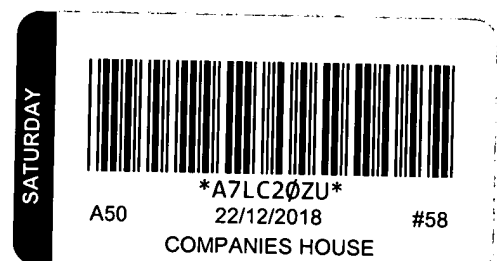


RUMWOOD GREEN FARM LTD

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 1 APRIL 2018



RUMWOOD GREEN FARM LTD

COMPANY INFORMATION

Directors

S. N. Charlton
L. J. Charlton
P. Charlton
• B. D. Charlton

Company secretary

L. J. Charlton

Registered number

07768823

Registered office

Rumwood Green Farm
Sutton Road
Langley
Maidstone
Kent
ME17 3ND

Independent auditors

MHA MacIntyre Hudson
Chartered Accountants & Statutory Auditors
Victoria Court
17-21 Ashford Road
Maidstone
Kent
ME14 5DA

RUMWOOD GREEN FARM LTD

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RUMWOOD GREEN FARM LTD

GROUP STRATEGIC REPORT FOR THE YEAR ENDED 1 APRIL 2018

Introduction

The directors present their strategic report for the year ended 1 April 2018.

Business review

For the year under review the principal business activities of the group comprised;

- The production of soft and top fruit for UK retail customers
- The supply of packing services to UK and International customers
- The supply of commercial refrigeration services
- The supply of labour services

Results and performance

The directors are pleased to report an increase in Turnover to £35,374,504 (2017 £12,320,068) and an increase in Net profits before tax to £8,873,598 (2017 £1,682,472).

Net assets for the group also increased to £11,589,021 (2017 £4,610,967).

Strategy

During the year the parent, Rumwood Green Farm Limited, commenced fruit production and packing following an agreement to acquire the trade and assets of G Charltons and Sons.

During the year the subsidiary, Orchard Cooling, commenced the supply of refrigeration services.

The directors seek to lead these respective industry sectors through innovation and levels of service.

Principal risks and uncertainties

The process of risk management is addressed through the groups policies and procedures, subject to continual review by management.

The directors have identified the following principal risks and uncertainties affecting the group:

The United Kingdoms exit from the European Union. Of significant concerns are the uncertainty over access to and availability of EU labour and the impact of new border and custom regulations on the movement of fresh produce.

Labour costs. Labour cost escalation due to both tightening labour market and domestic wage legislation is an ongoing concern.

Key performance indicators

The company monitors its performance using a number of measures, key among them is operating profit and the directors are pleased to report an increase in the year to 25.9% (2017 13.4%).

RUMWOOD GREEN FARM LTD

GROUP STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 1 APRIL 2018

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


.....
S. N. Charlton
Director

Date: 20 December 2018

RUMWOOD GREEN FARM LTD

DIRECTORS' REPORT FOR THE YEAR ENDED 1 APRIL 2018

The directors present their report and the financial statements for the year ended 1 April 2018.

Directors' responsibilities statement

The directors are responsible for preparing the Group strategic report, the Directors' report and the consolidated 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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and 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 for the Group's financial statements 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 to 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.

Results and dividends

The profit for the year, after taxation and minority interests, amounted to £6,971,953 (2017 - £1,472,527).

Directors

The directors who served during the year were:

S. N. Charlton
L. J. Charlton
P. Charlton
B. D. Charlton

Future developments

The directors have embarked on a programme of significant investment focussed on meeting key business challenges and delivering sustainable profits for the future.

Employee involvement

We are committed to ensuring that employees are involved and treated with respect. We believe that employees are one of our most valued asset and we promote communication with our employees and offer the support resources they may require.

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 1 APRIL 2018**

Disabled employees

The group operates an equal opportunities employment policy and is opposed to all forms of discrimination. Our selection processes are non-discriminatory and always seek to give full and fair consideration to those with disabilities for all vacancies, taking into account their aptitudes and skills. In the event of employees becoming disabled, every effort is made to ensure their employment with the group continues and appropriate training arranged. So far as possible the group ensures that the training, career development and promotion of any disabled person is identical to that of a colleague who does not suffer from such a disability.

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 the director is aware, there is no relevant audit information of which the Company and the Group's auditors are unaware, and
- the 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.

