

Company Number: 1853634

Town and Country Garden Centres Limited
Directors' Report and Financial Statements
for the Year Ended 31 December 2009



Town and Country Garden Centres Limited

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Town and Country Garden Centres Limited
Company Information

Directors	C Campbell-Preston M C Dalrymple
Secretary	C Campbell-Preston
Registered office	Townsend Yard Highgate High Street London N6 5JF
Auditors	Hawsons Chartered Accountants Jubilee House 32 Duncan Close Moulton Park Northampton NN3 6WL

Town and Country Garden Centres Limited
Directors' Report for the Year Ended 31 December 2009

The directors present their report and the audited financial statements for the year ended 31 December 2009

Directors' responsibilities

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and United Kingdom Generally Accepted Accounting Practice

Directors are required by company law to prepare financial statements which give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit or loss of the company for the period ending on that date. In preparing those financial statements, directors are required to

- select suitable accounting policies and apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- 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 enable them to ensure the financial statements comply with the Companies Act 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities

Principal activity

The principal activity of the company is that of a holding company

Results and dividends

The company did not trade during the year

The directors do not recommend the payment of a dividend on the ordinary shares (2008 £Nil)

Directors

The directors who held office during the year were as follows

- C Campbell-Preston
- M C Dalrymple

Statement of disclosure of information to auditors

The directors of the company who held office at the date of the approval of this Annual Report as set out above each confirm that

so far as they are aware, there is no relevant audit information (information needed by the company's auditors in connection with preparing their report) of which the company's auditors are unaware, and

they have taken all steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information

Approved by the Board on 9 April 2010 and signed on its behalf by



C Campbell-Preston
Director

Independent Auditors' Report to the Members of Town and Country Garden Centres Limited

We have audited the financial statements of Town and Country Garden Centres Limited for the year ended 31 December 2009. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

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 auditors' 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 auditors

As explained more fully in the Directors' Responsibilities Statement set out on page 2, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements.

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31 December 2009 and of its performance for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

**Independent Auditors' Report to the Members of
Town and Country Garden Centres Limited**

continued

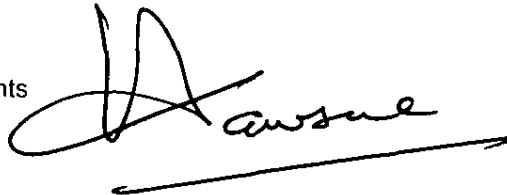
Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you 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, or
- 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, or
- the directors were not entitled to prepare the financial statements and the Directors' Report in accordance with the small companies regime

**Philip Lomas
Senior Statutory Auditor**

for and on behalf of
Hawsons Chartered Accountants
Statutory Auditor
Jubilee House
32 Duncan Close
Moulton Park
Northampton
NN3 6WL

A handwritten signature in black ink, appearing to read 'Hawsons', with a long horizontal line underneath it.

22/4/2010


Town and Country Garden Centres Limited

Balance Sheet as at 31 December 2009

Registration number: 1853634

		2009		2008	
	Note	£	£	£	£
Fixed assets					
Investments	3		<u>1,000</u>		<u>1,000</u>
Net assets			<u>1,000</u>		<u>1,000</u>
Capital and reserves					
Called up share capital	4		279,466		279,466
Share premium reserve	5		335,947		335,947
Profit and loss reserve	5		<u>(614,413)</u>		<u>(614,413)</u>
Shareholders' funds			<u>1,000</u>		<u>1,000</u>

Approved by the Board on 9 April 2010 and signed on its behalf by



C Campbell-Preston
Director

Town and Country Garden Centres Limited

Notes to the Financial Statements for the Year Ended 31 December 2009

1 Accounting policies

Basis of preparation

The financial statements have been prepared under the historical cost convention and are in accordance with applicable accounting standards

Under section 399 of the Companies Act 2006 the group is exempt from the requirement to prepare group accounts by virtue of its size. Therefore the accounts present information about the company as an individual undertaking and not about its group.

Cash flow statement

The accounts do not include a cash flow statement because the company, as a small reporting entity, is exempt from the requirements to prepare such a statement.

Investment in subsidiary undertakings

The investment in subsidiary undertakings is stated at cost less provision for any impairment in value.

Associates

An entity is treated as an associated undertaking where the group has a participating interest and exercises significant influence over its operating and financial policy decisions.

2 Profit and loss account

There was no movement on the profit and loss account for the year or during the previous period.

3 Investments held as fixed assets

	Shares in subsidiary undertakings £
Cost	
As at 1 January 2009 and 31 December 2009	<u>406,919</u>
Provision	
As at 1 January 2009 and 31 December 2009	<u>405,919</u>
Net book value	
As at 31 December 2009	<u>1,000</u>
As at 31 December 2008	<u>1,000</u>

The company holds more than 20% of the share capital of the following companies:

	Country of incorporation	Principal activity	Class	%
Capital Garden Landscapes Limited	England	Landscape Gardening	Ordinary	100
Morden Hall Garden Centre	England	Dormant	Ordinary	25

Town and Country Garden Centres Limited

Notes to the Financial Statements for the Year Ended 31 December 2009

continued

4 Share capital

	2009 £	2008 £
Allotted, called up and fully paid		
Equity		
30,000 'A' Ordinary shares of £1 each shares of £1 each	30,000	30,000
249,466 'B' Ordinary shares of £1 each shares of £1 each	249,466	249,466
	<u>279,466</u>	<u>279,466</u>

5 Reserves

	Share premium reserve £	Profit and loss reserve £	Total £
Balance at 1 January 2009	335,947	(614,413)	(278,466)
Transfer from profit and loss account for the year	-	-	-
Balance at 31 December 2009	<u>335,947</u>	<u>(614,413)</u>	<u>(278,466)</u>

6 Ultimate parent company

The ultimate parent company is Capital Gardens Limited, a company incorporated in England