

COMPANY REGISTRATION NUMBER 2990765

J VAN VLIET LONDON CASH AND CARRY LTD
FINANCIAL STATEMENTS
31 DECEMBER 2010



HURSHENS LIMITED
Chartered Accountants & Statutory Auditor
14 Theobald Street
Borehamwood
Herts
WD6 4SE

J VAN VLIET LONDON CASH AND CARRY LTD

FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2010

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J VAN VLIET LONDON CASH AND CARRY LTD

THE DIRECTOR'S REPORT

YEAR ENDED 31 DECEMBER 2010

The director has pleasure in presenting his report and the financial statements of the group for the year ended 31 December 2010

PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The principal activity of the group during the year was that of the sale of wholesale flowers, plants and associated goods and services

In terms of key performance indicators, the group has seen turnover increase by nearly 10% which as a result of full years trading of two new subsidiary companies during the year. The gross profit margin was maintained at around 22%-23% for the group

The group has also directed resources to its Human Resources department to improve staff performance for the benefit of the company as a whole. The group has also centralised its administration and facilities functions which has assisted with the measurement and efficiency of trading operations

However, profitability was lower than expected due to losses incurred in some subsidiary companies. The group's financial position at the year end was satisfactory

Although the group is currently operating in an adverse economic climate, the director is confident that it will maintain its profitability

The group is still implementing improvements in its systems and hopes that this will assist in increased profit levels in the coming year

The group is still investigating opening more subsidiaries in the future

RESULTS AND DIVIDENDS

The profit for the year, after taxation, amounted to £106,674. The director has not recommended a dividend

FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

Financial risk management objectives and policies

a) the financial risk management objectives and policies of the group including the policy for hedging each major type of forecasted transaction for which hedge accounting is used, and

b) the exposure of the group to price risk, credit risk, liquidity risk and cash flow risk,

unless such information is not material for the assessment of the assets, liabilities, financial position and profit or loss of the group

Derivatives

The group has no derivatives

DIRECTOR

The director who served the company during the year was as follows

Mr JC Van Der Sar

J VAN VLIET LONDON CASH AND CARRY LTD

THE DIRECTOR'S REPORT *(continued)*

YEAR ENDED 31 DECEMBER 2010

DIRECTOR'S RESPONSIBILITIES

The director is responsible for preparing the Director's Report and the financial statements in accordance with applicable law and regulations

Company law requires the director to prepare financial statements for each financial year. Under that law the director has 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 director 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 the group and of the profit or loss of the group for that year. In preparing those financial statements, the director is 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 group will continue in business.

The director is responsible for keeping adequate accounting records that are sufficient to show and explain the group's and company's transactions and disclose with reasonable accuracy at any time the financial position of the group and enable him to ensure that the financial statements comply with the Companies Act 2006. He is also responsible for safeguarding the assets of the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In so far as the director is aware

- there is no relevant audit information of which the group's auditor is unaware, and
- the director has taken all steps that he ought to have taken to make himself aware of any relevant audit information and to establish that the auditor is aware of that information.

AUDITOR

Hurshens Limited are deemed to be re-appointed under section 487(2) of the Companies Act 2006

J VAN VLIET LONDON CASH AND CARRY LTD

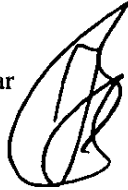
THE DIRECTOR'S REPORT *(continued)*

YEAR ENDED 31 DECEMBER 2010

Registered office
Knapsdale Nursery
Cattlegate Road
Enfield
Middx
EN2 9ED

Signed by

Mr JC Van Der Sar



Director

Approved by the director on 23 May 2011

J VAN VLIET LONDON CASH AND CARRY LTD
INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF J
VAN VLIET LONDON CASH AND CARRY LTD
YEAR ENDED 31 DECEMBER 2010

We have audited the group and parent company financial statements ("the financial statements") of J Van Vliet London Cash and Carry Ltd for the year ended 31 December 2010. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the company's shareholders, 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 shareholders 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 shareholders as a body, for our audit work, for this report, or for the opinions we have formed.

RESPECTIVE RESPONSIBILITIES OF DIRECTOR AND AUDITOR

As explained more fully in the Director's Responsibilities Statement set out on page 2, the director is 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.

SCOPE OF THE AUDIT OF THE FINANCIAL STATEMENTS

A description of the scope of an audit of financial statements is provided on the APB's website at www.frc.org.uk/apb/scope/private.cfm.

