4339626

# **Tyrrells Potato Chips Limited**

Abbreviated Financial Statements

Year Ended

31 March 2007



10/11/2007 **COMPANIES HOUSE** 

# Abbreviated financial statements for the year ended 31 March 2007

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#### Director

WL Chase

# Secretary and registered office

JJ Jones, Tyrrells Court, Stretford Bridge, Leominster, Hereford, HR6 9DQ

# Company number

4339626

## Auditors

BDO Stoy Hayward LLP, 125 Colmore Row, Birmingham, B3 3SD

#### Report of the director for the year ended 31 March 2007

The director presents his report together with the audited financial statements for the year ended 31 March 2007

#### Results

The profit and loss account is set out on page 5 and shows the profit for the year

# Principal activities, review of business and future developments

Principal Activities

The company is engaged in the manufacture of potato and vegetable chips for the sale to customers in the UK and overseas. There have been no changes in the company's activities in the year under review

Review of the business

Turnover has increased by 44% and, based on the first half year's results plus sales contracts in the pipeline, the directors believe this rate of increase will continue in 2007/08 Sales have grown in all sectors of the customer base, but in particular the company's larger retail business showed significant growth during the year. Overseas business also continues to increase and the company now exports to over 20 countries, including mainland Europe, USA and Japan Further details of turnover by geographical segment are given in note 2 to the accounts

Operating profit decreased in the year by £35,524 to £1,656,432 This was due to

- · lower than forecast yields on the farm increasing potato costs,
- higher staff costs arising from the doubling of the workforce during the year. The continued expansion of the company's factory demanded a significant increase in the direct labour force. Also, the company has invested in its sales team in order to facilitate its future plans for growth,
- An increase in the costs of refurbishment of the freehold properties acquired last year

Principal risks and uncertainties, and financial instruments

Despite the fact that the hand-cooked crisp market remains increasingly competitive, the company continues to increase its market share by concentrating on the unique selling points of the business, principally the use of potatoes from its own farm to produce a more natural and high-quality chip. The company also seeks competitive advantage by remaining innovative, regularly launching new flavours and healthier alternatives and concentrating on the environmental issues that affect the business, such as the future development of its own rape seed oil crop and bio-fuel

The risk of the company to increasing commodity prices is minimised by using dual suppliers and regularly renegotiating agreements with its key suppliers. The company also researches more cost effective and environmental methods of supply such as its own vegetable and oil production and the use of waste oil to run its own fleet of vehicles.

The company's credit risk is primarily attributable to its trade debtors. Credit risk is managed by running credit checks on new customers and by the regular monitoring of accounts against agreed credit terms and limits.

# Report of the director for the year ended 31 March 2007 (Continued)

The company monitors cash flow as part of its day to day control procedures. The management team considers cash flow projections on a monthly basis and ensures that appropriate facilities are available to be drawn upon as necessary

The company considers its exchange risk to be minimal with European sales made in Euros accounting for less than 5% of its total turnover. Exchange rates are monitored regularly and any significant change in the Euro would be adjusted for by the renegotiation of prices. All other sales are made in Sterling.

The company had £3 8m of bank loans outstanding at the balance sheet date. There is an agreement in place with its bankers to cap the base rate at 4.8% on £2.5m of this debt until 7 September 2016.

Post balance sheet events

On 11 October 2007, the company sold freehold land and buildings with a net book value of £1,254,521 for a total consideration of £1,500,000

#### Director

The director of the company during the year was

WL Chase

#### Director's responsibilities

The director is responsible for preparing the annual report and the financial statements in accordance with applicable law and United Kingdom Generally Accepted Accounting Practice

Company law requires the director to prepare financial statements 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 year In preparing those financial statements, the director is required to

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

The director is responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable him to ensure that the financial statements comply with the Companies Act 1985. He is 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.