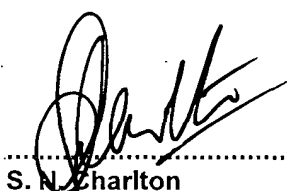
Post balance sheet events

There have been no significant events affecting the Group since the year end.

Auditors

The auditors, MHA MacIntyre Hudson, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

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



.....
S. N. Charlton
Director

Date: 20 December 2018

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF RUMWOOD GREEN FARM LTD

Qualified opinion

We have audited the financial statements of Rumwood Green Farm Ltd (the 'parent Company') and its subsidiaries (the 'Group') for the year ended 1 April 2018, which comprise the Group Statement of comprehensive income, the Group and Company Balance sheets, the Group Statement of cash flows, the Group and Company Statement of changes in equity and the related notes, 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 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

Except for the possible effects of the matters described in the Basis for qualified opinion section of our report, in our opinion the financial statements:

- give a true and fair view of the state of the Group's and of the parent Company's affairs as at 1 April 2018 and of the Group's profit for the year 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 qualified opinion

We did not attend stocktaking on the 31 March 2018 and there were no formal stocktaking procedures carried out by the company at the year end. Consequently, our work was subject to a limitation of scope.

There were no alternative procedures that we could adopt to satisfy ourselves as to the existence and condition of the stock and working progress at the balance sheet date. We are therefore unable to form an opinion with regards to the existence and condition of the stock and working progress as at the balance sheet date.

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 Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We 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 Group's or the parent 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.

**INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF RUMWOOD GREEN FARM LTD
(CONTINUED)**

Other Information

The directors are responsible for the other information. The other information comprises the information included in the Annual Report, other than the financial statements and our Auditors' 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.

Opinion 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 Group strategic report and the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Group strategic report and the Directors' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the Group and the parent Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Group strategic report or the Directors' report.

Except for the matter described in the basis for qualified opinion section of our report, 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 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.

Responsibilities of directors

As explained more fully in the Directors' responsibilities statement on page 3, 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 Group's and the parent 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 Group or the parent Company or to cease operations, or have no realistic alternative but to do so.

**INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF RUMWOOD GREEN FARM LTD
(CONTINUED)**

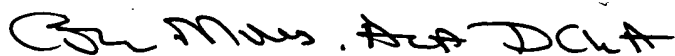
Auditors' responsibilities for the audit of the financial statements

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 Auditors' 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 Auditors' 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 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.



Colin Mills ACA DChA (Senior statutory auditor)

for and on behalf of

MHA MacIntyre Hudson

Chartered Accountants
Statutory Auditors

Victoria Court
17-21 Ashford Road
Maidstone
Kent

ME14 5DA

Date: 21. 12. 2014

RUMWOOD GREEN FARM LTD

**CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 1 APRIL 2018**

	Note	2018 £	2017 £
Turnover	4	35,374,504	12,320,068
Cost of sales		(26,343,101)	(10,963,922)
Gross profit		9,031,403	1,356,146
Administrative expenses		(1,743,392)	(259,624)
Other operating income	5	1,673,736	646,234
Operating profit	6	8,961,747	1,742,756
Interest payable and expenses	9	(88,149)	(60,284)
Profit before taxation		8,873,598	1,682,472
Tax on profit	10	(1,865,589)	(209,945)
Profit for the financial year		7,008,009	1,472,527
Total comprehensive income for the year		7,008,009	1,472,527
Profit for the year attributable to:			
Non-controlling interests		36,056	-
Owners of the parent Company		6,971,953	1,472,527
		7,008,009	1,472,527

The notes on pages 15 to 33 form part of these financial statements.

RUMWOOD GREEN FARM LTD
REGISTERED NUMBER: 07768823

CONSOLIDATED BALANCE SHEET
AS AT 1 APRIL 2018

	Note	1 April 2018 £	31 March 2017 £
Fixed assets			
Tangible assets	13	14,592,637	7,549,063
Current assets			
Stocks	15	3,224,266	122,252
Debtors: amounts falling due within one year	16	3,755,771	576,726
Cash at bank and in hand	17	4,445,222	1,378,059
		<u>11,425,259</u>	<u>2,077,037</u>
Creditors: amounts falling due within one year	18	(11,054,357)	(1,815,621)
Net current assets		<u>370,902</u>	<u>261,416</u>
Total assets less current liabilities		<u>14,963,539</u>	<u>7,810,479</u>
Creditors: amounts falling due after more than one year	19	(3,235,051)	(3,199,512)
Provisions for liabilities			
Deferred taxation	23	(139,467)	-
		<u>(139,467)</u>	<u>-</u>
Net assets		<u>11,589,021</u>	<u>4,610,967</u>
Capital and reserves			
Called up share capital	24	200	200
Profit and loss account	25	11,566,220	4,610,767
Equity attributable to owners of the parent Company		<u>11,566,420</u>	<u>4,610,967</u>
Non-controlling interests		22,601	-
		<u>11,589,021</u>	<u>4,610,967</u>

