

Registered Number: 02961529

Usborne Trading Limited

Annual Report
&
Financial Statements

30 September 2016

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Usborne Trading Limited
Directors' Report
For the year ended 30 September 2016

Results and dividend

The full results for the year are shown on page 4. No dividend is proposed (2015:£nil)

Financial instruments and risks

Details regarding the risks associated with the company's financial instruments are included in note 13. The company is also subject to risks associated with variations in the demand for and market prices of agricultural products. The company seeks to mitigate such risks by monitoring the variations and adjusting its trading activities accordingly.

Directors

The directors of the company have been as follows during the year and up to the date of this report.

R B Copus

D B Thompson

Directors' Statement of Responsibilities

The directors are responsible for preparing the directors' 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 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 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 of disclosure to Auditor

- (a) So far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware, and
(b) The directors have taken all the 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.

Small company

This report has been prepared taking advantage of the special provisions relating to small companies within Part 15 of the Companies Act 2006.

By order of the board



R B Copus

Director

28 March 2017

Usborne Trading Limited

Independent auditors report To the members of Usborne Trading Limited

Opinion on financial statements

We have audited the financial statements of Usborne Trading Limited on pages 4 to 12 for the year ended 30 September 2016. 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).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 30 September 2016 and of its profit 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.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at <http://www.frc.org.uk/auditscopeukprivate>.

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.

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 directors' report.

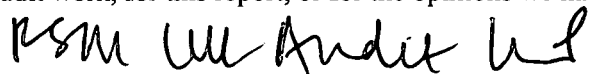
Usborne Trading Limited

Independent auditors report

To the members of Usborne Trading Limited (continued)

Respective responsibilities of directors and auditors

As explained more fully in the Directors' Responsibilities Statement set out on page 1, 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. 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.



Nicholas Davies (Senior Statutory Auditor)

For and on behalf of

RSM UK Audit LLP, Statutory Auditor

Chartered Accountants

25 Farringdon Street

London

EC4A 4AB

Date:

28/7/2017

Usborne Trading Limited

Profit and Loss Account

For the year ended 30 September 2016

	Notes	2016 £	2015 £
Turnover	1	131,161	45,360
Cost of sales		(85,026)	-
Gross profit		<u>46,135</u>	<u>45,360</u>
Administrative costs	2	(59,336)	(57,577)
Operating loss		<u>(13,201)</u>	<u>(12,217)</u>
Interest	3	107,338	103,785
Profit on ordinary activities before taxation	4	<u>94,137</u>	<u>91,568</u>
Tax on ordinary activities	6	(18,824)	(18,768)
Profit on ordinary activities after taxation and retained profit for the financial year		<u><u>75,313</u></u>	<u><u>72,800</u></u>

Usborne Trading Limited

Balance Sheet at 30 September 2016

	Notes	2016 £	2015 £
Fixed assets			
Tangible assets	7	-	-
Current assets			
Debtors	8	3,397,416	3,322,093
Creditors: amounts falling due within one year	9	(2,604)	(2,594)
Net current assets		<u>3,394,812</u>	<u>3,319,499</u>
Net assets		<u><u>3,394,812</u></u>	<u><u>3,319,499</u></u>
Capital and reserves			
Called up share capital	10	500,001	500,001
Share premium account		500,000	500,000
Profit and loss account	11	2,394,811	2,319,498
Shareholders' funds	12	<u><u>3,394,812</u></u>	<u><u>3,319,499</u></u>

Company Registration No. 02961529

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

These financial statements were approved by the board of directors on 28 March 2017 and were signed on its behalf by:



R B Copus
Director

Basis of accounting

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).

The company has applied the amendments to Company law made by the Companies, Partnerships and Groups (Accounts and Reports) Regulations 2015 prior to their mandatory effective date of accounting periods beginning on or after 1 January 2016.

The accounts do not include a cash flow statement because the company, as a small reporting entity, is exempt from the requirement to prepare such a statement under the Financial Reporting Standard for Smaller Entities (effective January 2015).

The directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Tangible Fixed Assets

Tangible fixed assets are stated at cost, net of depreciation and any provision for impairment.

Depreciation

Depreciation of tangible fixed assets is calculated by reference to cost at rates calculated to write down the relevant assets to estimated residual value over their expected useful lives, taking into account normal commercial and technical obsolescence. The annual rates are:

Office equipment	20% - 33.33%
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Turnover

Turnover represents the value, net of Value Added Tax, of goods sold to customers.

Foreign currencies

Currency transactions during the year are converted at actual rates of exchange. Currency balances at the year end have been converted to Sterling at the rates ruling at the balance sheet date. All differences arising on conversion are taken to the profit and loss account.

Pension costs

Usborne Trading Limited is a participating member of a group defined benefit pension scheme. Further details are provided in the consolidated financial statements of the ultimate parent undertaking, Thompson Investments (London) Limited, which are available from the registrar of companies. The net defined benefit cost is recognised by the ultimate parent undertaking as there is no contractual agreement or stated policy for charging the net defined benefit cost to the individual entities that participate in the plan. Therefore the company therefore accounts for its membership of the scheme as if it was a defined contribution scheme, and the pension charge for the year is equal to the contributions paid. Contribution rates are based on actuarial advice.

