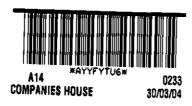
BOSTON POTATO COMPANY LIMITED FINANCIAL STATEMENTS YEAR ENDED 31 MAY 2003





BulleyDavey

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BOSTON POTATO COMPANY LIMITED BOARD OF DIRECTORS AND OFFICIALS

Directors

J Elmer R Collyer W Dunne

Secretary

R Collyer

Registered Office

9/10 The Crescent

WISBECH Cambs PE13 1EH

Auditor

Bulley Davey

9/10 The Crescent

WISBECH Cambs PE13 1EH

Bankers

National Westminster Bank plc

Peterborough Business Centre

The Lawns 33 Thorpe Road PETERBOROUGH

PE1 1EZ

Registration Number

1294549

REPORT OF THE DIRECTORS

The Directors submit their report and the audited financial statements for the year ended 31 May 2003.

Principal Activity

The principal activity of the Company in the year under review was that of potato merchants and the provision of storage, grading and processing facilities.

Review of the Business

A summary of the results of the year's trading is given on page 5 of the accounts.

The Directors are disappointed to report a loss after taxation of £328,421 (2002 £175,148). This has been transferred to reserves.

Dividends

No dividends were paid during the year.

Fixed Assets

Acquisitions and disposals of fixed assets during the year are recorded in the notes to the financial statements.

Directors

The beneficial interests of the Directors and their families in the issued ordinary share capital of the Company were as follows:-

	31.5.03	31.5.02
J Elmer	Nil	600
R Collyer	Nil	Nil
W Dunne	Nil	Nil

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 the Company's affairs and of the profit or loss of the Company for that period. In preparing those accounts, the Directors are required to:

- * select suitable accounting policies and then apply them consistently;
- * make judgements and estimates that are reasonable and prudent;
- * follow applicable accounting standards, subject to any material departures disclosed and explained in the accounts;
- * prepare the financial statements on a 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 to enable them to ensure that the accounts 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.

REPORT OF THE DIRECTORS CONTINUED

Auditors

A resolution proposing the reappointment of Bulley Davey as Auditors of the Company will be put to the Annual General Meeting.

By Order of the Board

R Collyer (66 4)

26 Marl 2004

INDEPENDENT AUDITORS REPORT TO THE SHAREHOLDERS

OF BOSTON POTATO COMPANY LIMITED

We have audited the financial statements set out on pages 5 to 16 which have been prepared under the historical cost convention, and the accounting policies set out on page 8.

This report is made solely to the Company's members, as a body, in accordance with Section 235 of the Companies Act 1985. 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 an auditor's report 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 Auditor

As described in the Statement of Directors' Responsibilities, the Company's Directors are responsible for the preparation of the financial statements in accordance with applicable law and United Kingdom Accounting Standards.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the Directors' Report is not consistent with the financial statements, if the Company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding Directors' remuneration and transactions with the Company is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

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 relevant 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 accounts are free from material misstatement, whether caused by fraud or other irregularity or error. 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 at 31 May 2003, and of its loss for the year then ended, and have been properly prepared in accordance with the Companies Act 1985.

Bulley Davey Registered Auditors 9/10 The Crescent WISBECH Cambs PE13 1EH

28MMARCH 2004

Date

PROFIT AND LOSS ACCOUNT

YEAR ENDED 31 MAY 2003

	Note	2003 £	2002 £
Turnover	1	13,024,228	8,216,410
Cost of sales		11,581,089	7,229,181
Gross Profit		1,443,139	987,229
Selling and distribution costs Administrative expenses		829,935 924,605	580,092 556,885
	- ***	1,754,540	1,136,977
Operating Loss	2	(311,401)	(149,748)
Other income Interest receivable Interest payable	3 4 5	(56,440) (1,311) 107,718	(46,093) (259) 111,146
		49,967	64,794
Loss on Ordinary Activities Before Taxation		(361,368)	(214,542)
Taxation	6	(32,947)	(39,394)
Loss on Ordinary Activities After Taxation		(328,421)	(175,148)
Dividends		-	-
Loss For Financial Year	16	(328,421)	(175,148)

The movement on reserves is set out in note 16.