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

20/12/2018

.....
S. N. Charlton
 Director

.....
L. J. Charlton
 Director

The notes on pages 15 to 33 form part of these financial statements.

RUMWOOD GREEN FARM LTD
REGISTERED NUMBER: 07768823

COMPANY BALANCE SHEET
AS AT 1 APRIL 2018

	Note	1 April 2018 £	31 March 2017 £
Fixed assets			
Tangible assets	13	14,516,781	7,549,063
Investments	14	56	56
		<u>14,516,837</u>	<u>7,549,119</u>
Current assets			
Stocks	15	3,090,351	-
Debtors: amounts falling due within one year	16	3,848,518	576,725
Cash at bank and in hand	17	4,085,419	1,376,682
		<u>11,024,288</u>	<u>1,953,407</u>
Creditors: amounts falling due within one year	18	(10,625,462)	(1,689,435)
Net current assets		<u>398,826</u>	<u>263,972</u>
Total assets less current liabilities		<u>14,915,663</u>	<u>7,813,091</u>
Creditors: amounts falling due after more than one year	19	(3,235,051)	(3,199,511)
Provisions for liabilities			
Deferred taxation	23	(139,148)	-
		<u>(139,148)</u>	<u>-</u>
Net assets excluding pension asset		<u>11,541,464</u>	<u>4,613,580</u>
Net assets		<u>11,541,464</u>	<u>4,613,580</u>
Capital and reserves			
Called up share capital	24	200	200
Profit and loss account	25	11,541,264	4,613,380
		<u>11,541,464</u>	<u>4,613,580</u>

20/12/2018 The financial statements were approved and authorised for issue by the board and were signed on its behalf on

S. N. Charlton
 Director

L. J. Charlton
 Director

The notes on pages 15 to 33 form part of these financial statements.

RUMWOOD GREEN FARM LTD

**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 1 APRIL 2018**

	Called up share capital	Profit and loss account	Equity attributable to owners of parent Company	Non- controlling interests	Total equity
	£	£	£	£	£
At 1 April 2016	200	3,138,240	3,138,440	-	3,138,440
Profit for the year	-	1,472,527	1,472,527	-	1,472,527
At 1 April 2017	200	4,610,767	4,610,967	-	4,610,967
Profit for the year	-	6,971,953	6,971,953	36,056	7,008,009
Dividends attributable to owners of parent Company	-	(16,500)	(16,500)	-	(16,500)
Dividends attributable to NCI	-	-	-	(13,500)	(13,500)
Issue of share capital	-	-	-	45	45
At 1 April 2018	200	11,566,220	11,566,420	22,601	11,589,021

The notes on pages 15 to 33 form part of these financial statements.

RUMWOOD GREEN FARM LTD

**COMPANY STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 1 APRIL 2018**

	Called up share capital	Profit and loss account	Total equity
	£	£	£
At 1 April 2016	200	3,140,557	3,140,757
Profit for the year	-	1,472,823	1,472,823
At 1 April 2017	200	4,613,380	4,613,580
Profit for the year	-	6,927,884	6,927,884
At 1 April 2018	200	11,541,264	11,541,464

The notes on pages 15 to 33 form part of these financial statements.

