

Registered number
01363766

Lawrie Group plc
Report and Financial Statements
31 December 2018



Lawrie Group plc
Report and financial statements
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Lawrie Group plc
Company Information

Directors

Tom Franks
Malcolm Perkins
Susan Walker

Secretary

Amarpal Takk

Independent auditors

Deloitte LLP
Statutory Auditors
2 New Street Square
London
EC4A 3BZ

Registered office

Linton Park
Linton
Maidstone
Kent ME17 4AB

Registered number

01363766

Lawrie Group plc
Strategic report for the year ended 31 December 2018

The directors present their strategic report for the year ended 31 December 2018.

Business review and future developments

The company continues to operate as a holding company and is expected to do so in the future. The results for the year and the financial position of the company are as shown in the annexed financial statements.

Principal risks and uncertainties and key performance indicators

The company is a holding company within the Camellia Plc group and as such the principal risks and uncertainties, strategy and business model are in line with those of the group as a whole. A review of the principal risks and uncertainties, strategy and business model of the Camellia Plc group can be found in Camellia Plc's 2018 annual report on pages 19 to 22.

Given the nature of the business, the Company's directors are of the opinion that analysis using KPI's is not necessary for an understanding of the development or performance of the business.

This report was approved by order of the board on 3 June 2019.



Tom Franks
Director

Lawrie Group plc Directors' report

The directors present their report together with the audited financial statements for the year ended 31 December 2018.

Principal activities

The company is a holding company. It is incorporated and domiciled in England.

Results and dividends

The profit for the year amounted to £3,012,945 (2017: £1,967,624). In 2017 this included a distribution from Duncan Lawrie Limited of £24,000,000 following the disposal of key trading subsidiaries, which was offset by an impairment to the investment in subsidiary of £24,713,992 following on from that distribution. An interim dividend of £5,000,000 (2017: £5,200,000) has been paid during the year. The directors do not propose a final dividend for the year (2017: £nil).

Directors

The directors of the company are listed on page 1. Tom Franks, Malcolm Perkins and Susan Walker are directors of Camellia Plc and their interest in the shares of group undertakings are disclosed in the financial statements of that company. The directors were in place for the entire duration of the accounting period, up to the date of signing.

Secretary

On 20 April 2018, Julia Morton resigned as the company secretary and Amarpal Takk was appointed in her place.

Statement of directors' responsibilities

The Directors are responsible for preparing the Strategic Report, Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union. Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, International Accounting Standard 1 requires that Directors:

- properly select and apply accounting policies;
- make judgements and accounting estimates that are reasonable and prudent;
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information;
- provide additional disclosures when compliance with the specific requirements in IFRSs are insufficient to enable users to understand the impact of particular transactions, other events and conditions on the entity's financial position and financial performance; and
- make an assessment of the company's ability to continue as a going concern.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and 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 2006. 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.

Future developments

A statement on future developments has been included in the strategic report.

Post balance sheet events

There have been no post balance sheet events requiring disclosure.

Going concern

After reviewing the company's forecasts for 2019, the Directors have a reasonable expectation the the Company has adequate resources to continue in operational existence for the foreseeable future. Therefore they continue to adopt the going concern basis in preparing the accounts.

Brexit

It is not anticipated that Brexit will have any material impact on the Company.

Disclosure of information to auditors

So far as the Directors are aware, there is no relevant audit information (that is, information needed by the Company's Auditors in connection with preparing their report) of which the company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Independent auditors

A resolution proposing the re-appointment of Deloitte LLP will be put to the forthcoming annual general meeting.

This report was approved by order of the board on 3 June 2019.


Tom Franks
Director

Lawrie Group plc

Independent auditors' report to the members of Lawrie Group plc

Report on the audit of the financial statements

Opinion

In our opinion the financial statements Lawrie Group Plc (the 'company'):

- give a true and fair view of the state of the company's affairs as at 31 December 2018 and of its profit for the year then ended;
- have been properly prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union and IFRSs as issued by the International Accounting Standards Board (IASB); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the statement of comprehensive income;
- the balance sheet;
- the cash flow statement;
- the statement of changes in equity; and
- the related notes 1 to 20.

The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union.

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 auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council's (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 are required by ISAs (UK) to report in respect of the following matters where:

- the directors' use of the going concern basis of accounting in preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company'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.

We have nothing to report in respect of these matters.

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, 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 we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. 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 respect of these matters.

Independent auditors' report to the members of Lawrie Group plc cont'd.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement, the directors are 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 directors determine is 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 directors are responsible for assessing the 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 directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's 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 an auditor's report 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 auditor's report.

Report on other legal and regulatory requirements

Opinions 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 strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in the strategic report or the directors' report.

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns;
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

We have nothing to report in respect of these matters.

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 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.



Richard Howe, FCA (Senior statutory auditor)

For and on behalf of Deloitte LLP
Statutory Auditor
London, United Kingdom

3 June 2019

Lawrie Group plc
Statement of comprehensive income
for the year ended 31 December 2018

	Notes	2018 £	2017 £
Revenue - Rental income		140,763	55,639
Other operating income		95,585	25,000
Administrative expenses		(729,290)	(394,192)
Investment income - dividends received		4,149,707	30,294,197
Impairment of investment in subsidiary	9	(446,739)	(27,790,899)
Interest payable to fellow subsidiary		-	(33,534)
Interest payable to parent company	4	(167,671)	(159,926)
Interest receivable from fellow subsidiaries	4	-	2
Exchange gains on cash balances		3,252	-
Net finance cost	4	(164,419)	(193,458)
Profit before tax	2	3,045,607	1,996,287
Taxation	5	(32,662)	(28,663)
Profit attributable to equity shareholders		3,012,945	1,967,624
Other comprehensive income:			
Items that will not be reclassified subsequently to profit or loss:			
Financial assets at fair value through other comprehensive income changes in fair value		274,338	344
Other comprehensive income for the year, net of tax		274,338	344
Total comprehensive income for the year		3,287,283	1,967,968

Continuing operations

None of the company's activities were acquired or discontinued during the above two financial years.

