# FLOWERS & PLANTS ASSOCIATION

(A company limited by guarantee)

# DIRECTORS' REPORT & FINANCIAL STATEMENTS

31 December 2002



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### **ANNUAL REPORT 2002**

#### THE FLOWERS & PLANTS ASSOCIATION

(a company limited by guarantee)

#### **DIRECTORS' REPORT**

The Directors have pleasure in presenting their report and audited financial statements of the company for the year ended 31 December 2002.

#### PRINCIPAL ACTIVITY

The principal activity of the company is to encourage and promote the sales of fresh cut flowers and indoor pot plants.

# INCORPORATION AND LIABILITY OF MEMBERS

The Flowers & Plants Association was incorporated on 19 December 1984 as a company limited by guarantee. The Members have undertaken to contribute to the assets of the company in the event of the company being wound up. Any such contribution is limited to a maximum of £10 per Member.

#### RESPONSIBILITIES OF THE DIRECTORS

The directors are required by UK company law to prepare financial statements for each financial year 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 for that period.

In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and 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 asonable steps for the prevention and detection of fraud and other irregularities.

#### REVIEW OF THE BUSINESS AND TRADING RESULTS

The results for the year showed a profit after taxation of £25,892 (2001: loss £18,392).

#### **AUDITORS**

Dunbar & Co (Corporate Services) Limited were appointed auditors to the company and in accordance with section 385 (2) of the Companies Act 1985, a resolution proposing that they be re-appointed will be put to the members at the Annual General Meeting.

# **DIRECTORS' REPORT**

The Directors wish to report that during 2002, the eighteenth year of the Association's existence:

- The advertising agency, Cheetham Bell JWT, created a new advertising campaign in the form
  of a TV commercial and posters for large 48-sheet (billboard) and 6-sheet (bus shelter and
  free-standing) sites across the North of England.
- The in-house Press Office reached a huge audience through a wide range of generic promotional activities. The Information Service continued to be used extensively by press, public and trade alike. The updating of the website proved a sound investment as it has increased enormously in importance as a source of information.
- Total income from all sources for the year, came to £769,929, an increase of 23.6% (2001: £622,747).

# **Marketing Committee**

The Marketing Committee, which advises the Board on the Association's campaigns and activities, held three meetings during the year. Meetings with the agencies Cheetham Bell JWT and Mediacom North were also attended by some Marketing Committee members. Members who served during 2002 were: Messrs J Davies, M Jansen, M Panter, D Halenbeek and Ms J Birch, with the Chairman and Chief Executive as ex-officio members.

### The Work of the Association

The aim of the F&PA is to increase sales of cut flowers and indoor plants, by raising discretionary spending on them and positioning them as a frequent and everyday purchase, targeting particularly women aged 25 to 45 years. UK spending increased by a net +21% year on year, representing a +22% increase in flowers and a +11% increase in indoor plants, according to Taylor Nelson/Sofres figures for 2002 compared with 2001. Flowers now represent just under 90% of the total market expenditure, with plants accounting for the remaining 10%.

The work encompassed

- 1. advertising campaign
- 2. PR/ promotions/ exhibition campaign/website

### 1. Advertising Campaign

- Following on from last year's London-based advertising campaign "Why Wait? Buy Your Own", the decision was taken to extend this campaign across the North of England. The creative concept of "Why Wait?" was bought out from Fallons, the original creative agency, and handed on to Manchester-based agency Cheetham Bell JWT for further development. Cheetham Bell JWT developed several concepts for TV advertising, one of which was chosen to become a thirty second commercial. The advertising campaign continued to address the reluctance of many women to buy flowers for themselves and encouraged women not to wait. The message was very clear and strong, and was supported by selective media buying, screening the advert during programmes with a strong female bias. A poster campaign across the major northern cities of Leeds and Manchester was developed to extend the campaign, with additional support coming from a cheeky postcard campaign in bars, cafes and cinemas within the cities. The advertising schedule and copies of the postcards are attached [ENCLOSURES 1-3]. Copies of all the advertisements, including a moving image (computer video mpeg file) of the TV advert, are on the website: www.flowers.org.uk.
- Tracking research revealed very good unprompted awareness of the advertising at 28%, with nearly 1 in 2 of all those asked having seen either the TV or the poster campaign. Understanding of the key message of "Buy Your Own" was also excellent (67%).
- A point of sale (pos) pack supporting the campaign was distributed to florists in Manchester and Leeds by Flower Council of Holland's Salisbury office, backed by a lively show demonstrating ideas for impulse sales and showing how best to display the pos.
- Spending on advertising appears under Distribution in the Profit & Loss Account (p11) and amounted to £402,194 (2001: £372,487). The remaining administrative/PR expenses of £336,921 (2001: £302,129) covers all advertorials, consumer research, PR and other activities carried out by the Association.