RUMWOOD GREEN FARM LTD

**CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 1 APRIL 2018**

	1 April 2018 £	31 March 2017 £
Cash flows from operating activities		
Profit for the financial year	7,008,009	1,472,527
Adjustments for:		
Depreciation of tangible assets	961,157	282,604
Loss on disposal of tangible assets	4,510	15,261
Interest paid	88,149	60,284
Taxation charge	1,865,589	209,945
(Increase)/decrease in stocks	(3,102,014)	-
(Increase) in debtors	(3,435,161)	(318,743)
Decrease/(increase) in amounts owed by groups	145,083	(28,825)
Increase/(decrease) in creditors	8,619,994	(689,930)
(Decrease)/increase in amounts owed to groups	(122,909)	-
Corporation tax (paid)	(465,930)	(354,220)
Net cash generated from operating activities	11,566,477	648,903
Cash flows from investing activities		
Purchase of tangible fixed assets	(8,015,691)	(3,816,770)
Sale of tangible fixed assets	6,450	-
Purchase of fixed asset investments	-	(55)
HP interest paid	(15,826)	(10,705)
Net cash from investing activities	(8,025,067)	(3,827,530)
Cash flows from financing activities		
New secured loans	-	3,309,093
Repayment of loans	(309,184)	-
Other new loans	-	410,000
Repayment of other loans	(90,000)	-
Repayment of/new finance leases	27,216	90,051
Dividends paid	(16,500)	-
Non controlling interest dividends paid	(13,500)	-
Interest paid	(72,324)	(49,579)
Issue of shares in subsidiary to non-controlling interest	45	-
Net cash used in financing activities	(474,247)	3,759,565

RUMWOOD GREEN FARM LTD

CONSOLIDATED STATEMENT OF CASH FLOWS (CONTINUED)
FOR THE YEAR ENDED 1 APRIL 2018

	1 April 2018 £	31 March 2017 £
Net increase in cash and cash equivalents	3,067,163	580,938
Cash and cash equivalents at beginning of year	1,378,059	797,121
Cash and cash equivalents at the end of year	4,445,222	1,378,059
Cash and cash equivalents at the end of year comprise:		
Cash at bank and in hand	4,445,222	1,378,059

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 1 APRIL 2018**

1. General information

Rumwood Green Farm Limited, the Parent company, is a private company limited by shares incorporated in England, United Kingdom. The address of the registered office is Victoria Court, 17-21 Ashford Road, Maidstone, Kent, ME14 5DA. The nature of the company's operation and principal activities are that of fruit picking and packaging.

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 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The functional currency of the group during the period was GBP. All balances are rounded to the nearest £1.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires Group management to exercise judgment in applying the Group's accounting policies (see note 3).

The Company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own Statement of comprehensive income in these financial statements.

The following principal accounting policies have been applied:

2.2 Basis of consolidation

The consolidated financial statements present the results of the Company and its own subsidiaries ("the Group") as if they form a single entity. Intercompany transactions and balances between group companies are therefore eliminated in full.

The consolidated financial statements incorporate the results of business combinations using the purchase method. In the Balance sheet, the acquiree's identifiable assets, liabilities and contingent liabilities are initially recognised at their fair values at the acquisition date. The results of acquired operations are included in the Consolidated statement of comprehensive income from the date on which control is obtained. They are deconsolidated from the date control ceases.

In accordance with the transitional exemption available in FRS 102, the group has chosen not to retrospectively apply the standard to business combinations that occurred before the date of transition to FRS 102, being 31 March 2016.

The consolidated financial statements have been prepared to 1 April 2018 as this is the reporting date of the parent company and it was determined that this was not material when considering the reporting dates of the subsidiaries.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 1 APRIL 2018**

2. Accounting policies (continued)

2.3 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

Sale of goods

Revenue from the sale of goods is recognised when all of the following conditions are satisfied:

- the Group has transferred the significant risks and rewards of ownership to the buyer;
- the Group retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of revenue can be measured reliably;
- it is probable that the Group will receive the consideration due under the transaction; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

Rendering of services

Revenue from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of revenue can be measured reliably;
- it is probable that the Group will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured reliably; and
- the costs incurred and the costs to complete the contract can be measured reliably.

2.4 Operating leases: the Group as lessee

Rentals paid under operating leases are charged to the Consolidated statement of comprehensive income on a straight line basis over the lease term.

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight line basis over the lease term, unless another systematic basis is representative of the time pattern of the lessee's benefit from the use of the leased asset.

The Group has taken advantage of the optional exemption available on transition to FRS 102 which allows lease incentives on leases entered into before the date of transition to the standard 01 April 2016 to continue to be charged over the period to the first market rent review rather than the term of the lease.

2.5 Finance costs

Finance costs are charged to the Consolidated statement of comprehensive income over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 1 APRIL 2018**

2. Accounting policies (continued)

2.6 Borrowing costs

All borrowing costs are recognised in the Consolidated statement of comprehensive income in the year in which they are incurred.

