C J WILDBIRD FOODS LIMITED

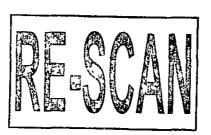
FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2014

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C J WILDBIRD FOODS LIMITED COMPANY INFORMATION AS AT 31 MARCH 2014

Registered number

2101581

Executive Directors

Mr A J Cordery

Mr J W T M Thomassen

Non-Executive Directors

Mr A R Lofthouse

Company Secretary

Mr A J Cordery

Registered office

The Rea Upton Magna Shrewsbury

Shropshire SY4 4UR

Auditors

Heywoods

Registered Auditors Chartered Accountants Countrywide House

Knights Way

Battlefield Enterprise Park

Shrewsbury Shropshire SY1 3AB C J WILDBIRD FOODS LIMITED DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2014

Financial statements

The Directors present their report and the audited financial statements for the year ended 31 March 2014

Principal activity

The principal activity of the Company is the production, wholesale distribution and retail sale of wild animal and bird foods and related products

Review of the business

The Company has continued to make progress, despite the general difficulties in global business confidence and activity levels. Customer service levels continue to improve and several initiatives have been introduced to assist the growth and profitability of the business.

The Directors are satisfied with the results for the year and view the future with confidence, believing that the Company continues to be well placed to achieve further considerable growth

Going Concern

In accordance with the recommendations of the Financial Reporting Council, the Directors have carried out an assessment of whether the Company is a going concern when preparing the financial statements

The Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Post Balance Sheet events

No matters or circumstances have arisen since the end of the financial year which significantly affect the operations of the Company, the results of those operations, or the state of affairs of the Company in the subsequent financial year

Segmental reporting

The directors believe that the disclosure of geographical sales data would be seriously prejudicial to the interests of the company. Therefore, no such disclosure has been made in these Financial Statements in accordance with the exemption available under paragraph 55(5) of schedule 4 of the companies act 2006.

Overseas Branches

The Company has branches in Holland and Lithuania

Directors

The Directors of the Company during the year were as follows

Mr A J Cordery

Mr J W T M Thomassen

Mr A R Lofthouse

Mr D Jardine retired as a Director on 28th February 2014

Key Performance Indicators

The Company uses a variety of performance indicators to monitor its performance, help it improve and increase its efficiency. The most business critical performance measures are cash flow and gross margin. The Directors are satisfied with the Company's performance in the year in relation to these measures.

C J WILDBIRD FOODS LIMITED DIRECTORS' REPORT continued FOR THE YEAR ENDED 31 MARCH 2014

Principal risks and uncertainties

In common with most companies, the Company faces strategic, commercial, financial, operational, social and environmental risks. Such risks also present opportunities. Risk management is a fundamental discipline within the Company that ensures risks are managed and opportunities reviewed on a regular basis, but it is not possible, or even desirable, to eliminate all risks. In particular, the Company strives for excellence in its products and on service which should give its customers a satisfying and enjoyable experience in their contacts with it and also satisfy the demands of the ultimate end user, our wildlife. The diversity of its business reduces the Company's overall risk profile and there are no current, specific risks that are unusual to the business. The Directors are satisfied with the risk management controls within the Company.

Directors' responsibilities

Company law requires the Directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Company and of the profit and loss of the Company for that period. In preparing those financial statements, we are required to

- select suitable accounting policies and apply them consistently,
- make reasonable and prudent judgements and estimates,
- 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 proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps, for the prevention and detection of fraud and other irregularities.

As far as the Directors are aware

- there is no relevant audit information (information needed by the Company's auditors in connection with preparing their report) of which the Company's auditors are unaware, and
- the Directors have taken all the steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information

Auditors

Heywoods are deemed to have been re-appointed as auditors of the Company per CA 2006 section 487 (2)

Board approval

This report was approved by the Board of Directors on 25th September 2014

On behalf of the Board

Mr A J Cordery Company Secretary

C J WILDBIRD FOODS LIMITED

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INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF CJ WILDBIRD FOODS LIMITED

We have audited the financial statements of C J Wildbird Foods Limited for the year ended 31 March 2014 which comprise the Profit and Loss Account, the Balance Sheet, the Cash Flow Statement, the Reconciliation of Movements in Shareholders' Funds and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice)

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

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements.

Opinion on the financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31 March 2014 and of its profit
- 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

Opinion on other matter prescribed by the Companies Act 2006.