There were no acquisitions or discontinued operations during the current or preceding year.

The accounting policies and notes on pages 8 to 16 form part of these financial statements.

STATEMENT OF RECOGNISED GAINS AND LOSSES

YEAR ENDED 31 MAY 2003

The only recognised gain/loss for the period was the loss for the financial year of £328,421.

BALANCE SHEET

AS AT 31 MAY 2003

	Note	2003 £	2002 £
Tangible Fixed Assets	10	2,630,007	2,352,352
Current Assets			
Stock	11	182,201	294,474
Debtors	12	1,767,503	2,324,087
Cash at bank and in hand	,-	139	4
		1,949,843	2,618,565
Creditors - amounts falling due within one year	13	(3,881,992)	(3,700,423)
Net Current Liabilities		(1,932,149)	(1,081,858)
Total Assets Less Current Liabilities		697,858	1,270,494
Creditors - amounts falling due after one year	14	(844,669)	(1,055,937)
Provisions for Liabilities and Charges	17	-	(32,947)
Net Assets/(Liabilities)		(146,811)	181,610
Capital and Reserves			
Called up share capital	16	3,000	3,000
Profit and loss account	16	(149,811)	178,610
Shareholders Funds	16	(146,811)	181,610

The financial statements were approved by the Directors on:- 26 March 2004

Signed on Behalf of the Board:

J Elmer

Director

The accounting policies and notes on pages 8 to 16 form part of these financial statements.

CASH FLOW STATEMENT

	Note	2003 £	2002 £
Net cash inflow from operating activities	21	623,746	684,553
Return on investments and servicing of finance	22	(105,207)	(104,657)
Taxation	22	31,277	(34,719)
Capital expenditure and financial investment	22	(421,723)	(706,082)
		128,093	(160,905)
Financing	22	(240,935)	(333,335)
Decrease in Cash During the Period		(112,842)	(494,240)

Reconciliation of Net Cash Flow to Movement in Net Debt	23	2003 £	2002 £
Decrease in cash during the year		(112,842)	(494,240)
Cash outflow in respect of hire purchase agreements		158,529	175,772
Cash outflow in respect of bank loans		32,406	336,736
Increase to existing bank loans		-	(519,675)
Cash inflow in respect of mortgage		-	(250,000)
Cash outflow in respect of mortgage		50,000	37,500
Cash outflow in respect of other loans		-	553,002
Change in net debt resulting from cash flows		128,093	(160,905)
New hire purchase agreements		-	(496,471)
Movement in net debt during the year		128,093	(657,376)
Net debt at 1 June		(1,812,463)	(1,155,087)
Net Funds at 31 May		(1,684,370)	(1,812,463)

ACCOUNTING POLICIES

YEAR ENDED 31 MAY 2003

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

The accounting policy for deferred taxation has changed as a result of FRS 19 Deferred Taxation as described below. All other principal accounting policies of the Company have remained unchanged from the previous year and are set out below.

Turnover

Turnover consists of the invoiced value (excluding VAT) for goods and services supplied to third parties.

Fixed Assets

Tangible fixed assets have been recorded at original cost and depreciation is provided to write off the cost over their estimated useful lives. The principal rates applied are as follows:-

Motor vehicles

25% reducing balance

Equipment Prepack line 15% reducing balance straight line over 5 years

Land and buildings

2% reducing balance

Computer equipment

straight line over 3 years

Stock

Stock is valued at the lower of cost and net realisable value.

Deferred Taxation

Provision is made at current rates for taxation deferred in respect of all material timing differences in accordance with the FRS 19 Deferred Taxation. This represents a change to last year's accounting policy. A prior period adjustment has been made in respect of this.

