

## **Café 2011 Finance 1 Limited**

Director's report and financial statements  
Registered number 07704017  
Amending Document  
For the period to 31 December 2012

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## Director's report

The directors present their annual report and the un-audited financial statements for the period ended 31 December 2012. The company was incorporated on 13<sup>th</sup> July 2011.

These are the revised directors' report and financial statements of the company for the period ended 31 December 2012 (the "**Revised Accounts**") The Revised Accounts replace the original directors' report and financial statements, submitted to Companies House on 15 April 2013 (the "**Original Accounts**"), and are now the annual accounts and directors' report of the company. The Revised Accounts have been prepared as at 31 December 2012 and not to a later date by reason of their revision, and, accordingly, do not deal with any events after 31 December 2012. The reason for the preparation of the Revised Accounts is that the Original Accounts contained an incorrect reference to section 480 of the Companies Act 2006 ("Dormant companies conditions for exemption from audit"). The Revised Accounts do not include a reference to section 480 of the Companies Act 2006, but instead include a reference to section 479A of the Companies Act 2006 ("Subsidiary companies conditions for exemption from audit"), under which the company is entitled to the exemption from audit for the period ended 31 December 2012. The Original Accounts also misnamed the company secretary as "The Corporate Administration Services Limited". The Revised Accounts correctly name the company secretary as "TMF Corporate Administration Services Limited".

Effective the 18<sup>th</sup> May 2012, UCC Europe Limited (UCCE), a company registered in the UK, bought 100% of the shares of Café 2011 Holdings Limited (the parent of Café 2011 Finance 1 Limited) from the company Coffee2008 Investment SCA. UCCE is a 100% subsidiary of UCC Holdings Co Ltd, Japan's leading coffee company.

The accounting period has been extended for 17 month period from the date of incorporation to 31<sup>st</sup> December 2012.

## Principal activities

The company holds shares in group undertakings and held third party debt, which was transferred into an UCCE shareholder loan after the acquisition by UCCE.

## Officers and professional advisors

### The board of directors

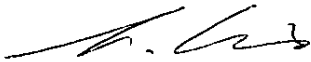
Christopher Campbell	(British) appointed 19 <sup>th</sup> July 2011 resigned 18 <sup>th</sup> May 2012
Seamus Fitzpatrick	(Irish) appointed 19 <sup>th</sup> July 2011 resigned 18 <sup>th</sup> May 2012
Alexander Noel Walsh	(British) appointed 19 <sup>th</sup> July 2011 resigned 18 <sup>th</sup> May 2012
Paul Alan Newcombe	(British) appointed 13 <sup>th</sup> July 2011 resigned 19 <sup>th</sup> July 2011
Per Harkjaer	(Danish) appointed 19 <sup>th</sup> July 2011 resigned 22 <sup>nd</sup> January 2013
Mark Ian Tentori	(British) appointed 19 <sup>th</sup> July 2011 resigned 5 <sup>th</sup> April 2013
Yasumasa Shimura	(Japanese) appointed 18 <sup>th</sup> May 2012
Masaro Ueshima	(Japanese) appointed 18 <sup>th</sup> May 2012
Seisuke Ueshima	(Japanese) appointed 18 <sup>th</sup> May 2012

None of the directors had any interest in the shares or debentures of the company either at the beginning or end of the year

**Company Secretary**

TMF Corporate Administration Services Limited  
5<sup>th</sup> Floor 6 St Andrew Street  
London  
EC4A 3AE

By order of the board



Seisuke Ueshima  
*Director*

## **Statement of director's responsibilities in respect of the Directors' Report and the financial statements.**

Company law requires the directors to prepare financial statements for each financial period which gave a true and fair view of the state of the company and of the profit or loss for that period. In preparing those financial statements the directors are required to

- Select suitable accounting policies and then apply them consistently,
- Make judgments and estimates that are reasonable and prudent,
- State whether applicable 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 group will continue in business

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

**Profit and loss account**  
*for the period ended 31 December 2012*

	<i>Note</i>	<b>Period to 31 December 2012</b>
		<b>€</b>
Interest payable and similar charges	2	(4,314,039)
<b>Loss on ordinary activities before taxation</b>		<b>(4,314,039)</b>
Tax on losses on ordinary activities	3	-
<b>Retained loss for the financial year</b>		<b><u>(4,314,039)</u></b>

The company has no recognized gains or losses other than the result above, all of which were derived from continuing activities. There is no difference between the reported results and those prepared on a historical basis.

The notes on pages 9 to 12 form part of these financial statements.

