

Company Registration No. 03636168

NOBLE FOODS LIMITED

Annual Report and Financial Statements

52 week period ended 28 September 2018



NOBLE FOODS LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS 2018

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NOBLE FOODS LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS 2018

OFFICERS AND PROFESSIONAL ADVISERS

DIRECTORS

D Burnett
J Gildersleeve

REGISTERED OFFICE

Cotswold Farm
Standlake
Witney
Oxfordshire
OX29 7RB

BANKERS

Lloyds Bank plc
PO Box 112
Canons House
Canons Way
Bristol
BS99 7LB

Coöperatieve Rabobank U.A
Trading as Rabobank London
Thames Court
One Queenhithe
London
EC4V 3RL

SOLICITORS

Lyons Davidson
Victoria House
51 Victoria Street
Bristol
BS1 6AD

AUDITOR

Deloitte LLP
Statutory Auditor
Birmingham
UK

NOBLE FOODS LIMITED

STRATEGIC REPORT

The directors present their strategic report for the 52 week period ended 28 September 2018.

PRINCIPAL ACTIVITIES

The core activities of the Company are the production and sale of shell eggs predominantly in the UK.

REVIEW OF THE BUSINESS

The directors are pleased with the results for the year. The after tax profits of £7.2m (2017: £3.4m) on turnover of £317.5m (2017: £305.3m) are as expected, the improvement in profit being largely attributable to a more stable egg market in the USA. The company has net assets of £70.6m (2017: £66.8m). The market place in which the company operates continues to be challenging.

There is continuing competitive pressure which always drives us to reducing our costs and improving our efficiencies.

The Company has committed banking facilities in place until 2020.

KEY PERFORMANCE INDICATORS (KPI's)

The directors consider earnings before interest, taxation, depreciation and amortisation (EBITDA) to be the core KPI of the business. EBITDA for the year is £17.7m (2017: £10.9m).

PRINCIPAL RISKS AND UNCERTAINTIES

The principal risks and uncertainties facing the company are as follows:

- General competitive pressure in the market place.
- Avian influenza outbreaks, if widespread, could be a risk to the company's ability to supply eggs to its customers. The company is however better placed than most of its competitors as the company covers the whole of the UK with its supply base and therefore is likely to benefit from an Avian Influenza outbreak in terms of profits earned.

FUTURE DEVELOPMENTS

The directors expect the general level of activity to remain consistent in the forthcoming year. The directors' focus will be to improve margin and grow profit whilst ensuring the cost base continues to remain appropriate for the business. The directors are actively monitoring the impacts that Brexit may have upon the Company. However given the Company is predominantly UK based with a well-established workforce, the directors don't believe there will be significant supply chain, workforce or other issues for the Company as a consequence of Brexit.

On behalf of the Board



D Burnett
Director

Date 25/01/2019

NOBLE FOODS LIMITED

DIRECTORS' REPORT

The directors present their annual report on the affairs of the Company, together with the financial statements and auditor's report for the 52 week period ended 28 September 2018.

BUSINESS REVIEW AND FUTURE DEVELOPMENTS

A review of the Company and future developments is included in the strategic report on page 2.

DIVIDENDS

Dividends of £5,000,000 (2017: £5,000,000) were paid to the immediate parent company Noble Foods Holdings Limited during the year. No dividends were proposed at the year end (2017: £Nil).

GOING CONCERN

As disclosed on page 14 of the financial statements, the directors consider the company to be a going concern.

DIRECTORS

The directors who served during the year and subsequently, unless otherwise stated, were:

D Burnett
J Gildersleeve

FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's activities expose it to a number of financial risks including cash flow risk, credit risk and liquidity risk.

Cash flow risk

The Company's activities expose it to the risk of changes in interest rates and to fuel prices.

The Company does not hedge its interest rate exposure, but continuously monitors net debt and leverage ratios to ensure exposure is effectively managed.

The Company has entered into cash settled forward contracts in order to manage its exposure to changes in fuel prices.

Credit risk

The Company's principal financial assets are bank balances and trade debtors.

The Company's credit risk is primarily attributable to its trade debtors. The amounts presented in the balance sheet are net of allowances for doubtful receivables. The Company continuously monitors its exposure to credit risk and has minimal levels of doubtful debts.

The credit risk associated with cash at bank is limited because the counterparties are banks with high credit ratings.

The Company has no significant concentration of credit risk, with exposure spread over a large number of counterparties and customers.

Liquidity risk

In order to maintain liquidity to ensure that sufficient funds are available for ongoing operations and future developments, the Company uses a mixture of long-term and short-term debt finance. The Company has debt financing in place until 2020, and has complied with all covenants. See note 16 for further details.

NOBLE FOODS LIMITED

DIRECTORS' REPORT (continued)

DISABLED EMPLOYEES

Applications for employment by disabled persons are always fully considered, bearing in mind the abilities of the applicant concerned. In the event of members of staff becoming disabled every effort is made to ensure that their employment with the Company continues and that appropriate training is arranged. It is the policy of the Company that the training, career development and promotion of disabled persons should, as far as possible, be identical to that of other employees.

EMPLOYEE CONSULTATION

The Company places value on the involvement of its employees and has continued to keep them informed on matters affecting them as employees and on the various factors affecting the performance of the Company. This is achieved through formal and informal meetings and the Company magazine.

AUDITOR

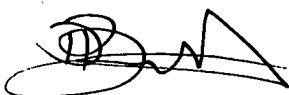
Each of the persons who is a director at the date of approval of this report confirms that:

- So far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- The directors' have taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Deloitte LLP have expressed their willingness to continue in office as auditor and appropriate arrangements are being made for them to be deemed reappointed as auditor in the absence of an Annual General Meeting.