Lawrie Group plc
Balance sheet
at 31 December 2018

	Note	2018 £	2017 £
Non-current assets			
Property, plant and equipment	7	1,684,471	1,341,969
Investment properties	8	1,538,098	1,553,319
Investments in subsidiaries	9	47,803,922	48,250,661
Investments in associated undertakings	10	263,763	263,763
Investment in parent company	11	400,154	400,154
Financial assets at fair value through other comprehensive income	12	1,485,196	1,210,858
Total non-current assets		53,175,604	53,020,724
Current assets			
Trade and other receivables	13	393,200	25,598
Amounts due from group undertakings	16	38,761,985	31,942,654
Cash and cash equivalents	14	1,204,755	3,543,670
Total current assets		40,359,940	35,511,922
Current liabilities			
Trade and other payables		(223,877)	(154,367)
Amounts due to group undertakings	16	(56,005,451)	(49,359,346)
Total current liabilities		(56,229,328)	(49,513,713)
Net current liabilities		(15,869,388)	(14,001,791)
Total assets less current liabilities		37,306,216	39,018,933
Net assets		37,306,216	39,018,933
Equity			
Share capital	15	1,867,045	1,867,045
Reserves		35,439,171	37,151,888
Total Equity		37,306,216	39,018,933

The notes on pages 10 to 20 form part of the financial statements.

The financial statements on pages 6 to 23 were approved by the board of directors on 3 June 2019 and signed on its behalf by:



Tom Franks
Director

Registered number 01363766

Lawrie Group plc
Cash flow statement
for the year ended 31 December 2018

	Note	2018 £	2017 £
Cash flows from operating activities			
Profit before tax		3,045,607	1,996,287
Adjustments for:			
Depreciation		58,016	38,358
Investment income		(4,149,707)	(30,294,197)
Impairment of investment in subsidiary	9	446,739	27,790,899
Net finance costs		164,419	193,458
		<u>(434,926)</u>	<u>(275,195)</u>
Increase in trade and other receivables		(367,602)	-
Increase in trade and other payables		69,510	-
Net movement in intra group balances	16	<u>(173,226)</u>	<u>(17,687,591)</u>
Net cash used in operations		<u>(906,244)</u>	<u>(17,962,786)</u>
Interest paid		(167,671)	(193,460)
Income taxes paid		(32,662)	(28,663)
Interest received		-	2
Net cash flow used in operating activities		<u>(1,106,577)</u>	<u>(18,184,907)</u>
Cash flows from investing activities			
Purchase of investment property	8	-	(790,000)
Purchase of property, plant and equipment	7	(385,297)	(1,365,106)
Purchase of financial assets at fair value through other comprehensive income	12	-	(1,210,514)
Dividends received		4,149,707	30,294,197
Net cash generated from investing activities		<u>3,764,410</u>	<u>26,928,577</u>
Cash flows from financing activities			
Equity dividends paid	6	(5,000,000)	(5,200,000)
Net cash used in financing activities		<u>(5,000,000)</u>	<u>(5,200,000)</u>
Net (decrease)/increase in cash and cash equivalents		<u>(2,342,167)</u>	<u>3,543,670</u>
Cash and cash equivalents at beginning of year		3,543,670	-
Exchange gains on cash balances		3,252	-
Cash and cash equivalents at end of year		<u>1,204,755</u>	<u>3,543,670</u>

Lawrie Group plc
Statement of changes in equity
for the year ended 31 December 2018

	Notes	Share capital £	Share premium £	Retained earnings £	Capital redemption reserve £	Total equity £
At 1 January 2017		1,867,045	9,466,732	30,750,422	166,766	42,250,965
Total comprehensive income for the year		-	-	1,967,968	-	1,967,968
Dividends	6	-	-	(5,200,000)	-	(5,200,000)
At 31 December 2017		1,867,045	9,466,732	27,518,390	166,766	39,018,933
Total comprehensive income for the year		-	-	3,287,283	-	3,287,283
Dividends	6	-	-	(5,000,000)	-	(5,000,000)
At 31 December 2018		1,867,045	9,466,732	25,805,673	166,766	37,306,216

Lawrie Group plc
Notes to the financial statements
for the year ended 31 December 2018

General information

Lawrie Group plc (the Company) is a public Company limited by shares incorporated in the United Kingdom under the Companies Act and is registered in England and Wales. The address of the Company's registered office is shown on page 1.

(1) Accounting policies

The principal accounting policies in the preparation of these financial statements are set out below. These policies have been consistently applied to all years presented, unless otherwise stated.

Basis of preparation

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the EU, IFRS IC interpretations and the Companies Act 2006 applicable to companies reporting under IFRS. These are separate company financial statements and, in accordance with the exemption in the Companies Act 2006 section 400, consolidated financial statements have not been prepared as the company is a wholly owned subsidiary of Camellia Plc.

