Deliverance London Limited

Report And Financial Statements

27 April 2014

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COMPANY INFORMATION

Directors G Davies

S J B Skinner

Registered number 07231017

Registered office 8-10 Warner Street

London EC1R 5HA

Independent auditors Rees Pollock

35 New Bridge Street

London EC4V 6BW

Bankers Coutts & Co

440 Strand London WC2R 0QS

DIRECTORS' REPORT

for the period ended 27 April 2014

The directors present their report and the financial statements for the period ended 27 April 2014.

Results and dividends

The loss for the period, after taxation, amounted to £341,030 (2013 - loss £688,116).

The directors have not recommended a dividend.

Directors

The directors who served during the period were:

G Davies S J B Skinner

Employee involvement

The group pursues a policy of providing employees with information about the group, and employees have been encouraged to present their suggestions and views on the group's performance.

Disabled employees

The group gives full consideration to applications for employment from disabled persons where the requirement of the job can be fulfilled by a handicapped or disabled person.

Where existing employees become disabled, it is the group's policy wherever practicable to provide continuing employment under normal terms and conditions and to provide training and career development and promotion to disabled employees where appropriate.

Directors' responsibilities statement

The directors are responsible for preparing the group 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). 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 the group and of the profit or loss of the group for that period. 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;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group 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 the group 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 the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

DIRECTORS' REPORT

for the period ended 27 April 2014

Disclosure of information to auditors

Each of the persons who are directors at the time when this directors' report is approved has confirmed that:

- so far as that director is aware, there is no relevant audit information of which the company and the group's auditors are unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the company and the group's auditors are aware of that information.

Auditors

The auditors, Rees Pollock, have expressed their willingness to continue in office.

This report was approved by the board on 14 November 2014 and signed on its behalf.

S J B Skinner Director

GROUP STRATEGIC REPORT for the period ended 27 April 2014

Introduction

The principal activity of the group during the period was the cooking and delivery of high quality food and beverages to consumers at home and work.

Business review

Deliverance created multi cuisine gourmet food delivery in 1997. It remains the market leader in this category.

The group has seen a continuing improvement in its business model over the last two years. The menu has been improved, operations strengthened and it has invested significantly in its digital channels.

Full year turnover of £9,407k increased 11.1% on prior year, driven by underlying like for like sales growth of 10.2%. Like for like sales growth in the six months to April 2014 was actually 18.9%. Underlying EBITDA increased by £0.4m (136%) driven by improved sales performance and resulting operating contribution.

The fundamentals of the home delivery market appear strong, especially in London, where we saw an increase in consumer confidence during this reporting period.

In February 2014 the group opened its seventh kitchen in Waterloo, which is trading profitably.

The Directors are encouraged by the progress that the group continues to make since the Balance Sheet date and are now planning on opening two new sites in the next six months.

Principal risks and uncertainties

The principal risks to the business are a significant and sudden economic downturn and/ or a significant increase in food ingredient prices.

Financial key performance indicators

Key operating margin measures being gross profit, labour and site EBITDA have all improved for the year under review and further initiatives to continue driving these are in place.

This report was approved by the board on 14 November 2014 and signed on its behalf.

S J B Skinner Director



Rees Pollock

Chartered Accountants 35 New Bridge Street London EC4V 6BW Tel: 020 7778 7200 www.reespollock.co.uk

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF DELIVERANCE LONDON LIMITED

We have audited the financial statements of Deliverance London Limited for the period ended 27 April 2014, set out on pages 5 to 20. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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 auditors' 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.

Respective responsibilities of directors and auditors

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. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at www.frc.org.uk/auditscopeukprivate.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the group's and the parent company's affairs as at 27 April 2014 and of the group's loss 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.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the group strategic report and the directors' report for the financial period for which the financial statements are prepared is consistent with the financial statements.

