

# **Tata Global Beverages Holdings Limited**

**Registered number: 03265181**

**Annual report and financial statements**

**Year ended 31 March 2013**

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# **Tata Global Beverages Holdings Limited**

## **Contents**

	Page
Directors' report	1-2
Independent auditors' report to the members of Tata Global Beverages Holdings Limited	3-4
Accounting policies	5
Profit and loss account	6
Balance sheet	7
Notes to the financial statements	8-11

# **Tata Global Beverages Holdings Limited**

## **Directors' report**

The directors present their annual report and the audited financial statements for the year ended 31 March 2013. This report has been prepared in accordance with the special provisions relating to small companies within Part 15 of the Companies Act 2006.

### **Principal activities and future developments**

The company acts as an intermediate holding company and expects to continue to act in this capacity in the future.

Costs in relation to the management and oversight of the company's subsidiaries are borne by the company's immediate parent company, Tata Global Beverages Group Limited.

### **Results and dividends**

The company received dividend income of £20,000,000 (2012: £nil) from its investments. A dividend of £5,000,000 was declared (2012: £nil) and paid.

### **Principal risks and uncertainties**

The directors of Tata Global Beverages Group Limited manage the company's risks at a group level, rather than at an individual company level. For this reason, the company's directors believe that a discussion of the group's risks would not be appropriate for an understanding of the development, performance or position of the business of Tata Global Beverages Holdings Limited.

### **Directors and their interests**

The directors of the company who were in office during the year and up to the date of signing the financial statements were:

D W D Barlow	(resigned 28 March 2013)
R Forrest	(resigned 28 March 2013)
L Krishna Kumar	
M Thakrar	(appointed 20 March 2013)
J Jacob	(appointed 20 March 2013)

### **Directors' indemnities**

As permitted by the Articles of Association, the Directors have the benefit of an indemnity which is a qualifying third party indemnity provision as defined by Section 234 of the Companies Act 2006. The indemnity was in force throughout the last financial year and is currently in force. The Company also purchased and maintained throughout the financial year Directors' and Officers' liability insurance in respect of itself and its Directors.

### **Statement of disclosure of information to auditors**

In accordance with Section 418 of the Companies Act 2006, the directors' report shall include a statement, in the case of each director in office at the date the directors' report is approved, that:

(a) so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware, and

(b) he 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.

# Tata Global Beverages Holdings Limited

## Directors' report (continued)

### Statement of directors' 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 prepared 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,
- 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.

The directors are responsible for the maintenance and integrity of the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

### Independent auditors

The auditors, PricewaterhouseCoopers LLP, have indicated their willingness to continue in office, and a resolution that they will be reappointed will be proposed at the annual general meeting.

On behalf of the Board



M Thakrar  
Director

24 June 2013

# **Tata Global Beverages Holdings Limited**

## **Independent auditors' report to the members of Tata Global Beverages Holdings Limited**

We have audited the financial statements of Tata Global Beverages Holdings Limited for the year ended 31 March 2013 which comprise the Accounting Policies, the Profit and Loss Account, the Balance Sheet and the related notes. 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).

### **Respective responsibilities statement of directors and auditors**

As explained more fully in the Directors' Responsibilities set out on page 2 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 Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

### **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 annual report and financial statements to identify material inconsistencies with the audited financial statements. 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 2013 and of its profit 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

# **Tata Global Beverages Holdings Limited**

## **Independent auditors' report to the members of Tata Global Beverages Holdings Limited (continued)**

### **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 take advantage of the small companies' exemption in preparing the Directors' Report



Hitesh Haria (Senior Statutory Auditor)  
For and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
London 21 June 2013

# **Tata Global Beverages Holdings Limited**

## **Accounting policies**

### **Basis of accounting**

The financial statements are prepared on a going concern basis under the historical cost convention and in accordance with the Companies Act 2006 and applicable UK accounting standards. The company has consistently applied its accounting policies.

### **Consolidation**

The company has taken advantage of the exemption provided by Section 400 of the Companies Act 2006 not to prepare group financial statements as the results are included in the consolidated financial statements of Tata Global Beverages Group Limited.

### **Cash flow statement**

Tata Global Beverages Group Limited has presented in its consolidated financial statements a group cash flow statement drawn up in accordance with the provisions of FRS 1. Accordingly, the company has taken advantage of the exemption available under FRS 1 to dispense with presenting its own cash flow statement.