## Report of the director for the year ended 31 March 2007 (Continued)

#### **Auditors**

The director has taken all the steps that he ought to have taken to make himself aware of any information needed by the company's auditors for the purposes of their audit and to establish that the auditors are aware of that information The director is not aware of any relevant audit information of which the auditors are unaware

BDO Stoy Hayward LLP have expressed their willingness to continue in office and a resolution to reappoint them will be proposed at the annual general meeting

By order of the board

Secretary

JJ Jones

Date

## Independent auditor's report

Independent auditor's report to Tyrrells Potato Chips Limited under section 247B of the Companies Act

We have examined the abbreviated financial statements which comprise the profit and loss account, the balance sheet, the cash flow statement and the related notes together with the financial statements of the company for the year ended 31 March 2007 prepared under section 226 of the Companies Act 1985

Respective responsibilities of directors and auditors

The director is responsible for preparing the abbreviated financial statements in accordance with section 246A of the Companies Act 1985 It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated financial statements prepared in accordance with section 246A(3) of the Act to the Registrar of Companies and whether the abbreviated financial statements have been properly prepared in accordance with that provision and to report our opinion to you

Our report has been prepared pursuant to the requirements of Section 247B of the Companies Act 1985 and for no other purpose No person is entitled to rely on this report unless such a person is a person entitled to rely upon this report by virtue of and for the purpose of Section 247B of the Companies Act 1985 or has been expressly authorised to do so by our prior written consent. Save as above, we do not accept responsibility for this report to any other person or for any other purpose and we hereby expressly disclaim any and all such liability

### Basis of opinion

We conducted our work in accordance with Bulletin 2006/3 "The special auditor's report on abbreviated accounts in the United Kingdom" issued by the Auditing Practices Board In accordance with that Bulletin we have carried out the procedures we consider necessary to confirm, by reference to the full financial statements, that the company is entitled to deliver abbreviated financial statements and that the abbreviated financial statements to be delivered have been properly prepared The scope of our work for the purpose of this report did not include examining or dealing with events after the date of our report on the full financial statements

### Opinion

In our opinion the company is entitled to deliver abbreviated financial statements prepared in accordance with section 246A(3) of the Companies Act 1985, and the abbreviated financial statements have been properly prepared in accordance with that provision

**BDO STOY HAYWARD LLP** 

**Chartered Accountants** and Registered Auditors Birmingham

Date 2 November 2007

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# Profit and loss account for the year ended 31 March 2007

Note	2007 £	2006 £
	4,395,596	3,176,204
	2,739,164	1,484,248
2	1,656,432	1,691,956
5	(364,092)	3,217 (107,290)
	1,292,340	1,587,883
6	405,256	541,400
	887,084	1,046,483
	2,116,857	1,070,374
	3,003,941	2,116,857
	2 5	£ 4,395,596  2,739,164  2 1,656,432  5 (364,092)  1,292,340  6 405,256  887,084  2,116,857

All amounts relate to continuing activities

All recognised gains and losses in the current and prior year are included in the profit and loss account. There are no movements in shareholders' funds in the current and prior year apart from the profit for the year.

## Balance sheet at 31 March 2007

	Note	2007 £	2007 €	2006 £	2006 £
Fixed assets					
Tangible assets	7		7,700,953		6,868,783
Current assets					
Stocks	8	314,971		267,200	
Debtors	9	2,158,670		1,359,669	
Cash at bank and in hand		4,479		26,719	
		2,478,120		1,653,588	
Creditors: amounts falling due within	1	<b>-,</b> ,		, ,	
one year	10	3,489,500		2,784,780	
Net current liabilities			(1,011,380)		(1,131,192)
Total assets less current liabilities			6,689,573		5,737,591
Creditors: amounts falling due after more than one year	11	3,438,757		3,434,359	
Provisions for liabilities	12	245,000		184,500	
			3,683,757		3,618,859
			<del>-</del>		
			3,005,816		2,118,732
Capital and reserves					1 075
Called up share capital	13		1,875		1,875 2,116,857
Profit and loss account			3,003,941		2,110,837
Shareholders' funds	14		3,005,816		2,118,732

These financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to medium-sized companies

The financial statements were approved by the director and authorised for issue on November 2007