Matters on which we are required to report by exception

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

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

Philip Vipond (Senior Statutory Auditor) for and on behalf of Rees Pollock, Statutory Auditor

14 November 2014

CONSOLIDATED PROFIT AND LOSS ACCOUNT for the period ended 27 April 2014

| | Note | Period ended 27 April 2014 £ | Period ended 28 April 2013 £ |
|---|------|---------------------------------------|---------------------------------------|
| TURNOVER | 1,2 | 9,407,745 | 8,468,802 |
| Cost of sales | | (7,267,936) | (6,888,783) |
| GROSS PROFIT | | 2,139,809 | 1,580,019 |
| Administrative expenses | | (2,440,465) | (2,228,467) |
| OPERATING LOSS | 3 | (300,656) | (648,448) |
| Interest receivable and similar income | | 94 | 347 |
| Interest payable and similar charges | 5 | (40,468) | (40,015) |
| LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION | | (341,030) | (688,116) |
| Tax on loss on ordinary activities | 6 | | <u> </u> |
| LOSS FOR THE FINANCIAL PERIOD | | (341,030) | (688,116) |

All amounts relate to continuing operations.

There were no recognised gains and losses for 2014 or 2013 other than those included in the profit and loss account.

CONSOLIDATED BALANCE SHEET as at 27 April 2014

| | Note | £ | 27 April 2014 £ | £ | 28 April 2013 £ |
|---|------|-------------|-----------------------|-------------|-----------------------|
| FIXED ASSETS | | | | | |
| Intangible assets | 7 | | 1,478,016 | | 1,570,392 |
| Tangible assets | 8 | | 816,112 | | 689,154 |
| | | | 2,294,128 | | 2,259,546 |
| CURRENT ASSETS | | | | | |
| Stocks | | 150,177 | | 122,002 | |
| Debtors | 10 | 678,265 | | 559,410 | |
| Cash at bank and in hand | | 104,106 | | 304,438 | |
| | | 932,548 | | 985,850 | · |
| CREDITORS: amounts falling due within one year | 11 | (1,921,159) | | (1,813,952) | |
| NET CURRENT LIABILITIES | | | (988,611) | | (828,102) |
| TOTAL ASSETS LESS CURRENT LIABILIT | IES | | 1,305,517 | , | 1,431,444 |
| CREDITORS: amounts falling due after more than one year | 12 | | (696,331) | | (590,754) |
| PROVISIONS FOR LIABILITIES | | | | | |
| Other provisions | 13 | | (15,863) | | (26,337) |
| NET ASSETS | | | 593,323 | | 814,353 |
| CAPITAL AND RESERVES | | | | • | |
| Called up share capital | 17 | | 1,970,000 | | 1,850,000 |
| Profit and loss account | 18 | | (1,376,677) | | (1,035,647) |
| SHAREHOLDERS' FUNDS | 19 | | 593,323 | | 814,353 |

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 14 November 2014.

S J B Skinner Director

COMPANY BALANCE SHEET as at 27 April 2014

| | | 27 April 2014 | | April 2013 |
|---|------|------------------|-------|---------------|
| | Note | £ | £ | £ |
| FIXED ASSETS | | | • | |
| Investments | 9 | 1,970,001 | 1,850 | ,001 |
| CREDITORS: amounts falling due within one year | 11 | . (1) | | (1) |
| NET ASSETS | | 1,970,000 | 1,850 | ,000 |
| CAPITAL AND RESERVES | | | | |
| Called up share capital | 17 | 1,970,000 | 1,850 | ,000 |
| SHAREHOLDERS' FUNDS | 19 | 1,970,000 | 1,850 | ,000 |

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 14 November 2014.

S J B Skinner Director

CONSOLIDATED CASH FLOW STATEMENT for the period ended 27 April 2014

| | Note | Period ended 27 April 2014 £ | Period ended 28 April 2013 £ |
|---|------|---------------------------------------|---------------------------------------|
| Net cash flow from operating activities | 20 | (156,690) | (4,265) |
| Returns on investments and servicing of finance | 21 | (10,240) | (10,987) |
| Capital expenditure and financial investment | 21 | (344,741) | (126,756) |
| CASH OUTFLOW BEFORE FINANCING | | (511,671) | (142,008) |
| Financing | 21 | 311,339 | (10,474) |
| DECREASE IN CASH IN THE PERIOD | | (200,332) | (152,482) |

RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET DEBT for the period ended 27 April 2014

| | Period ended 27 April 2014 £ | Period ended 28 April 2013 £ |
|--|---------------------------------------|---------------------------------------|
| Decrease in cash in the period | (200,332) | (152,482) |
| Cash (inflow)/outflow from (increase)/decrease in debt and lease financing | (191,339) | 10,474 |
| CHANGE IN NET DEBT RESULTING FROM CASH FLOWS | (391,671) | (142,008) |
| New finance lease | (49,888) | - |
| Other non-cash changes | (30,134) | (28,681) |
| MOVEMENT IN NET DEBT IN THE PERIOD | (471,693) | (170,689) |
| Net debt at 29 April 2013 | (289,636) | (118,947) |
| NET DEBT AT 27 APRIL 2014 | (761,329) | (289,636) |

