Group Strategic Report, Report of the Directors and

Consolidated Financial Statements for the Year Ended 30 September 2022

<u>for</u>

Joseph Rochford Holdings Ltd

Contents of the Consolidated Financial Statements for the Year Ended 30 September 2022

	Page
Company Information	1
Group Strategic Report	2
Report of the Directors	4
Report of the Independent Auditors	5
Consolidated Income Statement	9
Consolidated Other Comprehensive Income	10
Consolidated Balance Sheet	11
Company Balance Sheet	12
Consolidated Statement of Changes in Equity	13
Company Statement of Changes in Equity	14
Consolidated Cash Flow Statement	15
Notes to the Consolidated Cash Flow Statement	16
Notes to the Consolidated Financial Statements	17

Joseph Rochford Holdings Ltd

Company Information for the Year Ended 30 September 2022

DIRECTORS: K A Rochford

J P Rochford C M Wray FCA

SECRETARY: E M Hughes

REGISTERED OFFICE: Suite 6B Wentworth Lodge

Great North Road Welwyn Garden City

Hertfordshire AL8 7SR

REGISTERED NUMBER: 11625704 (England and Wales)

SENIOR STATUTORY AUDITOR: Jane Rook

AUDITORS: George Arthur Limited

Chartered Accountants and Statutory Auditors

Suite 6B, Wentworth Lodge

Great North Road Welwyn Garden City

Hertfordshire AL8 7SR

Group Strategic Report for the Year Ended 30 September 2022

The directors present their strategic report of the company and the group for the year ended 30 September 2022.

REVIEW OF BUSINESS

The principal activities of the company in the year under review were those of holding company. There have not been any significant changes in the company's principal activities in the period. The directors are not aware, at the date of this report, of any likely major changes in the company's activities in the next year.

The company continues to invest in improvements to the nursery sites. The directors regard continuing investment as necessary for the future success of the group's business.

The results of the company's performance during the period are set out on pages 10 and 11 of the financial statements. The company continually reviews its forecasted income and expenditure to ensure that it has the relevant resources to meet its obligations. Overheads are carefully monitored to ensure that they reflect the company's planned revenue and financial results.

There are no significant events since the balance sheet date.

PRINCIPAL RISKS AND UNCERTAINTIES

The directors believe that the principal risks and uncertainties to be encountered by the company relate to the effect of Brexit, Covid and the war in Ukraine on the economic climate and the threats posed to the horticulture industry of the current concerns over plant health and the threats from imported pests and diseases. The precise nature and scale of these threats is currently unclear.

GOING CONCERN

The directors have considered the financial position of the company and have a strong expectation that the company has adequate resources to meet its liabilities as they fall due and to continue in operational existence for the foreseeable future.

The cost of living crisis currently affecting the UK economy is the result of a number of events including the aftermath of Brexit, Covid and the war in Ukraine. This has resulted in sharp increases in energy and other costs, which in turn has led to high inflation and a rise in interest rates. While noting that the ultimate effects may be difficult to quantify at this time, the directors do not underestimate the current situation. Sales income may be impacted consequently, however the directors are confident that the Group has an adequacy of financial reserves so required to continue in full operational existence during this period and thereafter.

Accordingly these financial statements have been prepared on a going concern basis.

ENVIRONMENT

The company recognises the importance of its environmental responsibilities, monitors its impact on the environment, and designs and implements policies to reduce any damage that might be caused by the company's activities. The company takes a proactive approach with regard to plant health, from procurement of young plants and trade material through to company procedures for growing and plant husbandry. The company operates in accordance with legislation and initiatives designed to minimise the company's impact on the environment including the safe disposal of waste, recycling and reducing energy consumption.

EMPLOYEES

Details of the number of employees and related costs can be found in note 4 to the financial statements.

Group Strategic Report for the Year Ended 30 September 2022

FUTURE DEVELOPMENTS

The main focus for development, in the short term, is to grow and transform the group through its continued expansion, and by greater use of technology. There are rolling plans to modernise equipment and upgrade the nursery infrastructure. Processes and working practices are continually being reviewed and thus adapted to meet current and future challenges.

The company was incorporated to restructure Joseph Rochford Gardens Limited, now a group subsidiary, of Joseph Rochford Holdings Ltd. This restructuring separated the two fundamental core businesses of Joseph Rochford Gardens Limited between that of the growing of plants & shrubs and trading in other nursery products from that of a mixed-use farm..

A new subsidiary, Parsley Horticultural Software Ltd, was incorporated on 14 July 2020. Joseph Rochford Holdings Ltd is currently investing time and money into intellectual property, with the intention of marketing a product for sale into the horticultural market, which will be sold via the new subsidiary.

