

CHELSEA FINE FOOD LTD

UNAUDITED

**PAGES FOR FILING WITH THE REGISTRAR
FOR THE YEAR ENDED 31 MARCH 2019**



CHELSEA FINE FOOD LTD
REGISTERED NUMBER: 08920708

BALANCE SHEET
AS AT 31 MARCH 2019

	Note	2019 £	2018 £
Fixed assets			
Intangible assets	4	4,500	87,209
Tangible assets	5	1,396,057	211,496
		<u>1,400,557</u>	<u>298,705</u>
Current assets			
Stocks		38,000	19,000
Debtors: amounts falling due within one year	6	626,323	275,782
Cash at bank and in hand	7	603,220	375,080
		<u>1,267,543</u>	<u>669,862</u>
Creditors: amounts falling due within one year	8	(1,225,125)	(399,556)
Net current assets		<u>42,418</u>	<u>270,306</u>
Total assets less current liabilities		<u>1,442,975</u>	<u>569,011</u>
Creditors: amounts falling due after more than one year	9	(513,861)	(91,012)
Provisions for liabilities			
Deferred tax		(129,822)	-
		<u>(129,822)</u>	<u>-</u>
Net assets		<u><u>799,292</u></u>	<u><u>477,999</u></u>
Capital and reserves			
Called up share capital	14	200	100
Share premium account		199,990	199,990
Other reserves		15,792	-
Profit and loss account		583,310	277,909
		<u><u>799,292</u></u>	<u><u>477,999</u></u>

CHELSEA FINE FOOD LTD
REGISTERED NUMBER: 08920708

BALANCE SHEET (CONTINUED)
AS AT 31 MARCH 2019

The directors consider that the Company is entitled to exemption from audit under section 477 of the Companies Act 2006 and members have not required the Company to obtain an audit for the year in question in accordance with section 476 of the Companies Act 2006.

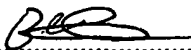
The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

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

The Company has opted not to file the statement of income and retained earnings in accordance with provisions applicable to companies subject to the small companies' regime.

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:


.....
Bonnie McKevitt
Director

Date:

The notes on pages 3 to 14 form part of these financial statements.

CHELSEA FINE FOOD LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

1. General information

Chelsea Fine Food Ltd is a private limited company, registered in the United Kingdom and domiciled in England and Wales. The address of its registered office is: C/O Vatlink, 51 Stanley Road, Carshalton, Surrey, SM5 4LE.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The following principal accounting policies have been applied:

2.2 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

Sale of goods

Revenue from the sale of goods is recognised when all of the following conditions are satisfied:

- the Company has transferred the significant risks and rewards of ownership to the buyer;
- the Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of revenue can be measured reliably;
- it is probable that the Company will receive the consideration due under the transaction; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

2.3 Operating leases: the Company as lessee

Rentals paid under operating leases are charged to the Statement of income and retained earnings on a straight line basis over the lease term.

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight line basis over the lease term, unless another systematic basis is representative of the time pattern of the lessee's benefit from the use of the leased asset.

The Company has taken advantage of the optional exemption available on transition to FRS 102 which allows lease incentives on leases entered into before the date of transition to the standard 01 April 2017 to continue to be charged over the period to the first market rent review rather than the term of the lease.

2.4 Interest income

Interest income is recognised in the Statement of income and retained earnings using the effective interest method.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2019**

2. Accounting policies (continued)

2.5 Finance costs

Finance costs are charged to the Statement of income and retained earnings over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

2.6 Borrowing costs

All borrowing costs are recognised in the Statement of income and retained earnings in the year in which they are incurred.

2.7 Pensions

Defined contribution pension plan

The Company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. Once the contributions have been paid the Company has no further payment obligations.

The contributions are recognised as an expense in the Statement of income and retained earnings when they fall due. Amounts not paid are shown in accruals as a liability in the Balance sheet. The assets of the plan are held separately from the Company in independently administered funds.

2.8 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in the Statement of income and retained earnings, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

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

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Balance sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2019**

2. Accounting policies (continued)

2.9 Intangible assets

Goodwill

Goodwill represents the difference between amounts paid on the cost of a business combination and the acquirer's interest in the fair value of its identifiable assets and liabilities of the acquiree at the date of acquisition. Subsequent to initial recognition, goodwill is measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is amortised on a straight line basis to the Statement of income and retained earnings over its useful economic life.