The financial statements have been prepared on the historical cost and going concern basis.

Foreign currency translation

The financial statements are presented in Sterling which is the company's functional and presentation currency. Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing on the dates of the transactions. At each balance sheet date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the balance sheet date. Gains and losses arising on retranslation are included in the income statement, except for exchange differences arising on non-monetary items where the changes in fair value are recognised directly in other comprehensive income.

Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable and represents amounts receivable for services provided in the normal course of business, net of discounts, value added tax and other sales related taxes. Revenue from management fees is recognised when earned. Investment income is recognised when the right to receive payment of a dividend is established.

Investment properties and property, plant and equipment

Property, plant and equipment consists of a leasehold office building. Properties are shown at cost less subsequent depreciation and impairment. Cost includes expenditure that is directly attributable to the acquisition of these assets.

Investment properties consist of leasehold office buildings and car parking. Properties are shown at cost less subsequent depreciation and impairment. Cost includes expenditure that is directly attributable to the acquisition of these assets.

Subsequent costs are included in the asset's carrying amount, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. Repairs and maintenance are charged to the income statement during the financial period in which they are incurred.

Depreciation is calculated to write off their cost less residual value on a straight-line basis over their expected useful lives.

The rates of depreciation used for the other assets are as follows:-

Long leasehold buildings	1 per cent. per annum
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The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each balance sheet date.

Lawrie Group plc
Notes to the financial statements
for the year ended 31 December 2018

(1) Accounting policies (continued)

Critical judgement and key sources of estimation uncertainty

In the view of the Directors, apart from those involving estimations (which are presented separately below), no critical judgements have been made in the process of applying the Company's accounting policies which have a significant effect on the amounts recognised in financial statements.

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The company makes estimates and assumptions concerning the future. The resulting accounting will, by definition, seldom equal the actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are set out below.

(i) Impairment of assets

Assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment and whenever events or changes in circumstance indicate that the carrying amount may not be recoverable. Assets that are subject to amortisation are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units).

Investments

Available-for-sale financial assets include shares of listed and unlisted companies. Listed shares are measured at subsequent reporting dates at fair value. The fair values of listed shares are based on current bid values. Unlisted shares and investment in parent are measured at cost.

Gains and losses arising from changes in fair value are recognised directly in equity, until the investment is disposed of or is determined to be impaired, at which time the cumulative gain or loss previously recognised in equity is included in the net profit or loss for the period.

Investments in subsidiary, associated companies and the parent company are included at cost.

Cash and cash equivalents

Cash and cash equivalents includes cash in hand, deposits held at call with banks and bank overdrafts.

Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the liability method. Deferred tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction, other than in a business combination, that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply when the related tax asset is realised or the tax liability is settled.

Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred tax is provided on temporary differences arising on investments in subsidiaries and associates, except where the timing of the reversal of the temporary difference is controlled by the company and it is probable that the temporary difference will not reverse in the foreseeable future.

Lawrie Group plc
Notes to the financial statements
for the year ended 31 December 2018

(1) Accounting policies (continued)

Financial assets

Classification of financial assets

(i) Equity instruments designated as at fair value through other comprehensive income '(FVTOCI)'

On initial recognition, the Company has made an irrevocable election (on an instrument-by-instrument basis) to designate investments in equity instruments as at FVTOCI.

Investments in equity instruments designated as FVTOCI are initially measured at fair value plus transaction costs. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the investments revaluation reserve. The cumulative gain or loss is not reclassified to profit or loss on disposal of the equity investments, instead, it is transferred to retained earnings.

Dividends on these investments in equity instruments are recognised in profit or loss in accordance with IFRS 9, unless the dividends clearly represent a recovery of part of the cost of the investment. Dividends are included as investment income in the consolidated income statement.

The Company has designated all investments in equity instruments that are not held for trading purposes as FVTOCI on initial application of IFRS 9 (see note 12).

(ii) Financial assets at fair value through profit or loss '(FVTPL)'

Financial assets that do not meet the criteria for being measured FVTOCI or at amortised cost (see (i) above and (iii) below) are measured at FVTPL.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any fair value gains or losses recognised in profit or loss to the extent they are not part of a designated hedging relationship.

(iii) Amortised cost and effective interest method

The amortised cost of a financial asset is the amount at which the financial asset is measured at initial recognition minus the principal repayments, plus the cumulative amortisation using the effective interest method of any difference between that initial amount and the maturity amount, adjusted for any loss allowance. The gross carrying amount of a financial asset is the amortised cost of a financial asset before adjusting for any loss allowance.

The effective interest method is a method of calculating the amortised cost and of allocating interest income over the relevant period. Interest income is recognised in profit or loss and is included in the "finance income – interest income" line item (note 7).

Impairment of financial assets

The Company recognises a loss allowance for expected credit losses '(ECL)' on investments in debt instruments that are measured at amortised cost, lease receivables, trade receivables and contract assets. The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since initial recognition of the respective financial instrument.

Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of a financial instrument. In contrast, 12-month ECL represents the portion of lifetime ECL that is expected to result from default events on a financial instrument that are possible within 12 months after the reporting date.

The Company always recognises lifetime ECL for trade receivables, contract assets and lease receivables. The expected credit losses on these financial assets are estimated using a provision matrix based on the Group's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate.

For all other financial instruments, the Company recognises lifetime ECL when there has been a significant increase in credit risk since initial recognition. However, if the credit risk on the financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month ECL.

