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W. A. FARM SUPPLIES LIMITED

(A COMPANY LIMITED BY GUARANTEE)

COMPANY NO. 00772859

DIRECTORS' REPORT AND FINANCIAL ACCOUNTS

FOR THE YEAR ENDED 30TH SEPTEMBER 1996

PHIPPS & CO.
Chartered Accountants
and
Registered Auditors

Strangford House, Church Road, Ashford, Kent. TN23 1RD



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FOR THE YEAR ENDED 30TH SEPTEMBER 1996

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DIRECTORS AND OFFICERS OF THE COMPANY

FOR THE YEAR ENDED 30TH SEPTEMBER 1996

CHAIRMAN

4.3

D R Boyd

OTHER DIRECTORS

J C Emery
P A J Campbell
N Chantler
H J Clark
P J Forknall
R M R Ashby
N J Leggat
A R Boxall
J S Webster
A Barr
S R Hukins

SECRETARY

Mrs S E Chantler

REGISTERED OFFICE

Strangford House, Church Road, Ashford, Kent, TN23 1RD.

BANKERS

National Westminster Bank PLC., 20 High Street,

Ashford, Kent, TN24 8SH.

AUDITORS

Phipps & Co., Strangford House, Church Road, Ashford,

Kent, TN23 1RD.

DIRECTORS REPORT

FOR THE YEAR ENDED 30TH SEPTEMBER 1996

Accounts

The directors present their report and audited financial statements for the year ended 30th September 1996.

<u>Activities</u>

The Company continues to trade as an Agricultural Buying Association solely for the benefit of its members.

Review of the Business

The Company's group surcharge income increased by £1,245 in comparison with the previous year, interest received increased by £193. Overhead expenditure increased by £1,255 leaving a profit before taxation of £3,935, an increase of £183 over the previous year.

Results and Dividends

The results for the year are shown in the attached Profit and Loss Account.

Transfers to reserve comprise £2,500 (1995 £2,500) to the General Reserve.

Retained profits carried forward at 30th September 1996 amount to £5,289 (1995 £4,872).

Fixed Assets

Changes in fixed assets are set out in Note 8 to the accounts.

Tax Status

The Company is a mutual trading concern and accordingly is only liable to Corporation Tax on Investment Income received. In the opinion of the Directors the Company is not a close company within the meaning of Section 414 Income and Corporation Taxes Act 1988.

Directors during the year

The directors of the Company at 30th September 1996 were:-

J	C Emery	R	M	R Ashby
D	R Boyd	N	J	Leggat
P	A J Campbell	A	R	Boxall
N	Chantler	J	S	Webster
H	J Clark	A	Ba	arr
P	J Forknall	S	R	Hukins

Limited by Guarantee

The Company is limited by guarantee not having a share capital.

Auditors

Messrs. Phipps & Co. offer themselves for re-appointment in accordance with Section 384 (1) Companies Act 1985.

By Order of the Board

D.R. Boyd

STATEMENT OF DIRECTORS' RESPONSIBILITIES

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

- select suitable accounting policies and apply them consistently;
- make reasonable and prudent judgements and estimates;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

By order of the board

D.R. Boyd

AUDITORS' REPORT TO THE SHAREHOLDERS OF

W. A. FARM SUPPLIES LIMITED

We have audited the financial statements on pages 5 to 11 which have been prepared under the historical cost convention and the accounting policies set out on page 8.

Respective Responsibilities of Directors and Auditors

As described on page 3, the Company's directors are responsible for the preparation of financial statements. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

Basis of Opinion

We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevent to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the Company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free form material misstatement, whether caused by fraud or error or other irregularity. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion the financial statements give a true and fair view of the state of the Company's affairs as at 30th September 1996 and of its profit and cash flow for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Strangford House Church Road Ashford Kent TN23 1RD

20th February 1997

PHIPPS & CO. Chartered Accountants and Registered Auditors

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 30TH SEPTEMBER 1996

			<u> 1996</u>		<u> 1995</u>	
		£	£	£	£	
Turnover	Notes 2		26,208		24,963	
Administrative costs			26,424		25,169	
Operating (loss)/profit	3		(216)		(206)	
Other interest receivable	6		4,151		3,958	
Profit on ordinary activities before taxation			3,935		3,752	
Tax on profit on ordinary activities	7		1,018		978	
Profit on ordinary activities after taxation .			2,917		2,774	
Transfer to general reserve	12		2,500		2,500	
			417		274	
Retained profit brought forwa	ard		4,872		4,598	
Retained profit carried forward	ard		5,289		4,872	

There are no recognised gains or losses other than the profit for the year which arose from continuing operations.