Other intangible assets

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

All intangible assets are considered to have a finite useful life. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed ten years.

2.10 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives.

Depreciation is provided on the following basis:

Land and buildings	- Over the term of the lease
Motor vehicles	- 33% straight-line
Fixtures and fittings	- 20% straight-line
Office equipment	- 33% straight-line
Computer equipment	- 33% straight-line

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Statement of income and retained earnings.

CHELSEA FINE FOOD LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

2. Accounting policies (continued)

2.11 Stocks

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell. Cost is based on the cost of purchase on a first in, first out basis. Work in progress and finished goods include labour and attributable overheads.

At each balance sheet date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in profit or loss.

2.12 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.13 Cash and cash equivalents

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

2.14 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.15 Provisions for liabilities

Provisions are made where an event has taken place that gives the Company a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to the Statement of income and retained earnings in the year that the Company becomes aware of the obligation, and are measured at the best estimate at the Balance sheet date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Balance sheet.

2.16 Financial instruments

The Company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares.

CHELSEA FINE FOOD LTD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2019**

3. Employees

The average monthly number of employees, including directors, during the year was 108 (2018 - 41).

4. Intangible assets

	Patents £	Goodwill £	Total £
Cost			
At 1 April 2018	13,540	360,949	374,489
At 31 March 2019	13,540	360,949	374,489
Amortisation			
At 1 April 2018	4,528	282,752	287,280
Charge for the year	4,512	78,197	82,709
At 31 March 2019	9,040	360,949	369,989
Net book value			
At 31 March 2019	4,500	-	4,500
At 31 March 2018	9,012	78,197	87,209

CHELSEA FINE FOOD LTD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2019**

5. Tangible fixed assets

	Land and buildings £	Motor vehicles £	Fixtures and fittings £	Office equipment £	Computer equipment £
Cost or valuation					
At 1 April 2018	233,718	2,695	63,548	29,113	12,620
Additions	737,520	-	648,340	37,041	2,284
At 31 March 2019	971,238	2,695	711,888	66,154	14,904
Depreciation					
At 1 April 2018	62,365	1,875	35,251	23,878	6,829
Charge for the year on owned assets	163,638	820	65,126	7,341	3,699
At 31 March 2019	226,003	2,695	100,377	31,219	10,528
Net book value					
At 31 March 2019	745,235	-	611,511	34,935	4,376
At 31 March 2018	171,353	820	28,297	5,235	5,791

CHELSEA FINE FOOD LTD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2019**

5. Tangible fixed assets (continued)

	Total £
Cost or valuation	
At 1 April 2018	341,694
Additions	1,425,185
At 31 March 2019	<u>1,766,879</u>
Depreciation	
At 1 April 2018	130,198
Charge for the year on owned assets	240,624
At 31 March 2019	<u>370,822</u>
Net book value	
At 31 March 2019	<u>1,396,057</u>
At 31 March 2018	<u>211,496</u>

The net book value of land and buildings may be further analysed as follows:

	2019 £	2018 £
Land and buildings	745,235	171,353
	<u>745,235</u>	<u>171,353</u>

CHELSEA FINE FOOD LTD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2019**

6. Debtors

	2019	2018
	£	£
Trade debtors	21,290	67,086
Other debtors	474,011	143,547
Prepayments and accrued income	131,022	65,149
	626,323	275,782

7. Cash and cash equivalents

	2019	2018
	£	£
Cash at bank and in hand	603,220	375,080
	603,220	375,080

8. Creditors: Amounts falling due within one year

	2019	2018
	£	£
Bank loans	121,200	-
Other loans	6,667	40,000
Trade creditors	687,883	164,501
Corporation tax	22,160	60,778
Other taxation and social security	157,785	74,405
Other creditors	186,787	52,672
Accruals and deferred income	42,643	7,200
	1,225,125	399,556

CHELSEA FINE FOOD LTD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2019**

9. Creditors: Amounts falling due after more than one year

	2019	2018
	£	£
Bank loans	464,600	-
Other loans	-	6,667
Net obligations under finance leases and hire purchase contracts	49,261	84,345
	513,861	91,012

10. Loans

Analysis of the maturity of loans is given below:

	2019	2018
	£	£
Amounts falling due within one year		
Bank loans	121,200	-
Other loans	6,667	40,000
	127,867	40,000
Amounts falling due 1-2 years		
Bank loans	121,200	-
Other loans	-	6,667
	121,200	6,667
Amounts falling due 2-5 years		
Bank loans	343,400	-
	343,400	-
	592,467	46,667

