

3278093

EDEN PROJECT LIMITED

Report and Accounts

31 March 2001

 ERNST & YOUNG



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COMPANIES HOUSE

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Eden Project Limited

Registered No: 3278093

DIRECTORS

Non Executive Chairman

K L Hill

Non Executive Directors

J M Ball (removed by shareholder assent on 5 June 2000)

C McAlpine

D McCormick

Sir J R W R Carew Pole (resigned 5 June 2001)

Dr A Stanhope

P D Hardaker

J R Sandbrook

Executive Directors

T B Smit - Chief Executive Officer

Mrs S G Coley - Managing Director

P McMillan Browse (resigned 2 October 2001)

P Thoday (resigned 9 September 2000)

Sir G T Prance (resigned 2 October 2001)

P N J Hampel (resigned 2 October 2001)

D Meneer

COMPANY SECRETARY

Mrs S G Coley

AUDITORS

Ernst & Young LLP

Broadwalk House

Southernhay West

Exeter

EX1 1LF

REGISTERED OFFICE

Bodelva

Par

Cornwall

PL24 2SG

Eden Project Limited

DIRECTORS' REPORT

The directors present their report and accounts for the year ended 31 March 2001.

RESULTS AND DIVIDENDS

The deficit for the period, after taxation, amounted to £65,945. The directors do not recommend the payment of a dividend.

PRINCIPAL ACTIVITY

The principal activity of the company is the development of the Eden Project - one of the UK's top landmark projects created to tell the story of man's relationship with plants. The company is wholly owned by the Eden Trust a non-profit making charitable scientific organisation for the 21st Century with a commitment to communicate with the public through entertainment, education and involvement. The activities of the Eden Trust currently relate solely to the development of the Eden Project.

The initial activity is the construction of a global garden based in Cornwall. Full opening of this major capital project took place in 2001.

REVIEW OF THE BUSINESS

During the period the main construction programme has progressed well with the Project opening in full to the public, on time and on budget on 17 March 2001. The initial response has been very positive with over 1.6 million visitors to date.

The grant funding from the Millennium Commission received by the Trust has been passed on to the company by way of an interest free loan in order to deliver the project. The Trust has confirmed its continuing support which has enabled the accounts to be prepared on a going concern basis. In the previous period the Trust and the company have secured additional matched funding including a finance lease and bank loan. This has enabled the project to reach financial close on the current phase of capital development. Further fundraising continues.

It will be noted that the company made a loss of £65,945 in the current year. This is after bearing a depreciation charge of £293,616 and a deferred income credit of £33,585. On consolidation of these accounts, restricted reserves have been reduced by £260,031 and have been transferred to unrestricted reserves to reflect the amortisation of fund balances within the group.

DIRECTORS AND THEIR INTERESTS

The directors have no interest in the share capital of the company requiring disclosure under the Companies Act 1985.

SHARE CAPITAL

Upon incorporation the company's two subscriber shares were transferred to the four Trustees of the Eden Trust to hold the shares on behalf of the Trust. Six 'B' Shares were issued to R B Leasing (Eden) Limited in March 2000. 'B' shares restrict the rights of the holders of these shares to participate in the profits of the company.

DIRECTORS' REPORT

DIRECTORS' RESPONSIBILITIES FOR THE ACCOUNTS

Company law requires the directors to prepare accounts for each financial year which 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 those accounts, the directors are required to:

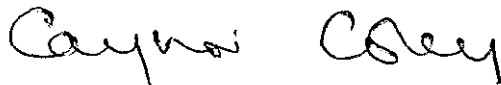
- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent; and
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and which enable them to ensure that the accounts comply with the Companies Act 1985. 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.

AUDITORS

On 28 June 2001, Ernst & Young, the company's auditor, transferred its entire business to Ernst & Young LLP, a limited liability partnership incorporated under the Limited Liability Partnerships Act 2000. The directors consented to treating the appointment of Ernst & Young as extending to Ernst & Young LLP with effect from 28 June 2001. A resolution to re-appoint Ernst & Young LLP as the company's auditor will be put to the forthcoming Annual General Meeting.