Approved by the Board and signed on its behalf by:



D Burnett
Director

Date: 25/01/2019

DIRECTORS' RESPONSIBILITIES STATEMENT

The directors are responsible for preparing the Annual 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) including FRS102, "The Financial Reporting Standard applicable in the UK and Republic of Ireland". 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 year. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments 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; and
- 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NOBLE FOODS LIMITED

Report on audit of the financial statements

Opinion

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 28 September 2018 and of its profit for the 52 week period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements of Noble Foods Limited (the 'company') which comprise:

- the profit and loss account;
- the statement of comprehensive income;
- the statement of changes in equity;
- the balance sheet;
- the cash flow statement; and
- the related notes 1 to 27.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We are required by ISAs (UK) to report in respect of the following matters where:

- the directors' use of the going concern basis of accounting in preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the Company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

We have nothing to reporting in respect of these matters.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NOBLE FOODS LIMITED (continued)

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in respect of these matters.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors intend to liquidate the parent company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NOBLE FOODS LIMITED

Report on other legal and regulatory requirements

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given the strategic report and the directors' report for the financial period for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in the directors' report.

Matters on which we are required to report by exception

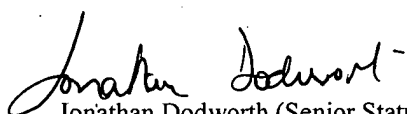
Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

- adequate accounting records have not been kept by the Company, or returns adequate for our audit have not been received from branches not visited by us; or
- the Company 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.

We have nothing to report in respect of these matters.

Use of our report

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.



Jonathan Dodworth (Senior Statutory Auditor)
for and on behalf of Deloitte LLP
Statutory Auditor
Birmingham, UK

25 January 2019

NOBLE FOODS LIMITED

PROFIT AND LOSS ACCOUNT

	Note	52 weeks ended 28 September 2018 £'000	52 weeks ended 29 September 2017 £'000
TURNOVER	3	317,513	305,310
Cost of sales		(277,263)	(264,729)
Gross profit		40,250	40,581
Distribution costs		(17,420)	(22,700)
Administrative expenses		(11,519)	(13,066)
OPERATING PROFIT	4	11,311	4,815
Interest receivable and similar income	6	2,760	2,071
Interest payable and similar charges	6	(4,602)	(4,637)
PROFIT BEFORE TAXATION		9,469	2,249
Taxation of profit	7	(2,247)	1,134
PROFIT FOR THE FINANCIAL YEAR		<u>7,222</u>	<u>3,383</u>

All activities in the current and preceding years relate to continuing activities.

NOBLE FOODS LIMITED

STATEMENT OF COMPREHENSIVE INCOME

	Note	52 weeks 2018 £'000	52 weeks 2017 £'000
Profit for the financial period		7,222	3,383
Actuarial gain net of deferred tax relating to pension scheme	23	1,430	4,929
Foreign exchange movements		(61)	(90)
Gains on revaluation of tangible fixed assets net of deferred tax	17	202	179
Other comprehensive income		<u>1,571</u>	<u>5,018</u>
Total Comprehensive income		<u><u>8,793</u></u>	<u><u>8,401</u></u>

NOBLE FOODS LIMITED

STATEMENT OF CHANGES IN EQUITY

	Called up share capital £'000	Share premium £'000	Reval- uation reserve £'000	Profit and loss account £'000	Total £'000
At 1 October 2016	1,000	2,885	8,642	50,912	63,439
Profit for the financial period	-	-	-	3,383	3,383
Actuarial gain net of deferred tax relating to pension scheme	-	-	-	4,929	4,929
Foreign exchange movements	-	-	-	(90)	(90)
Gains on revaluation of tangible fixed assets net of deferred tax	-	-	179	-	179
Additional depreciation on revalued cost of assets	-	-	(76)	76	-
Total comprehensive income	-	-	103	8,298	8,401
Dividends paid (note 20)	-	-	-	(5,000)	(5,000)
At 29 September 2017	1,000	2,885	8,745	54,210	66,840
Profit for the financial period	-	-	-	7,222	7,222
Actuarial gain net of deferred tax relating to pension scheme	-	-	-	1,430	1,430
Foreign exchange movements	-	-	-	(61)	(61)
Gains on revaluation of tangible assets net of deferred tax	-	-	202	-	202
Additional depreciation on revalued cost of assets	-	-	(70)	70	-
Total comprehensive income	-	-	132	8,661	8,793
Dividends paid (note 20)	-	-	-	(5,000)	(5,000)
At 28 September 2018	1,000	2,885	8,877	57,871	70,633

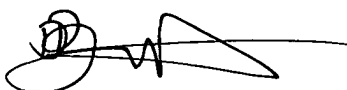
NOBLE FOODS LIMITED

BALANCE SHEET

	Note	28 September 2018 £'000	29 September 2017 £'000
FIXED ASSETS			
Goodwill	8	942	1,050
Other intangible assets	8	1,495	2,635
Tangible assets	9	64,119	68,632
Investments	10	761	761
Pension surplus	23	3,561	1,791
		<u>70,878</u>	<u>74,869</u>
CURRENT ASSETS			
Stocks	12	9,936	10,098
Debtors due within one year	13	148,828	139,098
Cash at bank and in hand		1,108	633
		<u>159,872</u>	<u>149,829</u>
CREDITORS: amounts falling due within one year	14	<u>(33,585)</u>	<u>(32,616)</u>
NET CURRENT ASSETS		<u>126,287</u>	<u>117,213</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		197,165	192,082
CREDITORS: amounts falling due after more than one year	15	(122,444)	(121,205)
Provisions for liabilities	17	<u>(4,088)</u>	<u>(4,037)</u>
NET ASSETS		<u><u>70,633</u></u>	<u><u>66,840</u></u>
CAPITAL AND RESERVES			
Called up share capital	19	1,000	1,000
Share premium		2,885	2,885
Revaluation reserve		8,877	8,745
Profit and loss account		57,871	54,210
SHAREHOLDERS' FUNDS		<u><u>70,633</u></u>	<u><u>66,840</u></u>

The financial statements of Noble Foods Limited registered number 03636168 were approved by the Board of Directors and authorised for issue on **25 JANUARY 2019**