Contracts

In the ordinary course of business the company on occasion enters into contracts for the future delivery of agricultural products. In accordance with accepted practice, contracts in respect of futures commitments in the ordinary course of business are valued, on a contract by contract basis, at the market prices ruling on the balance sheet date. The policy on futures may on occasion represent a departure from normal statutory requirements and cause unrealised gains to be reflected in the financial statements, but the directors consider the policy to be necessary in order for the financial statements to show a true and fair view. This departure had no material effect on the company result after tax in either the current or the previous year.

Usborne Trading Limited

Notes to the Financial Statements

Year ended 30 September 2016

1 Turnover

Turnover comprised sales within the European Union, materially all of which is within the UK.

2 Administrative costs

	2016	2015
	£	£
Employment costs (see note 5)	46,576	45,084
Depreciation	-	-
Other operating charges	12,760	12,493
	<u>59,336</u>	<u>57,577</u>

3 Interest

	2016	2015
	£	£
Interest receivable from fellow group undertakings	<u>107,338</u>	<u>103,785</u>

4 Profit on ordinary activities before taxation

	2016	2015
	£	£
Profit on ordinary activities before taxation is stated after Charging:		
Auditors' remuneration - audit	<u>2,500</u>	<u>2,500</u>

5 Employees

	2016	2015
	Number	Number
The average number of persons employed was:		
Directors	2	2
Administration	1	1
	<u>3</u>	<u>3</u>

Notes to the Financial Statements (continued)

Year ended 30 September 2016

5 Employees (continued)

Costs incurred in respect of these employees were:

	2016	2015
	£	£
Wages and salaries	42,409	41,882
Social security costs	4,167	3,202
Pension costs – defined benefit scheme (see page 6):	-	-
	<u>46,576</u>	<u>45,084</u>

The company paid no directors' emoluments in the year (2015: £nil)

6 Taxation

	2016	2015
	£	£
Current taxation - UK corporation tax charge for the year	<u>18,824</u>	<u>18,768</u>

The standard rate of tax for the year, based on the UK average rate of corporation tax, is 20% (2015: 20.5%). The actual tax charge for the current and the previous year differs from the standard rate for the reasons set out in the following reconciliation:

	2016	2015
	£	£
Profit on ordinary activities before tax	<u>94,137</u>	<u>91,568</u>
Tax on ordinary activities at standard rate	18,827	18,771
<i>Factors affecting the charge for the period:</i>		
Depreciation in excess of capital allowances	(3)	(3)
Total actual amount of current tax	<u>18,824</u>	<u>18,768</u>

Usborne Trading Limited

Notes to the Financial Statements (continued)

Year ended 30 September 2016

7 Tangible fixed assets

	Office Equipment £
Cost	
At 1 October 2015	860
Additions	-
Disposals	(767)
At 30 September 2016	<u>93</u>
Depreciation:	
At 1 October 2015	860
Charge for the year	-
Disposals	(767)
At 30 September 2016	<u>93</u>
Net book value	
30 September 2016	<u>-</u>
30 September 2015	<u>-</u>

8 Debtors: amounts falling due within one year

	2016 £	2015 £
Trade debtors	-	930
Prepayments and accrued income	468	435
Amounts due from fellow group undertakings	3,396,948	3,320,728
	<u>3,397,416</u>	<u>3,322,093</u>

9 Creditors: amounts falling due within one year

	2016 £	2015 £
Accruals and deferred income	<u>2,604</u>	<u>2,594</u>

Usborne Trading Limited

Notes to the Financial Statements (continued)

Year ended 30 September 2016

10 Share Capital

	2016	2015
	£	£
Authorised 5,000,000 Ordinary shares of £1 each	5,000,000	5,000,000
Called up, allotted and fully paid: 500,001 Ordinary shares of £1 each	500,001	500,001

11 Profit and Loss Account

	2016	2015
	£	£
Opening balance	2,319,498	2,246,698
Retained profit for the year	75,313	72,800
Closing balance	2,394,811	2,319,498

12 Reconciliation of movements in shareholders' funds

	2016	2015
	£	£
Retained profit for the financial year	75,313	72,800
Opening shareholders' funds	3,319,499	3,246,699
Closing shareholders' funds	3,394,812	3,319,499

13 Financial instruments

The company's principal financial instruments comprise bank balances, balances with group companies, trade debtors and trade creditors. The main purpose of these instruments is to finance the company's operations and to provide investment income.

In respect of bank balances, the liquidity risk is managed by maintaining a balance between the continuity of funding, and flexibility through the use of loan accounts with group companies at floating rates of interest. The company is exposed to interest rate risk in that fluctuations in market rates of interest impact upon the level of interest income and expense. Trade debtors are managed in respect of credit and cash flow risk by policies concerning the credit offered to customers and the regular monitoring of amounts outstanding for both time and credit limits. Trade creditor liquidity risk is managed by ensuring that sufficient funds are available to meet amounts due.

14 Parent company and controlling parties

Usborne Trading Limited is a wholly owned subsidiary of Usborne plc, a company incorporated in England and Wales. The ultimate parent company is Thompson Investments (London) Limited which is registered in England and Wales. Thompson Investments (London) Limited is ultimately controlled by Mr and Mrs D.B. Thompson, and was so in the previous period. The only group in which the results of the company are consolidated is that headed by Thompson Investments (London) Limited, and the consolidated financial statements of this company are available to the public and may be obtained from the Registrar of Companies.