By order of the board



Mrs S G Coley
Company Secretary

25.1.2002

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF EDEN PROJECT LIMITED

We have audited the company's financial statements for the year ended 31 March 2001 which comprise the Profit and Loss Account, Balance Sheet, Statement of Total Recognised Gains and Losses and the related notes 1 to 25. These financial statements have been prepared on the basis of the accounting policies set out therein.

Respective responsibilities of directors and auditors

As described in the Statement of Directors' Responsibilities the company's directors are responsible for the preparation of the financial statements in accordance with applicable United Kingdom law and accounting standards.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the Directors' Report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the company is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

We conducted our audit in accordance with United Kingdom Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion the financial statements give a true and fair view of the state of affairs of the company as at 31 March 2001 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Ernst & Young LLP
Registered Auditor
Exeter
Date

Ernst & Young LLP

28 January 2002

Eden Project Limited

PROFIT AND LOSS ACCOUNT for the year ended 31 March 2001

	Year ended 31.3.01 £	16 Month period ended 31.3.00 £
Notes		
TURNOVER	3,560,168	-
Cost of sales	(2,290,314)	-
GROSS PROFIT	1,269,854	-
OPERATING EXPENSES		
Administrative expenses	(726,147)	(662,169)
Other operating income	2 147,875	552,003
OPERATING PROFIT/(LOSS)	3 691,582	(110,166)
Interest receivable	118,175	140,268
Interest payable and similar charges	6 (875,702)	(900)
(LOSS)/PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	(65,945)	29,202
Taxation	-	28,000
RETAINED (LOSS)/PROFIT	17 (65,945)	1,202
PROFIT AND LOSS ACCOUNT BALANCE AT 1 APRIL 2000	(19,978)	(21,180)
PROFIT AND LOSS ACCOUNT BALANCE AT 31 MARCH 2001	(85,923)	(19,978)

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES

There are no recognised gains and losses other than the loss attributable to shareholders of the company of £65,945 in the year ended 31 March 2001 and the profit of £1,202 in the period ended 31 March 2000.

Eden Project Limited

BALANCE SHEET

at 31 March 2001

	Notes	2001 £	2000 £
FIXED ASSETS			
Tangible assets	8	75,955,535	46,229,940
Investments	9	36,220,586	15,001,328
		<u>112,176,121</u>	<u>61,231,268</u>
CURRENT ASSETS			
Stocks	10	153,772	-
Debtors	11	707,530	2,033,457
Cash at bank and in hand		2,083,791	6,850,514
		<u>2,945,093</u>	<u>8,883,971</u>
CREDITORS: amounts falling due within one year	12	(43,962,963)	(33,341,844)
NET CURRENT LIABILITIES		<u>(41,017,870)</u>	<u>(24,457,873)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		71,158,251	36,773,395
CREDITORS: amounts falling due after more than one year	13	(55,559,616)	(24,965,811)
ACCRUALS AND DEFERRED INCOME	15	(15,684,550)	(11,827,554)
		<u>(85,915)</u>	<u>(19,970)</u>
CAPITAL AND RESERVES			
Called up share capital - equity	16	8	8
Profit and loss account	17	(85,923)	(19,978)
TOTAL SHAREHOLDERS' FUNDS	17	<u>(85,915)</u>	<u>(19,970)</u>

K L Hill - Chairman
T B Smit - Chief Executive Officer

23.1.2002

NOTES TO THE ACCOUNTS

31 March 2001

1 ACCOUNTING POLICIES

Fundamental Accounting Concept

The company is dependent on continuing finance being made available by its parent undertaking, the Eden Trust, to enable it to continue operating and to meet its liabilities as they fall due.

The parent undertaking is obliged to pass on to the company funds received for the specific purpose of constructing and delivering its major capital project (the Eden Project). It has also agreed not to recall the amounts advanced to the company which, at 31 March 2001, amounted to £38,227,964, in preference to third party creditors.

The directors believe that it is therefore appropriate to prepare the accounts on a going concern basis.