All of the company officers and directors in all group companies are the same.

ON BEHALF OF THE BOARD:

K A Rochford - Director

14 June 2023

Report of the Directors for the Year Ended 30 September 2022

The directors present their report with the financial statements of the company and the group for the year ended 30 September 2022.

DIVIDENDS

An interim dividend of 80p per share on the Ordinary A £1 shares was paid on 31 March 2022. The directors recommend that no final dividend be paid on these shares.

No interim dividend was paid on the Ordinary B £1 shares. The directors recommend that no final dividend be paid on these shares.

The total distribution of dividends for the year ended 30 September 2022 will be £ 30,000.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 October 2021 to the date of this report.

K A Rochford J P Rochford C M Wray FCA

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Group Strategic Report, the Report of the Directors 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 judgements 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 company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's and the group'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.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the group's auditors are unaware, and each director has taken all the steps that he or she ought to have taken as a director in order to make himself or herself aware of any relevant audit information and to establish that the group's auditors are aware of that information.

ON BEHALF OF THE BOARD:

K A Rochford - Director

14 June 2023

Opinion

We have audited the financial statements of Joseph Rochford Holdings Ltd (the 'parent company') and its subsidiaries (the 'group') for the year ended 30 September 2022 which comprise the Consolidated Income Statement, Consolidated Other Comprehensive Income, Consolidated Balance Sheet, Company Balance Sheet, Consolidated Statement of Changes in Equity, Consolidated Cash Flow Statement and Notes to the Consolidated Cash Flow Statement, Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the group's and of the parent company affairs as at 30 September 2022 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 opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the 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 UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the group's and the parent company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other information

The directors are responsible for the other information. The other information comprises the information in the Group Strategic Report and the Report of the Directors, but does not include the financial statements and our Report of the Auditors 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 this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Group Strategic Report and the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Group Strategic Report and the Report of the Directors 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 Report of the Directors.

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.

Responsibilities of directors

As explained more fully in the Statement of Directors' Responsibilities set out on page four, 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 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.

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 a Report of the Auditors 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.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below: As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the financial statements, including how fraud may occur by enquiring of management of its own consideration of fraud. In particular, we looked at where management made subjective judgements, for example in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. We also considered potential financial or other pressures, opportunity and motivations for fraud. As part of this discussion, we identified the internal controls established to mitigate risks related to fraud or noncompliance with laws and regulations and how management monitor these processes. Appropriate procedures included the review and testing of manual journals and key estimates and judgements made by management. We gained an understanding of the legal and regulatory framework applicable to the company and the industry in which it operates, drawing on our broad sector experience, and considered the risk of acts by the company that were contrary to these laws and regulations, including fraud. We focused on laws and regulations that could give rise to a material misstatement in the financial statements, including, but not limited to, the Companies Act 2006, UK tax legislation and equivalent local laws and regulations. We made enquiries of management with regards to compliance with the above laws and regulations and corroborated any necessary evidence to relevant information, for example, minutes of the management meetings held, and any other considered suitable documentation provided. We completed a sample of monthly management accounts with a focus on the income, expenditure and cash balances throughout the period to ensure that activities were supported and in line with company practices. Any unusual findings were raised with the directors for further investigation. Our tests included agreeing the financial statements disclosures to underlying supporting documentation and enquiries with management. We did not identify any key audit matters relating to irregularities, including fraud. As in all of our audits, we also addressed the risk of management override of internal controls including testing journals and evaluation whether there was evidence of bias by the directors that represented a risk of material misstatement due to fraud. Our audit procedures were designed to respond to risks of material misstatement in the financial statements, recognising that the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery, misrepresentations or through collusion. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it. A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Councils website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

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 Report of the Auditors.

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 a Report of the Auditors 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.

Jane Rook (Senior Statutory Auditor)
for and on behalf of George Arthur Limited
Chartered Accountants and Statutory Auditors
Suite 6B, Wentworth Lodge
Great North Road
Welwyn Garden City
Hertfordshire
AL8 7SR