Signed on behalf of the Board of Directors


D Burnett
Director

NOBLE FOODS LIMITED

CASH FLOW STATEMENT

	Note	52 weeks 2018 £'000	52 weeks 2017 £'000
Net cash flows from operating activities	24	9,827	(7,197)
Cash flows from investing activities			
Payments to acquire tangible fixed assets		(1,561)	(877)
Payments to acquire intangible fixed assets		(102)	(2,000)
Receipts from sale of tangible fixed assets		670	688
Purchase of non-controlling interest in subsidiary		-	(75)
Net cash flows from investing activities		(993)	(2,264)
Cash flows from financing activities			
Interest paid		(4,576)	(3,833)
Repayment of borrowings		(268)	(288)
Proceeds from borrowings		1,485	15,500
Dividends paid		(5,000)	(5,000)
Net cash flows from financing activities		(8,359)	6,379
Net increase/(decrease) in cash and cash equivalents		475	(3,082)
Cash at beginning of period		633	3,715
Cash at end of period		1,108	633

There were no cash equivalents at either period end.

NOTES TO THE FINANCIAL STATEMENTS

52 week period ended 28 September 2018

1. ACCOUNTING POLICIES

Noble Foods Limited is a company incorporated in the United Kingdom under the Companies Act. The Company is a private company limited by shares and registered in England and Wales. The address of the Company's registered office is shown on page 1. The financial year represents the 52 weeks ending 28 September 2018 (prior financial year 52 weeks ending 29 September 2017). The Company has taken advantage of Section 390 of the Companies Act 2006 to prepare accounts for a financial period ended 28 September 2018, being within seven days of the accounting reference date..

The financial statements are prepared under the historical cost convention, modified to include the revaluation of certain fixed assets and in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council.

The functional currency of the Company is pounds sterling because that is the currency of the primary economic environment in which the Company operates.

The principal accounting policies are summarised below. They have all been applied consistently throughout the year and preceding year.

Going concern

The financial statements have been prepared on a going concern basis after due consideration of the principal risks and uncertainties as disclosed in the report of the directors, and in accordance with applicable United Kingdom accounting standards. In reaching this conclusion the Board have considered the financial position of the Company including its renewed and extended funding facilities. The Board has undertaken a review of the Company's forecasts and associated risks and sensitivities and have concluded that there is a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future (being at least for the next twelve months from the approval of the financial statements) and accordingly have adopted the going concern basis in preparing the financial statements.

Consolidated accounts

The directors have relied on the exemption from preparing group accounts under section 400 of the Companies Act 2006 as the Company is an intermediate parent undertaking within the Group headed by Noble Foods Group Limited, which prepares consolidated accounts for the Group. The financial statements therefore present information about the Company as an individual undertaking and not about its group.

Turnover

Turnover is recognised when the significant risks and rewards are considered to have transferred to the buyer. Turnover from the sale of goods is recognised when the goods are physically delivered to the customer.

Intangible fixed assets

Intangible assets are amortised on a straight line basis over their life of ten years. Provision is made for any impairment. Amortisation is charged to cost of sales.

Goodwill

Goodwill arising on the acquisition of subsidiary undertakings and businesses, representing any excess of the fair value of the consideration given over the fair value of the identifiable assets and liabilities acquired, is capitalised and written off on a straight line basis over its useful economic life of ten years. Provision is made for any impairment.

NOTES TO THE FINANCIAL STATEMENTS
52 week period ended 28 September 2018

1. ACCOUNTING POLICIES (CONTINUED)

Tangible fixed assets

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

Freehold land is not depreciated. Depreciation has been computed to write off the cost of tangible fixed assets over their expected useful lives. The freehold land and buildings were professionally revalued by Bidwells property consultants on an existing use basis in December 2015. Individual freehold properties are revalued with sufficient regularity to ensure that their carrying amount doesn't differ materially from that which would be determined using fair value at the end of the reporting period. Any surplus or deficit on book value arising from a full valuation is transferred to the revaluation reserve, except that a deficit which is in excess of any previously recognised surplus over depreciated cost relating to the same property, or the reversal of such a deficit, is charged (or credited) to the profit and loss account. A deficit which represents a clear consumption of economic benefits is charged to the profit and loss account regardless of any such previous surplus.

The rates of depreciation are as follows:

Freehold buildings	2-10% per annum
Plant and machinery, fixtures and fittings	2.5-25% per annum

The Company operates certain equipment which are purchased and sold in US Dollars, and which are funded through dollar denominated loans. On the future disposal of these assets, the dollar proceeds will be used to repay the balances remaining on the dollar loans. The Company considers that a natural hedge exists and therefore under Section 30 of FRS102 both the owned equipment and associated loans are re-translated within a branch using the year end exchange rate with the resulting differences being taken to reserves. Associated tax movements are also taken to reserves.

Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument.

Financial assets and liabilities

All financial assets and liabilities are initially measured at transaction price (including transaction costs), except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value, unless the arrangement constitutes a financing transaction. If the arrangement constitutes a financing transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Debt instruments that have no stated interest rate (and do not constitute a financing transaction) and are classified as payable or receivable within one year are initially measured at an undiscounted amount for the cash or other consideration expected to be received, net of impairment.

Financial assets are derecognised when and only when (a) the contractual rights to the cash flows from the financial asset expire or are settled, (b) the Company transfers to another party substantially all the risks and rewards of ownership of the financial asset, or (c) the Company, despite having retained some, but not all, significant risks and rewards of ownership, has transferred control of the asset to another party.

Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

Derivative financial instruments

The Company uses derivative financial instruments to reduce exposure to fuel costs. The Company doesn't hold or issue derivative financial instruments for speculative purposes.

Derivatives are initially recognised at fair value at the date a derivative contract is entered into and are subsequently remeasured to their fair value at each reporting date. The resulting gain or loss is recognised in profit or loss immediately.

NOTES TO THE FINANCIAL STATEMENTS
52 week period ended 28 September 2018

1. ACCOUNTING POLICIES (CONTINUED)

Financial instruments (continued)

Equity instruments

Equity instruments issued by the Company are recorded at the fair value of cash or other resources received or receivable, net of direct issue costs.

