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UK Reg. No. FC012400

EARLS COURT FARM LIMITED

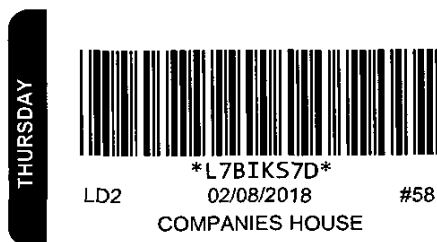
BERMUDA

UNAUDITED ANNUAL ACCOUNTS

FOR THE YEAR 2017

Content:

Directors Report
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EARLS COURT FARM LIMITED

Directors Report

The Directors present their annual report together with the unaudited financial statement of the Company for the year ended 31 December 2017.

Principal activity

During the year the Company operated a farming business in the UK.

Directors

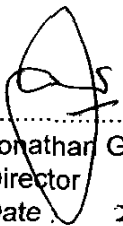
The directors who served during the year were as follows :

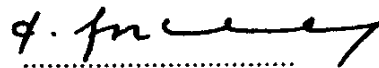
	Date Appointed	Date Re-Elected
Jonathan G. White	2 Nov 2016	7 Dec 2017
Joerg Fischer	2 Nov 2016	7 Dec 2017

Small Companies Provisions

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies regime within Part 15 of the Companies Act 2006 as applied (with modifications) by Part 5 of the Overseas Companies Regulations 2009 (SI 2009/1801) and in accordance with the provisions of FRS 102 Section 1A - small entities.

On behalf of the board


.....
Jonathan G. White
Director
Date: 25.07.2018


.....
Joerg Fischer
Director
Date: 25.7.2018


**EARLS COURT FARM LIMITED
STATEMENT OF FINANCIAL POSITION
AS AT DECEMBER 31, 2017**

EXPRESSED IN U.S. DOLLARS

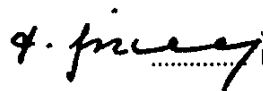
	<u>Notes</u>	<u>2017</u>	<u>2016</u>
<u>Fixed Assets</u>			
Property, plant and equipment		7,997,234	7,649,031
Intangible Assets		108,680	73,749
Investments		378	378
	2	<u>8,106,292</u>	<u>7,723,158</u>
<u>Current Assets</u>			
Inventories	3	2,110,501	1,616,291
Debtors	4	578,299	61,401
Cash at bank and in hand		567,755	712,103
Total Current Assets		<u>3,256,555</u>	<u>2,389,795</u>
<u>Creditors</u> : amounts falling due within one year	5	<u>821,797</u>	<u>743,504</u>
Net Current Assets		<u>2,434,758</u>	<u>1,646,291</u>
<u>Creditors</u> : amounts falling due after more than one year	6	<u>217,285</u>	<u>-</u>
<u>TOTAL ASSETS LESS CREDITORS</u>	USD	<u>10,323,765</u>	<u>9,369,449</u>
<u>SHAREHOLDERS' EQUITY</u>			
<u>Shareholders Equity</u>			
Called up Share Capital		17,128	17,128
Capital Contribution		10,429,299	10,429,299
Profit and Loss Account		<u>(122,662)</u>	<u>(1,076,978)</u>
<u>TOTAL SHAREHOLDERS' EQUITY</u>	USD	<u>10,323,765</u>	<u>9,369,449</u>

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies regime within Part 15 of the Companies Act 2006 as applied (with modifications) by Part 5 of the Overseas Companies Regulations 2009 (SI 2009/1801) and in accordance with the provisions of FRS102 Section 1A - small entities.

The unaudited financial statements of Earls Court Farm Limited, company registration number FC012400 were approved by the board on 25 July 2018 and signed on its behalf by :



Jonathan G. White
Director:



Joerg Fischer
Director:

The notes on pages 4 to 7 form part of these financial statements.