14 June 2023

Consolidated Income Statement for the Year Ended 30 September 2022

		2022		021
	Notes	£	£	£
TURNOVER	3	4,634,	,856	5,076,792
Cost of sales GROSS PROFIT		3,433, 1,201,		3,435,939 1,640,853
Administrative expenses			<u>,405</u> ,945	<u>1,083,408</u> 557,445
Other operating income OPERATING PROFIT	5	130, 252,	82 <u>6</u> 771	<u>133,409</u> 690,854
Income from fixed asset investments Interest receivable and similar income	-	152 	3,091 138	3,229
		252	,923	694,083
Interest payable and similar expenses PROFIT BEFORE TAXATION	6	<u>13,</u> 239,	. <u>650</u> .273	<u>12,532</u> 681,551
Tax on profit PROFIT FOR THE FINANCIAL YEAR Profit attributable to:	7		,759 ,514	133,922 547,629
Owners of the parent		193,	<u>,514</u>	547,629

Consolidated Other Comprehensive Income for the Year Ended 30 September 2022

	Notes	2022 £	2021 £
PROFIT FOR THE YEAR		193,514	547,629
OTHER COMPREHENSIVE INCOME Revaluation in the year Income tax relating to other		-	400,000
comprehensive income OTHER COMPREHENSIVE INCOME FOR THE YEAR, NET OF INCOME TAX		- _	400,000
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		193,514	947,629
Total comprehensive income attributable to Owners of the parent):	193,514	947,629

Consolidated Balance Sheet 30 September 2022

		202	22	2021	
	Notes	£	£	£	£
FIXED ASSETS					
Intangible assets	10		271,817		260,674
Tangible assets	11		3,375,175		3,405,412
Investments	12		-		-
Investment property	13		2,788,096	_	2,788,096
			6,435,088		6,454,182
CURRENT ASSETS					
Stocks	14	731,055		848,490	
Debtors	15	223,486		247,182	
Cash at bank and in hand		<u>1,107,187</u>		1,099,653	
		2,061,728		2,195,325	
CREDITORS					
Amounts falling due within one year	16	<u>590,212</u>		804,452	
NET CURRENT ASSETS			1,471,516	_	1,390,873
TOTAL ASSETS LESS CURRENT					7 0 4 7 0 7 7
LIABILITIES			7,906,604		7,845,055
CREDITORS					
Amounts falling due after more than one					
year	17		(392,044)		(494,009)
PROVISIONS FOR LIABILITIES	20		(393,070)		(393,070)
NET ASSETS			7,121,490	=	6,957,976
CAPITAL AND RESERVES					
Called up share capital	21		50.000		50,000
Revaluation reserve	22		756,966		756,966
Retained earnings	22		6,314,524		6,151,010
SHAREHOLDERS' FUNDS			7,121,490	_	6,957,976

The financial statements were approved by the Board of Directors and authorised for issue on 14 June 2023 and were signed on its behalf by:

J P Rochford - Director

Company Balance Sheet 30 September 2022

		202		2021	
	Notes	£	£	£	£
FIXED ASSETS					
Intangible assets	10		271,817		260,674
Tangible assets	11		3,244,889		3,299,181
Investments	12		50,100		50,100
Investment property	13		2,788,096		2,788,096
			6,354,902	_	6,398,051
CURRENT ASSETS					
Debtors	15	213,187		308,928	
Cash at bank		1,030,584		855,104	
		1,243,771	•	1,164,032	
CREDITORS		.,,		.,,	
Amounts falling due within one year	16	99,879		160,991	
NET CURRENT ASSETS	, ,		1,143,892	100,001	1,003,041
TOTAL ASSETS LESS CURRENT			1,140,002	_	1,000,041
LIABILITIES			7,498,794		7,401,092
LIADILITIES			1,400,704		7,401,002
CREDITORS					
Amounts falling due after more than one					
year	17		(392,044)		(494,009)
year	1.4		(332,044)		(454,005)
PROVISIONS FOR LIABILITIES	20		(393,070)		(393,070)
NET ASSETS	20		6,713,680	_	6,514,013
NET AGGETO			0,7 13,000	=	0,514,015
CAPITAL AND RESERVES					
Called up share capital	21		50,000		50,000
Revaluation reserve	22		756,966		756,966
Retained earnings	22		5,906,714		5,707,047
SHAREHOLDERS' FUNDS	Z Z		6,713,680	_	
SHAREHULDERS FUNDS			0,113,000	_	6,514,013
Company's profit for the financial year			229,667		615,019
					

The financial statements were approved by the Board of Directors and authorised for issue on 14 June 2023 and were signed on its behalf by:

J P Rochford - Director

Consolidated Statement of Changes in Equity for the Year Ended 30 September 2022

	Called up share capital £	Retained earnings £	Revaluation reserve £	Total equity £
Balance at 1 October 2020	50,000	5,643,381	356,966	6,050,347
Changes in equity Dividends Total comprehensive income Balance at 30 September 2021	50,000	(40,000) 547,629 6,151,010	- 400,000 756,966	(40,000) 947,629 6,957,976
Changes in equity Dividends Total comprehensive income Balance at 30 September 2022	50,000	(30,000) 193,514 6,314,524	- - 756,966	(30,000) 193,514 7,121,490