W L Chase **Director** 

The notes on pages 8 to 19 form part of these financial statements

# Cash flow statement for the year ended 31 March 2007

	Note	2007 £	2007 £	2006 £	2006 £
Net cash inflow from operating activities	16		1,494,431		1,315,973
Returns on investments and servicing of finance Interest received Interest paid other Interest paid hire purchase		(667) (352,429) (10,996)		(1,603) (95,771) (6,699)	
Net cash outflow from returns on investments and servicing of finance			(364,092)		(104,073)
Taxation Corporation tax paid			(383,523)		(297,781)
Capital expenditure and financial investment  Payments to acquire tangible fixed assets  Receipts from sale of tangible fixed assets		(1,230,437) 221,366		(5,177,263)	
Net cash outflow from capital expenditure and financial investment			(1,009,071)		(5,177,263)
Cash outflow before financing			(262,255)		(4,263,144)
Financing New loans Loans repaid Capital element of finance leases repaid		402,109 (516,107) (128,770)		3,382,175 (59,666) (63,738)	
Net cash (outflow)/inflow from financing			(242,768)		3,258,771
Decrease in cash	17		(505,023)		(1,004,373)

# Notes forming part of the financial statements for the year ended 31 March 2007

#### 1 Accounting policies

The financial statements have been prepared under the historical cost convention and are in accordance with applicable accounting standards

The following principal accounting policies have been applied

#### Going Concern

The financial statements have been prepared on the going concern basis notwithstanding the net current liabilities of £1,011,380, which is due to continued investment in freehold property and factory facilities during the year. The company is currently dependant for its working capital on funds provided to it by its bank, which should enable the company to continue in operational existence for the foreseeable future by meeting its habilities as they fall due for payment. As with any company placing reliance on other entities for financial support, the director acknowledges that there can be no certainty that this support will continue although, at the date of approval of these financial statements, he has no reason to believe that it will not do so

Based on this undertaking, the director believes that it remains appropriate to prepare the financial statements on a going concern basis

#### Turnover

Turnover represents sales to external customers at invoiced amounts less value added tax or local taxes on sales

#### Depreciation

Depreciation is provided to write off the cost, less estimated residual values, of all tangible fixed assets, except for investment properties, freehold land and certain buildings, evenly over their expected useful lives. It is calculated at the following rates

Leasehold property

4% on cost

Plant and machinery etc

- 15% on written down value

Motor vehicles

- 25% on written down value

Furniture, fixtures and office

- 15% on written down value

equipment

#### Stocks

Stocks are valued at the lower of cost and net realisable value Cost is based on the cost of purchase on a first in, first out basis Net realisable value is based on estimated selling price less additional costs to completion and disposal

#### Foreign currency

Foreign currency transactions are translated into sterling at the rates ruling when they occurred Foreign currency monetary assets and liabilities are translated at the rates ruling at the balance sheet dates. Any differences are taken to the profit and loss account

#### Research and development

Expenditure on research and development is charged to the profit and loss account in the year in which it is incurred

# Notes forming part of the financial statements for the year ended 31 March 2007 (Continued)

#### 1 Accounting policies (continued)

#### Deferred taxation

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except that

- deferred tax is not recognised on timing differences arising on revalued properties unless the company has entered into a binding sale agreement and is not proposing to take advantage of rollover relief, and
- the recognition of deferred tax assets is limited to the extent that the company anticipates
  making sufficient taxable profits in the future to absorb the reversal of the underlying timing
  differences

Deferred tax balances arising from underlying timing differences in respect of tax allowances on industrial buildings are reversed if and when all conditions for retaining those allowances have been met

Deferred tax balances are not discounted

#### Leased assets

Where assets are financed by leasing agreements that give rights approximating to ownership (finance leases), the assets are treated as if they had been purchased outright. The amount capitalised is the present value of the minimum lease payments payable during the lease term. The corresponding leasing commitments are shown as amounts payable to the lessor. Depreciation on the relevant assets is charged to the profit and loss account.

Lease payments are analysed between capital and interest components. The interest element of the payment is charged to the profit and loss account over the period of the lease and is calculated so that it represents a constant proportion of the balance of capital repayments outstanding. The capital part reduces the amounts payable to the lessor

All other leases are treated as operating leases Their annual rentals are charged to the profit and loss account on a straight-line basis over the term of the lease

## 2 Operating profit

	2007	2006
	£	£
This is arrived at after charging		
Research and development - current year's expenditure	5,784	3,793
Depreciation of tangible fixed assets	371,887	174,405
Hire of plant and machinery - operating leases	37,844	3,569
Hire of other assets - operating leases	120,846	58,709
Audit services	8,000	7,500
Non-audit services	28,780	12,930