### 2. Public Relations/Advertorials/Promotions/Exhibitions

In its twelfth year, the in-house Press Office continued to provide reliable information, inspirational images, media interviews and product for photoshoots. This work encompasses fashion trends for flowers and plants; advertorials and editorials; an increasingly popular website; press releases and factsheets; media enquiries and assistance; television and radio appearances; informative printed material; reader offers with consumer publications; exhibitions and events; surveys and questionnaires; and, finally, answering public enquiries.

# 2a. Fashion Trends Campaign

The generic campaign on seasonal fashion trends for flowers, on behalf of the Flower Council of Holland, continued to be an excellent tool. Many magazines now actively await the latest trend materials. A four-page A4 colour brochure of images and a dossier of information were provided to the press on four stories: Fresh folklore for spring, Re-create for summer, Rhythm Deluxe for autumn, and Nature's Jewels from winter through to St Valentine's Day 2003 [ENCLOSURES 4-6].

In 2002, the **fashion trend campaign for plants** was also continued. Stylish images of plants were used for editorial articles and a 68-page plants booklet was produced in co-operation with 'Eve' magazine [ENCLOSURE: 7]. A total of 400 000 copies were printed for distribution throughout

the trade via FCH and a further 160 000 copies went out with the October 2002 edition of the magazine. The pictures used in the 2001, as well as previously obtained images, were also released to other publications where they were well received and used extensively.

A copy of the flower and plant **style prediction book** *Bloom*, supplied by FCH, was mailed to leading style influencers in magazine publishing, as well as being used as prizes in advertorial reader offers.

These campaigns were very well received by journalists, media producers and the public alike and provided themes for public shows, demonstrations, and media broadcasts throughout the year.

### 2b. Press Liaison, Factsheets and Broadcast Media

- Trade press releases were distributed throughout the year on a wide range of topics including: the shows and exhibitions attended, student winner of SFE competition, the latest Why Wait advertising campaign, tracking results of the ad campaign, new staff members, and major media successes such as a competition on Steve Wright in the Afternoon on Radio 2, and a competition in the News of the World.
- The consumer press campaign covered a wide range of topics in addition to the fashion trends, including the nation's favourite flowers, celebrity favourite flowers and a special revival of chrysanthemums. A specific PR campaign to back the Why Wait advertising was carried out from the autumn onwards with six press releases being sent to different sections of the media.
- Considerable numbers of press and media enquiries, as well as requests for interviewees on radio and TV, now occur throughout the year. The peaks of St Valentine's, Mother's Day and Christmas bring extra requests, but items are being scheduled regularly.
- The total **printed coverage** for the year was around **32.8 million circulation** giving a readership of **111** million. The **broadcast reach was 46 million** [ENCLOSURES: 8-9].
- Factsheets were updated throughout the year and are now principally distributed via email.
   There are over 100 different sheets giving information on a wide range of topics. Much of the information contained within the factsheets is also available through the website.
- Many more articles and features about flowers and plants appeared in editorial columns.
  The Association provided flowers and plants to magazines where the articles were totally
  focused on these products; and also supplied text and articles where appropriate. The
  Association gained regular writing slots within several regional glossy magazines during
  2002.
- Radio broadcasts were undertaken throughout the year, interviews with other spokespersons
  in the trade organised and information provided for media journalists. Several whole days of
  radio from dedicated studios with ISDN lines were carried out, featuring both flower and plant
  trends.

#### 2c. Special Projects

A special project specifically to promote Chrysanthemums was carried out, on behalf of the Special Projects Bureau of the Flower Council of Holland. This Bureau works specifically with

growers and others in horticulture to promote individual flowers to consumers. A colourful press release, A5 four-page colour brochure and a variety of fresh and fun pictures were all provided to the press to encourage them to take a new look at this sometimes maligned flower [ENCLOSURE: 10]