Leases and hire purchase contracts

Operating lease rentals are charged to income in equal amounts over the lease term.

Stocks

Stocks are stated at the lower of cost and net realisable value. Cost is assessed on a first in first out basis and in the case of certain processed or partly processed stocks includes attributable overheads. The accumulated costs relating to the raising of livestock (rearing and laying birds) are included in stocks and the cost is spread over the laying lives of the flocks. Provision is made for obsolete stocks.

Taxation

The tax expense represents the sum of the corporation tax currently payable and the deferred tax.

Current tax, including UK corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the Company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that, on the basis of all the available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date that are expected to apply to the reversal of the timing difference. Deferred tax relating to fixed assets that have been revalued is measured using the tax rates and allowances that apply to the sale of the asset.

Where items recognised in other comprehensive income or equity are chargeable to or deductible for tax purposes, the resulting current or deferred tax expense or income is presented in the same component of comprehensive income or equity as the transaction or other event that resulted in the tax expense or income.

Current tax assets and liabilities are offset only when there is a legally enforceable right to set off the amounts and the Company intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

Deferred tax assets and liabilities are offset only if the Company has a legally enforceable right to set off current tax assets against current tax liabilities and the deferred tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
52 week period ended 28 September 2018

1. ACCOUNTING POLICIES (CONTINUED)

Provisions

Provisions are recognised when the Company has a present obligation as a result of a past event, it is probable that the Company will be required to settle that obligation and a reliable estimate can be made of the amount of the obligation.

Impairment of assets

Assets, other than those measured at fair value, are assessed for indicators of impairment at each balance sheet date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss.

Bank borrowings

Interest-bearing bank loans and overdrafts are recorded at the proceeds received, net of direct issue costs. Finance charges, including premiums payable on settlement or redemption and direct issue costs, are accounted for on an accrual basis in the profit and loss account using the effective interest method and are added to the carrying amount of the instrument to the extent that they are not settled in the period in which they arise.

Employee benefits

The net interest cost on the net defined benefit liability is charged to profit or loss and included within finance costs. Remeasurement comprising actuarial gains and losses and the return on scheme assets (excluding amounts included in net interest on the net defined benefit liability) are recognised immediately in other comprehensive income.

Defined benefit schemes are funded, with the assets of the scheme held separately from those of the Company, in separate trustee administered funds. Pension scheme assets are measured at fair value and liabilities are measured on an actuarial basis using the projected unit credit method. The actuarial valuations are obtained at least triennially and are updated at each balance sheet date.

For defined contribution schemes the amount charged to the profit and loss account in respect of pension costs and other post-retirement benefits is the contributions payable in the year. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments in the balance sheet.

Foreign currency

Transactions in foreign currencies are recorded at the rate of exchange at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are reported at the rates of exchange prevailing at that date.

The results of overseas operations are translated at the average rates of exchange during the period and their balance sheets at the rates ruling at the balance sheet date. Exchange differences arising on translation of the opening net assets and results of overseas operations are reported in other comprehensive income and accumulated in equity.

Investments

Investment held as fixed assets are stated at cost less provision for any impairment.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
52 week period ended 28 September 2018

2. CRITICAL ESTIMATES AND JUDGEMENTS

The preparation of financial statements requires the directors to make judgements, estimates and assumptions about the carrying value of assets and liabilities. The nature of estimation means that actual outcomes may differ from these estimates. The judgements that have the most significant effect on the amounts recognised as assets and liabilities are as follows:

Taxation

There are tax transactions and calculations for which judgements need to be made and the ultimate tax determination is uncertain. The Company recognises liabilities for taxation based on estimates of whether taxation will be due. Where the final outcome of these matters is different from the amount recognised, such differences will have an impact on the financial statements in the period such determination is made.

The sources of estimation uncertainty that have the most significant effect on the amounts recognised as assets and liabilities are as follows:

Carrying value of land and buildings

Land and buildings are carried at fair value. A professional firm of chartered surveyors undertakes these valuations on an open market basis (see note 9) on a regular basis. Such valuations require estimates to be made based on current market conditions, and any changes to such conditions will impact the carrying value of land and buildings. Management review the carrying value of land and buildings at each balance sheet date to ensure it continues to materially represent fair value.

Defined benefit pensions

The carrying value of defined benefit pension assets and liabilities depend upon a number of factors that are determined on an actuarial basis using a number of estimates (see note 23), including the discount rate. Other key assumptions are based in part on current market conditions. Any changes in these assumptions will impact the carrying value of the pension asset or liability.

Carrying value of goodwill and intangible assets

Determining whether goodwill and intangible assets are impaired requires an estimation of the value in use of the cash generating units to which the goodwill has been allocated. The value in use calculation requires estimates to be made of the future cash flows expected to arise and a suitable discount rate in order to calculate the present value.

3. TURNOVER

Turnover solely represents amounts derived from the provision of goods and services which fall within the Company's ordinary activities after deduction of trade discounts and value added tax. Over 90% of turnover arises principally in the United Kingdom, and is attributable to the Company's principal activities.

NOBLE FOODS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (Continued) 52 week period ended 28 September 2018

4. OPERATING PROFIT

	2018 £'000	2017 £'000
Operating profit is after charging/(crediting):		
Depreciation of tangible fixed assets:		
- Owned assets	5,067	5,490
Loss/(Profit) on sale of fixed assets	305	(83)
Amortisation of intangible assets	700	560
Impairment of intangible assets	650	-
Rentals under operating leases		
- Hire of plant and machinery	463	452
- Other operating leases	493	505
Auditor's remuneration		
- Audit fees	118	103
- Other services provided by auditors	84	174
	<u> </u>	<u> </u>

Auditor's remuneration for audit fees represents fees payable to the Company's auditor for the audit of the Company's financial statements.

The non-audit services in the current and prior year are services in respect of taxation.