2004

3	Employees	
	Staff costs (including directors) consist of  2007 £	2006 £
	Wages and salaries Social security costs  1,262,188 115,240	845,068 36,079
	1,377,428	881,147
	The average number of employees (including directors) during the year was 59 (2006 - 3	8)
4	Director's remuneration 2007	2006 £
	Director's emoluments 106,375	159,178
5	Interest payable and similar charges 2007	
	Bank loans and overdrafts Finance leases and hire purchase contracts Exchange losses Other interest payable  333,053 10,996 667 19,376	6,699 4,820
	364,092	107,290

6	Taxation on profit on ordinary activities	2007 £	2007 £	2006 £	2006 £
	UK Corporation tax Current tax on profits of the year	345,000		362,500	
	Adjustment in respect of previous periods	(244)		(5,600)	
	Total current tax		344,756		356,900
	Deferred tax Origination and reversal of timing				
	differences Adjustment in respect of previous	60,500		130,500	
	periods			54,000	
	Movement in deferred tax provision	<del>-</del>	60,500		184,500
	Taxation on profit on ordinary activities		405,256		541,400
	The tax assessed for the period is higher differences are explained below	er than the stand	lard rate of corp	ooration tax in the	2006 £
	Profit on ordinary activities before tax			1,292,340	1,587,883
	Profit on ordinary activities at the standar tax in the UK of 30% (2006 - 30%)	rd rate of corpora	ation	387,702	476,365
	Effect of Expenses not deductible for tax purposes			16,120	2,075
	Capital allowances for period in excess o	f depreciation		(58,806)	(116,151)
	Adjustment to tax charge in respect of pr (Under)/over provision in current year	evious periods		(244) (16)	(5,632) 243
	Current tax charge for period			344,756	356,900
				<del></del>	

Tyrrells Potato Chips Limited

Notes forming part of the financial statements for the year ended 31 March 2007 (Continued)

7 Tangible fixed assets

Total £	7,280,981 1,460,014 (283,816)	8,457,179	412,198 371,887 (27,859)	756,226	7,700,953	6,868,783
Fixtures and fittings £	68,100	105,568	17,902	28,363	77,205	50,198
Motor vehicles £	264,695 302,591 (108,340)	458,946	81,457 88,683 (27,859)	142,281	316,665	183,238
Plant and machinery	1,641,137 528,843	2,169,980	239,526 241,979	481,505	1,688,475	1,401,611
Leasehold land and buildings	656,810 319,263	976,073	24,107	54,871	921,202	632,703
Freehold land and buildings	4,650,239 271,849 (175,476)	4,746,612	49,206	49,206	4,697,406	4,601,033
·	<i>Cost</i> At 1 April 2006 Additions Disposals	At 31 March 2007	Depreciation At 1 April 2006 Provided for the year Disposals	At 31 March 2007	Net book value At 31 March 2007	At 31 March 2006

# Notes forming part of the financial statements for the year ended 31 March 2007 (Continued)

## 7 Tangible fixed assets (continued)

The net book value of tangible fixed assets includes an amount of £266,677 (2006 - £138,697) in respect of assets held under finance leases and hire purchase contracts. The related depreciation charge on these assets for the year was £65,741 (2006 - £28,792)

## 8 Stocks

	2007 £	2006 £
Raw materials and consumables	314,971	267,200

There is no material difference between the replacement cost of stocks and the amounts stated above

# Notes forming part of the financial statements for the year ended 31 March 2007 (Continued)

9	Debtors	2007 £	2006 £
	Trade debtors Amounts owed by group undertakings Directors' loan accounts Prepayments and accrued income	1,645,043 17,414 345,914 150,299	984,234 224,018 151,417
		2,158,670	1,359,669

All amounts shown under debtors fall due for payment within one year

The Director's loan account of £345,914 (2006 - £224,018) represents an amount due from W L Chase The maximum amount outstanding during the year was £345,914 (2006 - £224,018)

## 10 Creditors: amounts falling due within one year

	2007 £	2006 £
Bank loans and overdrafts (secured) Trade creditors Amounts owed to associated undertakings Taxation and social security Obligations under finance lease and hire purchase contracts Other creditors Accruals and deferred income	1,803,103 659,250 321,973 440,353 82,855 4,986 176,980	1,386,022 760,792 76,629 445,773 34,742 27,256 53,566
	3,489,500	2,784,780