Company Statement of Changes in Equity for the Year Ended 30 September 2022

	Called up share capital £	Retained earnings £	Revaluation reserve £	Total equity £
Balance at 1 October 2020	50,000	5,132,028	356,966	5,538,994
Changes in equity Dividends Total comprehensive income Balance at 30 September 2021	50,000	(40,000) 615,019 5,707,047	400,000 756,966	(40,000) 1,015,019 6,514,013
Changes in equity Dividends Total comprehensive income Balance at 30 September 2022	50,000	(30,000) 229,667 5,906,714	- - 756,966	(30,000) 229,667 6,713,680

Consolidated Cash Flow Statement for the Year Ended 30 September 2022

	Notes	2022 £	2021 £
Cash flows from operating activities			
Cash generated from operations	1	385,702	350,846
Interest paid		(13,650)	(12,532)
Government grants		1,098	4,078
Tax paid		(145,525)	(58,816)
Net cash from operating activities		227,625	283,576
Cash flows from investing activities			
Purchase of intangible fixed assets		(11,143)	-
Purchase of tangible fixed assets		(72,111)	(174,711)
Sale of tangible fixed assets		11,200	
Sale of fixed asset investments		-	100
Interest received		152	138
Dividends received		-	3,091
Net cash from investing activities		<u>(71,902</u>)	(171,382)
Cash flows from financing activities			
Loan repayments in year		(101,964)	(107,748)
Amount introduced by directors		1	190,292
Amount withdrawn by directors		(16,226)	(203,793)
Equity dividends paid		(30,000)	(40,000)
Net cash from financing activities		(148,189)	(161,249)
Increase/(decrease) in cash and cash	ı equivalents	7,534	(49,055)
Cash and cash equivalents at beginning of year	2	1,099,653	1,148,708
Cash and cash equivalents at end of			
year	2	<u>1,107,187</u>	1,099,653

Notes to the Consolidated Cash Flow Statement for the Year Ended 30 September 2022

1. RECONCILIATION OF PROFIT BEFORE TAXATION TO CASH GENERATED FROM OPERATIONS

	2022	2021
	£	£
Profit before taxation	239,273	681,551
Depreciation charges	102,347	97,494
Profit on disposal of fixed assets	(11,200)	-
Government grants	(1,098)	(4,078)
Finance costs	13,650	12,532
Finance income	(152)	(3,229)
	342,820	784,270
Decrease/(increase) in stocks	117,435	(212,490)
Decrease/(increase) in trade and other debtors	35,224	(24,746)
Decrease in trade and other creditors	_(109,777)	(196,188)
Cash generated from operations	385,702	350,846

2. CASH AND CASH EQUIVALENTS

The amounts disclosed on the Cash Flow Statement in respect of cash and cash equivalents are in respect of these Balance Sheet amounts:

Year ended 30 September 2022

	30.9.22 £	1.10.21 £
Cash and cash equivalents	<u>1,107,187</u>	1,099,653
Year ended 30 September 2021		
	30.9.21	1.10.20
	£	£
Cash and cash equivalents	1,099,653	1,148,708

3. ANALYSIS OF CHANGES IN NET FUNDS

	At 1.10.21 £	Cash flow £	At 30.9.22 £
Net cash			
Cash at bank and in hand	1,099,653	7,534	1,107,187
	1,099,653	7,534	1,107,187
Debt			_
Debts falling due within 1 year	(95,279)	-	(95,279)
Debts falling due after 1 year	(494,009)	101,965	(392,044)
	(589,288)	101,965	(487,323)
Total	510,365	109,499	619,864

Notes to the Consolidated Financial Statements for the Year Ended 30 September 2022

1. STATUTORY INFORMATION

Joseph Rochford Holdings Ltd is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the General Information page.

2. ACCOUNTING POLICIES

Basis of preparing the financial statements

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention as modified by the revaluation of certain assets.

Significant judgements and estimates

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

(a) Critical accounting estimates and assumptions

The company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

(i) Useful economic lives of tangible assets

The annual depreciation charge for tangible assets is sensitive to changes in the estimated useful economic lives and residual values of the assets. The useful economic lives and residual values are re-assessed annually. They are amended when necessary to reflect current estimates, based on technological advancement, future investments, economic utilisation and the physical condition of the assets. See the note below for the carrying amount of the fixed assets and for the useful economic lives for each class of assets.