Accounting convention

The accounts are prepared under the historical cost convention.

Depreciation

Depreciation of fixed assets is calculated to write off their cost or valuation less any residual value over their estimated useful lives. This has been provided at the following rates:

Biomes	- straight line over 18 years
Buildings and infrastructure	- straight line over 18 years
Plant and machinery	- straight line between 5 to 10 years
Computer equipment	- straight line over 3 years

Assets under construction had not previously been depreciated; an appropriate depreciation policy has been adopted upon completion.

Stocks

Stocks are stated at the lower of cost and net realisable value.

Funding

Grants and donations in respect of capital expenditure are included in deferred income, as shown in note 15 and released to the profit and loss account over the useful lives of the assets once they are brought into use. Grants and donations of a revenue nature are credited to income in the period to which they relate.

Deferred taxation

Deferred taxation is provided using the liability method on all timing differences which are expected to crystallise in the foreseeable future.

Capitalisation of interest

Interest on loan finance in relation to the project is capitalised as Tangible Fixed Assets (note 8) and is written off over the useful life of the assets to which it relates.

Turnover

Turnover, which is stated net of value added tax, is attributable to the operating activities of the Eden Project, including admission fees, retail and catering.

2 OTHER OPERATING INCOME

Other operating income arising during the period relates to grants and donations that have been accounted for in accordance with the accounting policy in note 1.

Eden Project Limited

NOTES TO THE ACCOUNTS

31 March 2001

3 OPERATING LOSS

This is stated after charging/(crediting):

	Year ended 31.3.01	16 Month period ended 31.3.00
	£	£
Auditors' remuneration	14,595	5,000
Depreciation	293,616	-
Operating lease rentals - plant & machinery	18,760	9,719
- land & buildings	25,000	25,000
Other operating income - grants and donations	(31,956)	(550,715)
Release of deferred income	(33,585)	-
	<u> </u>	<u> </u>

4 DIRECTORS' EMOLUMENTS

	Year ended 31.3.01	16 Month period ended 31.3.00
	£	£
Emoluments	303,227	313,552
Company contributions to pension scheme	7,778	25,702
	<u> </u>	<u> </u>

Included in directors' emoluments is an amount of £100,537 paid to Mr T B Smit, the highest paid director with pension contributions of £Nil, by virtue of his employment as an executive director.

5 STAFF COSTS

	Year ended 31.3.01	16 Month period ended 31.3.00
	£	£
Wages and salaries	2,012,768	964,726
Social security costs	170,883	91,355
	<u> </u>	<u> </u>
	2,183,651	1,056,081
	<u> </u>	<u> </u>

Staff costs relating directly to the capital project development are capitalised as assets under construction (see note 8). Staff costs of £956,825 relating to operations are taken to the profit and loss account.

The average monthly number of employees during the year was as follows:

	Year ended 31.3.01	16 Month period ended 31.3.00
	No.	No.
Administration	28	23
Technical support	19	8
Nursery production	24	18
Operations	71	-
	<u> </u>	<u> </u>
	142	49
	<u> </u>	<u> </u>

Eden Project Limited

NOTES TO THE ACCOUNTS

31 March 2001

6 INTEREST PAYABLE AND SIMILAR CHARGES

	Year ended 31.3.01	16 Month period ended 31.3.00
	£	£
Bank overdrafts	746	-
Other loans	874,956	900
	<u>875,702</u>	<u>900</u>

7 TAX ON PROFIT ON ORDINARY ACTIVITIES

	Year ended 31.3.01	16 Month period ended 31.3.00
	£	£
Corporation tax	-	28,000

8 TANGIBLE FIXED ASSETS

	Assets in the course of construction £	Buildings and infrastructure £	Biomes £	Plant and machinery £	Computer equipment £	Total £
Cost						
At 1 April 2000	46,229,940	-	-	-	-	46,229,940
Additions and re-analysis	(46,229,940)	46,930,861	19,818,810	9,202,359	297,121	30,019,211
At 31 March 2001	-	46,930,861	19,818,810	9,202,359	297,121	76,249,151
Depreciation						
At 1 April 2000	-	-	-	-	-	-
Charge for the year	-	100,280	42,348	51,948	99,040	293,616
At 31 March 2001	-	100,280	42,348	51,948	99,040	293,616
Net book value						
At 31 March 2001	-	46,830,581	19,776,462	9,150,411	198,081	75,955,535
At 31 March 2000	46,229,940	-	-	-	-	46,229,940