The bank loans are secured by fixed charges over the properties and equipment to which they relate

11 Creditors: amounts falling due after more than one year

# 2007 2006 £ £

Bank loans
Obligations under finance lease and hire purchase contracts

3,333,880
104,877
52,183
---3,438,757
3,434,359

Maturity of debt

	Loans and overdrafts 2007	Loans and overdrafts 2006	Finance leases 2007	Finance leases 2006
In one year or less, or on demand	1,803,103	1,386,022	82,855	34,742
In more than one year but not more than two years	469,838	395,263	83,805	34,928
In more than two years but not more than five years In more than five years	1,149,367 1,714,675	1,228,137 1,758,776	21,072	17,255
	3,333,880	3,382,176	104,877	52,183

The bank loans are secured by fixed charges over the properties and equipment to which they relate Interest is charged on these loans at various rates ranging from 1 1% to 1 85% above bank base rate The loans are repayable on various dates between 2010 and 2025

12	Provisions for liabilities				
					Deferred taxation £
	At 1 April 2006 Charged to profit and loss account				184,500 60,500
	At 31 March 2007				245,000
	Deferred taxatıon			2007 £	2006 £
	Accelerated capital allowances			245,000	184,500
13	Share capital			Allot	ted, called up
		2007 £	Authorised 2006		and fully paid 2006 £
	10,000 Ordinary shares of £1 each 10,000 Class "A" shares of £1 each	10,000 10,000	10,000 10,000	1,000 875	1,000 875
		20,000	20,000	1,875	1,875
14	Reconciliation of movements in sharehole	ders' funds			
14	Reconcination of movements in suarens.			2007 £	2006 £
	Profit for the year			887,084	1,046,483
	Opening shareholders' funds			2,118,732	1,072,249
	Closing shareholders' funds			3,005,816	2,118,732
					<del></del>

# Notes forming part of the financial statements for the year ended 31 March 2007 (Continued)

# 15 Commitments under operating leases

The company had annual commitments under non-cancellable operating leases as set out below

	2007	2006
	Other £	Other £
Operating leases which expire		
In two to five years	53,144	3,593

# 16 Reconciliation of operating profit to net cash inflow from operating activities

	2007 £	2006 £
Operating profit Depreciation of tangible fixed assets Loss on sale of tangible fixed assets Increase in stocks Increase in debtors Increase in creditors	1,656,432 371,887 34,591 (47,771) (781,587) 260,879	1,691,952 174,405 15,995 (115,922) (689,665) 239,208
Net cash inflow from operating activities	1,494,431	1,315,973

17	Reconciliation of net cash flow to move	ement in net debt			
				2007 £	2006 £
	Decrease in cash			(505,023)	(1,004,373)
	Cash outflow/(inflow) from changes in	n debt		242,768	(3,258,771)
	Movement in net debt resulting from c	eash flows		(262,255)	(4,263,144)
	Inception of finance leases			(229,577)	(94,343)
	Movement in net debt Opening net debt			(491,832) (4,828,404)	(4,357,487) (470,917)
	Closing net debt			(5,320,236)	(4,828,404)
18	Analysis of net debt				
		At 1 April 2006 £	Cash flow	Other non- cash items £	At 31 March 2007
	Cash at bank and in hand Bank overdrafts	26,719 (836,023)	(22,240) (482,783)	-	4,479 (1,318,806)
			(505,023)		
	Debt due within one year	(549,999) (3,382,176)	113,998	(48,296) 48,296	(484,297) (3,333,880)
	Debt due after one year Finance leases	(86,925)	128,770	(229,577)	(187,732)
			242,768		
	Total	(4,828,404)	(262,255)	(229,577)	(5,320,236)

# Notes forming part of the financial statements for the year ended 31 March 2007 (Continued)

## 19 Ultimate parent company and parent undertaking of larger group

The ultimate parent undertaking is Tyrrells Group limited, which is incorporated in the United Kingdom Tyrrells Group Limited acquired the entire share capital of Tyrrells Potato Chips Limited on 29th November 2006

#### 20 Post balance sheet events

On 11 October 2007, the company sold freehold land and buildings with a net book value of £1,254,521 for a total consideration of £1,500,000