(ii) Stock provisioning

When calculating the stock provision, management considers the nature and condition of the stock, as well as applying assumptions around anticipated saleability of stock. See the note below for the net carrying amount of the stock and associated provision.

(iii) Impairment of debtors

The company makes an estimate of the recoverable value of trade and other debtors. When assessing impairment of trade and other debtors, management considers factors including the current credit rating of the debtor, the ageing profile of debtors and historical experience. See the note below for the net carrying amount of the debtors and associated impairment provision

Turnover

Turnover is measured at the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

Page 17 continued...

Notes to the Consolidated Financial Statements - continued for the Year Ended 30 September 2022

2. ACCOUNTING POLICIES - continued

Intellectual property

Intellectual property is stated at cost or valuation less accumulated amortisation and accumulated impairment losses. Amortisation is calculated, using the straight-line method, once the asset has reached completion, to allocate the depreciable cost or valuation of the assets to their residual values over their estimated useful lives over 5 years.

Where factors, such as technological advancement, indicate that residual value or useful life have changed, the residual value, useful life or amortisation rate are amended prospectively to reflect the new circumstances.

The assets are reviewed for impairment if the above factors indicate that the carrying amount may be impaired.

Development costs that are directly attributable to the design and testing of identifiable and unique software controlled by the company and it's subsidiary companies are recognised as intangible assets when the following criteria are met:

- it is technically feasible to complete the software so that it will be available for use,
- management intends to complete the software and use or sell it,
- there is an ability to use or sell the software,
- it can be demonstrated how the software will generate probable future economic benefits,
- adequate technical, financial and other resources to complete any development, and to use or sell the software are available, and
- the expenditure attributable to the software during its development can be reliably be measured.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Freehold property - not provided
Plant and machinery - 25% on cost
Fixtures and fittings - 25% on cost
Motor vehicles - 25% on cost

Fields & buildings - at varying rates on cost

Investment property

Investment properties are revalued annually at their open market value in accordance with FRS 102. Investment property whose fair value can be measured reliably without undue cost or effort is measured at fair value at each reporting date with changes in fair value recognised in profit or loss. No taxation charge arises from these revaluations until the disposal of a property, although a deferred tax charge provision is made in accordance with FRS 102.

No depreciation is provided on the properties, in accordance with the provisions of FRS 102, in order to give a true and fair view. This is a departure from the requirements of the Companies Act 2006. In the opinion of the directors these properties are held primarily for their investment potential and so their current value is of more significance than any measure of consumption and to depreciate them would not give a true and fair view. If this departure from the Act had not been made, the profit for the year would have been reduced by depreciation. However, the amount of depreciation cannot reasonably be quantified and the amount which might otherwise have been shown cannot be separately identified or quantified.

The cost of investment properties are recognised in the financial statements once an irrevocable purchase contract has been entered into. Sales of investment properties are recorded once an irrevocable sales contract has been entered into provided that the sale has completed by the date these financial statements are approved by the director. The properties are treated as fixed assets until the date of sale.

Stocks

Nursery stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items. Farm stocks are valued on a deemed cost basis.

Page 18 continued...

Notes to the Consolidated Financial Statements - continued for the Year Ended 30 September 2022

2. ACCOUNTING POLICIES - continued

Taxation

Taxation for the year comprises current and deferred tax. Tax is recognised in the Consolidated Income Statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

Pension costs and other post-retirement benefits

The group currently makes contributions to staff personal pensions operated under the auto-enrolment legislation. The assets of the schemes are held separately from those of the company in independently administered funds. Contributions payable for the year are charged to the profit and loss account.

Taxation

Taxation expense for the period comprises current and deferred tax recognised in the reporting period. Tax is recognised in the profit and loss account, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case tax is also recognised in other comprehensive income or directly in equity respectively.

Current tax is the amount of income tax payable in respect of the taxable profit for the year or prior years. Tax is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the period end.

Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred tax is recognised on all timing differences at the reporting date except for certain exceptions. Unrelieved tax losses and other deferred tax assets are only recognised when it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Page 19 continued...

Notes to the Consolidated Financial Statements - continued for the Year Ended 30 September 2022

3. TURNOVER

The turnover and profit before taxation are attributable to the principal activities of the group.