#### 2d. Exhibitions and Events

- The Association took stands at the following trade exhibitions: Spring Florist Event [SFE]
   (International Convention Centre, Birmingham) and Springfields Horticultural Exhibition [SHE],
   (Spalding, Lincs). At both of these the industry was kept informed of the advertising and
   promotional campaigns run by the Association.
- A stand was taken at Hampton Court Flower Show, using an advertising-inspired "Why Wait" message to encourage female visitors to buy their own flowers and to encourage male visitors to let them get on with it! This show, said to be the largest annual flower show in the world, boasts 200 000 visitors and the stand itself was well attended by the public. Six of the UK's top member designers provided demonstrations from the separate specially-constructed demonstration area, which was a huge hit with those who attended.
- After the success of the 2001 show, the Association produced a plants stand at both of 2002's Vitality exhibitions, a health and wellbeing show. One exhibition was held at the Islington Business Design Centre, London, which attracted 33 000 visitors and the other at Manchester GMEX, which attracted 15 000 visitors. Both were successful shows for the Association and proved highly effective at promoting the health and style benefits of plants.
- Flowers and plants were also promoted at Be Inspired!, a practical crafts show that took
  place at Excel Docklands, London. The Association offered free workshops to visitors,
  encouraging them to 'have a go' with fresh flowers and create a spring posy in the style of the
  Spring trend Fresh Folklore.
- Flowers and plants were supplied on the stands of two women's magazines at the **Ideal Home Show** (Earls Court, London), attended by 1.5 million people.

#### **2e Information Service**

- The Press Office continued to handle a great many and extremely varied requests for information from journalists, students, the membership, the trade and the public, many being passed on by other trade bodies. Thousands of telephone, email, facsimile and mail enquiries are efficiently dealt with each year. The F&PA is often the first port of call for information and it is seen as an unbiased voice, representing the whole of the cut flower and pot plant industry.
- The website has become an integral part of the Association's information service. Since its re-launch on Valentine's Day 2002, the number of visitors to the site has continued to rise rapidly, peaking at 38 000 hits per month during the "Why Wait?" advertising campaign in the Autumn. There are now more than 500 pages on the site and the Association is increasingly providing information and content for other sites, particularly those aimed at women such as homebase.co.uk, 50connect.co.uk and others.
- Three newsletters were issued during the year. Members also continued to receive monthly

mailings and many membership queries were dealt with.

• The total expenditure on PR and administration for the year was £323,692 (2001: £271,909).

The Association continually seeks to update its information technology provision and to use new software and hardware wherever it is beneficial to the work being carried out.

During the year the Association had three full-time employees, and a further one regular parttime staff member. Others were employed on an ad-hoc or consultancy basis. Once again the Association benefited from the voluntary services of its committee members, directors and other volunteers. These contributions are gratefully acknowledged.

#### 3. Research

- The F&PA continued to subscribe to the Taylor Nelson/Sofres Impulse panel data during the year. These figures are valuable not only for journalists, but also to companies in the industry. Members paying over £1,000 per annum are designated as Research Members and regularly receive the TN/Sofres data and special reports, as well as other figures compiled by the Association. Quarterly synopsis reports of the Taylor Nelson/Sofres data continued during the year. In addition a presentation to Research Members was given by representatives of TN/Sofres in December 2002.
- The advertising campaign was measured by a tracking research survey carried out by Hall & Partners in November 2002, funded by Productschap Tuinbouw. This tracking took place immediately following the main campaign period. The excellent results from this are given under Advertising above, and give the Association a valuable insight into the minds and opinions of target consumers.
- In addition, the F&PA sends its own questionnaires to consumers who write to the Association
  or they are handed out at consumer shows. More recently, questionnaires are also being
  completed on line through the website. These are analysed in-house and the responses
  provide data about preferred colours, favourite flowers and plants, sources and frequency of
  purchase, and so on. The survey results are frequently quoted in press articles and supplied
  to members for presentations.
- As a result of providing market figures and trend information to the industry, F&PA staff are
  often asked to give presentations and talks at seminars, conferences and to colleges. Also,
  the Association is usually the only source of user-friendly statistical information available to
  enquirers from the general public and the media, as well as within the industry.
- Expenditure on research for the year amounted to £13,229 (2001: £30,220).

### Membership

The total number of Members at the end of 2002 was 178, an increase of 9 members compared with the previous year (169). A total of 32 new members was offset by 23 resignations, mostly by companies which have gone out of the industry or been amalgamated. The number of individual companies supporting the Association is, of course, many times greater than the actual membership number, since several Members are themselves composite organisations e.g. Flower Council of Holland, Interflora, and so on.