Eden Project Limited

NOTES TO THE ACCOUNTS

31 March 2001

8 TANGIBLE FIXED ASSETS (continued)

The main capital development is taking place at Bodelva, St Austell. The Eden Trust beneficially owns this site. Legal ownership rests with Eden Property (Cornwall) Company Limited, a related company. See also Note 22 'Financing Transactions'. Loan interest capitalised during the year in relation to the Project, and included above, amounted to £365,276.

With the Project opening in full to the public, fixed assets previously disclosed as 'assets in the course of construction' have been re-analysed over the appropriate fixed asset category. Depreciation on buildings and infrastructure, biomes and plant and machinery has been charged from the date of opening (17 March 2001).

9 INVESTMENTS

	<i>Subsidiary undertaking</i>	<i>Bank deposit</i>	<i>Total</i>
	£	£	£
Cost:			
At 1 April 2000	1	15,001,327	15,001,328
Additions	-	21,219,258	21,219,258
At 31 March 2001	1	36,220,585	36,220,586

Under the financing transactions (see Note 22), the company is required to place amounts on deposit, as shown above, as security for the lease payments.

Subsidiary Undertaking

<i>Name of Company</i>	<i>Holding</i>	<i>Proportion of voting rights and shares held</i>	<i>Nature of business</i>
Eden Project (OA) Limited	1	100%	Dormant

10 STOCKS

	<i>2001</i>	<i>2000</i>
	£	£
Goods for resale	153,772	-

The replacement cost of stocks is not considered to be materially different from that shown in the balance sheet.

11 DEBTORS

	<i>2001</i>	<i>2000</i>
	£	£
Amounts falling due within one year:		
Trade debtors	79,323	-
Other debtors	487,049	1,425,918
Prepayments and accrued income	112,729	607,539
Taxation recoverable	28,429	-
	707,530	2,033,457

Eden Project Limited

NOTES TO THE ACCOUNTS

31 March 2001

12 CREDITORS: amounts falling due within one year:

	2001 £	2000 £
Trade creditors	2,290,656	1,071,205
Bank and other loans	300,000	-
Other creditors	-	853,666
Amounts owed to group undertakings	38,227,964	26,066,494
Corporation tax	-	28,000
Taxation and social security	98,037	2,234,897
Accruals and deferred income	3,046,306	3,087,582
	<u>43,962,963</u>	<u>33,341,844</u>

Amounts owed to group undertakings:

	2001 £	2000 £
Grants received by the Eden Trust and passed to the company by way of interest free loan	38,206,703	26,053,994
Current account balance	21,261	12,500
	<u>38,227,964</u>	<u>26,066,494</u>

13 CREDITORS: amounts falling due after more than one year:

	2001 £	2000 £
Other Loans (see note 14)	15,700,000	5,500,000
Finance Lease (see note 22)	39,859,616	19,465,811
	<u>55,559,616</u>	<u>24,965,811</u>

Eden Project Limited

NOTES TO THE ACCOUNTS

31 March 2001

14 LOANS

	2001 £	2000 £
Not wholly repayable within five years:		
£1,500,000 loan at 2.5% above LIBOR repayable £300,000 on 31 January 2004, £500,000 on 31 January 2005 and £700,000 on 31 January 2006	1,500,000	1,500,000
£1,000,000 loan at 0.55% above LIBOR repayable 2 July 2009	1,000,000	1,000,000
£3,000,000 loan at 6% repayable in ten annual instalments of £300,000 commencing 1 October 2001	3,000,000	3,000,000
£10,500,000 loan at 3% above LIBOR plus MLA repayable in ten annual instalments commencing 31 October 2002. The initial instalment of £750,00 is incremented each year by £100,000	10,500,000	-
	16,000,000	5,500,000
Less: included in creditors falling due within one year	300,000	-
	15,700,000	5,500,000
	2001 £	2000 £
Amounts repayable:		
In less than one year	300,000	-
In 2-5 years	6,300,000	2,900,000
In more than 5 years	9,400,000	2,600,000
	16,000,000	5,500,000

