Report of the Directors and

Audited Financial Statements for the Period 1 March 2015 to 31 March 2016

<u>for</u>

Tradescant Trading Company Limited

Armstrong & Co
Chartered Accountants & Statutory Auditors
4a Printing House Yard
Hackney Road
London
E2 7PR

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Tradescant Trading Company Limited

Company Information for the Period 1 March 2015 to 31 March 2016

DIRECTORS:

M Fane

C A Campbell - Preston

B J Newton

REGISTERED OFFICE:

The Museum of Garden History

Lambeth Palace Road

London SE1 7LB

REGISTERED NUMBER:

02892249 (England and Wales)

AUDITORS:

Armstrong & Co

Chartered Accountants & Statutory Auditors

4a Printing House Yard

Hackney Road London

E2 7PR

Report of the Directors for the Period 1 March 2015 to 31 March 2016

The directors present their report with the financial statements of the company for the period 1 March 2015 to 31 March 2016.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 March 2015 to the date of this report.

M Fane

C A Campbell - Preston

Other changes in directors holding office are as follows:

B J Newton was appointed as a director after 31 March 2016 but prior to the date of this report.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Report of the Directors 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;
- 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.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) 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.

AUDITORS

The auditors, Armstrong & Co, will be proposed for re-appointment at the forthcoming Annual General Meeting.

Report of the Directors for the Period 1 March 2015 to 31 March 2016

This report has been prepared in accordance with the provisions of Part 15 of the Companies Act 2006 relating to small companies.

ON BEHALF OF THE BOARD:

C A Campbell - Preston - Director

21 December 2016

Report of the Independent Auditors to the Members of Tradescant Trading Company Limited

We have audited the financial statements of Tradescant Trading Company Limited for the period ended 31 March 2016 on pages six to ten. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (effective January 2015) (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 a Report of the Auditors 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 Statement of Directors' Responsibilities set out on page two, 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 and express an opinion on 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, including "APB Ethical Standard - Provisions Available for Small Entities (Revised)", in the circumstances set out in note ten to the financial statements.

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. In addition, we read all the financial and non-financial information in the Report of the Directors to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

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 March 2016 and of its profit for the period 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 Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements.

Report of the Independent Auditors to the Members of Tradescant Trading Company Limited

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 in accordance with the small companies regime and take advantage of the small companies' exemption from the requirement to prepare a Strategic Report or in preparing the Report of the Directors.

trong Knotro

Anthony Armstrong (Senior Statutory Auditor)

for and on behalf of Armstrong & Co

Chartered Accountants & Statutory Auditors

4a Printing House Yard

Hackney Road

London

E2 7PR

21 December 2016

Profit and Loss Account for the Period 1 March 2015 to 31 March 2016

| | • | Period 1/3/15 | |
|---|-------|--------------------|----------------------------|
| | Notes | to 31/3/16 £ | Year Ended 28/2/15 £ |
| TURNOVER | | 151,273 | 250,512 |
| Cost of sales | | 40,879 | 53,220 |
| GROSS PROFIT | | 110,394 | 197,292 |
| Administrative expenses | | 110,459 | 197,318 |
| OPERATING LOSS | 2 | (65) | (26) |
| Interest receivable and similar income | | 73 | 27 |
| PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION | ES | 8 | 1 |
| Tax on profit on ordinary activities | 3 | 2 | - |
| PROFIT FOR THE FINANCIAL PER | RIOD | 6 | 1 |
| Retained profit brought forward | • | <u>16</u> | 15 |
| RETAINED PROFIT CARRIED FORWARD | | 22 | <u>16</u> |

The notes form part of these financial statements

Balance Sheet 31 March 2016

| | | 2016 | 2015 |
|-------------------------------------|-------|-----------|-----------|
| | Notes | £ | £ |
| CURRENT ASSETS | | | |
| Stocks | | 3,914 | 18,254 |
| Debtors | 5 | 8,496 | 13,280 |
| Cash at bank and in hand | | 6,593 | 51,316 |
| | | 19,003 | 82,850 |
| CREDITORS | | | |
| Amounts falling due within one year | 6 | 18,979 | 82,832 |
| NET CURRENT ASSETS | | 24 | 18 |
| TOTAL ASSETS LESS CURRENT | | | |
| LIABILITIES | | <u>24</u> | <u>18</u> |
| CAPITAL AND RESERVES | | | |
| Called up share capital | 7 | 2 | 2 |
| Profit and loss account | | 22 | 16 |
| SHAREHOLDERS' FUNDS | | 24 | 18 |
| | | <u> </u> | === |

The financial statements have been prepared in accordance with the provisions of Part 15 of the Companies Act 2006 relating to small companies and with the Financial Reporting Standard for Smaller Entities (effective January 2015).

The financial statements were approved by the Board of Directors on 21 December 2016 and were signed on its behalf by:

B J Newton-Director

(Mi Cup M. Pretu

C A Campbell - Preston - Director

The notes form part of these financial statements

Notes to the Financial Statements for the Period 1 March 2015 to 31 March 2016

1. ACCOUNTING POLICIES

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 January 2015).

Exemption from preparing a cash flow statement

Exemption has been taken from preparing a cash flow statement on the grounds that the company qualifies as a small company.

Turnover

Turnover represents net invoiced sales of goods, excluding value added tax.

Tangible fixed assets

Depreciation has been provided at the following annual rate calculated to write off each asset over their expected useful life.

Furniture and equipment - 20% on cost.

Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Pension costs and other post-retirement benefits

The company operates a defined contribution pension scheme. Contributions payable to the company's pension scheme are charged to the profit and loss account in the period to which they relate.