### **Related party transactions**

As the Company is a wholly owned subsidiary of Tata Global Beverages Group Limited, advantage has been taken of the exemption afforded by FRS 8 not to disclose any related party transactions with members of the Group or associates and joint ventures of Tata Global Beverages Group Limited.

### **Fixed Asset Investments**

Fixed asset investments are shown at cost less provision for permanent diminution in value and, in the opinion of the directors, their value is not less than the aggregate amount shown in the balance sheet.

# Tata Global Beverages Holdings Limited

## Profit and loss account for the year ended 31 March 2013

	Note	Year ended 31 March 2013 £'000	Year ended 31 March 2012 £'000
<b>Administrative expenses</b>		-	-
<b>Operating profit</b>	1	-	-
Income from Investments	2	20,000	-
<b>Profit/result on ordinary activities before taxation</b>		20,000	-
Tax on profit/result on ordinary activities	3	-	-
<b>Profit/result for the financial year</b>	9	20,000	-

There is no material difference between the results as disclosed in the profit and loss account and the results on an historical cost basis

All amounts shown above relate to continuing operations

The company has no recognised gains and losses other than those included in the results above and therefore no separate statement of total recognised gains and losses has been provided



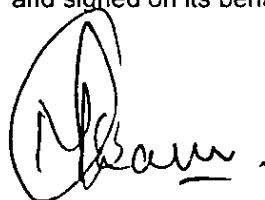
# Tata Global Beverages Holdings Limited

## Balance sheet

As at 31 March 2013

	Note	31 March 2013 £'000	31 March 2012 £'000
<b>Fixed assets</b>			
Investments	5	178,294	178,294
		<b>178,294</b>	<b>178,294</b>
<b>Current assets</b>			
Debtors (amounts falling due within one year)		-	-
Debtors - amounts falling due after more than one year	6	11,221	11,221
		<b>11,221</b>	<b>11,221</b>
<b>Total assets less current liabilities</b>		<b>189,515</b>	<b>189,515</b>
<b>Creditors - amounts falling due after more than one year</b>	7	<b>(14,984)</b>	<b>(29,984)</b>
<b>Net assets</b>		<b>174,531</b>	<b>159,531</b>
<b>Capital and reserves</b>			
Called up share capital	8	-	-
Share premium account	9	174,294	174,294
Profit and loss account	9	237	(14,763)
<b>Total shareholders' funds</b>	10	<b>174,531</b>	<b>159,531</b>

The financial statements on pages 5 to 11 were approved by the Board of Directors on 21 June 2013 and signed on its behalf by



M Thakrar  
Director

Tata Global Beverages Holdings Limited  
Registered number 03265181

# Tata Global Beverages Holdings Limited

## Notes to the financial statements (continued)

### 1 Operating profit

The auditors' remuneration is paid by Tata Global Beverages Services Limited, a subsidiary of the company

### Directors and employees

The directors did not receive any emoluments in the year in respect of their services as directors of the company (2012 £nil). The directors are employees of the Tata Global Beverages Group Limited and are remunerated for their services to the Group as a whole as well as pension contributions by Tata Global Beverages Services Limited, a fellow subsidiary undertaking

### 2 Income from investments

During the year, the Company received dividend income of £20,000,000 from its wholly owned subsidiary, Tata Global Beverages GB Limited

### 3 Tax on profit on ordinary activities

The tax assessed on the profit on ordinary activities for the year is different (2012 equal) to that of the standard rate of corporation tax in the UK of 24% (2012 26%)

	2013 £'000	2012 £'000
Profit on ordinary activities before tax	20,000	-
Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 24% (2012 26%)	4,800	-
Effects of Non taxable income	(4,800)	-
<b>Tax on loss on ordinary activities</b>	<b>-</b>	<b>-</b>

The main rate of corporation tax decreased from 26% to 24% from 1 April 2012 and reduces to 23% with effect 1 April 2013. In addition to these changes, a number of additional changes to the UK Corporation tax system were announced in the March 2013 UK Budget Statement. Legislation to reduce the main rate of corporation tax from 23% to 22% from 1 April 2014 is expected to be included in the Finance Act 2013. Further reductions to the main rate are proposed to reduce the rate to 20% from 1 April 2015. These further changes had not been substantively enacted at the balance sheet date.