EARLS COURT FARM LIMITED
INCOME STATEMENT
FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2017

EXPRESSED IN U.S.DOLLARS

	<u>2017</u>	<u>2016</u>
Turnover - Continuing Operations	2,368,749	1,808,890
Cost of Sales	<u>(766,186)</u>	<u>(887,721)</u>
Gross Profit	1,602,563	921,169
Administrative Expenses	(681,252)	(856,429)
Other Operating Income	42,335	49,167
Interest Receivable	29	648
Interest Payable and similar charges	<u>(895)</u>	<u>(812)</u>
Profit on Ordinary Activities Before Taxation	<u>962,780</u>	<u>113,743</u>
Tax on Profit on Ordinary Activities	(8,464)	(3,423)
PROFIT FOR THE FINANCIAL YEAR	USD <u>954,316</u>	<u>110,320</u>

The notes on pages 4 to 7 form part of these financial statements.

There are no recognised gains or losses other than the Profit attributable to the shareholders of the company of USD 954,316 in the year ended 31 December 2017 (2016 - Profit of USD 110,320).

EARLS COURT FARM LIMITED
STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2017
AS AT DECEMBER 31, 2017

EXPRESSED IN U.S. DOLLARS

	Share Capital \$	Capital Contribution \$	Profit & Loss Account \$	Total \$
At 1 January 2016	17,128	10,409,299	(1,187,298)	9,239,129
Capital Advanced in the Year	-	20,000	-	20,000
Profit for the financial year	-	-	110,320	110,320
At 31 December 2016/1 January 2017	17,128	10,429,299	(1,076,978)	9,369,449
Profit for the financial year	-		954,316	954,316
At 31 December 2017	17,128	10,429,299	(122,662)	10,323,765

**EARLS COURT FARM LIMITED
NOTES TO FINANCIAL STATEMENTS
AS AT DECEMBER 31, 2017**

EXPRESSED IN U.S.DOLLARS

1. Accounting policies

Statutory Information

Earls Court Farm Limited is a private company limited by shares incorporated in Bermuda. It is registered in England as a Foreign Company with registration number FC012400.

Compliance with Accounting Standards

The accounts have been prepared under the historical cost convention and in accordance with the provisions of FRS 102 Section 1A small entities. There were no material departures from that standard.

The principal accounting policies adopted in the preparation of the financial statements are set out below and have remained unchanged from the previous year and also have been consistently applied within the same accounts.

Disclosure requirements

The unaudited financial statements have been prepared in accordance with section 396 of the Companies Act 2006 as applicable to overseas companies. The company has taken advantage of the modifications and exemptions from disclosure that are set out in the Overseas Companies Regulations 2009 (SI 2009/1801).

Turnover

Turnover represents the invoiced value of goods and services provided to third parties, excluding value added tax and trade discounts.

Inventories

Inventories are stated at the lower of cost and net realisable value. Net realisable value is based on estimated selling price less any further costs expected to be incurred to completion and disposal.

Property, Plant and Equipment

Properties are treated as 'commercial properties' and as such are carried as follows :

Freehold land, buildings and improvements are stated at the lower of cost or market value.

Plant and equipment is carried at cost less accumulated depreciation.

Depreciation is provided so as to write off the cost, less estimated residual value, of each asset evenly over its expected useful life, as follows:

Freehold land and buildings-	not depreciated
Improvements-	not depreciated
Plant & equipment	5 Years

Intangible assets

Single Payment Entitlements are carried at cost and amortised over their useful life of 5 years.

Investments

Investments in shares are included at cost.

EARLS COURT FARM LIMITED
NOTES TO FINANCIAL STATEMENTS
AS AT DECEMBER 31, 2017

EXPRESSED IN U.S.DOLLARS

1. Accounting policies (continued)

Leasing

Plant and equipment acquired under finance leases or hire purchase contracts are capitalised and depreciated in the same manner as other tangible fixed assets.

The related obligations, net of future finance charges are included in creditors.

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

Foreign Exchange

The presentation currency of the accounts is \$ US Dollars.

