Registered number: 06055242

FLAMINGO PLANTS GROUP LTD

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE 52 WEEK PERIOD ENDED 28 DECEMBER 2019

FLAMINGO PLANTS GROUP LTD

COMPANY INFORMATION

Directors	D R Brown R Capaldi M J Hudson P M Mason
Registered number	06055242
Registered office	Flamingo House Cockerell Close Stevenage Hertfordshire SG1 2NB
Independent auditor	Grant Thornton UK LLP Chartered Accountants & Statutory Auditor Victoria House 199 Avebury Boulevard Milton Keynes MK9 1AU
Bankers	Barclays Bank Plc 1 Churchill Place London E14 5HP

STRATEGIC REPORT
FOR THE 52 WEEK PERIOD ENDED 28 DECEMBER 2019

Introduction

The directors present their Strategic Report for the 52 week period ended 28 December 2019.

Principal activity

The principal activity of the company is that of a holding company.

Business review

As a holding company, the company did not generate any turnover in the period ended 28 December 2019.

The directors intend that the company will remain as a holding company within the group for the foreseeable future.

Principal risks and uncertainties

During the financial period the company undertook a detailed review of the carrying value of the investment in its subsidiaries. As a holding company, the main risks arise from the performance of the company's investments.

FLAMINGO PLANTS GROUP LTD

CONTENTS

Going concern

In preparing these financial statements, the directors have assessed the ability of the company to continue to operate for a period of not less than 12 months from the date of signature.

In December 2019 the Covid-19 virus broke out in China and reached the Northern European countries in the 2nd half of February 2020 with a pandemic impact on people's health, daily life and businesses. As in many other countries worldwide, the UK government implemented during March 2020 far-reaching measures to limit further spreading of this virus as much as possible. The impact on the group headed up by the ultimate parent company (of which the company is a subsidiary) has primarily been in the areas of revenue and receivables with a change in sales channels from in-store to online and in the supply chain where there has been some disruption due to limitations on transport and because of growers shutting down.

At the time of lock-down in late March, group management undertook a risk assessment and reforecasting exercise to ensure that the group and ultimate parent company's liquidity position was protected under both a base case and downside set of scenarios.

To protect itself against the liquidity impact of both scenarios, the group fully drew all credit facilities, availed itself of all governmental liquidity support schemes, and put in place plans to defer non-essential cash outflows.

Based on the scenario planning work done and liquidity protection measures taken, the group and ultimate parent company concluded that it would be able continue operations under both the Base Case and Downside Case scenarios.

Actual trading post the Covid outbreak in late March, was considerably more robust than the Base Case scenario assumed. After temporary volume reductions in late March and early April associated with the group and the group's customers' supply chains adapting to the post Covid logistical environment, trading quickly improved and was approaching budgeted levels by the beginning of May. By the end of May, the business's EBITDA was running at levels ahead of budget, and this trend continued through the end of September. Drivers of favourable performance include:

- Supply chains remained fully functioning throughout lockdown
- The Company's products are considered consumer staples by its customers and continued to be stocked by grocery retail customers (which also benefitted from footfall uplifts during lockdown)

For the purposes of the group's going concern assessment group management has performed cashflow sensitivity analysis focusing on reduced sales levels and potential infection risk at sites. In addition, reverse stress testing has been performed to establish the levels of performance where cash availability would be breached. The results of the sensitivity analysis demonstrated that there was sufficient cash availability.

The company is a non-trading subsidiary of the group headed up by the ultimate parent company and has net current liabilities as at 28 December 2019. As a result, the company is reliant on the continued financial support of the group and it has received written confirmation from Flamingo Group International Limited, an intermediate parent company, of its intention to support the company for a period of at least one year after these financial statements are signed.

Based on the results of the group's going concern procedures set out above and the written confirmation of financial support received from Flamingo Group International Limited, the directors believe that preparing the financial statements on the going concern basis is appropriate. .

STRATEGIC REPORT (CONTINUED)
FOR THE 52 WEEK PERIOD ENDED 28 DECEMBER 2019

This report was approved by the board on 23/11/2020 and signed on its behalf by:.

Mason

P M Mason
Director

DIRECTORS' REPORT
FOR THE 52 WEEK PERIOD ENDED 28 DECEMBER 2019

The directors present their report and the financial statements for the 52 week period ended 28 December 2019.