2.7 Pensions

Defined contribution pension plan

The Group operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. Once the contributions have been paid the Group has no further payment obligations.

The contributions are recognised as an expense in the Consolidated statement of comprehensive income when they fall due. Amounts not paid are shown in accruals as a liability in the Balance sheet. The assets of the plan are held separately from the Group in independently administered funds.

2.8 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in the Consolidated statement of comprehensive income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company and the Group operate and generate income.

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

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits;
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met; and
- Where they relate to timing differences in respect of interests in subsidiaries, associates, branches and joint ventures and the Group can control the reversal of the timing differences and such reversal is not considered probable in the foreseeable future.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 1 APRIL 2018**

2. Accounting policies (continued)

2.9 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives.

Depreciation is provided on the following basis:

Freehold property	- Over 30 years
Plant and machinery	- Between 8 and 10 years
Motor vehicles	- Between 8 and 10 years
Fixtures and fittings	- Between 4 and 8 years
Office equipment	- 15% straight line

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Consolidated statement of comprehensive income.

2.10 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

2.11 Stocks

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell. Cost is based on the cost of purchase on a first in, first out basis. Work in progress and finished goods include labour and attributable overheads.

At each balance sheet date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in profit or loss.

2.12 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 1 APRIL 2018**

2. Accounting policies (continued)

2.13 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.

In the Consolidated statement of cash flows, cash and cash equivalents are shown net of bank overdrafts that are repayable on demand and form an integral part of the Group's cash management.

2.14 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.15 Provisions for liabilities

Provisions are made where an event has taken place that gives the Group a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to the Consolidated statement of comprehensive income in the year that the Group becomes aware of the obligation, and are measured at the best estimate at the Balance sheet date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Balance sheet.

2.16 Financial instruments

The Group only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares.

2.17 Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

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

There were no material judgements made by management in preparing these financial statements.

RUMWOOD GREEN FARM LTD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 1 APRIL 2018**

4. Turnover

An analysis of turnover by class of business is as follows:

	2018 £	2017 £
Sale of goods	16,802,078	-
Provision of labour	6,315,147	12,320,068
Sale of services	11,042,137	-
Cooling and ventilation sales	1,215,142	-
	<u>35,374,504</u>	<u>12,320,068</u>

5. Other operating income

	2018 £	2017 £
Rents receivable	1,376,331	664,000
Hire out	178,791	(17,766)
Other income	118,614	-
	<u>1,673,736</u>	<u>646,234</u>

6. Operating profit

The operating profit is stated after charging:

	2018 £	2017 £
Other operating lease rentals	<u>155,235</u>	<u>75,000</u>

7. Auditors' remuneration

	2018 £	2017 £
Fees payable to the Group's auditor and its associates for the audit of the Group's annual financial statements	<u>12,500</u>	<u>4,850</u>
Fees payable to the Group's auditor and its associates in respect of:		
All other services	<u>16,914</u>	<u>-</u>

RUMWOOD GREEN FARM LTD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 1 APRIL 2018**

8. Employees

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

	Group 1 April 2018 £	Group 31 March 2017 £	Company 1 April 2018 £	Company 31 March 2017 £
Wages and salaries	15,778,522	10,017,587	15,481,001	10,017,587
Social security costs	1,186,082	732,389	1,157,586	732,389
Cost of defined contribution scheme	61,159	36,434	53,619	36,434
	17,025,763	10,786,410	16,692,206	10,786,410

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

	Group 2018 No.	Group 2017 No.	Company 2018 No.	Company 2017 No.
Employees	637	555	630	555

9. Interest payable and similar expenses

	2018 £	2017 £
Bank interest payable	72,323	49,579
Finance leases and hire purchase contracts	15,826	10,705
	88,149	60,284

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 1 APRIL 2018

10. Taxation

	2018 £	2017 £
Corporation tax		
Current tax on profits for the year	1,649,160	321,042
Adjustments in respect of previous periods	(34,071)	(64)
Total current tax	1,615,089	320,978
Deferred tax		
Origination and reversal of timing differences	250,500	(111,033)
Taxation on profit on ordinary activities	1,865,589	209,945

Factors affecting tax charge for the year

The tax assessed for the year is the same as (2017 - the same as) the standard rate of corporation tax in the UK of 19% (2017 - 20%) as set out below:

	2018 £	2017 £
Profit on ordinary activities before tax	8,873,598	1,682,472
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2017 - 20%)	1,685,984	336,494
Effects of:		
Other timing differences leading to an increase (decrease) in taxation	179,605	(126,549)
Total tax charge for the year	1,865,589	209,945

Factors that may affect future tax charges

There were no factors that may affect future tax charges.