Lawrie Group plc
Notes to the financial statements
for the year ended 31 December 2018

(1) Accounting policies (continued)

(i) Significant increase in credit risk

In assessing whether the credit risk on a financial instrument has increased significantly since initial recognition, the Company compares the risk of a default occurring on the financial instrument at the reporting date with the risk of a default occurring on the financial instrument at the date of initial recognition. In making this assessment, the Company considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort. Forward-looking information considered includes the future prospects of the industries in which the Company's debtors operate, obtained from economic expert reports, financial analysts, governmental bodies, relevant think-tanks and other similar organisations, as well as consideration of various external sources of actual and forecast economic information that relate to the Company's core operations.

In particular, the following information is taken into account when assessing whether credit risk has increased:

- an actual or expected significant deterioration in the financial instrument's external (if available) or internal credit rating
- significant deterioration in external market indicators of credit risk for a particular financial instrument
- existing or forecast adverse changes in business, financial or economic conditions that are expected to cause a significant
- an actual or expected significant deterioration in the operating results of the debtor
- significant increases in credit risk on other financial instruments of the same debtor
- an actual or expected significant adverse change in the regulatory, economic, or technological environment of the debtor

Irrespective of the outcome of the above assessment, the Company presumes that the credit risk on a financial asset has increased significantly since initial recognition when contractual payments are more than 30 days past due, unless the Company has reasonable and supportable information that demonstrates otherwise.

Despite the foregoing, the Company assumes that the credit risk on a financial instrument has not increased significantly since initial recognition if the financial instrument is determined to have low credit risk at the reporting date. A financial instrument is determined to have low credit risk if:

- (i) The financial instrument has a low risk of default,
- (ii) The debtor has a strong capacity to meet its contractual cash flow obligations in the near term, and
- (iii) Adverse changes in economic and business conditions in the longer term may, but will not necessarily, reduce the ability of the borrower to fulfil its contractual cash flow obligations.

The Company considers a financial asset to have low credit risk when the asset has external credit rating of 'investment grade' in accordance with the globally understood definition or if an external rating is not available, the asset has an internal rating of 'performing'. Performing means that the counterparty has a strong financial position and there is no past due amounts.

The Company regularly monitors the effectiveness of the criteria used to identify whether there has been a significant increase in credit risk and revises them as appropriate to ensure that the criteria are capable of identifying any significant increase in credit risk before the amount becomes past due.

(ii) Definition of default

The Company considers the following as constituting an event of default for internal credit risk management purposes as historical experience indicates that financial assets that meet either of the following criteria are generally not recoverable:

- when there is a breach of financial covenants by the debtor; or
- information developed internally or obtained from external sources indicates that the debtor is unlikely to pay its creditors, including the Company, in full (without taking into account any collateral held by the Company).

Irrespective of the above analysis, the Company considers that default has occurred when a financial asset is more than 90 days past due unless the Company has reasonable and supportable information to demonstrate that different default criterion is more appropriate.

(iii) Credit-impaired financial assets

A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred. Evidence that a financial asset is credit-impaired includes observable data about the following events:

- (a) significant financial difficulty of the issuer or the borrower;
- (b) a breach of contract, such as a default or past due event (see (ii) above);
- (c) the lender(s) of the borrower, for economic or contractual reasons relating to the borrower's financial difficulty, having granted to the borrower a concession(s) that the lender(s) would not otherwise consider;
- (d) it is becoming probable that the borrower will enter bankruptcy or other financial reorganisation; or
- (e) a disappearance of an active market for that financial asset because of financial difficulties.

Lawrie Group plc
Notes to the financial statements
for the year ended 31 December 2018

(1) Accounting policies (continued)

(iv) Write-off policy

The Company writes off a financial asset when there is information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery, e.g. when the debtor has been placed under liquidation or has entered into bankruptcy proceedings, or in the case of trade receivables, when the amounts are over two years past due, whichever occurs sooner. Financial assets written off may still be subject to enforcement activities under the Company's recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in profit or loss.

(v) Measurement and recognition of expected credit losses

The measurement of expected credit losses is a function of the probability of default, loss given default (i.e. the magnitude of the loss if there is a default) and the exposure at default. The assessment of the probability of default and loss given default is based on historical data adjusted by forward-looking information as described above.

As for the exposure at default, for financial assets, this is represented by the assets' gross carrying amount at the reporting date; for financial guarantee contracts, the exposure includes the amount drawn down as at the reporting date, together with any additional amounts expected to be drawn down in the future by default date determined based on historical trend, the Company's understanding of the specific future financing needs of the debtors, and other relevant forward-looking information.

For financial assets, the expected credit loss is estimated as the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive, discounted at the original effective interest rate. For a lease receivable, the cash flows used for determining the expected credit losses is consistent with the cash flows used in measuring the lease receivable in accordance with IAS 17 Leases.

The Company recognises an impairment gain or loss in profit or loss for all financial instruments with a corresponding adjustment to their carrying amount through a loss allowance account, except for investments in debt instruments that are measured at FVTOCI, for which the loss allowance is recognised in other comprehensive income and accumulated in reserves, and does not reduce the carrying amount of the financial asset in the balance sheet.