The group accounts include the results of J Van Vliet New York LLC, a company incorporated in New York, in the United States of America. This subsidiary does not require a statutory audit. The results for this subsidiary for the year show a profit of £55,567, together with aggregate profits of £23,840. There were no other satisfactory audit procedures that we could adopt with respect to auditing the results of this subsidiary included in these consolidated accounts.

J VAN VLIET LONDON CASH AND CARRY LTD
INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF J
VAN VLIET LONDON CASH AND CARRY LTD *(continued)*
YEAR ENDED 31 DECEMBER 2010

QUALIFIED OPINION

Except for any adjustments that might have been necessary had the subsidiary J Van Vliet New York LLC been audited, in our opinion the financial statements give a true and fair view of the state of the company's affairs and of the group as at 31 December 2010 and of the profit of the group for the year ended, and have been properly prepared in accordance with the Companies Act 2006

OPINION ON OTHER MATTERS PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion the information given in the Director's 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 by the parent company, or returns adequate for our audit have not been received from branches not visited by us, or
- the parent company financial statements are not in agreement with the accounting records and returns, or
- certain disclosures of director's remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit

14 Theobald Street
Borehamwood
Herts
WD6 4SE

23 May 2011


MR SHENOL MOUSTAFA, FCA (Senior
Statutory Auditor)
For and on behalf of
HURSHENS LIMITED
Chartered Accountants
& Statutory Auditor

J VAN VLIET LONDON CASH AND CARRY LTD

PROFIT AND LOSS ACCOUNT

YEAR ENDED 31 DECEMBER 2010

	Note	2010 £	2009 £
GROUP TURNOVER	2	40,204,972	35,734,092
Cost of sales		<u>30,889,183</u>	<u>27,727,715</u>
GROSS PROFIT		9,315,789	8,006,377
Administrative expenses		<u>9,002,852</u>	<u>7,584,739</u>
OPERATING PROFIT	3	312,937	421,638
Interest receivable		<u>7,385</u>	<u>18,946</u>
Interest payable and similar charges	6	<u>(4,315)</u>	<u>(28,223)</u>
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		<u>316,007</u>	<u>412,361</u>
Tax on profit on ordinary activities	7	<u>209,333</u>	<u>178,837</u>
PROFIT FOR THE FINANCIAL YEAR	8	<u>106,674</u>	<u>233,524</u>

All of the activities of the group are classed as continuing

The company has taken advantage of section 408 of the Companies Act 2006
not to publish its own Profit and Loss Account

The notes on pages 11 to 26 form part of these financial statements

J VAN VLIET LONDON CASH AND CARRY LTD
RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS
YEAR ENDED 31 DECEMBER 2010

	2010 £	2009 £
Profit for the financial year	106,674	233,524
Profit on foreign currency on translation of foreign subsidiary	<u>(66,086)</u>	<u>(23,439)</u>
Net addition to shareholders' funds	40,588	210,085
Opening shareholders' funds	<u>1,284,942</u>	<u>1,074,857</u>
Closing shareholders' funds	<u>1,325,530</u>	<u>1,284,942</u>

The notes on pages 11 to 26 form part of these financial statements

J VAN VLIET LONDON CASH AND CARRY LTD

GROUP BALANCE SHEET

31 DECEMBER 2010

	Note	2010 £	2009 £
FIXED ASSETS			
Intangible assets	9	257,756	304,210
Tangible assets	10	<u>2,568,886</u>	<u>2,479,986</u>
		<u>2,826,642</u>	<u>2,784,196</u>
CURRENT ASSETS			
Stocks	12	1,939,595	1,818,334
Debtors	13	2,611,130	2,525,009
Cash at bank		—	508,874
		<u>4,550,725</u>	<u>4,852,217</u>
CREDITORS: Amounts falling due within one year	14	<u>5,510,415</u>	<u>5,832,075</u>
NET CURRENT LIABILITIES		<u>(959,690)</u>	<u>(979,858)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>1,866,952</u>	<u>1,804,338</u>
CREDITORS: Amounts falling due after more than one year	15	<u>541,422</u>	<u>519,396</u>
		<u>1,325,530</u>	<u>1,284,942</u>
CAPITAL AND RESERVES			
Called-up equity share capital	20	51,000	51,000
Profit and loss account	21	<u>1,274,530</u>	<u>1,233,942</u>
SHAREHOLDERS' FUNDS		<u>1,325,530</u>	<u>1,284,942</u>

These financial statements were approved and signed by the director and authorised for issue on 23 May 2011