**Balance Sheet**  
*at 31 December 2012*

		<b>Period to 31 December 2012</b>	
	<i>Note</i>	<b>€</b>	<b>€</b>
<b>Fixed assets</b>			
Investments	4	170,059,187	
<b>Current assets</b>			
Debtors	5	<u>2</u>	
<b>Net current assets</b>			2
<b>Creditors: amounts falling due after one year</b>	6	62,648,271	
<b>Net assets</b>		<u><b>107,410,918</b></u>	
<b>Capital and reserves</b>			
Called up share capital	7	111,724,957	
Profit and loss account		(4,314,039)	
<b>Shareholders' funds</b>	8	<u><b>107,410,918</b></u>	

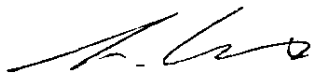
For the period ending 31 December 2012 the company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies

The members have not required the company to obtain an audit in accordance with section 476 of the Companies Act 2006

The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting periods and preparation of the accounts

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies regime

These financial statements were approved by the board of directors on 1 July, 2013 and were signed on its behalf by



Seisuke Ueshima  
*Director*



## Notes

*(forming part of the financial statements)*

### 1. Accounting Policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements

#### *Basis of Preparation*

The financial statements have been prepared in accordance with applicable accounting standards and under the historical cost accounting rules. These financial statements incorporate the requirements of Financial Reporting Standard No. 18 – Accounting Policies

### 2. Interest accrued

	Period to 31 December 2012
	€
<b>Interest paid</b>	
Third party	-
Group interest	-
	<hr/>
	-
<b>Interest accrued</b>	
Third party	3,464,767
Group interest	849,272
	<hr/>
	<b>4,314,039</b>
	<hr/>
	<b>4,314,039</b>

A PIK note with third party companies was entered into on 12<sup>th</sup> January 2012 for €58,334,232 with an interest rate in the range of 17%. On 18<sup>th</sup> May 2012 UCCE purchased 100% of the shares of the parent of the company, and the third party loan was transferred to an UCCE shareholder loan at that same date, at a value of €61,799,000 with an interest rate of 2.2% for the remainder of the year.

### 3. Taxation on ordinary activities

#### *Factors affecting the tax charge for the current year*

The current tax charge for the year is lower than the standard rate of corporation tax in the UK. The differences are explained below

	<b>Period to 31 December 2012</b>
	<b>€</b>
<i>Current tax reconciliation</i>	
Profit on ordinary activities before tax	(4,314,039)
Current tax at 24.98%	(1,077,647)
<i>Effects of</i>	
Expenses not deductible for tax purposes	-
Group relief not paid for/excess paid for group relief	1,077,647
<b>Total current tax charge</b>	<b>-</b>

### 4. Fixed asset investments

	<b>Shares in group undertakings</b>
	<b>€</b>
<b>Cost of shares</b>	
At beginning and end of year	-
Additions	170,059,187
	<b>170,059,187</b>

The company's investment at the balance sheet date in the share capital of unlisted companies includes the following

Subsidiary	Café 2011 Finance 2 Limited
Class of Share	Ordinary

**5. Debtors: amounts falling due within one year**

	<b>Period to 31 December 2012</b>
	<b>€</b>
Amounts owed by parent undertaking	<u>2</u>
Debtor being Café 2011 Finance 2 Limited	

**6. Creditors: amounts falling due after one year**

	<b>Period to 31 December 2012</b>
	<b>€</b>
Shareholder loan	61,799,000
Accrued interest	849,271
	<u><b>62,648,271</b></u>

**7. Capital and reserves**

	<b>Period to 31 December 2012</b>
	<b>€</b>
<b>Authorised, allotted, called up and fully paid</b>	
Ordinary shares of £1 each	2
Additional paid in capital	111,724,955
	<u><b>111,724,957</b></u>

**8. Reconciliation of movements in shareholders' funds**

	<b>Period to 31 December 2012</b>
	<b>€</b>
Shareholders' funds	111,724,957
Loss for the financial year	(4,314,039)
Dividends paid	-
	<u><b>107,410,918</b></u>
Opening shareholders' equity funds	<u>-</u>

Closing shareholders' equity funds

**107,410,918**

#### **9. Ultimate parent undertaking**

The ultimate parent undertaking is UCC Holdings Co Ltd, incorporated in Japan

Copies of the UCC Europe Ltd group accounts are available from 2 Bradbourne Drive,  
Tilbrook, Milton Keynes, MK7 8AT