The notes on pages 8 to 11 form part of these accounts.

BALANCE SHEET

AS AT 30TH SEPTEMBER 1996

		19		1995		
		£	£	£	£	
	<u>Notes</u>					
FIXED ASSETS	8		807		915	
Tangible assets	•		807		313	
CURRENT ASSETS						
Debtors	9	711,102		442,174		
Cash at bank		26,680		25,061		
		737,782		467,235		
CURRENT LIABILITIES						
Amounts falling due						
within one year	10	708,617		441,105		
NET CURRENT ASSETS			29,165		26,130	
TOTAL ASSETS LESS CURRENT						
LIABILITIES			29,972		27,045	
CAPITAL AND RESERVES Members fees	11		933		923	
members rees	11		933		923	
Reserves						
General	12	23,750		21,250		
Profit and Loss Account		5,289		4,872		
			29,039		26,122	
			29,972		27,045	
			=====			

The financial statements were approved by the Board of Directors on

27.1.97

(Director)

J.S. Webster

(Director)

R.M.R. Ashby

The notes on pages 8 to 11 form part of these Accounts.

CASH FLOW STATEMENT

FOR THE YEAR ENDED 30TH SEPTEMBER 1996

	19	<u>996</u>	<u> 1995</u>		
	£	£	£	£	
NET CASH (OUTFLOW) / INFLOW FROM OPERATING ACTIVITIES		(1,479)		1,205	
RETURNS ON INVESTMENTS AND SERVICING OF FINANCE					
Interest received	4,151		3,958		
Net cash inflow from Returns on investments and servicing of finance		4,151		3,958	
INVESTING ACTIVITIES					
Payments to acquire tangible fixed assets		(85)		-	
Corporation tax paid	(978)		(648)		
Tax paid		(978)		(648)	
Net cash inflow before financing		1,609		4,515	
FINANCING					
Membership fees received	10		30		
Net cash inflow from financing		10		30	
Increase in cash and cash equivalents		1,619		4,545	

See note 16 for the notes to this statement.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30TH SEPTEMBER 1996

1. ACCOUNTING POLICIES

The Financial Statements are prepared under the historical cost convention.

The accounting policies which the directors have adopted are set out below:-

a) Depreciation of Tangible Fixed Assets -

Tangible fixed assets are depreciated at rates estimated to write off the cost of the assets over their expected useful lives.

Depreciation has been charged at the following rates per annum:

Equipment and office machinery - 15% on written down value

b) <u>Turnover -</u>

Turnover is defined as the full amounts derived from the services provided by the Company to its members.

c) <u>Mutual Trading/Taxation -</u>

As the Company continues to be a mutual trading concern no provision is required for Corporation Tax payable on the profit for the year, the only liability to Corporation Tax being in respect of Investment Income received.

d) Status -

The Company is limited by guarantee.

e) Going Concern -

The financial statements have been prepared on a going concern basis in view of the continuing support provided by the members of the Company.

2. ANALYSIS OF TURNOVER AND PROFIT

In the opinion of the directors the Company does not have classes of business which differ substantially from each other and analysis of turnover and profit is therefore not appropriate.

The Company made no exports.

3. OPERATING (LOSS) / PROFIT

<u>1996</u> <u>1995</u>

Operating (loss)/profit is arrived at after charging:-

Depreciation 193 162 Auditor's remuneration 920 920

4. <u>DIRECTORS EMOLUMENTS</u>

There are no emoluments of the directors included in the Profit and Loss Account.