MR JC VAN DER SAR

The notes on pages 11 to 26 form part of these financial statements

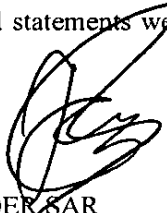
J VAN VLIET LONDON CASH AND CARRY LTD

BALANCE SHEET

31 DECEMBER 2010

	Note	2010 £	2009 £
FIXED ASSETS			
Tangible assets	10	474,905	341,710
Investments	11	451,504	451,207
		<u>926,409</u>	<u>792,917</u>
CURRENT ASSETS			
Stocks	12	431,226	404,420
Debtors	13	848,529	1,353,859
Cash at bank		312,104	50,170
		<u>1,591,859</u>	<u>1,808,449</u>
CREDITORS: Amounts falling due within one year	14	<u>1,038,421</u>	<u>1,253,390</u>
NET CURRENT ASSETS		<u>553,438</u>	<u>555,059</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>1,479,847</u>	<u>1,347,976</u>
CAPITAL AND RESERVES			
Called-up equity share capital	20	51,000	51,000
Profit and loss account	21	1,428,847	1,296,976
SHAREHOLDERS' FUNDS		<u>1,479,847</u>	<u>1,347,976</u>

These financial statements were approved and signed by the director and authorised for issue on 23 May 2011



MR JC VAN DER SAR

Company Registration Number 2990765

The notes on pages 11 to 26 form part of these financial statements

J VAN VLIET LONDON CASH AND CARRY LTD

GROUP CASH FLOW

YEAR ENDED 31 DECEMBER 2010

	Note	2010 £	2009 £
NET CASH INFLOW FROM OPERATING ACTIVITIES	22	409,654	842,468
RETURNS ON INVESTMENTS AND SERVICING OF FINANCE	22	3,070	(9,277)
TAXATION	22	(216,224)	(67,659)
CAPITAL EXPENDITURE AND FINANCIAL INVESTMENT	22	(699,822)	(1,243,159)
CASH OUTFLOW BEFORE FINANCING		(503,322)	(477,627)
FINANCING	22	21,977	(78,118)
DECREASE IN CASH	22	(481,345)	(555,745)

The notes on pages 11 to 26 form part of these financial statements

J VAN VLIET LONDON CASH AND CARRY LTD

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2010

1. ACCOUNTING POLICIES

Basis of accounting

The financial statements have been prepared under the historical cost convention

The group meets its day to day working capital requirements through an overdraft facility which is repayable on demand

The nature of the group's business is such that there can be unpredictable variation in the timing of cash inflows. The director has prepared projected cash flow information for the period ending 12 months from the date of the approval of these financial statements. On the basis of this cash flow information and discussions with the group's bankers, the director considers that the group will continue to operate within the facility currently agreed and within which they expect will be agreed in July 2011, when the group's bankers are due to consider renewing the facility a further year.

However, the margin of facilities over requirements is not large and, inherently there can be no certainty in relation to these matters. On this basis, the director considers it appropriate to prepare the financial statements on a going concern basis. The financial statements do not include any adjustments that would result from the withdrawal of the facility by the group's bankers.

Basis of consolidation

The consolidated financial statements incorporate the financial statements of the company and all group undertakings. These are adjusted, where appropriate, to conform to group accounting policies. Acquisitions are accounted for under the acquisition method and goodwill on consolidation is capitalised and written off over five years from the year of acquisition. The results of companies acquired or disposed of are included in the profit and loss account after or up to the date that control passes respectively. As a consolidated profit and loss account is published, a separate profit and loss account for the parent company is omitted from the group financial statements by virtue of section 408 of the Companies Act 2006.

Related parties transactions

The group is a 100% owned by Esmeralda Limited, which is incorporated in Malta. Accordingly, the company has taken advantage of the exemption from disclosing transactions within the group.

Turnover

The director considers it to be seriously prejudicial to the interests of the company to disclose information regarding turnover.

Goodwill

This policy fairly reflects the carrying value of goodwill over its useful life and takes account the future cash flows as a result of the use of goodwill.