1. ACCOUNTING POLICIES

Basis of preparation of financial statements

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

Going concern

Based on discussions with the investors the directors are confident that the shareholder loans of £620,888 (see note 12) will be extended and that the investors will provide additional funding to support growth. The directors have prepared cash flow forecasts which indicate that the group will generate sufficient cash flows to support its trade for the foreseeable future. Trading results have been favourable in the post balance sheet period and therefore the directors believe that it is appropriate for the financial statements to be prepared on a going concern basis.

No assessment has been made of the effect should the going concern assumption prove to be inappropriate.

Basis of consolidation

The financial statements consolidate the accounts of Deliverance London Limited and its subsidiary undertaking.

Turnover

Turnover comprises revenue recognised by the company in respect of goods and services supplied during the period, exclusive of value added tax and trade discounts.

Intangible fixed assets and amortisation

Goodwill is the difference between amounts paid on the acquisition of a business and the fair value of the identifiable assets and liabilities. It is amortised to the profit and loss account over its estimated economic life.

Amortisation is provided at the following rates:

Goodwill - 5% per annum, straight line

Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual value, over their expected useful lives on the following bases:

Property improvements - 10% per annum, straight line
Plant & equipment - 10-50% per annum, straight line
Motor vehicles & scooters - 33% per annum, straight line

Investments

Investments in subsidiaries are valued at cost less provision for impairment.

1. ACCOUNTING POLICIES (continued)

Finance leasing and hire purchase

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible fixed assets. Assets acquired by finance lease are depreciated over the shorter of the lease term and their useful lives. Assets acquired by hire purchase are depreciated over their useful lives. Finance leases are those where substantially all of the benefits and risks of ownership are assumed by the group. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

Operating leases

Rentals under operating leases are charged to the profit and loss account on a straight line basis over the lease term.

Stocks

Stocks are valued at the lower of cost and net realisable value after making due allowance for obsolete and slow-moving stocks.

Pensions

The company operates a defined contribution pension scheme and the pension charge represents the amounts payable by the company to the fund in respect of the period.

Deferred taxation

Deferred taxation is provided on all timing differences, without discounting, calculated at the rate which it is estimated that tax will be payable, except where otherwise required by accounting standards.

Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as either financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the group after deducting all of its liabilities.

2. TURNOVER

The whole of the turnover is attributable to the group's principal continuing activity.

All turnover arose within the United Kingdom.

3. OPERATING LOSS

The operating loss is stated after charging:

| | Period ended 27 April 2014 £ | Period ended 28 April 2013 £ |
|--|---------------------------------------|---------------------------------------|
| Amortisation - intangible fixed assets | 92,376 | 92,376 |
| Depreciation of tangible fixed assets: | | |
| - owned by the group | 267,438 | 240,631 |
| Auditors' remuneration | 13,500 | 13,500 |
| Auditors' remuneration - tax and other services - land and buildings | 2,500 | 2,500 |
| - other operating leases | 297,321 | 299,785 |

During the period, no director of the company received any emoluments (2013 - £NIL).

4. STAFF COSTS

Staff costs, including directors' remuneration, were as follows:

| | Period ended 27 April 2014 £ | Period ended 28 April 2013 £ |
|-----------------------|---------------------------------------|---------------------------------------|
| Wages and salaries | 3,980,783 | 3,591,103 |
| Social security costs | 285,707 | 253,343 |
| Other pension costs | 8,154 | 9,313 |
| | 4,274,644 | 3,853,759 |
| | | |

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

| | Period ended 27 April 2014 No. | Period ended 28 April 2013 No. |
|------------------------------------|---|---|
| Management Kitchen and other staff | 31 268 | 30 258 |
| | 299 | 288 |

5. INTEREST PAYABLE

6.

| | Period ended 27 April 2014 £ | Period ended 28 April 2013 £ |
|--|---------------------------------------|---------------------------------------|
| On bank loans and overdrafts On other loans | 8,372 32,096 | 11,514 28,501 |
| | 40,468 | 40,015 |
| TAXATION | | |
| | Period ended 27 April 2014 £ | Period ended 28 April 2013 £ |
| UK corporation tax charge on loss for the period | - | - |