Hire Purchase Commitments

Assets hired under hire purchase contracts are capitalised in the balance sheet and are depreciated over their estimated useful lives.

The interest element of the hire purchase contract is charged to the profit and loss account over the period of the contract and represents a constant proportion of the balance of capital repayments outstanding.

Pension Costs

Pension costs are attributable to a defined contribution scheme and are provided for as they fall due.

Leased Assets

Assets used by the Company which have been funded through finance leases are capitalised and the resulting lease obligations are included in creditors. Rentals payable under operating leases are charged to the profit and loss account as incurred over the lease term.

Going Concern

The accounts have been prepared on a going concern basis despite the fact that the Company has net liabilities of £146,811.

The Directors consider this to be appropriate because of the continuing support of their principal customer.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 MAY 2003

1 7	Furnover and	Loss on	Ordinary	Activities	Before	Taxation
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The turnover and loss before taxation is attributable to one activity, that of potato merchants and the provision of storage, grading and processing facilities.

2	Operating Loss Operating loss is stated after charging:-	2003 £	2002 £
	Staff costs (see note 9)	1,617,660	977,523
	Auditors remuneration	6,500	5,000
	Depreciation	307,313	142,660
	Loss on disposal of assets	4,290	53,487
	Hire of plant and machinery	18,698	7,678
	Operating lease payments	66,265	48,933
3	Other Income	2003 £	2002 £
	Rent receivable	10,042	19,386
	Insurance claim proceeds Proceeds from claim in respect of loss of income	- 46,398	26,707 -
		56,440	46,093
4	Interest Receivable	2003 £	2002 £
	Bank interest	10	259
	Other interest	1,301	-
		1,311	259
5	Interest Payable On bank loans, overdrafts and other loans:-	2003 £	2002 £
	Repayable within 5 years, not by instalments	35,994	21,238
	Repayable within 5 years, not by instalments Repayable within 5 years, by instalments	33,290	43,523
	Repayable wholly or partly in more than 5 years	38,434	46,385
		107,718	111,146
6	Tax on Loss on Ordinary Activities	2003 £	2002 £
	Current Tax - UK corporation tax	•	(31,277)
	Deferred Tax - Origination and reversal of timing differences	(32,947)	(8,117)
	Total Tax on Loss on Ordinary Activities	(32,947)	(39,394)

NOTES TO THE FINANCIAL STATEMENTS

7 Factors Affecting Tax Charge for Period	2003 £	2002 £
Loss on ordinary activities before taxation	(361,368)	(214,542)
Loss on ordinary activities @ standard rate of UK corporation tax - 2003 19% (2002 20%)	(68,660)	(42,908)
Effects of:- Expenses not deductible for tax purposes Capital allowances in excess of depreciation Tax losses c/fwd	1,928 (26,842) 93,574	2,460 (20,092) 29,263
Current tax charge for period (see note 6)	-	(31,277)
9 Directors and Employees Staff costs during the period:	£	£
Wages and salaries	1,450,255	
Social security Pension costs	133, 44 2	849,912
	33,963	849,912 76,867 50,744
		76,867
Of the above wages and salaries £921,232 is included in cost of sa	33,963 1,617,660	76,867 50,744
Of the above wages and salaries £921,232 is included in cost of salaries average number of employees, including the Directors, was as	33,963 1,617,660 lles.	76,867 50,744
The average number of employees, including the Directors, was as - Cost of sales	33,963 1,617,660 lles.	76,867 50,744 977,523
The average number of employees, including the Directors, was as - Cost of sales - Selling and distribution	33,963 1,617,660 ales. follows:-	76,867 50,744 977,523 31 11
The average number of employees, including the Directors, was as - Cost of sales	33,963 1,617,660 ales. follows:-	76,867 50,744 977,523