An analysis of turnover by class of business is given below:

		2022	2021
		£	£
	Nursery	4,551,686	5,059,441
	Farm	83,170	17,351
	_	4,634,856	5,076,792
4.	EMPLOYEES AND DIRECTORS		
4.	EMPLOTEES AND DIRECTORS	2022	2021
		£	£
	Wages and salaries	1,209,152	1,094,821
	Social security costs	112,710	96,626
	Other pension costs	52,185	47,938
		1,374,047	1,239,385
	The average number of employees during the year was as follows:	0000	0004
		2022	2021
	Directors	3	3
	Nursery and administration	35	33
	Farm	2	2
		40	38
		2022	2021
		£	£
	Directors' remuneration	40,040	34,040
	Directors' pension contributions to money purchase schemes	<u> 1,600</u>	1,300
5.	OPERATING PROFIT		
	The operating profit is stated after charging/(crediting):		
		2022	2021
		£	2021 £
	Depreciation - owned assets	102,348	97,493
	Profit on disposal of fixed assets	(11,200)	-
	Auditors' remuneration	9,350	<u> 10,635</u>
6.	INTEREST PAYABLE AND SIMILAR EXPENSES		0004
		2022	2021
	Bank loan interest	£ 13,650	£ 12,532
	Dalik Mail lifterest	13,030	

Notes to the Consolidated Financial Statements - continued for the Year Ended 30 September 2022

7. TAXATION

	Anal	lvsis	of	the	tax	charge
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The tax charge on the profit for the year was as follows:

	2022 £	2021 £
Current tax: UK corporation tax Adjustment re previous year	45,759 	134,003 (81)
Tax on profit	45,759	_133,922

Reconciliation of total tax charge included in profit and loss

The tax assessed for the year is higher than the standard rate of corporation tax in the UK. The difference is explained below:

Profit before tax	2022 £ 	2021 £ <u>681,551</u>
Profit multiplied by the standard rate of corporation tax in the UK of 19 % (2021 - 19 %)	45,462	129,495
Effects of: Depreciation in excess of capital allowances Adjustments to tax charge in respect of previous periods	297	4,508 (81)
current year Total tax charge	45,759	133,922

Tax effects relating to effects of other comprehensive income

There were no tax effects for the year ended 30 September 2022.

		2021	
	Gross	Tax	Net
	£	£	£
Revaluation in the year	_400,000		400,000

8. INDIVIDUAL INCOME STATEMENT

As permitted by Section 408 of the Companies Act 2006, the Income Statement of the parent company is not presented as part of these financial statements.

9. **DIVIDENDS**

	2022	2021
	£	£
Ordinary A shares of £1 each		
Interim	_30,000	_40,000

Page 21 continued...

Notes to the Consolidated Financial Statements - continued for the Year Ended 30 September 2022

10. INTANGIBLE FIXED ASSETS

Group	
	Intellectual property £
COST OR VALUATION At 1 October 2021 Additions At 30 September 2022 NET BOOK VALUE At 30 September 2022 At 30 September 2021	260,674 11,143 271,817 271,817 260,674
Cost or valuation at 30 September 2022 is represented by:	
Valuation in 2021 Cost	Intellectual property £ 200,000 71,817 271,817
Company	Intellectual property £
COST OR VALUATION At 1 October 2021 Additions At 30 September 2022 NET BOOK VALUE At 30 September 2022 At 30 September 2021	260,674 11,143 271,817 271,817 260,674
Cost or valuation at 30 September 2022 is represented by:	
Valuation in 2021 Cost	Intellectual property £ 200,000 71,817 271,817

Following a change in the business climate since the year end, the directors are in the process of reassessing the valuation of the intellectual property but are not yet in a position to quantify this change.

Notes to the Consolidated Financial Statements - continued for the Year Ended 30 September 2022

11. TANGIBLE FIXED ASSETS

Group

	Freehold property £	Plant and machinery £	Fixtures and fittings £
COST OR VALUATION	_	-	-
At 1 October 2021	2,148,572	661,179	110,004
Additions	(3,572)	67,005	8,678
Disposals	<u>-</u>	(39,112)	-
At 30 September 2022	2,145,000	689,072	118,682
DEPRECIATION			
At 1 October 2021	-	611,866	55,792
Charge for year	-	32,847	16,075
Eliminated on disposal	_	(39,112)	
At 30 September 2022	<u>-</u>	605,601	71,867
NET BOOK VALUE			
At 30 September 2022	<u>2,145,000</u>	83,471	46,815
At 30 September 2021	<u>2,148,572</u>	49,313	54,212
	Motor	Fields &	
	vehicles	buildings	Totals
	£	£	£
COST OR VALUATION	-	_	-
At 1 October 2021	147,064	1,774,606	4,841,425
Additions	-	-	72,111
Disposals	-	-	(39,112)
At 30 September 2022	147,064	1,774,606	4,874,424
DEPRECIATION			
At 1 October 2021	144,358	623,997	1,436,013
Charge for year	2,706	50,720	102,348
Eliminated on disposal	<u>-</u>	<u> </u>	(39,112)
At 30 September 2022	147,064	674,717	1,499,249
NET BOOK VALUE			
At 30 September 2022	<u>-</u>	1,099,889	3,375,175
At 30 September 2021	2,706	1,150,609	3,405,412

Page 23 continued...