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements

Matters on which we are required to report by exception

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, or returns adequate for our audit have not been received from branches not visited by us, or
- the 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

Alan R Payne FCA (senior statutory auditor)

For and on behalf of Heywoods

Chartered Accountants and

Statutory Auditor

30th September 2014

Countrywide house Knights Way Battlefield Enterprise Park Shrewsbury Shropshire SY1 3AB

C J WILDBIRD FOODS LIMITED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2014

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	Notes	2014 £	2013 £
Turnover		19,331,098	20,310,474
Cost of sales		12,659,570	13,447,705
Gross profit		6,671,528	6,862,769
Operating costs Selling and Marketing costs Administration expenses		3,685,468 2,305,519	3,156,328 2,557,867
Operating profit		680,541	1,148,574
Net interest payable and non operating costs	2	244,320	181,986
Profit on ordinary activities before taxation and dividends	3	436,221	966,588
Taxation Dividends paid	4	134,198 194,162	256,436 154,875
Retained profit for the year	13 1	107,861	£ 555,277

Movements in reserves are shown in note 14

There were no recognised gains and losses in 2014 or 2013 other than the profit for those periods

C J WILDBIRD FOODS LIMITED REGISTERED NUMBER 2101581 BALANCE SHEET AS AT 31 MARCH 2014

	Notes	2014	2013
Fixed assets		£	£
Intangible assets	5	75,402	100,167
Tangible assets	6	3,512,729	3,395,444
Investments	7	10,390	10,390
		3,598,521	3,506,001
Current assets			
Stocks		4,709,675	2,872,353
Debtors	8	2,036,742	1,947,397
Bank balances & cash		267,638	1,026,102
		7,014,054	5,845,852
Creditors due within one year			
Trade & other creditors	9	2,082,302	2,056,634
Bank & term loans	40	236,880	241,180
Bank overdraft	10	1,590,569	-
		3,909,751	2,297,814
Net current assets		3,104,303	3,548,038
Total assets less current liabilities		6,702,824	7,054,039
Creditors due after one year Provisions for liabilities and charges due after one year	11 11	1,588,354 -	2,038,133 9,297
Total net assets	£	££_	5,006,609
Capital and reserves Called up share capital Capital Redemption Reserve Profit & Loss account	13	120,000 80,000 4,914,470	120,000 80,000 4,806,609
Shareholders' funds	14 £	5,114,470 £	5,006,609

Mr J W T M Thomassen Director

The financial statements on pages 6 to 16 were approved by the Board on 25th September 2014 and signed on its behalf by Mr J W T M Thomassen

C J WILDBIRD FOODS LIMITED CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2014

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	Notes	2014 £	2013 £
Net cash inflow/(outflow) from operating activities	15	(653,793)	2,656,612
Returns on investments and servicing of finance Interest received Interest paid Funds provided to an associate company		53 (93,986) (150,388)	4,543 (35,341) (151,188)
Net cash outflow from returns on investments and servicing of finance		(244,321)	(181,987)
Capital expenditure and financial investment Payments to acquire fixed assets Receipts from the sale of fixed assets		(603,451) 18,637	(2,788,092) 38,070
Net cash outflow for capital expenditure and financial investment		(584,814)	(2,750,022)
Taxation Corporation tax paid during the year		(217,865)	(52,410)
Net cash inflow/(outflow) from taxation		(217,865)	(52,410)
Dividends paid during period		(194,162)	(154,875)
Increase in net debt	16	£ (1,894,955)	£ (482,682)
Opening net debt		(1,253,211)	(770,529)
Closing net debt		£ (3,148,166)	(1,253,211)

1 Accounting policies

Turnover

Turnover represents the amount derived from the provision of goods and services which fall within the Company's ordinary activities, stated net of value added tax

Accounting convention

The financial statements have been prepared under the historical cost convention and comply with the financial reporting standards of the Accounting Standards Board

Other intangible fixed assets

Other intangible fixed assets comprise patents, trademarks and registered designs which are valued at cost less accumulated amortisation. Amortisation is calculated to write off the cost of these assets on the straight line basis over their estimated useful lives. Due to their differing useful lives, the rates of amortisation vary between 5% and 100% per annum.

Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided on all tangible fixed assets at rates calculated to write off the cost of each asset on the straight line basis over its expected useful life. In general the rates of depreciation are as follows.

