Report and Financial Statements

Year Ended

31 December 2018

Company Number 02494692



Report and financial statements for the year ended 31 December 2018

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Directors

J Rosenthal

P Franks

(Resigned on 03/03/2018) (Appointed on 01/03/2018)

G Parsbo

Dr M Reintjes

A Unruhe A Edelmann (Resigned on 03/09/2017) (Appointed on 03/09/2017)

Secretary and registered office

Oakwood Corporate Secretary Limited, 4600 Park Approach, Thorpe Park, Leeds, West Yorkshire, LS15 8GB

Company number

02494692

Auditors

BDO LLP, Central Square, 29 Wellington Street, Leeds, LS1 4DL

Directors' report for the year ended 31 December 2018

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

Auditors

All of the directors as at the date of this report have taken all the steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information. The directors are not aware of any relevant audit information of which the company's auditor is unaware.

Approval

This Directors' Report was approved on behalf of the Board on 16 May 2019.

Director

Directors' responsibilities statement for the year ended 31 December 2018

The directors are responsible for preparing the 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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- 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 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.

Independent auditor's report

TO THE MEMBERS OF RSL SHERBURN UNLIMITED

Opinion

We have audited the financial statements of RSL Sherburn Unlimited ("the Company") for the year ended 31 December 2018 which comprise the income statement, the balance sheet, the statement of changes in equity and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2018 and of its result for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
 and
- have been prepared in accordance with the requirements of the Companies Act 2006.

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 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 have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the Directors' use of the going concern basis of accounting in the 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.

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 this regard.

Independent auditor's report (continued)

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

Matters on which we are required to report by exception

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 material misstatements in the director's report.

We have nothing to report in respect of the following matters in relation to which 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.

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 determines 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.

Independent auditor's report (continued)

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 at the Financial Reporting Council's website at: https://www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

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.

Paul Davies (Senior Statutory Auditor)
For and on behalf of BDO LLP, statutory auditor
Leeds
United Kingdom

Date: 21 May 2019

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

Income statement for the year ended 31 December 2018

	2018 £'000	2017 £'000
Other operating profit	-	
Operating profit	-	-
Profit on ordinary activities before taxation	-	-
Taxation on profit from ordinary activities	-	-
		
Profit for the financial year	-	-
		

The company did not trade during the year.

The notes on pages 9 and 10 form part of these financial statements.

Balance sheet at 31 December 2018

Company number 02494692	Note	2018	2018	2017	2017
		£'000	£'000	£'000	£'000
Current assets Debtors – due within one year	4	1,015		1,015	
Creditors: amounts falling due within one year	5	(64)		(64)	
Net current assets			951		951
Net assets			951		951
Capital and reserves Called up share capital Profit and loss account			951		951
Shareholders' funds			951		951

The financial statements were approved by the board of directors and authorised for issue on 16 May 2019.

Rosenthal Director

The notes on pages 9 and 10 form part of these financial statements.

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

	Share capital £'000	Profit and loss account £'000	Total equity £'000
At 1 January 2017 Comprehensive income for the year Profit for the year 2017	-	951 -	951 -
31 December 2017	-	951	951
Comprehensive income for the year Profit for the year 2018			
31 December 2018	<u>-</u>	951	951

The notes on pages 9 and 10 form part of these financial statements.

Notes forming part of the financial statements for the year ended 31 December 2018

1 Accounting policies

The company was incorporated in the United Kingdom. The financial statements have been prepared in accordance with FRS 102, the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland.

The preparation of financial statements in compliance with FRS 102 requires the use of certain accounting estimates. It also requires management to exercise judgement in applying the company's accounting policies. On the basis that the company does not trade the directors do not consider there to be any critical accounting estimates requiring further explanation.

Cash flow statement

There were no cash transactions in the year. As such, no cash flow statement has been prepared.

Financial instruments

Debt instruments, like loans and other accounts receivable and payable, are initially measured at present value of the future payments and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade payables or receivables, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration, expected to be paid or received.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Income Statement.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate.

Financial liabilities and equity are classified according to the substance of the financial instrument's contractual obligations, rather than the financial instrument's legal form.

2 Directors' remuneration

Director's remuneration was borne by another group company.

3 Operating profit

The cost of the company's audit was borne by Dr Oetker (UK) Limited in both years.

4 Debtors

	2018 £'000	2017 £'000
Amounts owed by group undertakings	1,015	1,015

Notes forming part of the financial statements for the year ended 31 December 2018 (continued)

5	Creditors: amounts falling due within one year	2018 £'000	2017 £'000
	Amounts owed to group undertakings	64	64
6	Related party disclosures		
	There were no related party transactions in the year.		
7	Financial instruments		
	The Company's financial instruments may be analysed as follows:		
	Financial assets	2018 £'000	2017 £'000
	Financial assets Financial assets measured at fair value through profit or loss Financial assets that are debt instruments measured at amortised cost	1,015	1,015
	Financial liabilities Financial liabilities measured at fair value through profit or loss Financial liabilities measured at amortised cost	- (64)	(64)

Financial assets measured at amortised cost comprise amounts owed by group undertakings.

Financial liabilities measured at amortised cost comprise amounts owed to group undertakings.

8 Ultimate parent company

The immediate parent company is Supercook Limited which is incorporated in the United Kingdom.

The directors consider the company's ultimate controlling party to be Dr August Oetker KG, which is registered in Germany.

Consolidated financial statements are prepared by the ultimate controlling party, Dr August Oetker KG. Copies of the consolidated financial statements of Dr August Oetker KG can be obtained from Dr August Oetker KG, Lutterstrasse 14, 33617 Bielefeld, Germany.