5. INFORMATION REGARDING DIRECTORS AND EMPLOYEES

	2018 £'000	2017 £'000
Directors' emoluments		
Emoluments	1,274	1,212
Pension contributions	-	15
Compensation for loss of office	-	326
	<u> </u>	<u> </u>
	1,274	1,553

The remuneration of the highest paid director during the year was £1,052,000 (2017: £946,000) of which £508,000 (2017: £451,000) were accrued benefits in connection with incentives linked to long term business performance. Contributions due to pension schemes in the period in respect of the highest paid director were nil (2017: £2,000).

NOBLE FOODS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (Continued) 52 week period ended 28 September 2018

5. INFORMATION REGARDING DIRECTORS AND EMPLOYEES (CONTINUED)

	2018 Number	2017 Number
Average number of persons employed (including directors)		
Production	644	625
Sales and distribution	28	24
Administration	42	45
	<u>714</u>	<u>694</u>
	£'000	£'000
Staff costs during the period (including directors)		
Wages and salaries	21,517	20,629
Social security costs	2,169	2,003
Pension costs	445	404
	<u>24,131</u>	<u>23,036</u>

None of the directors (2017: none) are members of the defined benefit pension scheme.

6. INTEREST

	2018 £'000	2017 £'000
a) Interest receivable and similar income		
Group interest bearing loans	2,572	2,071
Net return on pension scheme	47	-
Exchange gains on foreign currency amounts due from Group undertakings	117	-
Other interest receivable	24	-
	<u>2,760</u>	<u>2,071</u>
b) Interest payable and similar charges		
Bank loan and invoice financing interest	4,602	3,833
Group interest bearing loans	-	91
Net charge on pension scheme	-	91
Exchange losses on foreign currency amounts due from Group undertakings	-	622
	<u>4,602</u>	<u>4,637</u>

NOTES TO THE FINANCIAL STATEMENTS (Continued)
52 week period ended 28 September 2018

7. TAX (CREDIT)/CHARGE ON PROFIT

	2018	2017
	£'000	£'000
a) Analysis of charge/(credit) in the period		
Current tax		
United Kingdom corporation tax charge for the period	1,968	796
Adjustments in respect of prior periods	319	(741)
	<u>2,287</u>	<u>55</u>
Deferred tax		
Origination and reversal of timing differences	(159)	(225)
Adjustments in respect of prior periods	119	(964)
	<u>2,247</u>	<u>(1,134)</u>

b) Factors affecting the tax charge/(credit) for the period

The standard rate of tax for the period, based on the UK standard rate of corporation tax, is 19% (2017: 19.5%). The actual tax charge/(credit) for the period is different from that resulting from applying the standard rate for the reasons set out in the following reconciliation:

	2018	2017
	£'000	£'000
Profit before tax	9,469	2,249
Tax on profit at standard rate	1,799	439
Effects of:		
Expenses not deductible for tax purposes	696	473
Non-taxable income	-	(17)
Group relief not paid for	(686)	(324)
Prior period adjustments	438	(1,705)
Tax for the year (note 7a)	<u>2,247</u>	<u>(1,134)</u>

The tax effect of items within other comprehensive income is as follows:

	2018	2017
	£'000	£'000
Deferred tax on defined benefit pension schemes	(293)	(993)
Deferred tax on revaluation of tangible fixed assets	202	179
	<u>(91)</u>	<u>(814)</u>

NOTES TO THE FINANCIAL STATEMENTS (Continued)
52 week period ended 28 September 2018

7. TAX CHARGE/(CREDIT) ON PROFIT (CONTINUED)

c) Change in tax rates

As part of the Finance Bill 2016, the Government stated its intention to reduce the main corporation tax rate, to 17% effective 1 April 2020. As these tax rates were substantively enacted at the balance sheet date, the relevant rate reductions have been reflected in the calculation of deferred tax.

8. INTANGIBLE FIXED ASSETS

	Other intangible assets £'000	Goodwill £'000	Total £'000
Cost			
At 30 September 2017	15,542	5,328	20,870
Additions	102	-	102
	<hr/>	<hr/>	<hr/>
At 28 September 2018	15,644	5,328	20,972
	<hr/>	<hr/>	<hr/>
Amortisation			
At 30 September 2017	12,907	4,278	17,185
Charge for the period	592	108	700
Impairment charge	650	-	650
	<hr/>	<hr/>	<hr/>
At 28 September 2018	14,149	4,386	18,535
	<hr/>	<hr/>	<hr/>
Net book value			
At 28 September 2018	1,495	942	2,437
	<hr/>	<hr/>	<hr/>
At 29 September 2017	2,635	1,050	3,685
	<hr/>	<hr/>	<hr/>

The Company's intangible assets are comprised of livestock breeding licences and supply agreements. An impairment charge of £650,000 (2017: £Nil) has been recognised in respect of a breeding licence which has not given rise to income streams of the level originally anticipated.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
52 week period ended 28 September 2018

9. TANGIBLE FIXED ASSETS

	Freehold land and buildings £'000	Plant, machinery, fixtures and fittings £'000	Total £'000
Cost or valuation			
At 30 September 2017	48,249	59,260	107,509
Additions	176	1,385	1,561
Disposals	(976)	(57)	(1,033)
Foreign exchange adjustments	-	(32)	(32)
At 28 September 2018	<u>47,449</u>	<u>60,556</u>	<u>108,005</u>
Accumulated depreciation			
At 30 September 2017	1,605	37,272	38,877
Charge for the period	837	4,230	5,067
Disposals	(7)	(51)	(58)
At 28 September 2018	<u>2,435</u>	<u>41,451</u>	<u>43,886</u>
Net book value			
At 28 September 2018	<u>45,014</u>	<u>19,105</u>	<u>64,119</u>
At 29 September 2017	<u>46,644</u>	<u>21,988</u>	<u>68,632</u>

Included in the total for land and buildings is an amount of £7,547,000 (2017: £8,099,000) relating to land that is not being depreciated.

Land and buildings were independently valued by Bidwells Property Consultants, a professional firm of chartered surveyors, on an open market basis at 22 December 2015. Subsequent additions have been recorded at cost. The comparative method of valuation was used as far as possible in arriving at property values, with the main assumption being what constitutes appropriate comparable property.