#### **Financial Results**

The results for the year showed a pre-tax profit of £30,397 (2001 loss: £17,937). The charge to the profit and loss for taxation for the year was £4,505 (2001: £455). The total profit after tax was £25,892 (2001 loss: £18,392). The accumulated surplus in the Balance Sheet was therefore £178,373 (2001: £152,481).

The profit of £25,892 is a satisfactory result, particularly set against the loss in the previous year of £18,392. It leaves the Association a prudent level of reserve for all foreseeable eventualities. The F&PA's aim is to use as much funding as possible on promotion and advertising, while maintaining a healthy cashflow situation.

### **Outlook For 2003**

Thanks to financial support from the Flower Council of Holland, the Association has developed the very successful advertising campaign during the year. It is planned that the advertising campaign using the "Why Wait? Buy your Own" message will be continued in the autumn of 2003.

The number of website visitors has increased enormously since the beginning of 2003, partly due to the ever-increasing number of people going "on-line". The Association is also working hard at driving new visitors to the site, by placing material and competitions on other popular websites.

Because of a redirection of resources, the Association will not be producing a stand at the Hampton Court Palace Flower Show in 2003, though a full demonstration programme featuring top designer members is to be continued. Instead, displays are being created in cooperation with several consumer exhibitions, which are new to the Association.

# **Acknowledgements**

The Directors warmly thank all Members for their support, without which the Association would be unable to carry out its valuable work on behalf of the industry. They are grateful to all who provide funds, products, time and skills - and hope that more companies and organisations will be persuaded to support the campaigns in the future.

Many thanks are due to the Chief Executive and the members of staff who have supported her very efficiently during 2002.

The Directors of the Association at 31 December 2002 are listed on the next page. The F&PA wishes to thank them most sincerely for their service to the Association.

# **COMPANY INFORMATION**

#### **DIRECTORS AND TRUSTEES**

The Directors of the company at 31 December 2002 were:

R Herbert CBE [Chairman]

R Coats

L Jansen

M Panter [Deputy Chairman]

J Davies (appointed 30.5.02)

S Shah

B Marshall [Hon Treasurer]

K Foufas

A M Smith

J Birch (appointed 30.5.02)

A Frost

Y Reichman

A Caldecourt (appointed 30.5.02)

J Hackett

N van Rest

### Directors serving during part of the year were:

H Park (resigned 30.5.02)

M van Lier (resigned 30.5.02)

H Bisset (resigned 30.5.02)

#### **CHIEF EXECUTIVE**

V R Richardson

#### REGISTERED OFFICE

266-270 Flower Market, New Covent Garden Market, London SW8 5NB

#### **COMPANY REGISTRATION NUMBER**

1873287

#### **BANKERS**

HSBC plc, 20 Albert Embankment, London SE1 7SY

### **AUDITORS**

Dunbar & Co (Corporate Services) Ltd, 70 South Lambeth Road, London SW8 1RL

This report has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

By order of the Board

R HERBERT, CHAIRMAN

22 May 2003

V R RICHARDSON, CHIEF EXECUTIVE

# INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF THE FLOWERS & PLANTS ASSOCIATION

We have audited the financial statements of Flowers & Plants Association on pages 11 to 15 for the year ended 31 December 2002. These financial statements have been prepared in accordance with the Financial Reporting Standard for Smaller Entitles (effective June 2002), under the historical cost convention and the accounting policies set out therein.

#### RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS

As described in the statement of directors' responsibilities on page 2 the company's directors are responsible for the preparation of 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 or material inconsistencies with the financial statements.

#### **BASIS OF AUDIT OPINION**

We conducted our audit in accordance with the United Kingdom 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.

The planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or by 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 December 2002 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Dunbar & Co (Corporate Services) LTD

Registered Auditor

28 May 2003

70 South Lambeth Road London SW8 1RL

# PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2002

Turnover	Notes	£	2002 £ 764,296	£	2001 £ 658,247
Distribution costs Administrative/PR expenses		(402,194) (336,921)	/720 115)	(372,487) (302,129)	/67.4.64.6)
Other operating expenses			(739,115)		(674,616) (5,809)
OPERATING PROFIT/(LOSS)	2	•	25,181	-	(22,178)
Interest receivable			5,633		4,500
Interest payable and similar charges			(417)	-	(259)
PROFIT/(LOSS) ON ORDINARY					
ACTIVITIES BEFORE TAXATION			30,397		(17,937)
Taxation	3		(4,505)	_	(455)
PROFIT/(LOSS) AFTER TAXATION				_	
FOR THE FINANCIAL YEAR	8		25,892	_	(18,392)

The notes on pages 13 to 15 form part of these financial statements.