15 ACCRUALS AND DEFERRED INCOME

	2001 £	2000 £
Deferred grants:		
Balance as at 1 April 2000	11,827,554	591,236
Received during the period	3,890,581	11,236,318
Released during the period	(33,585)	-
Balance as at 31 March 2001	15,684,550	11,827,554

Eden Project Limited

NOTES TO THE ACCOUNTS

31 March 2001

16 SHARE CAPITAL

	<i>Authorised</i>		<i>Allotted, called up and fully paid</i>	
	<i>2001</i>	<i>2000</i>	<i>2001</i>	<i>2000</i>
	<i>£</i>	<i>£</i>	<i>£</i>	<i>£</i>
Ordinary 'A' shares of £1 each	1,000	1,000	2	2
Ordinary 'B' shares of £1 each	1,000	1,000	6	6

- (a) The profits of the company available for dividends and resolved to be distributed in respect of each financial year or other period of the company up to any amount of one million pounds (£1,000,000) shall be applied in the payment of dividends solely to the holders of Ordinary Class 'A' shares and the balance (if any) of such profits shall be distributed by way of dividend in the ratio of one pence (1p) per Ordinary Class 'B' share for every ten thousand pounds (£10,000) distributed by way of dividend for each Ordinary Class 'A' share.
- (b) On a return of capital on a winding up or otherwise the surplus assets of the company remaining after payment of its liabilities shall be applied first in rateable repayment to the holders of the Ordinary Class 'A' shares and the Ordinary Class 'B' shares of the amount paid up on each share held by them. The balance of the assets of the company shall be distributed between the Ordinary Class 'A' shareholders and the Ordinary Class 'B' shareholders such that the Ordinary Class 'B' shareholders have the right to receive one pence (1p) for every ten thousand pounds (£10,000) distributed to the Ordinary Class 'A' shareholders.

17 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	<i>Share Capital</i>	<i>Profit and Loss Account</i>	<i>Total Shareholders Funds</i>
	<i>£</i>	<i>£</i>	<i>£</i>
At 1 December 1998	2	(21,180)	(21,178)
Profit for the period	-	1,202	1,202
Shares issued	6	-	6
As at 1 April 2000	8	(19,978)	(19,970)
Loss for the year	-	(65,945)	(65,945)
As at 31 March 2001	8	(85,923)	(85,915)

18 CAPITAL COMMITMENTS

Amounts contracted but not provided in the accounts amounted to £1.8 million (2000 - £22.4 million).

Eden Project Limited

NOTES TO THE ACCOUNTS

31 March 2001

19 FINANCIAL COMMITMENTS

At 31 March 2001 the company had annual commitments under non-cancellable operating leases as set out below:

	<i>Land and Buildings</i>		<i>Other</i>	
	<i>2001</i>	<i>2000</i>	<i>2001</i>	<i>2000</i>
	£	£	£	£
In one year	-	-	27,391	12,067
In two to five years	25,000	25,000	-	-
	=====	=====	=====	=====

20 TRANSACTIONS WITH DIRECTORS

The following amounts were paid or are due to past and present directors of the company for services carried out during the period, other than in their capacity as directors of the company.