Tangible fixed assets with a carrying amount of £1,310,809 (2017: £1,701,339) have been pledged to secure borrowings of the Company.

NOBLE FOODS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (Continued) 52 week period ended 28 September 2018

9. TANGIBLE FIXED ASSETS (CONTINUED)

Comparable amounts determined according to the historical cost convention:-

	Freehold land and buildings £'000	Plant, machinery, fixtures and fittings £'000	Total £'000
2018			
Cost	49,266	60,556	109,822
Accumulated depreciation	(19,874)	(41,451)	(61,325)
Net book value 28 September 2018	<u>29,392</u>	<u>19,105</u>	<u>48,497</u>
2017			
Cost	49,988	59,260	109,248
Accumulated depreciation	(19,335)	(37,272)	(56,607)
Net book value 29 September 2017	<u>30,653</u>	<u>21,988</u>	<u>52,641</u>

10. INVESTMENTS

	Other investments £'000	Shares in subsidiary under- takings £'000	Total £'000
Cost			
At 30 September 2017	1	760	761
Additions	-	-	-
At 28 September 2018	<u>1</u>	<u>760</u>	<u>761</u>
Provision for impairment			
At 29 September 2017 and at 28 September 2018	-	-	-
Net Book Value			
At 28 September 2018	<u>1</u>	<u>760</u>	<u>761</u>
At 29 September 2017	<u>1</u>	<u>760</u>	<u>761</u>

NOTES TO THE FINANCIAL STATEMENTS (Continued)
52 week period ended 28 September 2018

10. INVESTMENTS (CONTINUED)

At 28 September 2018 the Company had the following investments in subsidiary undertakings:

Company	Nature of Business	Country of operation/ Incorporation	Share capital	Ordinary shares %
Noble Egg Limited	Dormant	United Kingdom	1 ordinary share of £1	100
Noble Foods Inc	Eggs	United States of America	1,000 ordinary shares of \$0.01	100
Noble Foods International Limited	Dormant	United Kingdom	750,000 A ordinary shares of £1	100
Goldenlay Foods Limited	Dormant	United Kingdom	10,000 ordinary shares of £1	100

Noble Egg Limited, Noble Foods International Limited and Goldenlay Foods Limited are all registered at Cotswold Farm, Standlake, Witney, Oxfordshire, England, OX29 7RB.

Noble Foods Inc is registered at 160 Greentree Drive, Suite 101, Dover, Kent County, Delaware 19904, USA.

11. ACQUISITION OF TRADING ASSETS IN THE PRIOR PERIOD

On 1 April 2017, the Company purchased the trade and assets of Noble Egg Innovations boiled egg business. The net assets acquired and the consideration paid were as follows:

	£'000
Net assets	
Fixed assets	630
Stock	307
	<hr/>
	937
	<hr/>
Consideration paid	2,000
Acquisition costs	4
	<hr/>
	2,004
	<hr/>
Goodwill arising on acquisition	
	<hr/>
	1,067
	<hr/>

The net assets acquired represent their fair value at the date of acquisition. The goodwill arising is being amortised over ten years as management believe the business will provide an income stream over the long-term.

In the year of acquisition the business contributed turnover of £3.3m and an operating loss of £0.2m.

NOBLE FOODS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (Continued) 52 week period ended 28 September 2018

12. STOCKS

	2018 £'000	2017 £'000
Livestock	5,580	5,729
Raw materials and consumables	2,749	2,813
Finished goods and goods for resale	1,607	1,556
	<u>9,936</u>	<u>10,098</u>

There is no material difference between the balance sheet value of stocks and their replacement cost.

13. DEBTORS

	2018 £'000	2017 £'000
Amounts falling due within one year:		
Trade debtors	14,718	14,268
Derivative financial instruments (see note 18)	284	465
Amount due from companies with common ultimate parent	115,949	83,294
Amounts due from other related parties	-	22,887
VAT recoverable	1,226	1,428
Corporation tax	-	660
Other debtors	8,512	5,607
Prepayments and accrued income	8,139	10,489
	<u>148,828</u>	<u>139,098</u>

Amounts due from companies with a common ultimate parent are repayable on demand. Interest on these loans is charged at between 0% and LIBOR +2.5%

NOTES TO THE FINANCIAL STATEMENTS (Continued)
52 week period ended 28 September 2018

14. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2018	2017
	£'000	£'000
Other loans (note 16)	329	322
Trade creditors	27,845	28,036
Amounts due to Group Companies	760	760
Other taxes and social security	1,358	1,301
Corporation tax	306	-
Other creditors	2,987	2,197
	<u>33,585</u>	<u>32,616</u>

Other loans of £329,000 (2017: £322,000) represent amounts due within one year on loans secured on specific fixed assets which form the object of those loans.

Amounts due from Group Companies are repayable on demand. Interest on these loans is charged at between 0% and LIBOR + 2.5%.

15. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	2018	2017
	£'000	£'000
Bank loans (note 16)	120,000	120,000
Other loans (note 16)	2,444	1,205
	<u>122,444</u>	<u>121,205</u>

Other loans of £959,000 (2017: £1,205,000) represent amounts due after one year on loans secured on specific fixed assets which form the object of those loans.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
52 week period ended 28 September 2018

16. BANK LOANS AND OVERDRAFT

	2018	2017
	£'000	£'000
Bank loans and overdrafts	120,000	120,000
Other loans	2,773	1,527
	<u>122,773</u>	<u>121,527</u>
Analysed in the balance sheet as:		
Within one year	329	322
After more than one year	122,444	121,205
	<u>122,773</u>	<u>121,527</u>
Analysis of bank loan and overdraft repayments:		
Within one year	-	-
Between one and two years	120,000	120,000
Between two and five years	-	-
	<u>120,000</u>	<u>120,000</u>
Analysis of other loan repayments:		
Within one year	329	322
Between one and two years	1,813	322
Between two and five years	631	883
	<u>2,773</u>	<u>1,527</u>

The bank loans are secured by a fixed charge on the group's assets and a floating charge on the undertaking and assets of the group. The Group has banking facilities in place until February 2020.

