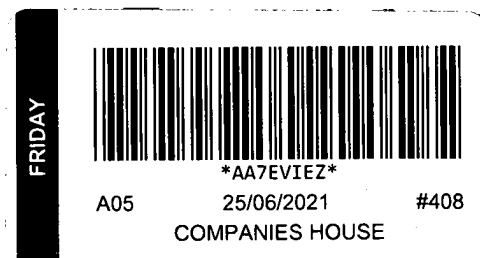


Registered number: 09872306

**NATUREDIET HOLDINGS LIMITED  
(FORMERLY ORROW & MASTERS GROUP LTD)**

**FINANCIAL STATEMENTS  
INFORMATION FOR FILING WITH THE REGISTRAR  
FOR THE PERIOD ENDED 30 SEPTEMBER 2020**



**NATUREDIET HOLDINGS LIMITED**  
**REGISTERED NUMBER: 09872306**

**STATEMENT OF FINANCIAL POSITION**  
**AS AT 30 SEPTEMBER 2020**


	Note	30 September 2020 £	31 March 2019 £
<b>Fixed assets</b>			
Investments	4	4,650,000	6,346,075
<b>Current assets</b>			
Bank and cash balances	251	33,885	
<b>Current liabilities</b>			
Creditors: amounts falling due within one year	5	(545,527)	(367,716)
<b>Net current liabilities</b>		<u>(545,276)</u>	<u>(333,831)</u>
<b>Total assets less current liabilities</b>		<u>4,104,724</u>	<u>6,012,244</u>
Creditors: amounts falling due after more than one year	6	-	(466,900)
<b>Net assets</b>		<u><u>4,104,724</u></u>	<u><u>5,545,344</u></u>
<b>Capital and reserves</b>			
Called up share capital	7	3,900	3,900
Share premium account		3,896,100	3,896,100
Capital redemption reserve		1,453,100	1,453,100
Profit and loss account		(1,248,376)	192,244
		<u><u>4,104,724</u></u>	<u><u>5,545,344</u></u>

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

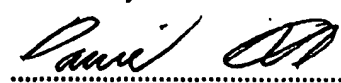
The financial statements have been delivered in accordance with the provisions applicable to companies subject to the small companies regime.

The Company has opted not to file the statement of income and retained earnings in accordance with provisions applicable to companies subject to the small companies' regime.

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

  
T L Hansell  
Director

Date: 16th June 2021

  
D A W Masters  
Director

The notes on pages 2 to 6 form part of these financial statements.

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## **NATUREDIET HOLDINGS LIMITED**

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### **NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2020**

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#### **1. General information**

Naturediet Holdings Limited is a private company limited by shares and incorporated in England and Wales. Registration number 09872306. The registered office is located at Swaffham Road, Ickburgh, Thetford, Norfolk, IP26 5HX.

During the period the accounting period was extended to 30 September 2020. The current period is 18 months from 1 April 2019 to 30 September 2020. The comparatives are for the year 1 April 2018 to 31 March 2019.

#### **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 Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The financial statements are presented in sterling which is the functional currency of the Company and rounded to the nearest £.

The significant accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all years presented unless otherwise stated.

##### **2.2 Exemption from preparing consolidated financial statements**

The Company, and the Group headed by it, qualify as small as set out in section 383 of the Companies Act 2006 and the parent and Group are considered eligible for the exemption to prepare consolidated accounts.

##### **2.3 Going concern**

The directors have considered the Company's financial position at the time of signing the financial statements with particular reference to the COVID-19 environment which the world currently faces. At the time of signing the financial statements, the Company continues to operate successfully, albeit that working practices have had to be modified to comply with UK Government COVID-19 guidelines.

The directors have considered the Company's current financial position and future prospects in the context of the ongoing global COVID-19 pandemic. On the basis of the information currently available, the directors have concluded that the Company should have adequate financial resources to continue to operate for the foreseeable future, being at least 12 months from the date of signing these financial statements. Accordingly, the directors continue to adopt the going concern basis of accounting in preparing these financial statements.

##### **2.4 Interest income**

Interest income is recognised in profit or loss using the effective interest method.

##### **2.5 Exceptional items**

Exceptional items are transactions that fall within the ordinary activities of the Company but are presented separately due to their size or incidence.