Results and dividends

The profit for the 52 week period, after taxation, amounted to £NIL *(2018 - £NIL).*

The directors do not recommend the payment of a dividend *(2018 - £NIL).*

Directors

The directors who served during the 52 week period were:

L Besa (resigned 28 February 2019)
D R Brown
R Capaldi
M J Hudson
P M Mason (appointed 21 January 2019)

Directors' responsibilities statement

The directors are responsible for preparing the Strategic Report, the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law, including FRS 101 'Reduced Disclosure Framework'). 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 and profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

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

Future developments

The company will continue to operate as a holding company for a group of companies.

DIRECTORS' REPORT (CONTINUED)
FOR THE 52 WEEK PERIOD ENDED 28 DECEMBER 2019

Qualifying third party indemnity provisions

During the period and up to the date of this report, the company maintained liability insurance and third-party indemnification provisions for its directors, under which the company has agreed to indemnify the directors to the extent permitted by law in respect of all liabilities to third parties arising out of, or in connection with, the execution of their powers, duties and responsibilities as directors of the company.

Disclosure of information to auditor

The directors confirm that:

- so far as each directors 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 directors in order to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

Post balance sheet events

Since 28 December 2019, the COVID-19 pandemic has severely impacted many local economies around the globe. The company has determined that this event is a non-adjusting post balance sheet event. Accordingly, the financial position and results of operations as of and for the year ended 28 December 2019 have not been adjusted to reflect their impact. The company is unable to make a reasonable estimate of the financial impact of the non-adjusting event.

On 18th August 2020 the company passed a resolution to reduce the company's share capital. The effect of this change is to reduce share capital to the value of a single issued Ordinary "A" share, £0.10.

This report was approved by the board on 23/11/2020 and signed on its behalf.

Mason

P M Mason
Director

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF FLAMINGO PLANTS GROUP LTD

Opinion

We have audited the financial statements of Flamingo Plants Group Ltd (the 'company') for the period ended 28 December 2019, which comprise the Statement of Financial Position, the Statement of Changes in Equity and the notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 101 'Reduced Disclosure Framework' (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 28 December 2019 and of its result for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

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.

The impact of macro-economic uncertainties on our audit

Our audit of the financial statements requires us to obtain an understanding of all relevant uncertainties, including those arising as a consequence of the effects of macro-economic uncertainties such as Covid-19 and Brexit. All audits assess and challenge the reasonableness of estimates made by the directors and the related disclosures and the appropriateness of the going concern basis of preparation of the financial statements. All of these depend on assessments of the future economic environment and the company's future prospects and performance.

Covid-19 and Brexit are amongst the most significant economic events currently faced by the UK, and at the date of this report their effects are subject to unprecedented levels of uncertainty, with the full range of possible outcomes and their impacts unknown. We applied a standardised firm-wide approach in response to these uncertainties when assessing the company's future prospects and performance. However, no audit should be expected to predict the unknowable factors or all possible future implications for a company associated with these particular events.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the 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.

In our evaluation of the directors' conclusions, we considered the risks associated with the company's business, including effects arising from macro-economic uncertainties such as Covid-19 and Brexit, and analysed how those risks might affect the company's financial resources or ability to continue operations over the period of at least twelve months from the date when the financial statements are authorised for issue. In accordance with the above, we have nothing to report in these respects.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the absence of reference to a material uncertainty in this auditor's report is not a guarantee that the company will continue in operation.

Other information

The directors are responsible for the other information. The other information comprises the information included in the Annual Report and Financial Statements, 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 this regard.

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 in 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.

Matter on which we are required to report under the Companies Act 2006

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 material misstatements in the Strategic Report or the Directors' Report.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF FLAMINGO PLANTS GROUP LTD (CONTINUED)

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of directors for the financial statements

As explained more fully in the Directors' Responsibilities Statement on page 4, 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 either intend to liquidate the 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.

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.

Grant Thornton UK LLP
Tim Broadway
Senior Statutory Auditor
for and on behalf of Grant Thornton UK LLP
Statutory Auditor, Chartered Accountants
Milton Keynes
Date: 23/11/2020

FLAMINGO PLANTS GROUP LTD
REGISTERED NUMBER:06055242

STATEMENT OF FINANCIAL POSITION
AS AT 28 DECEMBER 2019

	Note		28 December 2019 £000		*29 December 2018 £000*
Fixed assets					
Investments	6		**6,755**		*6,755*
			6,755		*6,755*
Current assets					
Cash at bank and in hand		**12**		-	
		12		-	
Creditors: amounts falling due within one year	7	**(1,281)**		*(1,269)*	
Net current liabilities			**(1,269)**		*(1,269)*
Total assets less current liabilities			**5,486**		*5,486*
Net assets			**5,486**		*5,486*
Capital and reserves					
Called up share capital	9		**1,424**		*1,424*
Profit and loss account	10		**4,062**		*4,062*
			5,486		*5,486*

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 23/11/2020

P M Mason
Director

The notes on pages 11 to 20 form part of these financial statements.