J VAN VLIET LONDON CASH AND CARRY LTD

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2010

1 ACCOUNTING POLICIES *(continued)*

Amortisation

Amortisation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows

Goodwill - 10 years straight line

Fixed assets

All fixed assets are initially recorded at cost

Depreciation

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows

Freehold Property	- 25% straight line
Leasehold Property	- length of lease
Plant & Machinery	- 25% straight line
Fixtures & Fittings	- 25% straight line
Motor Vehicles	- 25% straight line
Equipment	- 25% straight line
Computer equipment	- 25% straight line

Stocks

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

Hire purchase agreements

Assets held under hire purchase agreements are capitalised and disclosed under tangible fixed assets at their fair value. The capital element of the future payments is treated as a liability and the interest is charged to the profit and loss account on a straight line basis.

Operating lease agreements

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against profits on a straight line basis over the period of the lease.

Deferred taxation

Deferred taxation is provided using the liability method on all timing differences, which are expected to reverse in the future without being replaced, calculated at the rate at which it is anticipated the timing differences will reverse. Deferred tax is only provided where it is considered to be material. Deferred taxation provisions are only made on the potential sale of freehold buildings where there is a binding agreement for the sale of such assets at the year end. There were no such binding agreements at the year end.

J VAN VLIET LONDON CASH AND CARRY LTD

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2010

1. ACCOUNTING POLICIES *(continued)*

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of the transaction. Exchange differences are taken into account in arriving at the operating profit.

2. TURNOVER

The director considers it to be seriously prejudicial to the interests of the company to disclose information regarding turnover.

3. OPERATING PROFIT

Operating profit is stated after charging/(crediting)

	2010	2009
	£	£
Amortisation of intangible assets	51,653	54,253
Depreciation of owned fixed assets	598,176	536,346
Depreciation of assets held under hire purchase agreements	16,713	20,572
(Profit)/Loss on disposal of fixed assets	(4,852)	2,832
Auditor's remuneration		
- as auditor	40,088	35,390
Operating lease costs		
- Plant and equipment	39,422	-
- Other	17,087	12,311
Net (profit)/loss on foreign currency translation	(11,539)	45,717

J VAN VLIET LONDON CASH AND CARRY LTD

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2010

4. PARTICULARS OF EMPLOYEES

The average number of staff employed by the group during the financial year amounted to

	2010	2009
	No	No
Number of distribution staff	164	141
Number of administrative staff	13	13
Number of management staff	1	1
	<u>178</u>	<u>155</u>

The aggregate payroll costs of the above were

	2010	2009
	£	£
Wages and salaries	5,019,071	4,101,103
Social security costs	335,039	220,261
Other pension costs	3,000	3,000
	<u>5,357,110</u>	<u>4,324,364</u>

5. DIRECTOR'S REMUNERATION

The director's aggregate remuneration in respect of qualifying services were

	2010	2009
	£	£
Aggregate remuneration	<u>55,782</u>	<u>73,398</u>

6. INTEREST PAYABLE AND SIMILAR CHARGES

	2010	2009
	£	£
Finance charges	1,833	4,049
Other similar charges payable	<u>2,482</u>	<u>24,174</u>
	<u>4,315</u>	<u>28,223</u>

J VAN VLIET LONDON CASH AND CARRY LTD

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2010

7. TAXATION ON ORDINARY ACTIVITIES

(a) Analysis of charge in the year

	2010 £	2009 £
Current tax		
UK Taxation		
UK Corporation tax based on the results for the year at 28% (2009 - 28%)	169,717	131,003
(Over)/under provision in prior year	<u>2,390</u>	<u>13,446</u>
	172,107	144,449
Foreign tax		
Current tax on income for the year	<u>37,226</u>	<u>34,388</u>
Total current tax	<u>209,333</u>	<u>178,837</u>

(b) Factors affecting current tax charge

The tax assessed on the profit on ordinary activities for the year is higher than the standard rate of corporation tax in the UK of 28% (2009 - 28%)

	2010 £	2009 £
Profit on ordinary activities before taxation	<u>316,007</u>	<u>412,361</u>
Profit on ordinary activities by rate of tax	88,482	115,462
Group Relief	39,655	-
Unrelieved tax losses	73,317	56,149
Higher tax rates on overseas earnings	<u>7,879</u>	<u>7,226</u>
Total current tax (note 7(a))	<u>209,333</u>	<u>178,837</u>

8. PROFIT ATTRIBUTABLE TO MEMBERS OF THE PARENT COMPANY

The profit dealt with in the financial statements of the parent company was £131,871 (2009 - £361,374)