Factors affecting tax charge for the period

The tax assessed for the period differs from the standard rate of corporation tax in the UK of 23% (2013 - 24%). The differences are explained below:

| | Period ended 27 April 2014 £ | Period ended 28 April 2013 £ |
|--|---------------------------------------|---------------------------------------|
| Loss on ordinary activities before tax | (341,030) | (688,116) |
| Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 23% (2013 - 24%) | (78,437) | (165,148) |
| Effects of: | | |
| Expenses not deductible for tax purposes | 26,903 | 29,007 |
| Timing differences relating to fixed assets | 17,486 | 5,245 |
| Unrelieved tax losses carried forward | 34,832 | 131,693 |
| Other short term timing differences | (784) | (797) |
| Current tax charge for the period (see note above) | - | - |

Factors that may affect future tax charges

At the balance sheet date, the total losses and other timing differences available to the group to offset future taxable profits is £5.0m (2013 - £4.8m). No deferred tax asset has been recognised in relation to these amounts as, in the opinion of the directors, there is insufficient certainty as to the timing of such profits and the value of the amount which might be realised.

7. INTANGIBLE FIXED ASSETS

| Group | Goodwill £ |
|------------------------------------|---------------|
| Cost | |
| At 29 April 2013 and 27 April 2014 | 1,847,520 |
| Amortisation | |
| At 29 April 2013 | 277,128 |
| Charge for the period | 92,376 |
| At 27 April 2014 | 369,504 |
| Net book value | |
| At 27 April 2014 | 1,478,016 |
| , | |
| At 28 April 2013 | 1,570,392 |
| | |

8. TANGIBLE FIXED ASSETS

| | Motor vehicles and scooters | Plant and equipment | Property improvements | Total |
|-----------------------|-----------------------------|---------------------|-----------------------|-----------|
| Group | £ | £ | £ | £ |
| Cost | | | | |
| At 29 April 2013 | 103,082 | 772,730 | 482,072 | 1,357,884 |
| Additions | 88,610 | 262,885 | 43,134 | 394,629 |
| Disposals | - | (510) | - | (510) |
| At 27 April 2014 | 191,692 | 1,035,105 | 525,206 | 1,752,003 |
| Depreciation | | | | |
| At 29 April 2013 | 62,571 | 434,615 | 171,544 | 668,730 |
| Charge for the period | 36,806 | 176,752 | 53,880 | 267,438 |
| On disposals | - | (277) | - | (277) |
| At 27 April 2014 | 99,377 | 611,090 | 225,424 | 935,891 |
| Net book value | | | | |
| At 27 April 2014 | 92,315 | 424,015 | 299,782 | 816,112 |
| At 28 April 2013 | 40,511 | 338,115 | 310,528 | 689,154 |
| | | | | |

The net book value of assets held under finance leases or hire purchase contracts, included above, are as follows:

| | 27 April - 2014 | 28 April 2013 |
|-----------------------------|--------------------|------------------|
| Group | £ | £ |
| Motor vehicles and scooters | 37,005 | - |
| | | |

9. FIXED ASSET INVESTMENTS

| Company | Investments in subsidiary £ |
|---|-----------------------------------|
| Cost or valuation | |
| At 29 April 2013 Additions | 1,850,001 120,000 |
| At 27 April 2014 | 1,970,001 |
| Net book value | |
| At 27 April 2014 | 1,970,001 |
| At 28 April 2013 | 1,850,001 |
| Additions At 27 April 2014 Net book value At 27 April 2014 | 1,970 1,970 1,850 |

The above investment relates to the company's ownership of 100% of the Ordinary share capital of Deliverance Limited, a company incorporated in England & Wales. The principal activity of Deliverance Limited is the preparation and delivery of high quality food and beverages to consumers at home and work.