STATEMENT OF CHANGES IN EQUITY
FOR THE 52 WEEK PERIOD ENDED 28 DECEMBER 2019

	Called up share capital	Profit and loss account	Total equity
	£000	£000	£000
At 1 January 2018	1,424	4,062	5,486
At 30 December 2018	1,424	4,062	5,486
At 28 December 2019	1,424	4,062	5,486

1. General information

Flamingo Plants Group Ltd is a private company limited by shares and incorporated in England & Wales. Its registered head office is located at Flamingo House, Cockerell Close, Stevenage, England, SG1 2NB.

The principal activity of the company is that of a holding company.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the company's accounting policies (see note 3).

The following principal accounting policies have been applied:

2.2 Financial reporting standard 101 - reduced disclosure exemptions

The company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of IFRS 7 Financial Instruments: Disclosures
- the requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
  - paragraph 79(a)(iv) of IAS 1;
  - paragraph 73(e) of IAS 16 Property, Plant and Equipment;
  - paragraph 118(e) of IAS 38 Intangible Assets;
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134-136 of IAS 1 Presentation of Financial Statements
- the requirements of IAS 7 Statement of Cash Flows
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors
- the requirements of paragraph 17 and 18A of IAS 24 Related Party Disclosures
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member
- the requirements of paragraphs 130(f)(ii), 130(f)(iii), 134(d)-134(f) and 135(c)-135(e) of IAS 36 Impairment of Assets.

2.3 Impact of new international reporting standards, amendments and interpretations

The company has adopted the new accounting pronouncements IFRS 9 and IFRS 15. IFRS 9 and IFRS 15 are applicable for periods commencing on or after 1 January 2018, and therefore have been adopted for the first time in the current period. The company has early adopted IFRS 16 which became effective after 30 December 2018:

2. Accounting policies (continued)

2.3 Impact of new international reporting standards, amendments and interpretations (continued)

IFRS 9

IFRS 9 'Financial Instruments' replaces IAS 39 'Financial Instruments: Recognition and measurement'. It makes major changes to the previous guidance on the classification and measurement of financial assets and introduces an 'expected credit loss' model for the impairment of financial assets.

There has been no accounting impact on the company's financial statements as a result of adopting IFRS 9 from 31 December 2017.

IFRS 15

IFRS 15 'Revenue from contracts with customers' and the related 'Clarifications to IFRS 15' replace IAS 18 'Revenue', IAS 11 'Construction contracts' and several revenue related interpretations.

There has been no accounting impact on the company's financial statements as a result of adopting IFRS 15 from 31 December 2017.

IFRS 16

IFRS 16 'Leases' replaced IAS 17 'Leases' along with the three interpretations (IFRIC 4 'Determining whether arrangements contain a lease', SIC 15 'Operating leases-incentives' and SIC 27 'Evaluating the substance of transactions involving the legal form of a lease').

There has been no accounting impact on the company's financial statements as a result of adopting IFRS 16 from 30 December 2018.

2. Accounting policies (continued)

2.4 Going concern

In preparing these financial statements, the directors have assessed the ability of the company to continue to operate for a period of not less than 12 months from the date of signature.

In December 2019 the Covid-19 virus broke out in China and reached the Northern European countries in the 2nd half of February 2020 with a pandemic impact on people's health, daily life and businesses. As in many other countries worldwide, the UK government implemented during March 2020 far-reaching measures to limit further spreading of this virus as much as possible. The impact on the group headed up by the ultimate parent company (of which the company is a subsidiary) has primarily been in the areas of revenue and receivables with a change in sales channels from in-store to online and in the supply chain where there has been some disruption due to limitations on transport and because of growers shutting down.

At the time of lock-down in late March, group management undertook a risk assessment and reforecasting exercise to ensure that the group and ultimate parent company's liquidity position was protected under both a base case and downside set of scenarios.

To protect itself against the liquidity impact of both scenarios, the group fully drew all credit facilities, availed itself of all governmental liquidity support schemes, and put in place plans to defer non-essential cash outflows.