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 MAY 2003

Staff	costs include remuneration in	respect of the Directors	as follows:-	2003 £	200
Mana	gement remuneration			30,000	30,00
Benef	its in kind			18,351	11,21
Pensi	on costs			1,971	1,92
Tangi	ible Fixed Assets	Total £	Land and Buildings £	Motor Vehicles £	Equipmen
Cost			· · · · ·		
	une 2002	2,703,531	1,550,595	127,075	1,025,86
Additi		591,158	37,500	11,250	542,40
Dispo	sals	13,900		13,900	
At 31	May 2003	3,280,789	1,588,095	124,425	1,568,26
Depre	eciation				
-	une 2002	351,179	61,571	44,269	245,33
	ed on disposal	7,710	-	7,710	
Charg	ge for year	307,313	30,530	21,967	254,81
At 31	May 2003	650,782	92,101	58,526	500,15
Net B	ook Values				
At 31	May 2003	2,630,007	1,495,994	65,899	1,068,11
At 31	May 2002	2,352,352	1,489,024	82,806	780,52

Included above are the following amounts relating to assets purchased under hire purchase and lease purchase contracts:-

	Motor Vehicles £	Equipment £
Depreciation charge for year	9,266	105,660
Net book value at 31 May 2003	27,800	391,403

NOTES TO THE FINANCIAL STATEMENTS

11	Stock	2003 £	2002 £
	Stock Valuation	172,281 9,920	153,007 141,467
		182,201	294,474
12	Debtors Amounts falling due within one year:-	2003 £	2002 £
	Trade debtors Other debtors Deposit on machinery Prepayments	1,578,119 189,384 - -	1,941,157 34,409 167,535 180,986
		1,767,503	2,324,087
13	Creditors - amounts falling due within one year	2003 £	2002 £
	Bank loans and overdrafts Hire purchase/lease purchase commitments (see note 15) Trade creditors Social security and other taxes Other creditors Accruals	731,394 108,446 2,919,088 49,500 49,064 24,500	614,736 141,795 2,599,256 257,791 4,875 81,970
		3,881,992	3,700,423

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 MAY 2003

Creditors - amounts falling due after one year	2003 £	2002 £
Hire purchase/lease purchase commitments (see note 15) Bank loans	234,143 610,526	359,323 696,614
	844,669	1,055,937
Loans outstanding at 31 May 2003 are repayable as follows:-	2003 £	2002 £
Repayable between 1 - 2 years Repayable between 2 - 5 years Repayable in 5 years or more	89,118 196,969 324,439	85,269 234,355 376,990
	610,526	696,614

The bank overdraft and loans are secured by a fixed and floating charge over the book debts and freehold property. The bank loan is expected to be repaid by December 2013 and is currently being paid by monthly instalments with interest being paid at 3.00% above bank base rate.

The obligations under finance leases are secured on the finance lease assets included under tangible fixed assets.

15 Hire Purchase and Lease Purchase Commitments

	Lease Purchase		Hire Purchase		
	2003	2003	2002	2003	2002
	£	£	£	£	
Year ending 31 May 2004	101,274	107,117	26,149	53,471	
After 31 May 2004	253,182	354,455	20,836	69,791	
	354,456	461,572	46,985	123,262	
Finance charges allocated to future periods	(49,974)	(65,137)	(8,878)	(18,579)	
	304,482	396,435	38,107	104,683	
Due within 1 year	86,995	91,954	21,451	49,841	
Due within 2 - 5 years	217,487	304,481	16,656	54,842	

NOTES TO THE FINANCIAL STATEMENTS

16	Share Capital and Reconciliation of Movements in Shareholders Funds		
•••		2003 £	2002 £
	Ordinary Shares of £1 Each Authorised	3,000	3,000
	Allotted, called up and fully paid Surplus brought forward as previously stated Prior year adjustment	3,000 178,610 -	3,000 394,822 (41,064)
	Shareholders funds at 1 June Loss for the year	181,610 (328,421)	356,758 (175,148)
	Shareholders Funds at 31 May	(146,811)	181,610
	All shareholders funds are attributable to equity interests.		
17	Deferred Taxation	2003 £	2002 £
	Accelerated capital allowances		32,947
	Provision at 1 June Deferred tax charge in profit and loss account for year	32,947 (32,947)	41,064 (8,117)
	Provision at 31 May	-	32,947
18	Contingent Liabilities There were no contingent liabilities at either 31 May 2003 or 31 May 2002.		
19	Capital Commitments	2003 £	2002 £
	Pre-pack line plant and machinery	-	199,965