Notes to the Consolidated Financial Statements - continued for the Year Ended 30 September 2022

11. TANGIBLE FIXED ASSETS - continued

Group

Cost or valuation at 30 September 2022 is represented by:

Valuation in 2016 Valuation in 2017	Freehold property £ 127,100 5,285	Plant and machinery £ - -	Fixtures and fittings £ -
Cost	2,012,615 2,145,000	689,072 689,072	118,682 118,682
Valuation in 2016 Valuation in 2017 Valuation in 2019 Valuation in 2021 Cost	Motor vehicles £ - - - 147,064 147,064	Fields & buildings £ - 250,000 200,000 1,324,606 1,774,606	Totals £ 127,100 5,285 250,000 200,000 4,292,039 4,874,424

If Freehold properties had not been revalued they would have been included at the following historical cost:

	2022	2021
	£	£
Cost	2,012,615	2,016,187
Value of land in freehold land and buildings	1,408,572	1,408,572

Freehold properties were valued on an open market value basis on 30 September 2022 by the directors .

Page 24 continued...

Notes to the Consolidated Financial Statements - continued for the Year Ended 30 September 2022

11. TANGIBLE FIXED ASSETS - continued

Co	m	pa	nv

	Freehold property £	Fields & buildings £	Totals £
COST OR VALUATION			
At 1 October 2021	2,148,572	1,774,606	3,923,178
Additions	(3,572)	•	(3,572)
At 30 September 2022	2,145,000	1,774,606	3,919,606
DEPRECIATION			
At 1 October 2021	-	623,997	623,997
Charge for year	-	50,720	50,720
At 30 September 2022		674,717	674,717
NET BOOK VALUE			
At 30 September 2022	2,145,000	1,099,889	3,244,889
At 30 September 2021	2,148,572	1,150,609	3,299,181

Cost or valuation at 30 September 2022 is represented by:

	Freehold property £	Fields & buildings £	Totals £
Valuation in 2016	127,100	-	127,100
Valuation in 2017	5,285	-	5,285
Valuation in 2019	-	250,000	250,000
Valuation in 2021	-	200,000	200,000
Cost	2,012,615	1,324,606	3,337,221
	2,145,000	1,774,606	3,919,606

If freehold land & buildings had not been revalued they would have been included at the following historical cost:

	2022	2021
	£	£
Cost	<u>2,012,615</u>	2,016,187
Value of land in freehold land and buildings	1,408,572	1,408,572

Freehold land & buildings were valued on an open market basis on 30 September 2022 by the directors .

Page 25 continued...

Notes to the Consolidated Financial Statements - continued for the Year Ended 30 September 2022

12. FIXED ASSET INVESTMENTS

Co	m	na	nν
\sim		Mu	,

	Shares in group undertakings £
COST	
At 1 October 2021	
and 30 September 2022	50,100
NET BOOK VALUE	
At 30 September 2022	_ 50,100
At 30 September 2021	50,100

The group or the company's investments at the Balance Sheet date in the share capital of companies include the following:

Subsidiaries

Ordinary

Joseph Rochford Gardens Ltd

Registered office:

Nature of business: Nursery & mixed farm

realist of buomood, realisting a mineral farm	%		
Class of shares: Ordinary	/o holding 100.00		
O. a. i. a.	100.00	2022	2021
		£	£
Aggregate capital and reserves		457,807	493,960
Profit for the year		<u>243,847</u>	<u>332,608</u>
Parsley Horticultural Software Ltd Registered office:			
Nature of business: Dormant			
	%		
Class of shares:	holdina		

·	2022	2021
	£	£
Aggregate capital and reserves	<u>100</u>	<u> 100</u>

100.00

Page 26 continued...