11. Dividends

	1 April 2018 £	31 March 2017 £
Dividends	16,500	-

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 1 APRIL 2018**
12. Parent company profit for the year

The Company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own Statement of comprehensive income in these financial statements. The profit after tax of the parent Company for the year was £6,927,884 (2017 - £1,472,823).

13. Tangible fixed assets**Group**

	Freehold property £	Plant and machinery £	Motor vehicles £	Fixtures and fittings £	Office equipment £
Cost or valuation					
At 1 April 2017	6,507,107	1,713,243	-	-	-
Additions	3,586,299	3,294,844	697,143	436,106	1,299
Disposals	-	(10,300)	(4,475)	-	-
Transfers between classes	-	(1,449,554)	823,149	626,405	-
At 1 April 2018	10,093,406	3,548,233	1,515,817	1,062,511	1,299
Depreciation					
At 1 April 2017	83,919	587,368	-	-	-
Charge for the year on owned assets	258,271	411,594	162,139	128,958	195
Disposals	-	(2,684)	(1,131)	-	-
Transfers between classes	-	(506,730)	231,022	275,708	-
At 1 April 2018	342,190	489,548	392,030	404,666	195
Net book value					
At 1 April 2018	9,751,216	3,058,685	1,123,787	657,845	1,104
At 31 March 2017	6,423,188	1,125,875	-	-	-

RUMWOOD GREEN FARM LTD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 1 APRIL 2018**

13. Tangible fixed assets (continued)

	Total £
Cost or valuation	
At 1 April 2017	8,220,350
Additions	8,015,691
Disposals	(14,775)
Transfers between classes	-
	<hr/>
At 1 April 2018	16,221,266
	<hr/>
Depreciation	
At 1 April 2017	671,287
Charge for the year on owned assets	961,157
Disposals	(3,815)
Transfers between classes	-
	<hr/>
At 1 April 2018	1,628,629
	<hr/>
Net book value	
At 1 April 2018	14,592,637
	<hr/>
At 31 March 2017	7,549,063
	<hr/>

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

	1 April 2018 £	31 March 2017 £
Plant and machinery	859,966	553,087
	<hr/>	<hr/>

RUMWOOD GREEN FARM LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 1 APRIL 2018

13. Tangible fixed assets (continued)

Company

	Freehold property £	Plant and machinery £	Motor vehicles £	Fixtures and fittings £	Total £
Cost or valuation					
At 1 April 2017	6,507,107	1,713,243	-	-	8,220,350
Additions	3,586,299	3,294,844	603,703	436,106	7,920,952
Disposals	-	(10,300)	(4,475)	-	(14,775)
Transfers between classes	-	(1,449,554)	823,149	626,405	-
At 1 April 2018	10,093,406	3,548,233	1,422,377	1,062,511	16,126,527
Depreciation					
At 1 April 2017	83,919	587,368	-	-	671,287
Charge for the year on owned assets	258,271	411,594	143,451	128,958	942,274
Disposals	-	(2,684)	(1,131)	-	(3,815)
Transfers between classes	-	(506,730)	231,022	275,708	-
At 1 April 2018	342,190	489,548	373,342	404,666	1,609,746
Net book value					
At 1 April 2018	9,751,216	3,058,685	1,049,035	657,845	14,516,781
At 31 March 2017	6,423,188	1,125,875	-	-	7,549,063

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

	1 April 2018 £	31 March 2017 £
Plant and machinery	859,966	553,087

RUMWOOD GREEN FARM LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 1 APRIL 2018

14. Fixed asset investments

Subsidiary undertakings

The following were subsidiary undertakings of the Company:

Name	Class of shares	Holding	Principal activity
Orchard Cooling Ltd	Ordinary	55 %	Refrigeration installation and maintenance services.
RWGD Ltd	Ordinary	100 %	Property development services

Company

	Investments in subsidiary companies £
Cost or valuation	
At 1 April 2017	56
At 1 April 2018	56
Net book value	
At 1 April 2018	56
At 31 March 2017	56