		<i>Balance due</i>		
		<i>Fees</i>	<i>Expenses</i>	<i>at 31 March</i>
				<i>2001</i>
		£	£	£
P McMillan Browse	- horticultural consultant	45,000	1,348	3,750
P Thoday	- horticultural consultant	27,950	4,981	1,200
Sir G Prance	- scientific consultant	6,800	17	600
		=====	=====	=====

Eden Project Limited

NOTES TO THE ACCOUNTS

31 March 2001

21 RELATED PARTIES

T B Smit is a director of Heligan Gardens Limited, the owner and operator of The Lost Gardens of Heligan, which is a horticultural attraction situated at Pentewan, Cornwall. This entity has provided ongoing support to Eden Project Limited during the feasibility and implementation of the Eden Project. During the year the amounts paid or payable to Heligan Gardens Limited for services rendered amounted to £16,367. Mr Smit is also a Director of Kneehigh Theatre who have provided training facilities and services to The Eden Project. Amounts paid or payable to Kneehigh Theatre amounted to £13,325 in the year.

P McMillan Browse is employed as a horticultural consultant by Heligan Gardens Limited and is remunerated by Heligan Gardens Limited accordingly.

During the last financial period, the company entered into a guaranteed maximum price contract with McAlpine Joint Venture Eden Project Limited for £54.7m. D McCormick and C McAlpine are executive directors of Alfred McAlpine Limited and Sir Robert McAlpine Limited respectively, the parties to McAlpine Joint Venture Eden Project Limited and as such have a material interest in this contract. The award of the contract was subject to open tender.

T B Smit and S G Coley, directors of the company, are also directors of Eden Project (OA) Limited, a subsidiary company of Eden Project Limited and Eden Project (Trading) Limited, a subsidiary company of the Eden Trust.

During the year grants and donations were received by the Eden Trust, for the sole purpose of development of the Eden Project and as such were passed on to the company. (Refer to note 12 amounts owned to group undertakings).

The main capital development is taking place at Bodelva, St Austell. The Eden Trust beneficially owns this site. Legal ownership rests with Eden Property (Cornwall) Company Limited, a related company. Under a five year lease granted to the company on 1 October 1998, by Eden Property (Cornwall) Company Limited, rent of £25,000 per annum is payable.

NOTES TO THE ACCOUNTS

31 March 2001

22 FINANCING TRANSACTIONS

During the period ended 31 March 2000 the company entered into a lease and leaseback arrangement with Royal Bank Leasing in respect of leased land and assets in the course of construction. Royal Bank Leasing is also financing part of the ongoing construction costs of the project.

Under Financial Reporting Standard No. 5 the accounts show the substance of this transaction and consequently, all costs of construction, including the construction financed by Royal Bank Leasing, were included in 'Tangible Fixed Assets - Assets Under Construction'. In the year ended 31 March 2001 with the Project opening in full to the public these costs have been re-analysed over the appropriate fixed asset category. Amounts financed by Royal Bank Leasing are included in 'Creditors falling due after more than one year - finance lease'.

The company is placing certain amounts on deposit as security for the above arrangement and to finance the option agreement (see below) and these are shown as 'Investments' (note 9).

The company has also entered into an option agreement with Royal Bank Leasing to grant an overriding lease to a group company in 2011 for £45 million.

The amounts shown under finance lease (note 13) are wholly due after five years. The net book value of assets financed by the above arrangement as at 31 March 2001 was £38,960,446.

23 CONTINGENT LIABILITY

In October 2000 the company, jointly with the Eden Trust, was served with proceedings commenced by one of the co-founders of the Project, Jonathan Ball, for damages arising out of alleged breaches of contract and the ownership of intellectual property rights.

On the basis of legal advice taken, the Directors are confident that the remaining aspect of the claim will be defended successfully and that there will be no material loss. Accordingly, no provision has been made in these accounts.

24 CASH FLOW STATEMENT

The company has not prepared a cash flow statement on the grounds that it is a wholly owned subsidiary undertaking of a parent undertaking established under the law of a member state of the European Community. The parent has prepared a consolidated cash flow statement complying with FRS 1 (Revised).

25 ULTIMATE PARENT UNDERTAKING

The company's ultimate holding entity at the balance sheet date was the Eden Trust, a trust formed in England, registered charity number 1052127. It has included the company in its group accounts, copies of which are available from its registered office: Watering Lane Nursery, Porthpean Road, Pentewan, St Austell, PL26 6BE.