Based on the scenario planning work done and liquidity protection measures taken, the group and ultimate parent company concluded that it would be able continue operations under both the Base Case and Downside Case scenarios.

Actual trading post the Covid outbreak in late March, was considerably more robust than the Base Case scenario assumed. After temporary volume reductions in late March and early April associated with the group and the group's customers' supply chains adapting to the post Covid logistical environment, trading quickly improved and was approaching budgeted levels by the beginning of May. By the end of May, the business's EBITDA was running at levels ahead of budget, and this trend continued through the end of September. Drivers of favourable performance include:

- Supply chains remained fully functioning throughout lockdown
- The Company's products are considered consumer staples by its customers and continued to be stocked by grocery retail customers (which also benefitted from footfall uplifts during lockdown)

For the purposes of the group's going concern assessment group management has performed cashflow sensitivity analysis focusing on reduced sales levels and potential infection risk at sites. In addition, reverse stress testing has been performed to establish the levels of performance where cash availability would be breached. The results of the sensitivity analysis demonstrated that there was sufficient cash availability.

The company is a non-trading subsidiary of the group headed up by the ultimate parent company and has net current liabilities as at 28 December 2019. As a result, the company is reliant on the continued financial support of the group and it has received written confirmation from Flamingo Group International Limited, an intermediate parent company, of its intention to support the company for a period of at least one year after these financial statements are signed.

Based on the results of the group's going concern procedures set out above and the written confirmation of financial support received from Flamingo Group International Limited, the directors believe that preparing the financial statements on the going concern basis is appropriate.

2. Accounting policies (continued)

2.5 Investments

Investments in subsidiaries are measured at cost less accumulated impairment losses.

2.6 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.7 Financial instruments

The Company recognises financial instruments when it becomes a party to the contractual arrangements of the instrument. Financial instruments are de-recognised when they are discharged or when the contractual terms expire. The Company's accounting policies in respect of financial instruments transactions are explained below:

Financial assets

The Company classifies all of its financial assets as loans and receivables.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They arise principally through the provision of goods and services. Prior year debtors are mainly intercompany, but also incorporate other types of contractual monetary asset. They are initially recognised at fair value plus transaction costs that are directly attributable to their acquisition or issue, and are subsequently carried at amortised cost using the effective interest rate method, less provision for impairment.

Impairment of financial assets

The company always recognises lifetime Expected Credit Loss (ECL) for trade receivables and amounts due on contracts with customers. The expected credit losses on these financial assets are estimated based on the company's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate. Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of a financial instrument.

Financial liabilities

The Company classifies all of its financial liabilities as liabilities at amortised cost.

At amortised cost

Financial liabilities at amortised cost including bank borrowings are initially recognised at fair value net of any transaction costs directly attributable to the issue of the instrument. Such interest bearing liabilities are subsequently measured at amortised cost using the effective interest rate method, which ensures that any interest expense over the period to repayment is at a constant rate on the balance of the liability carried into the Statement of Financial Position.

2. Accounting policies (continued)

2.8 Creditors

Creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers.

Creditors are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

3. Judgements in applying accounting policies and key sources of estimation uncertainty

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported for assets and liabilities as at the reporting date and the amounts reported for revenues and expenses during the period. However, the nature of estimation means that actual outcomes could differ from those estimates. The following judgements (apart from those involving estimates) have had the most significant effect on amounts recognised in the financial statements:

Carrying value of investments

Management have considered if there are any indicators of impairment of the company's investments at the reporting date. Where such indicators are identified, an impairment review is undertaken to ensure that the carrying value of the investments reflects, as a minimum, the value to be realised from the investment in the foreseeable future.

There are no significant estimates involved in the preparation of the financial statements.

4. Auditors' remuneration

Auditors' remuneration has been borne by Flamingo Plants Ltd, a subsidiary of Flamingo Plants Group Ltd.

5. Employees

The average monthly number of employees, including the directors, during the 52 week period was as follows:

	52 week period ended 28 December 2019 No.	*52 week period ended 29 December 2018 No.*
Directors	**4**	*5*
Management	**1**	*1*
	5	*6*

The emoluments of directors and management were paid by fellow group entities as their services to the company were merely incidental to their services in other group companies.