J VAN VLIET LONDON CASH AND CARRY LTD

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2010

9. INTANGIBLE FIXED ASSETS

Group	Goodwill
	£
COST	
At 1 January 2010 and 31 December 2010	<u>508,821</u>
AMORTISATION	
At 1 January 2010	204,611
Charge for the year	51,653
Transfers	<u>(5,199)</u>
At 31 December 2010	<u>251,065</u>
NET BOOK VALUE	
At 31 December 2010	<u>257,756</u>
At 31 December 2009	<u>304,210</u>

10. TANGIBLE FIXED ASSETS

Group	Freehold Property £	Leasehold Property £	Computer Equipment £	Plant & Machinery £	Other Assets £	Total £
COST						
At 1 Jan 2010	1,008,940	341,081	676,336	1,884,368	1,449,466	5,360,191
Additions	1,339	125,236	818	239,963	350,379	717,735
Disposals	–	–	–	(41,121)	(96,531)	(137,652)
At 31 Dec 2010	<u>1,010,279</u>	<u>466,317</u>	<u>677,154</u>	<u>2,083,210</u>	<u>1,703,314</u>	<u>5,940,274</u>
DEPRECIATION						
At 1 Jan 2010	143,800	69,979	611,360	1,196,794	858,272	2,880,205
Charge for the year	6,549	43,137	76,470	288,645	195,772	610,573
On disposals	–	–	–	(31,020)	(93,571)	(124,591)
Transfers	–	–	(12,018)	26,090	(8,871)	5,201
At 31 Dec 2010	<u>150,349</u>	<u>113,116</u>	<u>675,812</u>	<u>1,480,509</u>	<u>951,602</u>	<u>3,371,388</u>
NET BOOK VALUE						
At 31 Dec 2010	<u>859,930</u>	<u>353,201</u>	<u>1,342</u>	<u>602,701</u>	<u>751,712</u>	<u>2,568,886</u>
At 31 Dec 2009	<u>865,140</u>	<u>271,102</u>	<u>64,976</u>	<u>687,574</u>	<u>591,194</u>	<u>2,479,986</u>

J VAN VLIET LONDON CASH AND CARRY LTD

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2010

10. TANGIBLE FIXED ASSETS *(continued)*

Hire purchase agreements

Included within the net book value of £2,568,886 is £58,794 (2009 - £71,439) relating to assets held under hire purchase agreements. The depreciation charged to the financial statements in the year in respect of such assets amounted to £16,713 (2009 - £20,572)

Company	Leasehold Property £	Computer Equipment £	Plant & Machinery £	Fixtures & Fittings £	Other Assets £	Total £
COST						
At 1 Jan 2010	125,356	384,598	198,025	540,323	164,034	1,412,336
Additions	125,236	5,812	61,753	48,068	21,078	261,947
At 31 Dec 2010	250,592	390,410	259,778	588,391	185,112	1,674,283
DEPRECIATION						
At 1 Jan 2010	11,947	351,404	122,937	460,167	124,171	1,070,626
Charge for the year	30,267	27,790	22,246	32,753	15,696	128,752
At 31 Dec 2010	42,214	379,194	145,183	492,920	139,867	1,199,378
NET BOOK VALUE						
At 31 Dec 2010	208,378	11,216	114,595	95,471	45,245	474,905
At 31 Dec 2009	113,409	33,194	75,088	80,156	39,863	341,710

11. INVESTMENTS

Company	Group companies £
COST	
At 1 January 2010	451,207
Additions	297
At 31 December 2010	451,504
NET BOOK VALUE	
At 31 December 2010	451,504
At 31 December 2009	451,207

J VAN VLIET LONDON CASH AND CARRY LTD

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2010

11 INVESTMENTS *(continued)*

The company has dominant influence and control (where it has direct influence over operations and financing) over the following subsidiary companies, for which the results for each have been included in these consolidated accounts -

The company owns 100 £1 ordinary share in J Van Vliet (Northampton) Ltd representing 100% of the issued share capital of that company

The company owns 1 £1 ordinary share in J Van Vliet (Glasgow) Ltd representing 100% of the issued share capital of that company

The company owns 1,000 £1 ordinary shares in J Van Vliet (Zwetsloot) Ltd representing 100% of the issued share capital of that company

The company owns 100,000 £1 ordinary share in J Van Vliet (Heathrow) Ltd representing 100% of the issued share capital of that company

The company owns 100 £1 ordinary shares in J Van Vliet (Derby) Ltd representing 100% of the issued share capital of that company

The company owns 100,000 £1 ordinary shares in J Van Vliet (Edinburgh) Ltd representing 100% of the issued share capital of that company

The company owns 75,000 £1 ordinary shares in J Van Vliet (Manchester) Ltd representing 100% of the issued share capital of that company

