate plus 2.85% per annum.

Amounts payable under hire purchase contracts are secured by way of fixed charges over the individual assets acquired.

19. PROVISIONS FOR LIABILITIES

	Group	
	2018	2017 as restated
	£	£
Deferred tax	**66,262**	57,302

Group

	Deferred tax
	£
Balance at 1 April 2017	**57,302**
Charge to Income Statement during year	**8,960**
Balance at 31 March 2018	**66,262**

20. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:

Number:	Class:	Nominal value:	**2018**	2017 as restated
			£	£
261,667	Ordinary A	£1	**261,667**	260,000
8,000	Ordinary B	£1	**8,000**	10,000
333	Ordinary C	£1	**333**	-
			270,000	270,000

continued...

20. CALLED UP SHARE CAPITAL - continued

The A, B and C shares rank pari passu in all respects, except that the directors may declare a dividend on one class and not the other or of differing amounts for each type of share.

Should a bona fide, independent offer be made for the shares of the company that is acceptable to the holders of the A shares, then such an offer shall also be deemed to be binding on the B and C shareholders.

21. RESERVES

Group

	Retained earnings £
At 1 April 2017	**2,290,177**
Deficit for the year	**(83,662)**
Dividends	**(35,000)**
At 31 March 2018	**2,171,515**

Company

	Retained earnings £
At 1 April 2017	**(105,431)**
Profit for the year	**17,429**
Dividends	**(35,000)**
At 31 March 2018	**(123,002)**

22. PENSION COMMITMENTS

The group operates a defined contribution pension scheme on behalf of its directors and certain employees. The assets of the scheme are held separately from those of the group in an independently administered fund. Contributions made to the scheme amounted to £37,143 (2017: £36,071). The outstanding contributions at the year end were £7,365 (2017: £7,222).

23. CONTINGENT LIABILITIES

The group has entered into an unlimited multilateral guarantee dated 28 January 2013, securing the bank loan of C & O Holdings Limited, and the overdraft held by C & O Tractors Limited.

A contingent liability exists in respect of a guarantee dated 28 March 2014 in favour of a supplier of C & O Tractors Limited. The value of this contingent liability was £200,000 at the balance sheet date.

24. CAPITAL COMMITMENTS

The group has contracted for but not provided for the purchase of a new depot at an acquisition cost of £425,000. Completion of the new depot is anticipated to take place in 2019.

continued...

25. RELATED PARTY DISCLOSURES

During the year, advances totalling £15,446 (2017: £18,041) were made to the company's director. £35,000 (2017: £30,000) was repaid prior to the year-end. The balance payable to the director at the year-end was £112,976 (2017: £93,422). No interest is payable and the advances are repayable on demand.

During the year sales of £516,859 (2017: £397,461) and purchases of £37,088 (2017: 33,894) were made to and from a close family business. The balance owing to C&O Tractors Limited in respect of these transactions is £64,862 (2017: £74,092).

26. POST BALANCE SHEET EVENTS

Post year end, a settlement agreement has been entered in to with a supplier, that C&O Tractors Limited has historically transacted with. At the balance sheet date, the company owed £1,569,982 to the supplier and was owed £1,267,531 by the supplier, a net creditor of £302,451. These amounts are recorded in trade creditors and trade debtors respectively. The amount of the settlement has been agreed at £100,000, with the gain arising from this of £202,451 being recorded in the 2019 financial statements.

27. ULTIMATE CONTROLLING PARTY

The controlling party is A G Coles.

28. FREEHOLD PROPERTY

The company entered into an option agreement for the sale of freehold property. The option period runs to November 2019.

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.