# BALANCE SHEET AS AT 31 DECEMBER 2002

			2002		2001
	Notes	£	£	£	£
FIXED ASSETS					
Tangible assets	4		9,788		12,726
CURRENT ASSETS					
Debtors	5	48,846		56,903	
Cash at Bank	_	198,366		99,353	
		247,212		156,256	
CREDITORS: amounts falling					
due within one year	6	(75,518)		(12,149)	
NET CURRENT ASSETS	_		171,694		144,107
Total Assets less current liabilities		•	181,482	•	156,833
CREDITORS: amounts falling					
due after more than one year	7		(3,109)	_	(4,352)
		•	178,373	•	152,481
		•		-	
RESERVES					
Profit and loss account	8		178,373		152,481
		:		•	

These financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and with the Financial Reporting Standard for Smaller Entities (effective June 2002).

The accounts were approved by a subcommittee appointed by the Board which met on 22 May 2003 and were signed on its behalf by:

R HERBERT - Chairman 22 May 2003

The notes on pages 13 to 15 form part of these financial statements.

# NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2002

#### 1 ACCOUNTING POLICIES

#### 1.1 Accounting Convention

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective June 2002).

#### 1.2 Turnover

Turnover represents subscriptions, goods and services received or receivable net of Value Added Tax and trade discounts in respect of the year ended 31 December 2002.

#### 1.3 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life as follows:

Fixtures, fittings and equipment: 20% per annum on a straight line basis.

#### 1.4 Deferred taxation

The charge for taxation takes into account taxation deferred as a result of timing differences between the treatment of certain items for taxation and accounting purposes. In general, deferred taxation is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date. However, deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted. Deferred taxation is measured on a non-discounted basis at the tax rates that are expected to apply in the periods in which the timing differences reverse, based on tax rates and the law enacted or substantively enacted at the balance sheet date.

#### 1.5 Foreign currency translation

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All differences are taken to profit and loss account.

2 OPERATING PROFIT\(LOSS)	2002	2001
	£	£
The operating (loss)/profit is stated after charging:		
Depreciation of fixed assets	4,552	4,216
Auditor's remuneration	2,000	2,500

# NOTES TO THE ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2002

3	TAXATION	2002	2001
	UK current year taxation	£	£
	UK corporation tax	4,546	-
	Prior years		
	UK corporation tax adjustment	(41)	455
		4,505	455
			=======================================
4	TANGIBLE FIXED ASSETS		
			Plant and
	Cost		machinery
	At 1 January 2002		27,305
	Additions		1,614
	At 31 December 2002		28,919
	Depreciation		
	At 1 January 2002		14,579
	Charge for the year		4,552
	At 31 December 2002		19,131
	Net book value		
	At 31 December 2002		9,788
	ACOT DOCUMBO 2002		
	At 31 December 2001		12,726

The net book value of tangible fixed assets includes £3,730 (2001: £4,973) in respect of assets held under finance leases or hire purchase contracts. The depreciation charge in respect of such assets amounted to £1,243 (2001: £1,243) for the year.

5	DEBTORS	2002	2001
		£	£
	Trade debtors	36,483	44,701
	Other debtors	12,363	12,202
		48,846	56,903

# NOTES TO THE ACCOUNTS (CONTINUED)

### FOR THE YEAR ENDED 31 DECEMBER 2002

6	CREDITORS: amounts falling	2002	2001
	due within one year	£	£
	Net obligations under finance leases	1,243	1,243
	Trade creditors	27,229	-
	Taxation and social security	4,546	-
	Other creditors	42,500	10,906
		75,518	12,149
7	CREDITORS: amounts falling	2002	2001
	due after more than one year	£	£
	Net obligations under finance leases	3,109	4,352
8	STATEMENT OF MOVEMENTS		Profit and
	ON PROFIT AND LOSS ACCOUNT		loss account
			£
	Balance at 1 January 2002		152,481
	Retained profit for the year		25,892
	Balance at 31 December 2002		178,373

#### 9 RELATED PARTY TRANSACTIONS

N van Rest is a director of Flowers & Plants Association (F&PA) and Flower Council of Holland (FCH). Subscriptions paid by FCH to the F&PA during the year amounted to £417,962. Other contributions paid from FCH to F&PA amounted to £171,761.