10. DEBTORS

| | | Group | | Company |
|--------------------------------|-----------------------|-----------------------|-----------------------|-----------------------|
| | 27 April 2014 £ | 28 April 2013 £ | 27 April 2014 £ | 28 April 2013 £ |
| Due after more than one year | | | | |
| Other debtors | 30,763 | 28,641 | - | - |
| Due within one year | | | | |
| Trade debtors | 160,156 | 142,898 | - | - |
| Other debtors | 224,481 | 146,851 | - | - |
| Prepayments and accrued income | 262,865 | 241,020 | - | - |
| | 678,265 | 559,410 | - | - |
| | | | | |

11. CREDITORS: Amounts falling due within one year

| | | Group | | Company |
|--------------------------------------|-----------------------|-----------------------|-----------------------|-----------------------|
| | 27 April 2014 £ | 28 April 2013 £ | 27 April 2014 £ | 28 April 2013 £ |
| Bank loans and overdrafts | 136,198 | 3,320 | - | - |
| Other loans | 32,906 | - | - | - |
| Trade creditors | 963,636 | 1,022,542 | - | - |
| Amounts owed to related undertakings | 1 | 1 | 1 | 1 |
| Other taxation and social security | 394,577 | 502,921 | - | - |
| Other creditors | 185,632 | 156,764 | - | - |
| Accruals and deferred income | 208,209 | 128,404 | - | - |
| | 1,921,159 | 1,813,952 | 1 | 1 |

12. CREDITORS: Amounts falling due after more than one year

| | | Group | | Company |
|--|-----------------------|-----------------------|-----------------------|-----------------------|
| | 27 April 2014 £ | 28 April 2013 £ | 27 April 2014 £ | 28 April 2013 £ |
| Loans Net obligations under finance leases and | 659,544 | 590,754 | - | - |
| hire purchase contracts | 36,787 | - | - | - |
| | 696,331 | 590,754 | | - |

Obligations under finance leases and hire purchase contracts, included above, are payable as follows:

| | | Group | | Company |
|----------------------------|------------------|------------------|------------------|------------------|
| | 27 April 2014 | 28 April 2013 | 27 April 2014 | 28 April 2013 |
| | £ | £ | £ | £ |
| Between one and five years | 36,787 | - | - | - |
| | | | | |

Other loans are amounts due to Active Deliverance LP as described in note 16. These are secured by a fixed and floating charge over the assets of the company, carry interest at rates in the range 5%-10% and are repayable as follows:

| | | Group | | Company | |
|---|-------------------|--------------|-----------|-----------|--|
| | 2014 £ | 2013 £ | 2014 £ | 2013 £ | |
| Within one year (see note 11) After more than one but less than two years | 32,906 659,544 | - 590,754 | - | - | |
| Total | 692,450 | 590,754 | - | - | |

13. PROVISIONS

| Group | Operating leases £ |
|----------------------------------|--------------------|
| At 29 April 2013 Amounts used | 26,337 (10,474) |
| At 27 April 2014 | 15,863 |

The group leases a property from which it no longer operates but which it has sublet to a tenant. The above provision represents an estimate of the excess of future operating lease payments over the anticipated rental proceeds, payable in quarterly instalments, until the expiry of the lease in November 2015.

The Company has no provisions.

14. OPERATING LEASE COMMITMENTS

At 27 April 2014 the group had annual commitments under non-cancellable operating leases as follows:

| | Land and buildings | | | Other |
|-------------------------|--------------------|----------|----------|----------|
| | 27 April | 28 April | 27 April | 28 April |
| | 2014 | 2013 | 2014 | 2013 |
| Group | £ | £ | £ | £ |
| Expiry date: | | | | |
| Within 1 year | 139,400 | 149,600 | - | 4,500 |
| Between 2 and 5 years | 100,594 | 129,522 | - | - |
| After more than 5 years | 121,250 | 54,750 | - | <u> </u> |

15. FINANCE LEASE COMMITMENTS

Future commitments under finance lease agreements are as follows:

| | 2014 | 2013 |
|-------------------------------|--------|------|
| | £ | £ |
| Group | | |
| Amounts payable within 1 year | 18,031 | - |
| Between 2 and 5 years | 18,756 | - |
| | | |
| Total | 36,787 | - |
| | | |

16. RELATED PARTY TRANSACTIONS

The company has received loans from Active Deliverance LP ('Active'), a Limited Partnership which owns a controlling interest in the issued share capital of Deliverance London Limited, and in which G Davies and S J B Skinner have an interest. The loans totalled £692,450 at the balance sheet date (2013 - £590,574). The terms of the loans are shown in note 12.