15. Stocks

	Group 1 April 2018 £	Group 31 March 2017 £	Company 1 April 2018 £	Company 31 March 2017 £
Plants and raw materials	1,484,038	-	1,472,375	-
Consumables and work in progress	1,332,859	122,252	1,210,607	-
Fruits in transit/store	407,369	-	407,369	-
	<u>3,224,266</u>	<u>122,252</u>	<u>3,090,351</u>	<u>-</u>

RUMWOOD GREEN FARM LTD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 1 APRIL 2018**

16. Debtors

	Group 1 April 2018 £	Group 31 March 2017 £	Company 1 April 2018 £	Company 31 March 2017 £
Trade debtors	2,011,960	18,000	1,905,822	18,000
Amounts owed by group undertakings	-	145,083	299,924	145,083
Other debtors	1,273,077	300,443	1,273,076	300,442
Prepayments and accrued income	470,734	2,167	369,696	2,167
Deferred taxation	-	111,033	-	111,033
	<u>3,755,771</u>	<u>576,726</u>	<u>3,848,518</u>	<u>576,725</u>

17. Cash and cash equivalents

	Group 1 April 2018 £	Group 31 March 2017 £	Company 1 April 2018 £	Company 31 March 2017 £
Cash at bank and in hand	4,445,222	1,378,059	4,085,419	1,376,682

RUMWOOD GREEN FARM LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 1 APRIL 2018

18. Creditors: Amounts falling due within one year

	Group 1 April 2018 £	Group 31 March 2017 £	Company 1 April 2018 £	Company 31 March 2017 £
Bank loans	311,355	317,579	311,355	317,579
Other loans	90,000	410,000	90,000	410,000
Trade creditors	1,233,133	4,001	1,152,451	1,224
Amounts owed to group undertakings	-	122,909	36,209	-
Corporation tax	1,470,201	321,042	1,450,763	321,042
Other taxation and social security	210,901	294,665	196,747	294,665
Obligations under finance lease and hire purchase contracts	238,299	181,163	238,299	181,163
Other creditors	6,565,243	-	6,532,649	-
Accruals and deferred income	935,225	164,262	616,989	163,762
	11,054,357	1,815,621	10,625,462	1,689,435

The following liabilities were secured:

	Group 1 April 2018 £	Group 31 March 2017 £	Company 1 April 2018 £	Company 31 March 2017 £
Bank loans due within 1 year	311,355	317,579	311,355	317,579
Bank loans due after 1 year	2,688,554	2,991,514	2,688,554	2,991,514
	2,999,909	3,309,093	2,999,909	3,309,093

Details of security provided:

Company bank loans and overdraft facility are provided by HSBC plc and secured by a fixed and floating debenture and mortgages over property known as Church and Street farms, Ulcombe, Maidstone ME17 1DN.

RUMWOOD GREEN FARM LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 1 APRIL 2018

19. Creditors: Amounts falling due after more than one year

	Group 1 April 2018 £	Group 31 March 2017 £	Company 1 April 2018 £	Company 31 March 2017 £
Bank loans	2,688,554	2,991,514	2,688,554	2,991,514
Other loans	230,000	-	230,000	-
Net obligations under finance leases and hire purchase contracts	178,077	207,998	178,077	207,997
Accruals and deferred income	138,420	-	138,420	-
	3,235,051	3,199,512	3,235,051	3,199,511

20. Loans

	Group 1 April 2018 £	Group 31 March 2017 £	Company 1 April 2018 £	Company 31 March 2017 £
Amounts falling due within one year				
Bank loans	311,355	317,579	311,355	317,579
Other loans	90,000	410,000	90,000	410,000
	401,355	727,579	401,355	727,579
Amounts falling due 1-2 years				
Other loans	230,000	-	230,000	-
Amounts falling due 2-5 years				
Bank loans	2,688,554	2,991,514	2,688,554	2,991,514
	3,319,909	3,719,093	3,319,909	3,719,093

Within other loans is £230,000 owed to Total World Fresh Limited. No interest is payable on this balance.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 1 APRIL 2018

21. Hire purchase and finance leases

Minimum lease payments under hire purchase fall due as follows:

	Group 1 April 2018 £	Group 31 March 2017 £	Company 1 April 2018 £	Company 31 March 2017 £
Within one year	238,288	181,163	238,288	181,163
Between 1-2 years	145,357	139,750	145,357	139,750
Within 2-5 years	32,720	68,247	32,720	68,247
	416,365	389,160	416,365	389,160

Obligations under finance leases are secured against the underlying assets.