Freehold and Leasehold Buildings	2%
Plant and machinery	15%
Fixtures, fittings & tools	10%
Computer equipment	33%
Office equipment	20%
Motor vehicles	25%

Fixed asset investments

Fixed asset investments are stated at cost less provision for permanent diminution in value

Stocks

Stocks are valued at the lower of cost and net realisable value. Cost is computed on a first in first out basis. Net realisable value is based on estimated selling price less further costs expected to be incurred to completion and disposal.

Pension costs

The Company makes contributions to defined contribution pension schemes for the benefit of eligible employees and Directors. Contributions are charged to the profit and loss account as they become payable.

Operating Leases

Operating lease payments have been recognised as an expense in the profit and loss account over the lease term on a straight-line basis

1 Accounting policies continued

Deferred taxation

Deferred Taxation is recognised in respect of all timing differences that have originated but not reversed at the Balance Sheet date, where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or receive more, tax at some future date. Deferred tax is calculated on an undiscounted basis at the tax rates that are expected to apply in the period in which the timing differences reverse, based on the tax rates and laws enacted or substantially enacted at the Balance Sheet date

Transactions in foreign currencies

Profit and loss account transactions in foreign currencies are translated into sterling at the exchange rate in operation on the date of the transaction. Assets and liabilities denominated in foreign currencies are translated into sterling at the closing rates. All revaluation differences and realised foreign exchange differences are taken to profit and loss.

2 Net interest pay	ble and non operating costs
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4	Net interest payable and non operating costs		
		2014	2013
		£	£
		2	~
	Bank interest payable	19,202	14,200
	Loan interest	74,783	21,141
	Interest receivable	(53)	(4,543)
	Provision against loan to associate company	150,388	151,188
	1 Tovision against loan to associate company	150,500	131,100
		244,320	181,986
3	Profit on ordinary activities before taxation		
•	The state of the s	2014	2013
		£	£
	O	£	ž.
	Operating profit is stated after charging/(crediting)		
	Auditors' remuneration	13,000	12,000
	Amortisation of intangible assets	53,512	53,417
	Depreciation of fixed assets	438,782	458,061
	Pension costs	98,195	89,625
	Foreign currency exchange losses/(gains)	8,850	(63,652)
	(3 -	3,000	(=3,44=)

Taxation Analysis of charge in period	2014 £	2013 £
Current Tax		
Corporation tax	211,469	295,313
Adjustment in respect of prior periods	(410,003)	(7,270
	(198,534)	288,043
Double taxation relief	(211,469)	-
After double taxation relief	(410,003)	288,043
Foreign Taxation	450,000	•
Adjustments in respect of prior periods	500,593	-
Total current tax charge	540,590	288,043
Deferred Tax		
Origination and reversal of timing differences	(403,017)	(28,335
Adjustment in respect of prior periods	(2,487)	-
Effect of tax rate change on opening balance	(888)	(3,272
Total deferred tax charge/(credit)	(406,392)	(31,607
Tax on profit on ordinary activities	134,198	256,436
Factors affecting tax charge for period		
The tax assessed for the period is higher than the standard rate of Corpor	ation tax in the UK. The diffe	rences are
explained below	2014	2013
	£	£
Profit on ordinary activities before tax	436,221	966,588
Tax on profit on ordinary activities at the standard rate of		
Corporation tax in the UK of 23% (2013, 24%)	100,331	231,981
Effects of		
Expenses not deductible for tax purposes	3,521	19,337
Depreciation for period in excess of capital allowances	87,939	29,189
Other short term timing differences	148	377
Foreign tax credits	238,531	- (7.070
Adjustments to tax charge in respect of previous periods	90,590	(7,270
Expenses not deductible for tax purposes - fixed assets Marginal relief	23,747 (4,217)	17,016 (2,587
Current toy charge for paried	E40 500	200 242
Current tax charge for period	540,590_	288,043