Interest on the bank loans and invoice discounting facility was charged up to 2.75% above the three month London Interbank Offered Rate. No new facilities were entered into during the period.

NOBLE FOODS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (Continued) 52 week period ended 28 September 2018

17. PROVISIONS FOR LIABILITIES

	Deferred taxation £'000
At 30 September 2017	4,037
Credited to the profit and loss account	(40)
Debit to comprehensive income	91
	<hr/>
At 28 September 2018	<u>4,088</u>

The deferred taxation balance consists of the following amounts:

	2018 £'000	2017 £'000
Differences between capital allowances and depreciation	140	191
Defined benefit pensions	605	304
Timing differences on revalued properties	3,440	3,642
Other timing differences	(97)	(100)
	<hr/>	<hr/>
	<u>4,088</u>	<u>4,037</u>

18. FINANCIAL INSTRUMENTS

	2018 £'000	2017 £'000
Financial assets		
Measured at fair value through profit or loss		
Derivative financial assets	284	465
Measured at undiscounted amount receivable		
Trade and other debtors	<hr/> 139,179	<hr/> 126,056
	<u>139,463</u>	<u>126,521</u>
Financial liabilities		
Measured at undiscounted amount payable		
Trade and other creditors	31,592	30,993
Measured at amortised cost		
Loans payable	<hr/> 122,773	<hr/> 121,527
	<u>154,365</u>	<u>152,520</u>

NOTES TO THE FINANCIAL STATEMENTS (Continued)
52 week period ended 28 September 2018

18. FINANCIAL INSTRUMENTS (continued)

Interest payable on financial liabilities carried at amortised cost totalled £4,602,000 (2017: £3,833,000).

The fair value of derivative financial assets and liabilities are based on market value price quotations at the reporting date. The loss on derivative financial instruments recognised in the profit and loss account during the year was £181,000 (2017: gain £311,000).

Derivatives are comprised of cash settled fuel swap contracts with monthly settlement dates up to September 2019.

19. CALLED UP SHARE CAPITAL

	2018 £'000	2017 £'000
Authorised, called up, allotted and fully paid 1,000,000 ordinary shares of £1.00 each	1,000	1,000

20. DIVIDENDS

	2018 £'000	2017 £'000
Dividends paid of £5.00 (2017: £5.00) per ordinary share	5,000	5,000

21. CAPITAL COMMITMENTS

At the period end the company had the following capital commitments:

	2018 £'000	2017 £'000
Contracted but not provided	836	640

22. FINANCIAL COMMITMENTS

At the period end, the total future minimum lease payments under non-cancellable operating leases are as follows:

	2018 Land and buildings £'000	2018 Other £'000	2017 Land and buildings £'000	2017 Other £'000
Leases which expire:				
Within one year	698	989	683	1,042
Between one to five years	945	1,121	1,545	1,677
After more than five years	-	-	-	4
	1,643	2,110	2,228	2,723

NOTES TO THE FINANCIAL STATEMENTS (Continued)
52 week period ended 28 September 2018

23. PENSION SCHEMES

Noble Foods Limited operates a defined contribution pension scheme for all eligible employees. Contributions made to the defined contribution pension scheme during the year were £445,000 (2017: £404,000). It also has a defined benefit pension scheme which is closed to new members and closed to future accruals.

The defined benefit pension scheme assets are held in a separate Trustee-administered fund in order to meet the long term pension liabilities to past and present employees. The Trustees of the Scheme are required to act in the best interest of the Scheme's beneficiaries. The appointment of Trustees to the Scheme is determined by the Scheme's trust documentation. The liabilities of the defined benefit scheme are measured by discounting the best estimate of future cash flows to be paid out of the Scheme using the projected unit method. This amount is reflected in the balance sheet.

Having considered the Scheme funding position during 2016, the Company reached agreement with the Scheme Trustees to cease contributions. The estimated amount of contributions expected to be paid to the scheme during the 2018 financial period in accordance with this agreement is £nil.

The Scheme position as reflected in these accounts has been calculated based upon the most recent full actuarial valuation at 5 April 2015 (the full actuarial valuation at 5 April 2018 is currently underway), updated to 30 September 2019, carried out by Ann Marie Dickson, Fellow of the Institute of Actuaries, a suitably qualified independent actuary.

The principal actuarial assumptions (absolute terms) at the balance sheet date were:

	2018	2017
Discount rate	2.80%	2.65%
Retail price inflation	3.55%	3.50%
Consumer price inflation	2.55%	2.50%
Salary growth – Executives	n/a	n/a
Salary growth – Non executives	n/a	n/a
Rate of increase in pensions in payment – Pre April 2005 Pension	3.30%	3.25%
Rate of increase in pensions in payment – Post April 2005 Pension	2.10%	2.10%
Mortality	105%/100% (M/F), S2PA, CMI 2017 (1.5%)	105%/100% (M/F), S2PA, CMI 2016 (1.5%)

NOTES TO THE FINANCIAL STATEMENTS (Continued)
52 week period ended 28 September 2018

23. PENSION SCHEMES (CONTINUED)

The major categories of plan assets as a percentage of total plan assets are as follows:

	2018	2017
Equities	43.3%	62.7%
Index linked bonds	16.8%	5.8%
Corporate bonds	19.2%	14.4%
Private equity	11.0%	10.1%
Property	9.1%	4.7%
Cash	0.6%	2.3%
	100%	100%

The amounts recognised in the balance sheet are as follows:

	2018 £'000	2017 £'000
Present value of funded obligations	(38,741)	(40,877)
Fair value of plan assets	42,302	42,668
Asset	3,561	1,791
Related deferred tax (liability)/asset (17%)	(605)	(304)
Net asset	2,956	1,487
Amounts in the balance sheet		
Pension scheme asset	3,561	1,791
Deferred tax liability	(605)	(304)

The total (income)/expense recognised in the profit and loss account are as follows:

	2018 £'000	2017 £'000
Interest on obligation	1,053	976
Expected return on pension scheme assets	(1,100)	(885)
	(47)	91

NOBLE FOODS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (Continued) 52 week period ended 28 September 2018

23. PENSION SCHEMES (CONTINUED)

Changes in the present value of the defined benefit obligation are as follows:

	2018 £'000	2017 £'000
Opening defined benefit obligation	40,877	43,959
Interest cost	1,053	976
Actuarial gains	(861)	(2,920)
Benefits paid	(2,328)	(1,138)
Closing defined benefit obligation	38,741	40,877

Changes in the fair value of plan assets are as follows:

	2018 £'000	2017 £'000
Opening fair value of plan assets	42,668	39,902
Expected return	1,100	885
Actuarial gains	862	3,019
Benefits paid	(2,328)	(1,138)
Closing fair value of plan assets	42,302	42,668

Statement of Comprehensive Income (SOCi):

	2018 £'000	2017 £'000
Actuarial gains for the year	1,723	5,939
Cumulative amount of actuarial gains and losses recognised in the SOCI*	(5,815)	(7,538)

* Since FRS 17 disclosures in 2002/03

The five year history of experience adjustments is as follows:

	2018 £'000	2017 £'000	2016 £'000	2015 £'000	2014 £'000
Present value of defined benefit obligation	(38,741)	(40,877)	(43,959)	(34,067)	(33,598)
Fair value of plan assets	42,302	42,668	39,902	34,935	34,697
Asset /(Deficit)	3,561	1,791	(4,057)	868	1,099
Experience adjustments on plan liabilities	(49)	280	(1,061)	(1,281)	(239)
Changes in the assumptions underlying the present value of scheme liabilities	910	2,640	(8,701)	1,072	(2,017)
Experience adjustments on plan assets	862	3,019	4,031	(1,542)	117

NOBLE FOODS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (Continued) 52 week period ended 28 September 2018

24. RECONCILIATION OF OPERATING PROFIT TO OPERATING CASHFLOW

	2018 £'000	2017 £'000
Operating profit	11,311	4,815
Adjustments for:		
Depreciation, amortisation and impairment	6,417	6,050
Loss/(Profit) on disposal of fixed assets	305	(83)
Working capital movements		
Decrease/(Increase) in stocks	162	(1,257)
Increase in debtors	(7,677)	(14,957)
Increase/(Decrease) in creditors	630	(2,030)
Cash flow from operating activities	<u>11,148</u>	<u>(7,462)</u>
Taxation (paid)/received	<u>(1,321)</u>	<u>265</u>
Net cash flows from operating activities	<u><u>9,827</u></u>	<u><u>(7,197)</u></u>

25. ULTIMATE PARENT COMPANY AND CONTROLLING ENTITY

The immediate parent company is Noble Foods Holdings Limited which is incorporated in the United Kingdom and the ultimate holding company is Noble Foods Group Guernsey Limited, incorporated in Guernsey.

Noble Foods Group Limited is the smallest company into which these financial statements are consolidated, and Noble Foods Group Guernsey Limited is the largest. Copies of the UK statutory accounts can be obtained from Noble Foods Group Limited's registered office at, Cotswold Farm, Standlake, Witney, Oxfordshire, OX29 7RB.

The voting share capital of Noble Foods Group Guernsey Limited is owned 50% by M R J Kent, 49% by Phase Investments and 1% by P D Dean and these are therefore considered as the ultimate controlling parties.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
52 week period ended 28 September 2018

26. RELATED PARTY TRANSACTIONS

Key management remuneration

The directors of the company are considered to constitute key management. Details of their remuneration are disclosed in note 5.

Other related party transactions

Noble Foods (WE) Limited (formerly Gubblecote Properties Ltd) provided consultancy services to the Company totalling £146,166 (2017: £160,255) during the year, it also provided electricity totalling £169,045 (2017: £146,228). P D Dean is an employee of Noble Foods (WE) Limited. The Company rented a number of properties from P D Dean, total rentals during the period were £56,365 (2017: £56,365). During the period the Company received £6,929,455 (2017: £5,203,000) in respect of the sale of receivables to Noble Pullet Finance Limited, a company in which P D Dean is materially interested as a shareholder, the sales were made on a normal trading basis.

During 2017 the Company purchased breeding licences relating to speciality chicks from M R J Kent for consideration of £2,000,000.

During the period net goods and royalties on a normal trading basis to the value of £21,641,989 (2017: £21,429,970) were transacted with Noble Foods, a company which has a common ultimate parent company and a company in which P D Dean and M R J Kent are the ultimate controlling parties.

During the current period the Company purchased services on a normal trading basis to the value of £19,616,547 (2017: £16,832,424) from Noble Logistics, a company which has a common ultimate parent company and a company in which P D Dean and M R J Kent are the ultimate controlling parties.

Amounts due from companies with a common ultimate parent are disclosed in note 13.

During the period goods totalling £11,340,997 (2017: £8,979,701) were sold to Noble Egg Innovations on a normal trading basis. The Company also charged £1,260,040 (2017: £734,744) in respect of services provided to Noble Egg Innovations.

During 2017, the Company purchased the trade and assets of Noble Egg Innovations boiled egg business for consideration of £2,000,000. Further details are provided in Note 11.

Noble Egg Innovations is a company in which P D Dean and M R J Kent are the ultimate controlling parties. On 1 January 2018 the Noble Foods Group acquired 100% of the issued share capital of Noble Egg Innovations, from that date Noble Egg Innovations shared a common ultimate parent company. Consequently amounts due from Noble Egg Innovations in the current period are disclosed in Note 13 under amounts due from companies with common ultimate parent, and amounts due in the prior period are disclosed in Note 13 under amounts due from other related parties. Amounts due from Noble Egg Innovations are stated net of provisions of £Nil (2017: £2,448,000).

27. CONTINGENT LIABILITY

The company has guaranteed by way of a fixed and floating charge over its assets, the bank borrowings of its parent company and other group companies.