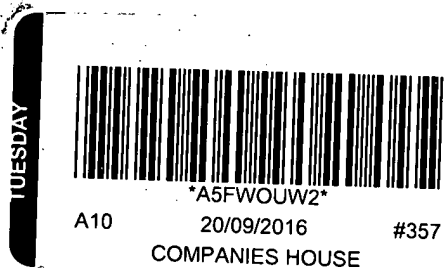


**C.S.L. Holdings Limited**

**Report and Financial Statements**

**27 December 2015**

**Registered Company Number: 01555848**



**C.S.L. Holdings Limited**  
*Registered Number: 01555848*

**Report and financial statements 2015**

<b>Contents</b>	<b>Page</b>
Officers	1
Directors' report	2
Balance sheet	3
Notes to the financial statements	4

**C.S.L. Holdings Limited**  
*Registered Number: 01555848*

**Report and financial statements 2015**

**Officers**

**Directors**

Roger McLaughlan  
Anthony Jones  
Justin King

**Registered office**

c/o Wyevale Garden Centres  
Syon Park  
Brentford  
Middlesex  
TW8 8JF

## **Directors' report**

The directors present their annual report on the affairs of the Company together with the financial statements for the year ended 27 December 2015.

### **Principal activities and business review**

The Company did not trade, received no income and incurred no expenditure during the current and preceding financial year and has made neither a profit nor a loss. Therefore, the Company has prepared dormant company accounts for the year ended 27 December 2015.

The principal activities of the Company during the previous year were to hold property for use by other Group companies.

2015 has been a year of transformation for the Wyevale Garden Centre Group, of which the Company is a member, with management investing to strengthen the operating model of the business to ensure profitable future growth. Significant investment has been made into capital expense, aimed at ensuring the retail experience exceeds the customers' expectations of the brand, and to give centres a fresh, contemporary feel. The refresh of the Food and Beverage offering also continues, with four main concepts being used across the estate- Garden Kitchen (representing the core restaurant offering), Botanic Kitchen (a more extensive dining experience utilised in the largest centres), Coffee Ground (Wyevale Garden Centres own coffee shop brand) and Costa coffee (where this partnership represents the best offering based on the local demographic). Where these have been currently installed they have proven highly successful and the Group will continue to roll out across the remaining estate. The Group also continues to focus on rationalising product offerings, engaging with concession partners to offer products which are non-core to the business, but complimentary to the Groups offering, helping to improve profitability at the sacrifice of top line sales. The Group has also successfully added a further 4 centres to the portfolio through the Acquisition of Armitages (a Group of two centres), Wych Cross Garden Centre and Sidmouth Garden Centre. Overall, the Directors are satisfied with the performance of the Group for the year.

### **Directors**

The directors who served during the year and subsequently were as follows:

Kevin Bradshaw (resigned 9<sup>th</sup> March 2016)  
Roger McLaughlan (appointed 10<sup>th</sup> March 2016)  
Nils Steinmeyer (resigned 1<sup>st</sup> April 2016)  
Anthony Jones (appointed 6<sup>th</sup> April 2016)  
Stephen Murphy (appointed 6<sup>th</sup> April 2016 and resigned 18<sup>th</sup> August 2016)  
Justin King (appointed 18<sup>th</sup> August 2016)

The directors had no interests in the shares of the Company.

Approved by the Board of Directors on 13 September 2016 and signed on behalf of the Board:



Anthony Jones  
**Director**

**C.S.L. Holdings Limited**  
*Registered Number: 01555848*

**Balance sheet**  
**As at 27 December 2015**

	Notes	2015	2014
		£	£
<b>Current assets</b>			
Other receivables	3	3	3
<b>Net Assets</b>		<u>3</u>	<u>3</u>
<b>Equity</b>			
Share capital	4	1	1
Retained earnings	5	2	2
<b>Total Equity</b>		<u>3</u>	<u>3</u>

For the year ending 28 December 2014 the Company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies. The members have not required the Company to obtain an audit of its accounts for the year in question in accordance with section 476.