2. Fixed Assets

	<u>Tangible</u> <u>Assets</u> \$	<u>Intangible</u> <u>Assets</u> \$	<u>Investments</u> \$	<u>Total</u> \$
<u>Cost</u>				
At 1 January 2017	9,626,099	360,151	378	9,986,628
Additions	848,012	53,740	-	901,752
Fair Value Movements	-	-	-	-
Disposals	(101,286)	-	-	(101,286)
At 31 December 2017	<u>10,372,825</u>	<u>413,891</u>	<u>378</u>	<u>10,787,094</u>
<u>Amortisation</u>				
At 1 January 2017	1,977,068	286,402	-	2,263,470
Charge for the year	449,554	18,809	-	468,363
Impairment	-	-	-	-
Eliminated on disposals	(51,031)	-	-	(51,031)
At 31 December 2017	<u>2,375,591</u>	<u>305,211</u>	<u>-</u>	<u>2,680,802</u>
<u>Net Book Value</u>				
At 31 December 2017	<u>7,997,234</u>	<u>108,680</u>	<u>378</u>	<u>8,106,292</u>
At 31 December 2016	<u>7,649,031</u>	<u>73,749</u>	<u>378</u>	<u>7,723,158</u>

3. Inventories

	2017 \$	2016 \$
Raw Materials	461,928	375,524
Work in Progress	417,033	321,835
Finished Goods	1,010,810	724,724
Livestock	220,730	194,208
	<u>2,110,501</u>	<u>1,616,291</u>

EARLS COURT FARM LIMITED
NOTES TO FINANCIAL STATEMENTS
AS AT DECEMBER 31, 2017

EXPRESSED IN U.S.DOLLARS

4. Debtors	2017	2016
	\$	\$
Trade Debtors	535,586	55,302
Other Debtors	4,211	-
Prepayments and Deferred Income	38,502	6,099
	<u>578,299</u>	<u>61,401</u>

5. Creditors Falling Due Within One Year	2017	2016
	\$	\$
Trade Creditors	114,205	114,251
Amounts Owed to Group Undertakings	537,400	489,040
Other Creditors	169,676	139,976
Accruals and Prepaid Income	516	237
	<u>821,797</u>	<u>743,504</u>

6. Creditors Falling Due After More Than One Year	2017	2016
	\$	\$
Other Creditors		
Due within one to two years	130,025	-
Due within two to five years	87,260	-
	<u>217,285</u>	<u>-</u>

7. Average Number of Employees

During the year the average number of employees was 6 (2016 - 6).

8. Related party transactions

On 28 July 2016 the Company entered into agreements with other related entities whereby the Company manages and farms land owned by these entities.

These entities are, Aerolab Limited, Dryden Limited, JEM Limited, Stream Valley Corporation and Upstream Valley Corporation all of which are controlled by The Millennium Trust; and the Racine Trust and the Inholmes Trust, two related Trusts.

Under the terms of these agreements the Company is entitled to all income and profits generated by these activities, but is, in turn, responsible for the proper management, maintenance and upkeep of the lands on behalf of the related entities.

To better exploit the agreements the Company has constructed and improved various buildings on the land owned by these entities.

As at 31 December 2017 the Company owed a) USD 268,700 (GBP200,000) loaned to it by Upstream Valley Corporation and b) USD 268,700 (GBP200,000) loaned to it by The Millennium Trust (2016 : USD 244,520 (GBP200,000) in both cases).

Both loans are interest free and repayable on demand.

**EARLS COURT FARM LIMITED
NOTES TO FINANCIAL STATEMENTS
AS AT DECEMBER 31, 2017**

EXPRESSED IN U.S.DOLLARS

9. Post Balance Sheet Events

On 20th February 2018 the Company's shareholder (Millennium Trust), interposed a new holding company Rooksnest Estate Limited (REL) by exchanging its shares in the Company for newly issued shares in REL

On 5th April 2018 the real estate assets of the entities controlled by the Millennium Trust as detailed in Note 8 were sold to REL and the management and farming agreements between the Company and these entities were replaced with equivalent agreements with REL.

10. Controlling Party

The Controlling Party of the Company is The Millennium Trust.