6. Investments

	Investments in subsidiary companies £000
Cost	
At 30 December 2018	**6,755**
At 28 December 2019	**6,755**
Net book value	
At 28 December 2019	**6,755**
At 29 December 2018	*6,755*

6. Investments (continued)

Subsidiary undertakings

The following were subsidiary undertakings of the company:

Name	Registered office	Principal activity	Class of shares	Holding
Castlegate 363 Limited	Flamingo House, Cockerell Close, Stevenage, England, SG1 2NB	Holding company	Ordinary	100%
Flamingo Plants Ltd*	Flamingo House, Cockerell Close, Stevenage, England, SG1 2NB	Horticultural arrangements	Ordinary	100%
Flamingo Plants Properties Ltd*	Flamingo House, Cockerell Close, Stevenage, England, SG1 2NB	Property management	Ordinary	100%
Butters Flowers Limited*	Flamingo House, Cockerell Close, Stevenage, England, SG1 2NB	Horticultural arrangements	Ordinary	100%
Flamingo Plants Trustees Ltd*	Flamingo House, Cockerell Close, Stevenage, England, SG1 2NB	Dormant	Ordinary	100%
Verde Horticulture Limited*	Flamingo House, Cockerell Close, Stevenage, England, SG1 2NB	Horticultural arrangements	Ordinary	100%

*Indirect Subsidiary undertakings

7. Creditors: Amounts falling due within one year

	28 December 2019 £000	*29 December 2018 £000*
Amounts owed to group undertakings	**1,276**	*1,264*
Other creditors	**5**	*5*
	1,281	*1,269*

Amounts owed to group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand.

8. Financial instruments

	28 December 2019 £000	*29 December 2018 £000*
Financial assets		
Financial assets measured at fair value through profit or loss	**12**	-
Financial liabilities		
Financial liabilities measured at amortised cost	**(1,269)**	*(1,269)*

Financial liabilities measured at amortised cost comprise amounts owed by group undertakings and other creditors.

9. Share capital

	28 December 2019 £000	*29 December 2018 £000*
Allotted, called up and fully paid		
225,480 *(2018: 225,480)* A Ordinary shares of £0.10 each	**23**	*23*
1 *(2018: 1)* B Ordinary share of £0.10	**-**	-
1 *(2018: 1)* C Ordinary share of £0.10	**-**	-
31,228 *(2018 - 31,228)* Ordinary shares of £0.10 each	**3**	*3*
3,850,500 *(2018 - 3,850,500)* L Ordinary shares of £0.10 each	**385**	*385*
5,415,542 *(2018 - 5,415,542)* P Ordinary shares of £0.10 each	**542**	*542*
4,697,776 *(2018 - 4,697,776)* Preferred Dividend Ordinary shares of £0.10 each	**470**	*470*
11,250 *(2018 - 11,250)* M Ordinary shares of £0.10 each	**1**	*1*
	1,424	*1,424*

Ordinary and A Ordinary shares each have equal voting rights, dividend rights and capital distribution rights. L, P and Preferred Dividend Ordinary shares have capital distribution rights only. B, C and M Ordinary shares have no voting or dividend rights.

10. Reserves

Profit and loss account

Includes all current and prior periods retained profits and losses.

11. *Contingent liabilities*

The company has provided an unlimited cross guarantee to the Group's principle bankers Credit Suisse AG, concerning the liabilities of the other group companies sharing the group facility. The total liabilities for the period ending 28 December 2019 were £263,139k.

12. Related party transactions

As permitted by FRS 101 related party transactions with wholly-owned members of the Group have not been disclosed.

13. Post balance sheet events

Since 28 December 2019, the COVID-19 pandemic has severely impacted many local economies around the globe. The company has determined that this event is a non-adjusting post balance sheet event. Accordingly, the financial position and results of operations as of and for the year ended 28 December 2019 have not been adjusted to reflect their impact. The company is unable to make a reasonable estimate of the financial impact of the non-adjusting event.

On 18th August 2020 the company passed a resolution to reduce the company's share capital. The effect of this change is to reduce share capital to the value of a single issued Ordinary "A" share, £0.10.

14. Controlling party

The company is a subsidiary undertaking of Zara UK Holdco Limited, which was the ultimate parent company at the United Kingdom level, at the reporting date.

The smallest group in which the results of the company are consolidated is in Flamingo Horticulture Group Limited (formerly Zara UK Midco Limited). The largest group in which the results of the company are consolidated is that headed by Zara UK Holdco Limited. The consolidated financial statements of this group are available to the public and may be obtained from Companies House.

The ultimate parent undertaking and controlling party is a private equity investment fund advised by an affiliate of Sun Capital Partners, Inc.