2. OPERATING LOSS

The operating loss is stated after charging:

| | Period | |
|--|---------|------------|
| | 1/3/15 | |
| | to | Year Ended |
| | 31/3/16 | 28/2/15 |
| | £ | £ |
| Auditors' remuneration | 3,000 | 3,500 |
| Pension costs | 470 | 1,592 |
| | | - |
| Directors' remuneration and other benefits etc | - | - |
| | | |

Notes to the Financial Statements - continued for the Period 1 March 2015 to 31 March 2016

| 3. | TAXATION | | |
|----|--|---------------|-----------------------|
| | Analysis of the tax charge | | |
| | The tax charge on the profit on ordinary activities for the period was as follows: | | |
| | | Period | |
| | | 1/3/15 | V. T. I.I |
| | | to 31/3/16 | Year Ended 28/2/15 |
| | | 51/3/16 £ | 28/2/13 £ |
| | Current tax: | at- | æ |
| | UK corporation tax | 2 | - |
| | • | | |
| | Tax on profit on ordinary activities | 2 | - |
| | | | |
| 4. | TANGIBLE FIXED ASSETS | | |
| ٦. | TANGIBLE PIAED ASSETS | | Furniture |
| | | | & Equipment |
| | | | £ |
| | COST | * | |
| | At 1 March 2015 | | |
| | and 31 March 2016 | | 9,079 |
| | DEPRECIATION | | |
| | At 1 March 2015 | | |
| | and 31 March 2016 | | 9,079 |
| | | | |
| | NET BOOK VALUE | | |
| | At 31 March 2016 | | |
| | At 28 February 2015 | | |
| | At 28 rectually 2015 | | <u> </u> |
| | | | |
| 5. | DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR | | |
| | <i>:</i> | 2016 | 2015 |
| | The decidence | £ | £ |
| | Trade debtors | 8,141 355 | 13,280 |
| | VAT | 355 | |
| | | 8,496 | 13,280 |
| | | | |
| | | | |
| 6. | CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR | 2016 | 2015 |
| | | 2016 £ | 2015 £ |
| | Trade creditors | 1,541 | 3,002 |
| | Amounts due to holding company | 14,436 | 70,467 |
| | Tax | 2 | - |
| | VAT | - | 664 |
| | Other creditors | - | 2,160 |
| | Accrued expenses | 3,000 | 3,711 |
| | Deferred income | | 2,828 |
| | | 18,979 | 82,832 |
| | | | ===== |
| | • | | |

Notes to the Financial Statements - continued for the Period 1 March 2015 to 31 March 2016

7. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:

Number:

Class:

Nominal

2016

2015

Ordinary share

value: 1 £

2

8. ULTIMATE PARENT COMPANY

Tradescant Trading Company Limited is wholly owned by The Garden Museum Ltd, a company limited by guarantee (no: 01413661) and registered as a charity (no:1088221).

9. RELATED PARTY DISCLOSURES

During the period under review, the following related party transactions took place:

| Related Party | Transactions | 2016 | 2015 |
|-----------------------|-----------------|--------|---------|
| | | £ | £ |
| The Garden Museum Ltd | Rent paid | 15,275 | 14,100 |
| | Management fees | 49,775 | 110,170 |

During the period under review, The Garden Museum Ltd and the Company entered into a number of transactions jointly. These financial statements reflect only the transactions relating to the Company. Material transactions entered into directly with, and for the benefit of, The Garden Museum Ltd are identified above.

10. APB ETHICAL STANDARD - PROVISIONS AVAILABLE FOR SMALL ENTITIES

In common with many other businesses of our size and nature we use our auditors to prepare and submit returns to the tax authorities and assist with the preparation of the financial statements.

Trading and Profit and Loss Account for the Period 1 March 2015 to 31 March 2016

| | Period 1/3/15 to 31/3/16 | | Year Ended 28/2/15 | |
|--------------------------|-----------------------------|-------------|-----------------------|--|
| | £ . | £ | £ 28/2/1 | £ |
| Turnover | ≈ , | at- | £ | æ. |
| Retail | 65,002 | | 110,688 | |
| Venue hire | 86,271 | | 139,824 | |
| | <u> </u> | 151,273 | | 250,512 |
| Cost of sales | | | | |
| Opening stock | 18,254 | | 24,160 | |
| Purchases | 21,929 | | 45,053 | |
| Museum hire cost | 4,610 | | 2,261 | |
| Widsedin fill C Cost | | | | |
| | 44,793 | | 71,474 | • |
| Closing stock | (3,914) | | (18,254) | |
| | | 40,879 | | 53,220 |
| GROSS PROFIT | | 110,394 | | 197,292 |
| Other income | | | | |
| Deposit account interest | | 73 | | 27 |
| | | | | |
| | | 110,467 | | 197,319 |
| Expenditure | | | | |
| Wages | 26,091 | | 37,375 | |
| Social security | 2,354 | | 3,825 | |
| Pensions | 470 | | 1,592 | |
| Rent and rates | 15,275 | | 14,100 | |
| Post and stationery | 110 | | 53 | |
| Travelling | 1,765 | | 2,460 | |
| Management fee | 49,775 | | 110,170 | |
| Casual wages | 8,393 | | 18,182 | |
| Computer expenses | 391 | | 500 | |
| Sundry expenses | 182 | | 85 | |
| Bad debt provision | 3,000 | | 889 | |
| Auditors' remuneration | 3,000 | 107,806 | 3,500 | 192,731 |
| | | | | —————————————————————————————————————— |
| | | 2,661 | | 4,588 |
| Cimamaa aaata | | | | |
| Finance costs | | | | |
| Bank charges | | 2,653 | • | 4,587 |

This page does not form part of the statutory financial statements