The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts. The accounts give a true and fair view of the state of affairs of the Company as at the end of the financial year in accordance with section 393. These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

Approved by the Board of Directors on 13 September 2016 and signed on its behalf by:



Anthony Jones  
Director

**Notes to financial statements**  
**For the year ended 27 December 2015**

**1. General information**

C.S.L. Holdings Limited is a Company incorporated in the United Kingdom under the Companies Act 2006.

These accounts represent the year from 29 December 2014 to 27 December 2015.

The Company is exempt from the preparation of consolidated financial statements because it is included in the group accounts of Wyevale Garden Centres Capital Limited. The group accounts of Wyevale Garden Centres Capital Limited are available to the public and can be obtained as set out in note 7.

**2. Significant accounting policies**

**Basis of accounting**

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs). The financial statements have also been prepared in accordance with the IFRSs adopted by the European Union and therefore comply with Article 4 of the EU IAS Regulation.

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

The Company has opted to apply Section 390(3) of the Companies Act 2006. This permits the Company to end its financial year on 27 December 2015 (2014: 28 December 2014) as it is not more than 7 days after or before the end of the year dated 31 December 2015 (2014: 31 December 2014).

**The principal accounting policies adopted are set out as follows:**

**Financial assets**

Financial assets are assessed for indicators of impairment at each Balance sheet date. Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been impacted.

Objective evidence of impairment could include:

- significant financial difficulty of the issuer or counterparty
- default in interest or principal payments
- it becoming probable that the borrower will enter bankruptcy

The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets with the exception of trade receivables, where the carrying amount is reduced through the use of an allowance account. When a trade receivable is considered uncollectible, it is written off against the allowance account.

**Notes to financial statements (continued)**  
**For the year ended 27 December 2015**

**2. Significant accounting policies (continued)**

**Financial assets (continued)**

*Other receivables*

Other receivables are measured at initial recognition at their fair value, and are subsequently measured at amortised cost using the effective interest rate method. Appropriate allowances for estimated irrecoverable amounts are recognised in the income statement when there is objective evidence that the asset is impaired.

**Share capital**

Share capital represents the Ordinary shares issued by the Company and are recorded at the proceeds received less direct issue costs.

**3. Other receivables**

	2015 £	2014 £
Amount due from Group undertaking	<u>3</u>	<u>3</u>

No interest is chargeable on amounts due from Group undertakings.

**4. Share capital**

	2015 £	2014 £
<b>Issued, allotted, called up and fully paid:</b>		
Ordinary shares of £1 each (2014: 1 Ordinary shares)	<u>1</u>	<u>1</u>

The Company has a cap of £250,000 on the amount of £1 Ordinary share capital that can be issued.

**5. Reserves**

	<b>Retained earnings 2015 £</b>
Balance at 29 December 2013, 28 December 2014 and 27 December 2015	<u><u>2</u></u>

**Notes to the financial statements (continued)**  
**For the year ended at 27 December 2015**

**6. Remuneration of key management personnel and related party transactions**

The directors of the Company who are also the key management personnel are not remunerated by the Company. They are instead remunerated by another member of the Group.

**7. Ultimate parent undertaking and controlling party**

The Company's immediate parent undertaking is Blooms of Bressingham Holdings Limited, a company registered in England and Wales.

The Company's ultimate parent undertaking is Wyevale Garden Centres Capital Limited, a company registered in England.

Trellis Investments Limited is the smallest group in which the Company's results are consolidated.

Copies of the group financial statements Wyevale Garden Centres Capital Limited are available from Companies House, Crown Way, Maindy, Cardiff CF14 3UZ.

The Company's ultimate owner is Terra Firma Holdings Limited, a company registered in Guernsey, and the Directors consider Guy Hands to be the ultimate controlling party.