17. SHARE CAPITAL

| | 27 April | 28 April |
|---|---------------|-----------|
| | 2014 | 2013 |
| | £ | £ |
| Allotted, called up and fully paid | | |
| 1,970,000 (2013 - 1,850,000) Ordinary shares of £1 each | 1,970,000 | 1,850,000 |
| | _ | |

The company issued 120,000 ordinary £1 shares on the 17 January 2014. All shares were issued at par.

18. RESERVES

| Group | Profit and loss account £ |
|---|---------------------------------|
| At 29 April 2013 Loss for the period | (1,035,647) (341,030) |
| At 27 April 2014 | (1,376,677) |

19. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS

| 27 April 2014 | 28 April 2013 |
|------------------|---|
| £ | £ |
| 814,353 | 1,502,469 |
| (341,030) | (688,116) |
| 120,000 | - |
| 593,323 | 814,353 |
| 27 April 2014 | 28 April 2013 |
| £ | £ |
| 1,850,000 | 1,850,000 |
| 120,000 | |
| 1,970,000 | 1,850,000 |
| | 2014 £ 814,353 (341,030) 120,000 593,323 27 April 2014 £ 1,850,000 120,000 |

The company has taken advantage of the exemption contained within section 408 of the Companies Act 2006 not to present its own profit and loss account.

The profit for the period dealt with in the accounts of the company was £NIL (2013 - £NIL).

20. NET CASH FLOW FROM OPERATING ACTIVITIES

| | Period ended | Period ended |
|--|--------------|--------------|
| | 27 April | 28 April |
| | 2014 | 2013 |
| | £ | £ |
| Operating loss | (300,656) | (648,448) |
| Amortisation of intangible fixed assets | 92,376 | 92,376 |
| Depreciation of tangible fixed assets | 267,438 | 240,631 |
| Loss/(profit) on disposal of tangible fixed assets | 233 | (120) |
| Increase in stocks | (28,175) | (9,128) |
| Increase in debtors | (118,855) | (30,280) |
| (Decrease)/increase in creditors | (58,577) | 377,450 |
| Decrease in provisions | (10,474) | (26,746) |
| Net cash outflow from operating activities | (156,690) | (4,265) |

21. ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN CASH FLOW STATEMENT

| | Period ended 27 April 2014 £ | Period ended 28 April 2013 £ |
|---|---------------------------------------|---------------------------------------|
| Returns on investments and servicing of finance | | |
| Interest received Interest paid | 94 (10,334) | 347 (11,334) |
| Net cash outflow from returns on investments and servicing of finance | (10,240) | (10,987) |
| | Period ended 27 April 2014 £ | Period ended 28 April 2013 £ |
| Capital expenditure and financial investment | | |
| Purchase of tangible fixed assets Sale of tangible fixed assets | (344,741) | (126,876) 120 |
| Net cash outflow from capital expenditure | (344,741) | (126,756) |
| | Period ended 27 April 2014 £ | Period ended 28 April 2013 £ |
| Financing | | |
| Issue of ordinary shares New bank loans Repayment of bank loans | 120,000 132,878 | (9,508) |
| Other new loans | 80,000 | • |
| Repayment of other loans Repayment of finance leases | (8,438) (13,101) | (966) |
| Net cash inflow/(outflow) from financing | 311,339 | (10,474) |

22. ANALYSIS OF CHANGES IN NET DEBT

| 29 April 2013 | Cash flow | Other non-cash changes | 27 April 2014 |
|------------------|--|--|---|
| £ | £ | £ | £ |
| 304,438 | (200,332) | - | 104,106 |
| | | | |
| - | 13,101 | (49,888) | (36,787) |
| (3,320) | (204,440) | 38,656 | (169,104) |
| (590,754) | <u>-</u> | (68,790) | (659,544) |
| (289,636) | (391,671) | (80,022) | (761,329) |
| | 2013 £ 304,438 (3,320) (590,754) | 2013 £ £ 304,438 (200,332) - 13,101 (3,320) (204,440) (590,754) - | 29 April Cash flow changes 2013 £ £ £ 304,438 (200,332) - - 13,101 (49,888) (3,320) (204,440) 38,656 (590,754) - (68,790) |

23. MAJOR NON-CASH TRANSACTIONS

Tangible fixed assets were acquired by the group under finance leases to the value of £49,888 (2013 - £nil).

Interest of £30,134 (2013 - £28,681) accrued on the group's debt during the period and remained unpaid at the balance sheet date.

24. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The controlling party is Active Deliverance LP by virtue of its controlling interest in the issued share capital of the company.