22. Financial instruments

	Group 1 April 2018 £	Group 31 March 2017 £	Company 1 April 2018 £	Company 31 March 2017 £
Financial assets				
Financial assets measured at fair value through profit or loss	4,445,222	1,378,059	4,085,419	1,376,682
Financial assets that are debt instruments measured at amortised cost	2,458,888	463,527	2,631,998	463,525
	6,904,110	1,841,586	6,717,417	1,840,207
Financial liabilities				
Financial liabilities measured at amortised cost	(11,475,064)	(4,010,265)	(11,421,092)	(3,884,079)

RUMWOOD GREEN FARM LTD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 1 APRIL 2018**

23. Deferred taxation

Group

	2018 £
At beginning of year	111,033
Charged to profit or loss	(250,500)
At end of year	(139,467)

Company

	2018 £
At beginning of year	111,033
Charged to profit or loss	(250,181)
At end of year	(139,148)

	Group 1 April 2018 £	Group 31 March 2017 £	Company 1 April 2018 £	Company 31 March 2017 £
Accelerated capital allowances	(139,467)	111,033	(139,148)	111,033
	(139,467)	111,033	(139,148)	111,033

24. Share capital

	1 April 2018 £	31 March 2017 £
Allotted, called up and fully paid		
200 (2017 - 200) Ordinary shares of £1.00 each	200	200

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 1 APRIL 2018**

25. Reserves**Profit and loss account**

The movement in the profit and loss account in the year is detailed in the consolidated statement of changes in equity note above.

26. Pension commitments

The Group operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the Group in an independently administered fund. The pension cost charge represent contributions payable by the Group to the fund and amounted to £53,619 (2017: £36,433). Contributions totalling £3,628 (2017: £nil) were payable to the fund at the balance sheet date.

27. Commitments under operating leases

At 1 April 2018 the Group and the Company had future minimum lease payments under non-cancellable operating leases as follows:

	Group 1 April 2018 £	Group 31 March 2017 £	Company 1 April 2018 £	Company 31 March 2017 £
Not later than 1 year	-	75,000	-	75,000

28. Transactions with directors

During the year, the Group entered in to the following transactions with directors:

Mr R Burbridge, a director of a subsidiary, received advances of £10,000 and made credits of £375. At 1 April 2018, £9,625 was due to Mr R Burbridge.

Mr S Macoy, a director of a subsidiary, received advances of £10,000 and made credits of £15. At 1 April 2018, £9,985 was due to Mr S Macoy.

Mr D Reynolds, a director of a subsidiary, received advances of £10,000 and made credits of £375. At 1 April 2018, £9,625 was due to Mr D Reynolds.

No further transactions were made. No interest is accrued or charged on any balances owed to or by the directors.

During the year, no transactions occurred between the Parent Company and its directors (2017 - Nil).

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 1 APRIL 2018**

29. Related party transactions

The Company's subsidiary undertakings are as follows:

Orchard Cooling Limited whose registered office is Victoria Court, 17-21 Ashford Road, Maidstone, Kent, ME14 5FA. The company has been included in the consolidation as Rumwood Green Farm Limited owns 55% of the share capital.

RWGD Ltd whose registered office is Victoria Court, 17-21 Ashford Road, Maidstone, Kent, ME14 5FA. The company has been included in the consolidation as Rumwood Green Farm Limited owns 100% of the share capital.

During the year, Rumwood Green Farm Limited made sales of £6,315,147 (2017 - £12,300,084), management charges of £10,000 (2017 - £40,000) and building rental of £137,500 (2017: £574,000) to George Charlton & Sons, a partnership under common control. During the year £75,000 (2017: £75,000) was paid to George Charlton & Sons for the rent of land. As at 1 April 2018, £6,378,043 was to George Charlton & Sons (2017: £300,243 was owed by George Charlton & Sons to the company).

During the year, Orchard Cooling Limited made sales of £11,858 and purchases of £1,073 to George Charlton & Sons, of which Sean Charlton is a partner. As at 31 March 2018, no balances were owed or due.

On the 1st July 2017 George Charlton & Sons transferred the majority of its building and equipment, together with the stocks, growing crop valuations and trade to Rumwood Farms Ltd. The value of this has increased the amount due to George Charlton & Sons by £7,914,442.

During the period under review a net payment of £206,512 was due to George Charlton & Sons under the terms of this agreement.

30. Controlling party

The parent company is ultimately controlled by the directors who own 100% of the shares.