The company owns 75,000 £1 ordinary shares in J Van Vliet (Inverness) Ltd representing 100% of the issued share capital of that company

The company owns 1 £1 ordinary shares in J Van Vliet (Aberdeen) Ltd representing 100% of the issued share capital of that company

The company owns 100 £1 ordinary shares in J Van Vliet (Birmingham) Ltd representing 100% of the issued share capital of that company

The company owns 100,000 £1 ordinary shares in Flowers International (Edinburgh) Ltd representing 100% of the issued share capital of that company

The company owns 100 £1 ordinary shares in J Van Vliet (Southampton) Ltd representing 100% of the issued share capital of that company

The company owns 100 £1 ordinary shares in J Van Vliet (Ashton) Ltd representing 100% of the issued share capital of that company

The company owns 1 £1 ordinary shares in J Van Vliet C& C Facilities Ltd representing 100% of the issued share capital of that company

The company owns 100 £1 ordinary shares in J Van Vliet (Gateshead) Ltd representing 100% of the issued share capital of that company

The company also has 100% control in J Van Vliet New York, LLC (Incorporated in United States of America)

Except where otherwise stated, the above undertakings are incorporated, or registered in, and operate in England and Wales

J VAN VLIET LONDON CASH AND CARRY LTD

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2010

11. INVESTMENTS *(continued)*

All companies deal in the wholesale of flowers, plants and related products

During the year, the company set up the following subsidiary companies, for which the impact on group results were as follows -

J Van Vliet (Southampton) Ltd Turnover £1,337,153 and loss for the year £148,884 The consideration paid for this subsidiary was £100 on incorporation and hence no assets or liabilities were acquired

J Van Vliet (Gateshead) Ltd Turnover £1,114,129 and loss for the year £126,636 The consideration paid for this subsidiary was £100 on incorporation and hence no assets or liabilities were acquired

12 STOCKS

	Group		Company	
	2010	2009	2010	2009
	£	£	£	£
Stock	<u>1,939,595</u>	<u>1,818,334</u>	<u>431,226</u>	<u>404,420</u>

13. DEBTORS

	Group		Company	
	2010	2009	2010	2009
	£	£	£	£
Trade debtors	2,123,463	2,061,592	279,786	314,072
Amounts owed by group undertakings	–	20,000	–	–
Amounts owed by undertakings in which the company has a participating interest	–	–	488,966	942,296
Corporation tax repayable	–	–	21,000	–
Other debtors	139,524	98,824	9,588	12,355
Prepayments and accrued income	<u>348,143</u>	<u>344,593</u>	<u>49,189</u>	<u>85,136</u>
	<u>2,611,130</u>	<u>2,525,009</u>	<u>848,529</u>	<u>1,353,859</u>

The debtors above include the following amounts falling due after more than one year

	Group		Company	
	2010	2009	2010	2009
	£	£	£	£
Other debtors	<u>76,490</u>	<u>61,710</u>	<u>14,780</u>	<u>–</u>

Other Debtors of £76,490 (2009 £61,710) relates to various rent deposits

J VAN VLIET LONDON CASH AND CARRY LTD

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2010

14 CREDITORS: Amounts falling due within one year

	Group		Company	
	2010	2009	2010	2009
	£	£	£	£
Bank loans and overdrafts	127,743	83,518	—	—
Trade creditors	3,165,575	3,548,384	626,767	628,699
Amounts owed to group undertakings	427,000	677,000	—	250,000
Hire purchase agreements	27,475	33,194	—	—
Other creditors including taxation and social security				
Corporation tax	114,618	121,509	—	—
Other taxation and social security	1,228,009	963,011	212,809	186,119
Accruals and deferred income	419,995	405,459	198,845	188,572
	<u>5,510,415</u>	<u>5,832,075</u>	<u>1,038,421</u>	<u>1,253,390</u>

'Amounts owed to parent group undertakings' includes £427,000 (2009 £427,000) due to the ultimate holding company Esmeralda Limited. It is repayable on demand and carries no agreed rate of interest.

Bank loans are repayable by 25 May 2016. Interest is to be paid at 1.85% above the base rate with respect to all bank loans.

Hire purchase and leasing agreements are secured by way of charge on the fixed assets they relate to.