# Tata Global Beverages Holdings Limited

## Notes to the financial statements (continued)

### 4 Dividends paid

	Year ended 31 March 2013 £'000	Year ended 31 March 2012 £'000
Equity - Ordinary		
Interim paid £24,752 (2012 £nil) per £1 share	5,000	-

### 5 Fixed Asset Investments

Cost	Shares in group undertakings £'000
At 1 April 2012 and 31 March 2013	178,294

The principal subsidiary undertakings and joint ventures are as follows

	Country of incorporation	Sector in which undertaking operates	Proportion of equity and voting rights held
Tata Global Beverages GB Limited	UK	Tea	100%
Tata Global Beverages Services Limited	UK	Management services	100%
Tata Global Beverages Overseas Holdings Limited	UK	Holding company	100%
Tata Global Beverages Overseas Limited (indirect holding)	UK	Holding company	100%
Drassington Limited (indirect holding)	UK	Tea	100%
Teapigs Limited (indirect holding)	UK	Tea	100%
Tata Global Beverages US Holdings Inc (indirect holding)	USA	Holding company	100%
Good Earth Corporation Inc (indirect holding)	USA	Holding company	100%
Good Earth Teas Inc (indirect holding)	USA	Holding company	100%
Tetley USA Inc (indirect holding)	USA	Tea	100%
Empirical Group LLC (indirect holding)	USA	Tea	56%
Southern Tea LLC (indirect holding)	USA	Tea	50%
Tata Global Beverages Canada Inc (indirect holding)	Canada	Tea	100%
Tata Global Beverages Australia Pty Limited (indirect holding)	Australia	Tea	100%
Stansand (Africa) Limited (indirect holding)	Kenya	Tea	100%
Stansand (Central Africa) Limited (indirect holding)	Malawi	Tea	100%
Tata Global Beverages Polska Sp z o o (indirect holding)	Poland	Tea	100%
Tetley ACI (Bangladesh) Limited (indirect holding)	Bangladesh	Tea	50%
Tetley Clover (Private) Limited (indirect holding)	Pakistan	Tea	50%
Tata Global Beverages Czech Republic a s (indirect holding)	Czech Republic	Tea	100%
Joekels Tea packers (Proprietary) Ltd (indirect holding)	South Africa	Tea	51.7%

# Tata Global Beverages Holdings Limited

## Notes to the financial statements (continued)

The directors believe that the carrying value of the investments do not require any impairment

### 6 Debtors - amounts falling due after more than one year

	31 March 2013 £'000	31 March 2012 £'000
Amounts owed by group undertakings	11,221	11,221

### 7 Creditors - amounts falling due after more than one year

	31 March 2013 £'000	31 March 2012 £'000
Amounts owed to group undertakings	14,984	29,984

Amounts owed to group undertakings include £11,984,000 (2012 £26,984,000) owed to Tata Global Beverages Services Limited and £3,000,000 (2012 £3,000,000) owed to Tata Global Beverages Overseas Holdings Limited. Each loan is repayable on demand of the lenders and are subject to nil interest rates. Both lenders have indicated to the company that they will not require repayment of the loan, in the normal course of the events, until at least twelve months from the date that these financial statements were approved. The borrowings have, therefore, been treated as payable after more than one year from the balance sheet date.

### 8 Called up share capital

		31 March 2013 £'000	31 March 2012 £'000
<b>Authorised</b>			
Ordinary shares of £1 each	202 (2012: 202)	-	-
<b>Allotted, called up and fully paid</b>			
Ordinary shares of £1 each	202 (2012: 202)	-	-

# Tata Global Beverages Holdings Limited

## Notes to the financial statements (continued)

### 9 Reserves

	Share premium account £'000	Profit and loss account £'000
At 1 April 2012	174,294	(14,763)
Retained profit for the financial year (note 10)		15,000
<b>At 31 March 2013</b>	<b>174,294</b>	<b>237</b>

### 10 Reconciliation of movements in shareholders' funds

	Year ended 2013 £'000	Year ended 2012 £'000
At 1 April	159,531	159,531
Profit / result for the financial year	20,000	-
Dividends	(5,000)	-
<b>At 31 March</b>	<b>174,531</b>	<b>159,531</b>

### 11 Parent company

The immediate parent undertaking and the smallest parent company to include the company's results in its consolidated financial statements is Tata Global Beverages Group Limited, a company incorporated in the United Kingdom. Copies of that company's financial statements may be obtained 325 Oldfield Lane North, Greenford, Middlesex, UB6 0AZ. The largest company to consolidate the company's results and the company's ultimate parent undertaking is Tata Global Beverages Limited, a company registered in India. The consolidated financial statements of Tata Global Beverages Limited are available from 1 Bishop Lefroy Road, Kolkata, India.