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**NATUREDIET HOLDINGS LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 30 SEPTEMBER 2020**

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**2. Accounting policies (continued)**

**2.6 Valuation of investments**

Investments in subsidiaries are measured at cost less accumulated impairment.

**2.7 Cash and cash equivalents**

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

**2.8 Creditors**

Short term creditors are measured at the transaction price.

**2.9 Financial Instruments**

The Company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, and loans to related parties.

**2.10 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. Employees**

The average monthly number of employees, including directors, during the period was 2 (2019 - 2).

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**NATUREDIET HOLDINGS LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 30 SEPTEMBER 2020**

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**4. Fixed asset investments**

	Investments in subsidiary companies £
<b>Cost or valuation</b>	
At 1 April 2019	6,346,075
At 30 September 2020	<u>6,346,075</u>
<b>Impairment</b>	
Charge for the period	1,696,075
At 30 September 2020	<u>1,696,075</u>
<b>Net book value</b>	
At 30 September 2020	<u>4,650,000</u>
At 31 March 2019	<u>6,346,075</u>

**5. Creditors: Amounts falling due within one year**

	30 September 2020 £	31 March 2019 £
Amounts owed to group undertakings	-	358,665
Other creditors	61,259	534
Accruals and deferred income	17,368	8,517
Redeemable preference shares	466,900	-
	<u>545,527</u>	<u>367,716</u>

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**NATUREDIET HOLDINGS LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 30 SEPTEMBER 2020**

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**6. Creditors: Amounts falling due after more than one year**

	30 September 2020 £	31 March 2019 £
Redeemable preference shares	-	466,900
	<u>-</u>	<u>466,900</u>

**7. Share capital**

	30 September 2020 £	31 March 2019 £
<b>Shares classified as equity</b>		
<b>Allotted, called up and fully paid</b>		
2,600 (2019 - 2,600) Ordinary C shares of £1 each	2,600	2,600
1,300 (2019 - 1,300) Ordinary D shares of £1 each	1,300	1,300
	<u>3,900</u>	<u>3,900</u>

The Ordinary C shares and Ordinary D shares rank pari passu in all respects save that they shall rank respectively for dividends as determined by the directors in a general meeting.

	30 September 2020 £	31 March 2019 £
<b>Shares classified as debt</b>		
<b>Allotted, called up and fully paid</b>		
466,900 (2019 - 466,900) Preference shares of £1 each	466,900	466,900
	<u>466,900</u>	<u>466,900</u>

The preference shares are redeemable at par not later than 31 December 2020. The preference shares have no rights attached to them but are entitled to 3.5% fixed cumulative dividends.

In addition, the Company can with five days written notice request redemption of these preference shares at par value. In the event of a sale of the Company the preference shares are redeemable immediately prior to such a sale.

The preference shares were redeemed at par on 23 October 2020.

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**NATUREDIET HOLDINGS LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 30 SEPTEMBER 2020**

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**8. Contingent liabilities**

The Company has entered into a cross guarantee with its subsidiary company Naturediet Pet Foods Limited in respect of its bank borrowings totalling £728,497 (31 March 2019 - £408,644).

**9. Related party transactions**

During the period dividends of £349,140 (31 March 2019 - £250,000) were paid to directors and £24,542 (31 March 2019 - £16,342) paid to a preference shareholder who is a spouse of one of the directors.

At the period end, the Company owed £61,259 (31 March 2019 - £534) to the directors. The loan was interest free and repayable on demand.

**10. Post balance sheet events**

Subsequent to the year end on 23 October 2020, Skinner's Pet Food Holdings Limited acquired a majority shareholding of Naturediet Holdings Limited (formerly Orrow & Masters Group Ltd). On this date, the preference shares were also redeemed at par and 1,301 Ordinary C shares of £1 each were also redesignated as 1 Ordinary C1 share of £1,301.

Subsequent to the year end on 21 December 2020, the Company undertook a capital reduction and the share premium account of £3,896,100 and £1,453,100 were both cancelled and credited to distributable reserves.

**11. Auditors' information**

The auditors' report on the financial statements for the period ended 30 September 2020 was unqualified.

The audit report was signed on 17/6/21 by Charles Savory ACA (Senior statutory auditor) on behalf of Larking Gowen LLP.