The following liabilities disclosed under creditors falling due within one year are secured by the company:

	Group		Company	
	2010	2009	2010	2009
	£	£	£	£
Bank loans and overdrafts	<u>127,743</u>	<u>83,518</u>	<u>—</u>	<u>—</u>

Bank loans and overdrafts are secured by a fixed and floating charge over all the assets of the company, together with cross guarantees between all companies within the group.

Bank loans are repayable by 25 May 2016. Interest is to be paid at 1.85% above the base rate with respect to all bank loans.

Hire purchase and leasing agreements are secured by way of charge on the fixed assets they relate to.

J VAN VLIET LONDON CASH AND CARRY LTD

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2010

15. CREDITORS: Amounts falling due after more than one year

	Group		Company	
	2010	2009	2010	2009
	£	£	£	£
Bank loans and overdrafts	531,167	492,298	—	—
Hire purchase agreements	10,255	27,098	—	—
	<u>541,422</u>	<u>519,396</u>	<u>—</u>	<u>—</u>

The following aggregate liabilities disclosed under creditors falling due after more than one year are due for repayment after more than five years from the balance sheet date

	Group		Company	
	2010	2009	2010	2009
	£	£	£	£
Bank loans and overdrafts	<u>37,500</u>	<u>28,940</u>	<u>—</u>	<u>—</u>

16. COMMITMENTS UNDER HIRE PURCHASE AGREEMENTS

Future commitments under hire purchase agreements are as follows

	Group		Company	
	2010	2009	2010	2009
	£	£	£	£
Amounts payable within 1 year	27,474	33,193	27,474	9,896
Amounts payable between 1 and 2 years	<u>12,089</u>	<u>36,264</u>	<u>10,077</u>	<u>15,796</u>
	39,563	69,457	37,551	25,692
Less interest and finance charges relating to future periods	<u>(1,833)</u>	<u>(9,165)</u>	<u>(1,833)</u>	<u>(7,907)</u>
	<u>37,730</u>	<u>60,292</u>	<u>35,718</u>	<u>17,785</u>

17. DERIVATIVES

The group has no derivatives to disclose

J VAN VLIET LONDON CASH AND CARRY LTD

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2010

18. COMMITMENTS UNDER OPERATING LEASES

At 31 December 2010 the group had annual commitments under non-cancellable operating leases as set out below

Group	2010		2009	
	Land and buildings £	Other items £	Land and buildings £	Other items £
Operating leases which expire				
Within 2 to 5 years	73,800	66,764	73,800	23,530
After more than 5 years	<u>160,951</u>	<u>183,809</u>	<u>160,951</u>	<u>183,809</u>
	<u>234,751</u>	<u>250,573</u>	<u>234,751</u>	<u>207,339</u>

At 31 December 2010 the company had annual commitments under non-cancellable operating leases as set out below

Company	2010		2009	
	Land and buildings £	Other items £	Land and buildings £	Other items £
Operating leases which expire				
Within 2 to 5 years	<u>53,800</u>	<u>-</u>	<u>53,800</u>	<u>-</u>

J VAN VLIET LONDON CASH AND CARRY LTD

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2010

19. RELATED PARTY TRANSACTIONS

The company and group are under the control of its ultimate parent company Esmeralda Limited, which is incorporated in Malta

The company is exempt from disclosing related party transactions with its 100% owned subsidiary companies

However, the following group transactions occurred with related companies where the company has no ownership or control -

During the year the group purchased goods in the normal course of business from J van Vliet Bloemenexport B V for £16,765,807 (2009 £14,718,881) The price charged was the normal market price in the case of each individual purchase At the balance sheet date the amount due to this company amounted to £1,330,753 (2009 £1,659,002)

During the year the group purchased goods in the normal course of business from J van Vliet S A Limited for £1,510,566 (2009 £1,151,352) The price charged was the normal market price in the case of each individual purchase At the balance sheet date the amount due to this company amounted to £214,764 (2009 £187,574)

During the year the group purchased goods in the normal course of business from J van Vliet Potplants B V for £2,283,216 (2009 £2,044,859) The price charged was the normal market price in the case of each individual purchase At the balance sheet date the amount due to this company amounted to £225,607 (2009 £217,858)

During the year the group purchased goods in the normal course of business from J van Vliet Transport B V for £84,601 (2009 £57,782) The price charged was the normal market price in the case of each individual purchase At the balance sheet date the amount due to this company amounted to £12,454 (2009 £7,743)

20. SHARE CAPITAL

Authorised share capital:

	2010	2009
	£	£
51,000 Ordinary shares of £1 each	<u>51,000</u>	<u>51,000</u>

Allotted, called up and fully paid:

	2010		2009	
	No	£	No	£
51,000 Ordinary shares of £1 each	<u>51,000</u>	<u>51,000</u>	<u>51,000</u>	<u>51,000</u>

J VAN VLIET LONDON CASH AND CARRY LTD

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2010

21. RESERVES

Group	Profit and loss account £
Balance brought forward	1,233,942
Profit for the year	106,674
Profit on foreign currency on translation of foreign subsidiary	<u>(66,086)</u>
Balance carried forward	<u>1,274,530</u>
Company	Profit and loss account £
Balance brought forward	1,296,976
Profit for the year	<u>131,871</u>
Balance carried forward	<u>1,428,847</u>

22. NOTES TO THE CASH FLOW STATEMENT

RECONCILIATION OF OPERATING PROFIT TO NET CASH INFLOW FROM OPERATING ACTIVITIES

	2010 £	2009 £
Operating profit	312,937	421,638
Amortisation	51,653	54,253
Depreciation	610,573	553,714
(Profit)/Loss on disposal of fixed assets	(4,852)	2,832
Increase in stocks	(121,261)	(109,665)
(Increase)/decrease in debtors	(86,121)	81,665
Decrease in creditors	<u>(353,275)</u>	<u>(161,969)</u>
Net cash inflow from operating activities	<u>409,654</u>	<u>842,468</u>

RETURNS ON INVESTMENTS AND SERVICING OF FINANCE

	2010 £	2009 £
Interest received	7,385	18,946
Interest paid	(2,482)	(24,174)
Interest element of hire purchase	<u>(1,833)</u>	<u>(4,049)</u>
Net cash inflow/(outflow) from returns on investments and servicing of finance	<u>3,070</u>	<u>(9,277)</u>

TAXATION

	2010 £	2009 £
Taxation	<u>(216,224)</u>	<u>(67,659)</u>

J VAN VLIET LONDON CASH AND CARRY LTD

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2010

22. NOTES TO THE CASH FLOW STATEMENT *(continued)*

CAPITAL EXPENDITURE

	2010	2009
	£	£
Payments to acquire intangible fixed assets	–	(200,000)
Payments to acquire tangible fixed assets	(717,735)	(1,149,086)
Receipts from sale of fixed assets	17,913	105,927
Net cash outflow from capital expenditure	<u>(699,822)</u>	<u>(1,243,159)</u>

FINANCING

	2010	2009
	£	£
Increase in/(repayment of) bank loans	44,539	(59,759)
Capital element of hire purchase	(22,562)	(18,359)
Net cash inflow/(outflow) from financing	<u>21,977</u>	<u>(78,118)</u>

RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET DEBT

	2010	2009
	£	£
Decrease in cash in the period	(481,345)	(555,745)
Net cash (inflow) from/outflow from bank loans	(44,539)	59,759
Cash outflow in respect of hire purchase	<u>22,562</u>	<u>18,359</u>
	(503,322)	(477,627)
Change in net debt	(503,322)	(477,627)
Net debt at 1 January 2010	(127,234)	96,393
Net debt at 31 December 2010	<u>(696,640)</u>	<u>(127,234)</u>

J VAN VLIET LONDON CASH AND CARRY LTD

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2010

22. NOTES TO THE CASH FLOW STATEMENT *(continued)*

ANALYSIS OF CHANGES IN NET DEBT

	At 1 Jan 2010 £	Cash flows £	At 31 Dec 2010 £
Net cash			
Cash in hand and at bank	508,874	(508,874)	–
Overdrafts	–	(38,555)	(38,555)
	<u>508,874</u>	<u>(547,429)</u>	<u>(38,555)</u>
Debt			
Debt due within 1 year	(83,518)	(5,670)	(89,188)
Debt due after 1 year	(492,298)	(38,869)	(531,167)
Hire purchase agreements	(60,292)	22,562	(37,730)
	<u>(636,108)</u>	<u>(21,977)</u>	<u>(658,085)</u>
Net debt	<u>(127,234)</u>	<u>(569,406)</u>	<u>(696,640)</u>

23 POST BALANCE SHEET EVENTS

After the year end, on the 31st March 2011, the Group closed its subsidiary Flowers International (Edinburgh) Ltd

24 ULTIMATE PARENT COMPANY

The company's ultimate parent undertaking is Esmeralda Limited. It has included the company in its group accounts, copies of which are available from its registered office Tower Gate Place, Tal-Qroqq Street, Msida, MSD 1703, Malta