Derecognition of financial assets

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss. In addition, on derecognition of an investment in a debt instrument classified as at FVTOCI, the cumulative gain or loss previously accumulated in the investments revaluation reserve is reclassified to profit or loss. In contrast, on derecognition of an investment in equity instrument which the Company has elected on initial recognition to measure at FVTOCI, the cumulative gain or loss previously accumulated in the investments revaluation reserve is not reclassified to profit or loss, but is transferred to retained earnings.

Impairment of non-financial assets

Assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment and whenever events or changes in circumstance indicate that the carrying amount may not be recoverable. Assets that are subject to amortisation are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the assets' carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an assets' fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units).

Lawrie Group plc
Notes to the financial statements
for the year ended 31 December 2018

(1) Accounting policies

(continued)

Changes in accounting policy and disclosures

(i) New and amended standards adopted by the company

The company has adopted the following new and amended IFRSs as of 1 January 2018:

IFRS 9 Financial Instruments

The adoption of IFRS 9 has not had a significant impact on the financial statements of the Company.

IFRS 15 Revenue from contracts with customers

The IASB has issued a new standard for the recognition of revenue. This replaces IAS 18 which covers contracts for goods and services and IAS 11 which covers construction contracts.

The standard is based on the principle that revenue is recognised when control of a good or service transfers to a customer – so the notion of control replaces the existing notion of risks and rewards.

A new five-step process is applied when recognising revenue:

- identify contracts with customers
- identify the separate performance obligation
- determine the transaction price of the contract
- allocate the transaction price to each of the separate performance obligations
- recognise the revenue

The adoption of IFRS 15 has not had a material impact on the financial statements of the company.

IAS 40 (amendments) Transfers of investment property

The company has adopted the amendments to IAS 40 Investment Property for the first time in the current year. The amendments clarify that a transfer to, or from, investment property necessitates an assessment of whether a property meets, or has ceased to meet, the definition of investment property, supported by observable evidence that a change in use has occurred. The amendments further clarify that the situations listed in IAS 40 are not exhaustive and that a change in use is possible for properties under construction (i.e. a change in use is not limited to completed properties).

(ii) Standards, amendments and interpretations to existing standards that are not yet effective and have not been adopted early by the company

Certain new accounting standards and interpretations have been published that are not mandatory for 31 December 2018 reporting periods and have not been early adopted by the company. The company's assessment of the impact of these new standards and interpretations is set out below.

IFRS 16 Leases

IFRS 16 was issued in January 2016 and will be effective from 1 January 2019. It will result in almost all leases being recognised on the balance sheet by lessees, as the distinction between operating and finance leases is removed. Under the new standard, an asset (the right to use the leased item) and a financial liability to pay rentals are recognised. The only exceptions are short-term and low-value leases.

The company has reviewed all of the company's leasing arrangements in light of the new lease accounting rules in IFRS 16. The standard will affect primarily the accounting for the company's operating leases. Of the company's non-cancellable operating lease commitments, the company expects to recognise right-of-use assets and liabilities of approximately £2,056,000 on 1 January 2019.

The company expects that profit before tax will decrease by approximately £27,000 for 2019 as a result of adopting the new rules.

The company will apply the standard from its mandatory adoption date of 1 January 2019.

The company intends to apply the simplified transition approach and will not restate comparative amounts for the year prior to first adoption. Right-of-use assets will be measured at the amount of the lease liability on adoption (adjusted for any prepaid or accrued lease expenses).

Annual Improvements to IFRS Standards 2015–2017 Cycle

Amendments to IFRS 3 Business Combinations, IFRS 11 Joint Arrangements, IAS 12 Income Taxes and IAS 23 Borrowing Costs

The Annual Improvements includes amendments to:

(i) IAS 12 Income Taxes

The amendments clarify that an entity should recognise the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognised the transactions that generated the distributable profits. This is the case irrespective of whether different tax rates apply to distributed and undistributed profits.

(ii) IAS 23 Borrowing Costs

The amendments clarify that if any specific borrowing remains outstanding after the related asset is ready for its intended use or sale, that borrowing becomes part of the funds that an entity borrows generally when calculating the capitalisation rate on general borrowings.

Lawrie Group plc
Notes to the financial statements
for the year ended 31 December 2018

2 Profit before tax

Audit fees were incurred in relation to the audit of the financial statements. Auditors' remuneration of £2,000 (2017: £2,000) is borne by another group company, Linton Park Plc.

3 Emoluments of the directors

The directors received no emoluments during the year from the company (2017:£nil). Of the remuneration received from other group companies, none was in respect of their services to this company.

4 Net finance costs

	2018 £	2017 £
Interest payable to fellow subsidiary	-	(33,534)
Interest payable to parent company	(167,671)	(159,926)
Total borrowing costs	(167,671)	(193,460)
Interest receivable from fellow subsidiaries	-	2
Net exchange (loss)/gain on foreign currency balances	3,252	-
	3,252	2
Net Finance costs	(164,419)	(193,458)

5 Taxation

Analysis of charge in the year

	2018 £	2017 £
Current tax		
UK corporation tax		
UK corporation tax at 19.00 per cent. (2017: 19.25 per cent.)	-	-
Foreign Tax		
Overseas withholding taxes	32,662	28,663
	32,662	28,663
Deferred tax		
Origination and reversal of timing differences	-	-
Taxation charge for the year	32,662	28,663

The tax on the company's profit before tax differs from the theoretical amount that would arise using the weighted average tax applicable to profits of the company as follows:

Factors affecting tax charge for the year

Profit before tax	3,045,607	1,996,287
Tax on profit before tax at the standard rate of corporation tax in the UK of 19.00 per cent. (2017: 19.25 per cent.)	578,665	384,285
Effects of:		
Dividends not charged to tax	(726,386)	(5,770,939)
Adjustment in respect of overseas tax rates	(29,396)	(32,031)
Expenses not deductible for tax purposes	11,023	26,217
Impairment not deductible for tax purposes	84,880	5,349,748
Gain on disposal of available for sale investments not taxable	-	-
Group relief surrendered	113,876	71,383
Total tax charge for the year	32,662	28,663

A change to the UK corporation tax rate was announced in the Chancellor's Budget on 16 March 2016. The change announced is to reduce the main rate to 17% from 1 April 2020. Changes to reduce the UK corporation tax rate to 19% from 1 April 2017 and to 18% from 1 April 2020 had already been substantively enacted on 26 October 2015 and an additional reduction to 17% (effective 1 April 2020) was substantively enacted on 6 September 2016.

Unrecognised deferred tax

Deferred tax assets of £220,509 in respect of losses that can be carried forward against future taxable income have not been recognised as it is not anticipated they will be recovered in the foreseeable future.

Lawrie Group plc
Notes to the financial statements
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6 Dividends

	2018	2017
	£	£
Amounts recognised as distributions to equity holders in the year:		
Interim dividend for the year ended 31 December 2018 of 221.70p (2017:278.51p) per share	<u>5,000,000</u>	<u>5,200,000</u>

7 Property, plant and equipment

	2018	2017
	Land and buildings	Land and buildings
	£	£
Cost		
At 1 January	1,365,106	-
Additions - external	383,726	1,365,106
Additions - group companies	29,292	-
At 31 December	<u>1,778,124</u>	<u>1,365,106</u>
Accumulated depreciation		
At 1 January	23,137	-
Additions - group companies	27,721	-
Charge for the year	42,795	23,137
At 31 December	<u>93,653</u>	<u>23,137</u>
Net book value at 31 December	<u>1,684,471</u>	<u>1,341,969</u>

8 Investment properties

	2018	2017
	£	£
Cost		
At 1 January	1,583,629	793,629
Additions	-	790,000
At 31 December	<u>1,583,629</u>	<u>1,583,629</u>
Accumulated depreciation		
At 1 January	30,310	15,089
Charge for the year	15,221	15,221
At 31 December	<u>45,531</u>	<u>30,310</u>
Net book value at 31 December - All long leasehold	<u>1,538,098</u>	<u>1,553,319</u>

Rental income generated from investment properties amounted to £140,763 (2017: £55,639). At the end of the year the fair value of investment properties was £1,690,000 (2017:£1,690,000), this was a directors valuation (fair value hierarchy level 2).

Lawrie Group plc
Notes to the financial statements
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9 Investments in subsidiaries

	2018 £	2017 £
Cost		
At 1 January	76,429,893	76,429,893
Additions		
At 31 December	<u>76,429,893</u>	<u>76,429,893</u>
Provision for diminution in value		
At 1 January	28,179,232	388,333
Provided during the year	446,739	27,790,899
At 31 December	<u>28,625,971</u>	<u>28,179,232</u>
Net book value	<u>47,803,922</u>	<u>48,250,661</u>

The impairment charge in 2017 incudes £24,713,992 relating to the company's investments in Duncan Lawrie Holdings Limited, following that company's closure of its key trading subsidiaries and subsequent dividend distribution of £24,000,000. The charge also includes an impairment of the company's now dormant subsidiary Jatel Plc of £2,843,720 to reflect the asset value of that company. The remainder of the charge, £233,187 relates to Shula Limited following a review of that company's underlying asset value.

The subsidiary undertakings are listed in note 17.

10 Investments in associated undertakings

	2018 £	2017 £
Cost		
At 1 January and 31 December	<u>263,763</u>	<u>263,763</u>
Market value of listed associated undertakings	<u>6,233,973</u>	<u>7,181,031</u>

Details of the associated undertaking is listed in note 17.

11 Investment in parent company

	2018 £	2017 £
Cost		
At 1 January and 31 December	<u>400,154</u>	<u>400,154</u>
Market value of listed parent company	<u>6,625,000</u>	<u>6,750,000</u>

12 Financial assets at fair value through other comprehensive income

	2018 £	2017 £
At 1 January	1,210,858	-
Fair value adjustment	274,338	344
Additions	-	1,210,514
At 31 December	<u>1,485,196</u>	<u>1,210,858</u>

At the end of the year the fair value of financial assets at fair value through other comprehensive income was £1,485,196 (2017:£1,210,858) which comprise investments listed in the USA, in accordance with open market values (fair value hierarchy level 1).

13 Trade and other receivables

	2018 £	2017 £
Other debtors	<u>393,200</u>	<u>25,598</u>

Lawrie Group plc
Notes to the financial statements
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14 Cash and cash equivalents	2018	2017
	£	£

Cash at bank	<u>1,204,755</u>	<u>3,543,670</u>
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15 Share capital

2018	2017
£	£

Authorised: 2,255,307 (2017: 2,255,307) ordinary shares of £1 each	<u>2,255,307</u>	<u>2,255,307</u>
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Allotted, called up and fully paid: ordinary shares of £1 each:

At 1 January and 31 December - 1,867,045 (2017: 1,867,045) shares	<u>1,867,045</u>	<u>1,867,045</u>
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16 Related party transactions

The company was charged £Nil (2017: £258,000) by Linton Park Plc, a fellow group company, during the year in respect of management fees. At 31 December 2018 £29,720,069 (2017: £30,072,689) was due from Linton Park Plc.