Notes to the Consolidated Financial Statements - continued for the Year Ended 30 September 2022

13. **INVESTMENT PROPERTY**

^			
Group			

FAIR VALUE	£
At 1 October 2021 and 30 September 2022	2,788,096
NET BOOK VALUE At 30 September 2022	2,788,096
At 30 September 2021	2,788,096
Company	-
	Total £
FAIR VALUE	
At 1 October 2021	
and 30 September 2022	2,788,096
NET BOOK VALUE	
At 30 September 2022	<u>2,788,096</u>
At 30 September 2021	<u>2,788,096</u>

Total

14. STOCKS

Group	
2022	2021
£	£
617,055	706,490
79,000	74,000
35,000	68,000
731,055	848,490
	2022 £ 617,055 79,000

15. **DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	Group		Company	
	2022	2021	2022	2021
	£	£	£	£
Trade debtors	158,895	182,393	-	-
Amounts owed by group undertakings	-	-	201,559	308,928
Other debtors	31,500	31,500	-	-
Tax	11,528	-	11,528	-
VAT	-	-	100	-
Prepayments	21,563	33,289	-	-
	223,486	247,182	213,187	308,928

Page 27 continued...

Notes to the Consolidated Financial Statements - continued for the Year Ended 30 September 2022

16. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group		Company	
	2022	2021	2022	2021
	£	£	£	£
Bank loans (see note 18)	95,279	95,279	95,279	95,279
Trade creditors	230,864	411,318	-	_
Tax	45,765	134,003	90	44,977
Social security and other taxes	30,769	23,644	-	_
VAT	70,827	33,896	-	_
Other creditors	16,241	2,413	100	100
Directors' current accounts	4,410	20,635	4,410	20,635
Accrued expenses	96,057	83,264	-	_
	590,212	804,452	99,879	160,991

17. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	Group		Company	
	2022	2021	2022	2021
	£	£	£	£
Bank loans (see note 18)	392,044	494,009	392,044	494,009

18. **LOANS**

An analysis of the maturity of loans is given below:

	Group		Company	
	2022 £	2021 £	2022 £	2021 £
Amounts falling due within one year or Bank loans	on demand:	95,279	95,279	95,279
Amounts falling due between one and Bank loans - 1-2 years Amounts falling due between two and	two years: <u>95,279</u> five years:	95,279	<u>95,279</u>	95,279
Bank loans - 2-5 years Amounts falling due in more than five Repayable by instalments		285,837	285,837	285,837
Bank loans due in more than 5 years	10,928 10,928	112,893 112,893	10,928 10,928	112,893 112,893

Page 28 continued...

Notes to the Consolidated Financial Statements - continued for the Year Ended 30 September 2022

19. SECURED DEBTS

21.

The following secured debts are included within creditors:

	Gro	Group		Company	
	2022	2021	2022	2021	
	£	£	£	£	
Bank loans	<u>487,323</u>	589,288	487,323	<u>589,288</u>	

The bank loans are secured by fixed and floating charges over all of the property or other undertakings of the group.

20. PROVISIONS FOR LIABILITIES

Group	Company	
2022 2021 202 £ £ £		
Deferred tax <u>393,070</u> 393,070 393,070		
Group	Deferred	
Balance at 1 October 2021 Balance at 30 September 2022	tax £ 393,070 393,070	
Company	Deferred tax £	
Balance at 1 October 2021 Balance at 30 September 2022	393,070 393,070	
CALLED UP SHARE CAPITAL		
Allotted, issued and fully paid: Number: Class: Nominal 202 value: 4	2 2021 £ £	
37,500 Ordinary A £1 37,5 12,500 Ordinary B £1 12,5 50,0	37,500 200 12,500	

Page 29 continued...

Notes to the Consolidated Financial Statements - continued for the Year Ended 30 September 2022

22. RESERVES

Group	Retained earnings £	Revaluation reserve £	Totals £
At 1 October 2021 Profit for the year Dividends At 30 September 2022	6,151,010 193,514 (30,000) 6,314,524	756,966 - - 756,966	6,907,976 193,514 (30,000) 7,071,490
Company	Retained earnings £	Revaluation reserve £	Totals £
At 1 October 2021 Profit for the year Dividends At 30 September 2022	5,707,047 229,667 (30,000) 5,906,714	756,966 - - - 756,966	6,464,013 229,667 (30,000) 6,663,680

Retained earnings include non-distributable reserves of £1,906,668.

23. RELATED PARTY DISCLOSURES

The group incurred management charges and other fees totalling £148,000 (2021: £248,000) from Claygate Holdings Limited, whose services include strategic executive support & property related advice, and fees paid in relation to the acquisition of East End Farm, plus management charges totalling £24,000 (2021: £24,000) from Chandler Locke Limited, whose services include property related advice. Both companies are controlled by Mr C M Wray. These amounts are charged at normal commercial rates.

24. ULTIMATE CONTROLLING PARTY

The ultimate controlling party is Mr J P Rochford

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.