NOTES TO THE FINANCIAL STATEMENTS

Leasing Obligations	2003 £	2002 £
Operating lease commitments:-		
Between 1 and 2 years	56,817	47,520
Between 2 and 5 years	109,128	78,278
	165,945	125,798
Reconciliation of Operating Loss to Net Cash Flow	2003 £	2002 £
Operating loss	(254,961)	(103,655)
Depreciation charge	307,313	142,660
Loss on disposal of assets	4,290	53,487
Decrease/(Increase) in stock	112,273	(204,249)
Increase in debtors	357,772	(1,133,600)
Increase in creditors	97,059	1,929,910
	623,746	684,553
Gross Cash Flows	2003	2002
Closs Casil i lows	£	£
Return on investment and servicing of finance:-		
Interest received	10	259
Interest on corporation tax repayment	1,301	_
Bank and mortgage interest paid	(82,136)	(77,406)
Other interest paid	-	(265)
Hire purchase and lease purchase interest paid	(24,382)	(27,245)
	(105,207)	(104,657)
Taxation:-		
Corporation tax paid	-	(34,719)
Repayment of corporation tax received	31,277	· -
	31,277	(34,719)
Capital expenditure and financial investment:-	(400.000)	/4 004 000
Purchase of tangible fixed assets Receipts from sale of tangible fixed assets	(423,623) 1,900	(1,091,830) 385,748
	(421,723)	(706,082)

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 MAY 2003

Gross Cash Flows Continued			2003 £	2002 £
Financing:-				
Repayment of capital element of hire pur	chase commitment	S	(158,529)	(175,772
Increase to existing bank loans			_	519,675
Repayment of capital element of bank lo	ans		(32,406)	(336,736
Mortgage			-	250,000
Repayments to mortgage			(50,000)	(37,500
Repayments of other loan			-	(553,002
			(240,935)	(333,335
New hire purchase agreements taken ou	ıt		-	496,471
			(240,935)	163,136
Analysis of Changes in Net Debt	04.06.00	Cash	Other	
Analysis of Changes in Net Debt	01.06.02 £	Cash Flows £		31.05.03
Analysis of Changes in Net Debt Cash at bank		Flows	Other Changes	31.05.03 £
	£	Flows £	Other Changes	31.05.03 £
Cash at bank	£ 4 (531,845)	Flows £ 135 (112,977)	Other Changes	31.05.03 £ 139 (644,822
Cash at bank	£ 4	Flows £	Other Changes	31.05.03 £
Cash at bank Bank overdraft	£ (531,845) (531,841)	135 (112,977) (112,842)	Other Changes	31.05.03 £ 139 (644,822 (644,683
Cash at bank Bank overdraft Hire purchase	£ 4 (531,845) (531,841) (501,118)	135 (112,977) (112,842) 158,529	Other Changes	31.05.03 £ 139 (644,822 (644,683 (342,589
Cash at bank Bank overdraft Hire purchase Bank loan	£ 4 (531,845) (531,841) (501,118) (567,004)	135 (112,977) (112,842) 158,529 32,406	Other Changes	31.05.03 £ 139 (644,822 (644,683 (342,589 (534,598

24 Major Non-Cash Transactions

The Company has not entered into any hire purchase and lease purchase agreements during the year. Last year agreements in respect of assets with a capital value of £496,471 at inception of the contract were entered into.

25 Controlling Party

The Company is under the control of K. Abou Ismail by virtue of his 100% shareholding.