The company was charged £167,671 (2017: £159,926) on unsecured loan notes due to Camellia Plc.

At 31 December 2018 Unsecured loan notes due to Camellia Plc were £4,191,777 (2017: £4,191,777) and £20,888,553 (2017: £20,888,553).

Balances payable and receivable to/from other group companies at 31 December 2018 amounted to £30,925,121 (2017: £24,279,016) and £9,010,183 (2017: £1,869,965) respectively.

Apart from unsecured loan notes of £4,191,777 (2017: £4,191,777), amounts due to/from group undertakings are unsecured, interest free and payable on demand.

Lawrie Group plc
Notes to the financial statements
for the year ended 31 December 2018

17 Financial instruments

Capital risk management

The company manages its capital to ensure that the company will be able to continue as a going concern, while maximising the return to stakeholders through the optimisation of its debt and equity balance. The capital structure of the company consists of debt, cash and cash equivalents and equity, comprising issued capital, reserves and retained earnings. The company is not subject to any external capital requirements.

The maturity profile of the company's financial liabilities, excluding short-term creditors such as trade creditors, accruals and provisions, at 31 December was as follows:

	2018	2017
	£	£
Within 1 year, or on demand	56,005,451	49,359,346

Credit Risk

The credit quality of the company's assets that are neither past due or impaired has been assessed as strong/good.

Financial risk management objectives

The company finances its operations by a mixture of retained profits and loans. The objective is to maintain a balance between continuity of funding and flexibility through the use of borrowings with a range of maturities. To achieve this, the maturity profile of borrowings and facilities are regularly reviewed. The company also seeks to maintain sufficient undrawn committed borrowing facilities to provide flexibility in the management of the company's liquidity.

Given the nature of the company's operation, a highly complex use of financial instruments would not be of significant benefit to the company.

Market risk

(i) Foreign exchange risk

The company has no material exposure to foreign currency exchange risk on currencies.

(ii) Interest rate risk

The company's interest rate risk arises from interest-bearing financial assets and liabilities.

The interest rate exposure of the company's financial liabilities and assets by currency, at 31 December was:

	Financial liabilities		Financial assets	
	2018	2017	2018	2017
	£	£	£	£
Sterling	4,191,777	4,191,777	1,204,775	3,543,670

The benchmarks for determining rates of interest on financial assets and liabilities are mainly bank base and six month inter bank rates.

Fair values

The fair value of the company's financial assets and liabilities are equal to their carrying value.

Lawrie Group plc
Notes to the financial statements
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18 Subsidiary and associated undertakings

Subsidiary undertakings

The subsidiary undertakings of the company at 31 December 2018 are listed below. All subsidiaries are wholly owned and incorporated in Great Britain unless otherwise stated.

	Principal country of operation	Registered Office
Agriculture		
*Amgoorie India Limited (Incorporated in India - 99.8 per cent. holding)	India	(ii)
*Amo Tea Company Limited	Bangladesh	(i)
C.C. Lawrie Comércio e Participações Ltda. (Incorporated in Brazil)	Brazil	(vi)
Chittagong Warehouse Limited (Incorporated in Bangladesh - 93.3% holding)	Bangladesh	(vii)
Duncan Brothers Limited (Incorporated in Bangladesh)	Bangladesh	(vii)
Eastland Camellia Limited (Incorporated in Bangladesh - 93.8% holding)	Bangladesh	(vii)
*Goodricke Group Limited (Incorporated in India - 74.0 per cent. holding)	India	(iii)
*Koomber Tea Company Limited (Incorporated in India)	India	(iv)
Octavius Steel & Company of Bangladesh Limited (Incorporated in Bangladesh)	Bangladesh	(vii)
*Stewart Holl (India) Limited (Incorporated in India - 92.0 per cent. holding)	India	(v)
Surmah Valley Tea Company Limited (Incorporated in Bangladesh)	Bangladesh	(i)
*The Allynugger Tea Company Limited	Bangladesh	(i)
*The Chandpore Tea Company Limited	Bangladesh	(i)
*The Lungla (Sylhet) Tea Company Limited	Bangladesh	(i)
*The Mazdehee Tea Company Limited	Bangladesh	(i)
Food Service		
Duncan Products Limited (Incorporated in Bangladesh)	Bangladesh	(vii)
Banking and Financial Services		
Duncan Lawrie Limited	UK	(ix)
*Duncan Lawrie Holdings Limited	UK	(x)
Duncan Lawrie International Holdings Limited (Incorporated in Isle of Man)	Isle of Man	(xi)
Duncan Lawrie (IOM) Limited (Incorporated in Isle of Man)	Isle of Man	(xi)
Duncan Lawrie Offshore Services Limited (Incorporated in Isle of Man)	Isle of Man	(xi)
Dunman Nominees Limited (Incorporated in Isle of Man)	Isle of Man	(xi)
Havelock Nominees Limited (Incorporated in Isle of Man)	Isle of Man	(xi)
Hobart Place Nominees Limited	UK	(x)
Mount Havelock Directors Limited (Incorporated in Isle of Man)	Isle of Man	(xi)
Mount Havelock Investments Limited (Incorporated in Isle of Man)	Isle of Man	(xi)
Mount Havelock Secretaries Limited (Incorporated in Isle of Man)	Isle of Man	(xi)
Investment Holding		
Assam Dooars Investments Limited	UK	(i)
Duncan Properties Limited (Incorporated in Bangladesh)	Bangladesh	(vii)
*Lawrie (Bermuda) Limited (Incorporated in Bermuda)	Bermuda	(xii)
*Lawrie International Limited (Incorporated in Bermuda)	Bermuda	(xii)
Longbourne Holdings Limited	Bangladesh	(i)
*Shula Limited (Incorporated in Isle of Man)	Isle of Man	(xi)
Western Dooars Investments Limited	UK	(i)
Other		
*Linton Park Services Limited	UK	(i)