CHELSEA FINE FOOD LTD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2019**

11. Hire purchase and finance leases

Minimum lease payments under hire purchase fall due as follows:

	2019 £	2018 £
Within one year	27,258	27,258
Between 1-5 years	49,261	84,345
	<u>76,519</u>	<u>111,603</u>

12. Financial instruments

	2019 £	2018 £
Financial assets		
Financial assets measured at fair value through profit or loss	<u>603,220</u>	<u>375,080</u>

13. Deferred taxation

	2019 £
Charged to profit or loss	129,822
At end of year	<u>129,822</u>

The deferred taxation balance is made up as follows:

	2019 £	2018 £
Accelerated capital allowances	129,822	-
	<u>129,822</u>	<u>-</u>

14. Share capital

	2019 £	2018 £
Allotted, called up and fully paid		
10,000 (2018 - 10,000) Ordinary shares of £0.01 each	100	100

CHELSEA FINE FOOD LTD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2019**

14. Share capital (continued)

500 (2018 -) Ordinary - A shares of £0.01 each	5	-
500 (2018 -) Ordinary - B shares of £0.01 each	5	-
2,500 (2018 -) Ordinary - C shares of £0.01 each	25	-
2,500 (2018 -) Ordinary - D shares of £0.01 each	25	-
3,000 (2018 -) Ordinary - E shares of £0.01 each	30	-
1,000 (2018 -) Ordinary - F shares of £0.01 each	10	-
	<u>200</u>	<u>100</u>

During the period under review:

- 500 ordinary A shares were issued at a nominal value of £0.01 for consideration of £0.01 per share
- 500 ordinary B shares were issued at a nominal value of £0.01 for consideration of £0.01 per share
- 2,500 ordinary C shares were issued at a nominal value of £0.01 for consideration of £0.01 per share
- 2,500 ordinary D shares were issued at a nominal value of £0.01 for consideration of £0.01 per share
- 3,000 ordinary E shares were issued at a nominal value of £0.01 for consideration of £0.01 per share
- 1,000 ordinary F shares were issued at a nominal value of £0.01 for consideration of £0.01 per share

15. Share based payments

The company has share options in existence, granting these under an approved EMI option plan. The options were granted in December 2018. All options granted have performance conditions relating to the relevant employee remaining in the employment, and in addition, can only be exercised upon the occurrence of an exit event. The amount of share options exercisable are the lower of 1) a set number of shares as specified within each individual share option agreement or 2) the number of shares calculated in accordance with conditions set out in the appendix of each individual share option agreement. The expected vesting period of all options granted is 3 years from grant date.

The table below sets out the number of options outstanding at the beginning and end of the year; and is reflective of the directors best estimate of the number of options anticipated to be exercised in accordance with the terms and conditions of each individual share option granted:

	Number 2019	Number 2018
Granted during the year	1,032	-
Outstanding at the end of the year	<u>1,032</u>	<u>-</u>
	2019	2018
	£	£
Equity-settled schemes	15,792	-
	<u>15,792</u>	<u>-</u>

Edrily-erlyed 2018

42.205	
42.205	
5010	5010

Orerunquing of the end of the year

4.035	
4.035	

Orerunquing of the end of the year

5010	5010
Orerunquing	Orerunquing

Orerunquing of the end of the year

Orerunquing of the end of the year

Orerunquing of the end of the year

12. Orerunquing of the end of the year

Orerunquing of the end of the year

500	100
-----	-----

17. Orerunquing of the end of the year

Orerunquing of the end of the year

FOR THE YEAR ENDED 31 MARCH 2018

NOTES TO THE FINANCIAL STATEMENTS

CHEFREV FINE FOOD LTD

CHELSEA FINE FOOD LTD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2019**

16. Pension commitments

The Company contributes to a defined contributions pension scheme. The assets of the scheme are held separately from those of the Company in an independently administered fund. The pension cost charge represents contributions payable by the Company to the fund and amounted to £12,555 (2018 - £1,746). Contributions totalling £5,494 (2018 - £507) were payable to the fund at the balance sheet date and are included in creditors.

17. Related party transactions

At 31 March 2019, an amount of £177,255 (2018: £67,922) was owed to the company by V McKevitt, a director and shareholder of the company. There is interest accruing on the balance at a rate of 2.5%, and the loan was repaid in full post year end.