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED

FOR THE YEAR ENDED 30TH SEPTEMBER 1996

5.	EMPI	LOYEES											
	The	average	number	employed	by	the	Company	within	each	category	ο£	person	was:
								1996				1995	

Administration staff 3 2

The costs incurred in respect of these employees were:-

	<u> 1996</u>	<u> 1995</u>
Wages and salaries	16,757	16,045
Social security costs	1,003	1,005
		
	17,760	17,050

6. OTHER INTEREST RECEIVABLE AND SIMILAR INCOME

 Bank Deposit Account interest
 1996 4,151
 1995 3,958

7. TAX ON PROFIT ON ORDINARY ACTIVITIES

The charge for taxation in the Profit and Loss Account for the year is made up as follows:

<u>1996</u> <u>1995</u>

U. K. Corporation Tax

Charge on investment income for year at 25% (payable 1.7.97.)

1,018

978

8. TANGIBLE FIXED ASSETS

	Office Equipment
Cost	.
At 1st October 1995 Additions Disposals	3,054 85 (429)
At 30th September 1996	2,710
Depreciation	
At 1st October 1995 Charge for the year Disposals	2,139 193 (429)
At 30th September 1996	1,903
Net Book Value	_
30th September 1996	807
30th September 1995	915

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NOTES TO THE FINANCIAL STATEMENTS - CONTINUED

FOR THE YEAR ENDED 30TH SEPTEMBER 1996

9. DEBTORS	2
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. <u></u>	<u>1996</u>	<u> 1995</u>
Due within one year:		
Amounts due from members	709,503	440,715
Prepayments	1,599	1,459
•	711,102	442,174
		
10. CREDITORS: AMOUNTS FALLING DUE WITH	HIN ONE YEAR	
	<u> 1996</u>	<u> 1995</u>
Amounts due to suppliers	705,132	437,647
Accruals	1,321	1,314
Corporation tax	1,018	978
Other taxation and social security	1,146	1,166
	708,617	441,105
11. MEMBERS FEES		
	<u> 1996</u>	<u> 1995</u>
As at 1st October 1995	923	893
Received during year (new members)	10	30
	933	923
12. MOVEMENTS ON GENERAL RESERVE		
 	<u> 1996</u>	<u> 1995</u>
As at 1st October 1995	21,250	18,750
Transferred during year	2,500	2,500
	23,750	21,250

13. CAPITAL COMMITMENTS

There were no capital commitments at the Balance Sheet date (1995 nil).

14. CONTINGENT LIABILITIES

There were no contingent liabilities at the Balance Sheet date (1995 nil).

15. RELATED PARTIES

The Company is an Agricultural Buying Association which exists and trades purely for the benefit of its members. During the year under review the Company traded with various organisations connected with the directors, all the transactions being at arms length.

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED

FOR THE YEAR ENDED 30TH SEPTEMBER 1996

15. RECONCILIATION OF OPERATING PROFIT TO NET CASH (OUTFLOW) FROM OPERATING ACTIVITIES

Operating (loss)/profit Depreciation charges decrease/(increase)in debtors (decrease)/increase in creditors Net cash inflow/(outflow) from operating	activities	(216) 193 (268,928) 267,472 (1,479)	(206) 162 31,422 (30,173) 1,205
ANALYSIS OF CHANGES IN CASH AND			
CASH EQUIVALENTS DURING THE YEAR			
Balance at 1st October 1995 Net cash inflow Balance at 30th September 1996		£ 25,061 1,619 26,680	£ 20,516 4,545 25,061
ANALYSIS OF THE BALANCES OF CASH AND CASI EQUIVALENTS AS SHOWN ON THE BALANCE SHEET	-		
	1996	1995	Change In year
	£	£	£
Cash at bank and in hand Bank overdrafts	26,680 -	25,061 -	1,619
	£ 26,680	£ 25,061	£ 1,619

ANALYSIS OF CHANGES IN FINANCING DURING THE YEAR

	Members	fees
	£	
Balance at 1st October 1995		923
Cash inflow/(outflow) from financing		10
Balance at 30th September 1996	£	933