Net book amounts

At 31 March 2014 At 31 March 2013 2,451,953

2,457,547

502,800

392,373

5	Intangible fixed ass	sets				Goodwill	Other intangible assets	Total
						£	£	£
	Cost At 31 March 2013 Additions Disposals					294,783 - -	588,130 28,747 -	882,913 28,747 -
	At 31 March 2014					294,783	616,877	911,660
	Amortisation At 31 March 2013 Charge for year Disposals					294,783 - -	487,963 53,512 -	782,746 53,512 -
	At 31 March 2014					294,783	541,475	836,258
	Net book amounts At 31 March 2014					<u>-</u>	75,402	75,402
	At 31 March 2013						100,167	100,167
6	Tangible fixed asse	ets						
Ĭ		Freehold & Leasehold Buildings	Plant & machinery	Fixtures, fittings & tools	Office furniture & equipment	Computer equipment	Motor vehicles	Total
		£	£	£	£	£	£	£
	Cost At 31 March 2013 Additions Adjustment Disposals	3,360,829 64,196 37,761	2,751,716 245,304 (3,245) (48,830)	1,023,809 63,342 (32,253) (846)	510,521 6,708 (591)	1,255,538 141,186 10,930 -	153,854 53,967 14,465 (17,164)	9,056,267 574,703 27,066 (66,840)
	At 31 March 2014	3,462,786	2,944,945	1,054,052	516,637	1,407,654	205,122	9,591,196
	Depreciation At 31 March 2013 Charge for year Disposals	903,282 107,551 -	2,359,343 118,734 (35,933)	816,077 25,404 (113)	503,776 697 -	996,233 173,316 -	82,112 40,146 (12,158)	5,660,823 465,848 (48,203)
	At 31 March 2014	1,010,833	2,442,145	841,367	504,473	1,169,549	110,100	6,078,467

Included in the total net book value of Freehold and Leasehold Buildings is £140,498 (2013, £143,385) in respect of leasehold buildings. Depreciation for the year on these assets was £2887 (2013, £962)

212,684

207,732

12,164

6,745

238,105

259,305

3,512,729

3,395,444

95,022

71,742

7 Fixed asset investments

rixed asset investments	2014 £	2013 £
Investments at historic cost bought forward Trade investment amortised during the year	39,760 -	39,760 -
Investments at historic cost carried forward	39,760	39,760
Amortisation	29,370	29,370
Net book value	10,390	10,390

The fixed asset investments comprise ordinary shares in the following companies alongside which are listed the net shareholders funds as per their last published accounts for each year

	Country Incorporated	2014 £	2013 £
BirdCare Limited	England	2,268	2,268
Subbuteo Natural History Books Limited	England	(3,961)	(3,961)
Lin Lights Limited	England	1	1
CJ Wildlife Limited	England	1	1
Arlequin Press Limited	England	2	2
Thomassen Trading BV	Holland	(606)	(606)
Vivara Sp z o o	Poland	(6,984)	(6,984)
Birdforum Limited	England	(1,367,255)	(1,216,867)

The accounting reference date for these companies is 31 March. With the exception of Birdforum Limited, all the companies are dormant and wholly owned

The Company has a 50% shareholding in Birdforum Limited Birdforum Limited accounts have not been consolidated as the Directors believe that consolidated accounts are not required for the purpose of giving a true and fair view. This judgement has been made under the provisions allowed in section 405 CA 2006. The Directors also believe that the transactions with Birdforum are not material in the context of these financial statements.

8	Debtors		
		2014	2013
		£	£
	Trade debtors	833,941	1,358,081
	Other debtors	731,110	513,478
	Loan to subsidiary	74,596	75,839
	Deferred tax asset (due after more than 1 year)	397,095	-
		2,036,742	1,947,397
			, , , , , , , , , , , , , , , , , , ,
9	Trade & other creditors		
		2014	2013
		£	£
	Amounts falling due within one year		
	Trade creditors	1,026,679	472,640
	Other creditors	860,044	1,190,606
	Social security & other taxes	99,066	105,344
	Corporation tax	96,513	288,043
		2,082,302	2,056,634

10 Bank overdraft and Loans

11 Creditors due after one year

The overdraft facility and loans with Rabobank are secured by a fixed and floating charge over the Company's assets which was registered on 30th November 2012

. For the state of	2014 £	2013 £
Deferred tax liability arises from Accelerated capital allowances	(71,283)	8,451
Short term timing differences	607	846
Other	(326,419)	-
		<u> </u>
Provision for deferred tax	(397,095)	9,297
Deferred tax provision at start of period	9,297	40,904
Deferred tax write back in profit and loss account for year	(406,392)	(31,607)
	(397,095)	9,297
Bank and other Term Loans due in 2 to 5 years	612,900	936,394
Bank and other Term Loans due in over 5 years (Secured as per Note 10)	975,454	1,101,738
,		