* owned directly by the company

Lawrie Group plc
Notes to the financial statements
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18 Subsidiary and associated undertakings cont'd

	Principal country of operation	Registered Office
Dormant companies		
*Alex Lawrie & Company Limited	UK	(i)
*Amgoorie Investments Limited	UK	(i)
*Assam-Dooars Holdings Limited	UK	(i)
*Banbury Tea Warehouses Limited	UK	(i)
*British Indian Tea Company Limited	UK	(i)
*Goodricke Lawrie Consultants Limited	UK	(i)
*Horace Hickling & Company Limited	UK	(i)
*Hudson Brothers Trawlers Limited	UK	(i)
*Humber Commercials Limited	UK	(i)
*Humber St. Andrew's Engineering Company Limited	UK	(i)
*Isa Bheel Tea Company Limited	UK	(i)
*Jatel Plc	UK	(i)
*Jetinga Holdings Limited	UK	(i)
*Jetinga Valley Tea Company Limited	UK	(i)
*Lankapara Tea Company Limited	UK	(i)
*Lawrie Bhutan Limited	UK	(i)
*Lawrie Plantation Services Limited	UK	(i)
*Octavius Steel & Company (London) Limited	UK	(i)
*SIS Securities Limited	UK	(x)
*Sterling Industrial Securities Limited	UK	(x)
*Stewart Holl Investments Limited	UK	(i)
*The Amgoorie Tea Estates Limited	UK	(i)
*The Bagracote Tea Company, Limited	UK	(i)
*The Dejoo Tea Company Limited	UK	(i)
*The Dhoolie Tea Company Limited	UK	(i)
*The Doolahat Tea Company Limited	UK	(i)
*The Endogram Tea Company Limited	UK	(i)
*The Jhanzie Tea Association Ltd	UK	(i)
*The Harmutty Tea Company Limited	UK	(i)
*The Longai Valley Tea Company Limited	UK	(i)
*Vaghamon (Travancore) Tea Company Limited	UK	(i)
*Walter Duncan & Goodricke Limited	UK	(i)
*WDG Properties Limited	UK	(i)
*Western Dooars Tea Holdings Limited	UK	(i)

* owned directly by the company

Associated undertakings

The principal associated undertakings of the company at 31 December 2018 were:

BF&M Limited (Incorporated in Bermuda - 37.2 per cent. holding)	Bermuda	(xii)
United Insurance Company Limited (Incorporated in Bangladesh - 37.0 per cent. holding)	Bangladesh	(vii)
United Finance Limited (Incorporated in Bangladesh - 38.4 per cent. holding)+	Bangladesh	(vii)

+ 20.0 per cent. holding owned directly by the company

Lawrie Group plc
Notes to the financial statements
for the year ended 31 December 2018.

18 Subsidiary and associated undertakings cont'd

Registered Offices:

(i)	Linton Park Linton Park Maidstone Kent ME17 4AB England	(v)	Sessa Tea Garden PO: Dibrugarh - 786001 Dist: Dibrugarh Assam India	(ix)	1 Hobart Place London SW1W 0HU England
(ii)	Amgoorie Tea Garden PO: Amguri Haloating - 785 681 Dist: Sibsagar Assam India	(vi)	Fazenda Maruque s/n sala 03 Bairro Maruque Itaberá São Paulo Brazil	(x)	2 Hobart Place London SW1W 0HU England
(iii)	"Camellia House" 14 Gurusaday Road Kolkata - 700019 West Bengal India	(vii)	Camellia House 22 Kazi Nazrul Islam Avenue Dhaka 1000 Bangladesh	(xi)	Camellia House 16-18 Mount Havelock Douglas Isle of Man IM1 2QG
(iv)	Koomber Tea Garden PO: Kumbhir Cachar - 788 108 Assam India	(viii)	Wrotham Place Wrotham Place Near Sevenoaks Kent TN15 7AE England	(xii)	112 Pitts Bay Road Pembroke Bermuda HM08

19 Ultimate parent company

The immediate and ultimate parent company at 31 December 2018 was Camellia Plc which is registered in England and Wales. The consolidated financial statements of Camellia Plc can be obtained from the Company's registered office at Linton Park, Linton, Maidstone, Kent ME17 4AB. Camellia Plc is the only company to consolidate the company's financial statements. The ultimate controlling company of this entity is the same as its parent's ultimate controlling company.

20 Control of Camellia Plc

Camellia Holding AG holds 1,427,000 ordinary shares of Camellia Plc (representing 51.67% of total voting rights). Camellia Holding AG is owned by The Camellia Private Trust Company Ltd, a private trust company incorporated under the laws of Bermuda to act as a trustee of the Camellia Foundation. The Camellia Foundation is a Bermudian trust, the income of which is utilised for charitable, educational and humanitarian causes at the discretion of the trustees.