2,047,430

1,191,259

12 Dividends

During the year dividends were paid of £97,081 (2013, £32,887) to Mr A J Cordery and £97,081 (2013, £32,887) to Kraej Venroj B V a company owned by Mr J W T M Thomassen and to Mrs C A Whittles £Nil (2013 £89,100)

13	Profit and loss account		
		2014	2013
		£	£
	Opening balance	4,806,609	4,251,332
	Retained profit for the year	107,861	555,277
	Movement in year	107,861	555,277
	Closing balance	4,914,470	4,806,609
44	Reconciliation of movements in shareholders' funds		
14	Reconciliation of movements in shareholders lunds	2014 £	2013 £
	Profit after tax for the financial year	302,023	710,152
	Opening shareholders' funds	5,006,609	4,451,332
	Dividends paid during the period	(194,162)	(154,875)
	Closing shareholders' funds	5,114,470	5,006,609
15	Reconciliation of operating profit to cash flow		
		2014 £	2013 £
	Operating profit Depreciation & amortisation Decrease/(increase) in stocks	680,541 492,294 (1,837,322)	1,148,574 511,478 1,239,063
	Increase in debtors Decrease/(increase) in creditors	(1,037,322) (89,345) 100,039	(381,905) 139,402
	Net cash inflow from operating activities	(653,793)	2,656,612

;	Analysis of changes in net debt Balance at 01/04/13 Cash flow	(2,279,313)	Bank Overdraft	Cash	Total
	Cash flow	(2,279,313)			
			-	1,026,102	(1,253,211)
	Interest charges Repayments	- (74,783) 528,861	(1,571,366) (19,202) -	(758,465) - -	(2,329,831) (93,985) 528,861
	Balance at 31/03/14	(1,825,234)	(1,590,569)	267,638	(3,148,166)
	Pension costs The company makes contributions to defined contribution pension schemes as set out below				
				2014 £	2013 £
i	Pension cost charged to profit on ordinary activities			86,195	74,625
	Contributions outstanding, included under creditors dwithin one year	lue		3,899	3,781
18	Directors' emoluments				
				2014 £	2013 £
	Directors' emoluments Pension scheme contributions			289,371 12,000	418,987 15,000
				2014 £	2013 £
	Highest paid director amounts included above Emoluments			122,666	120,587
	Contributions were made for 2 directors to money pu	rchase pension s	schemes during 2	014 (2013, 3)	
19	Employees			2014 £	2013 £
	Aggregate salaries and wages Social security costs Other pension costs Other payroll costs			3,905,533 453,379 86,195 110,029	3,608,646 427,031 74,625 56,866

On average the number of employees was 155, 82 in Administration, Sales and Marketing and 73 Production staff (2013, 143 - 68 in Administration, Sales and Marketing and 75 Production staff)

20 Leasehold commitments

At the Balance Sheet date, the Company had annual commitments under Land & Buildings operating leases in excess of five years amounting to £75,500 per annum (2013, £75,500). Commitments under other operating leases within one year are £nil (2013, £18,624) and between two and five years are £nil (2013 £17,635) per annum.

21 Related Parties

The Company has a 50% shareholding in Birdforum Limited. A loan has been made to this company during the year amounting to £150,388 (2013, £151,188), However, the Directors are of the opinion that this is not recoverable in the short term and therefore the loans have been provided for in this Company's accounts

In the previous financial year, the company acquired land and property from Mr J W T M Thomassen, director and shareholder. In the current year the company paid no rent in relation to this property (2013, £208,695)

22 Turnover

The turnover for the year ended 31 March 2014 is £19,331,098 (2013 £20,310,474)

The directors believe that the disclosure of geographical sales data would be seriously prejudicial to the interests of the company. Therefore, no such disclosure has been made in these Financial Statements in accordance with the exemption available under paragraph 55(5) of schedule 4 of the companies act 2006.

23 Ca	lled	up	share	capital
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Called up share capital	2014	2013	2014	2013
	Number o	f shares	£	£
Issued and fully paid ordinary shares class A Issued and fully paid ordinary shares class B	60,000 60,000	120,000	60,000 60,000	120,000



COMPANY NAME:

C J WILDBIRD FOODS LIMITED

COMPANY NUMBER: 02101581

Pages were removed from the accounts on 17/10/2014 as they contained unnecessary material