

Company Registration No. 02466472 (England and Wales)

**R Delamore Limited**

**Annual report and financial statements  
for the period ended 31 December 2014**

THURSDAY



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**R Delamore Limited**

**Company information**

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**Directors**

W M Eady  
J Banton  
C Finlay  
F Hudepohl

**Company number**

02466472

**Registered office**

Station Road  
Wisbech St Mary  
Wisbech  
Cambridgeshire  
PE13 4RY

**Independent Auditors**

Saffery Champness  
Unex House  
Bourges Boulevard  
Peterborough  
Cambridgeshire  
PE1 1NG

**Bankers**

The Royal Bank of Scotland  
1st Floor  
Conqueror House  
Vision Park, Histon  
Cambridge  
CB24 9NL

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**R Delamore Limited**

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**Strategic report**  
**For the period ended 31 December 2014**

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The directors present their strategic report for the 7 month period ended 31 December 2014.

**Review of the business**

Management have taken the decision to normalise the company's year-end to 31 December and the accounts present a seven month period to 31 December 2014. The accounts report the period where a seasonal loss ordinarily occurs in the business. The table below shows the annualised results to 31 December 2014 and the comparative to 31 December 2013. The table shows the seasonality of the sales and profit generation around the key five months in spring. Management have been working to drive down production costs and remove waste from the business during 2014 and further improvements are expected in 2015.

	<b>Five months 31 May 14</b>	<b>Seven months 31 Dec 14</b>	<b>Annualised 31 Dec 14</b>	<b>Five months 31 May 13</b>	<b>Seven months 31 Dec 13</b>	<b>Annualised 31 Dec 13</b>
<b>Turnover</b>	4,812,398	1,317,400	6,129,798	4,754,468	1,321,817	6,076,285
<b>Gross profit</b>	1,447,577	(384,667)	1,062,910	1,348,944	(464,944)	884,390
<b>EBITDA</b>	1,052,562	(1,020,224)	32,338	923,416	(1,198,787)	(275,371)

On 2 June 2014 the Company's entered into an agreement to acquire the UK trade and assets of Volmary Gmbh. The business acquired the tangible assets, the customer base and the goodwill and took on the UK based sales team. In the past three years Volmary Gmbh's UK operations generated sales in excess of £1 million per annum. Management plan an orderly migration of the production associated with these sales to its Wisbech St Mary facility which will improve the overall utilisation and efficiency of the production facility. While the migration of production and customers is undertaken the company will receive a commission on sales that continued to be serviced directly by Volmary Gmbh to the UK market. In addition Volmary Gmbh loaned the company £750,000 which will be used to invest in the production facility to further improve operating efficiencies.

On 3 July 2015 the company's parent Delamore Holdings Limited was acquired by Volmary Gmbh.

The key business risks and uncertainties associated with the group relate to the weather over the key spring sales season between February and May. Long periods of poor weather can significantly impact the total sales activity for the season. In order to help mitigate the impact management reviews both short and long term weather forecasts and the sales team keep in regular contact with customers to form a view on the progress of the season. Based on this information the management team manage production on a weekly basis and adjust production to match changes in future order book while allowing for controlled level of speculative sales. During 2014 management reduced further its reliance on speculative sales and the associated risks of waste. The biggest risk occurs at the end of the season when there is less opportunity to adjust production if demand is suddenly depressed due to adverse market conditions.

**R Delamore Limited**

**Strategic report**

**For the period ended 31 December 2014**

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The Company's operations expose it to degrees of financial risk that include credit risk, liquidity risk and interest rate risk.

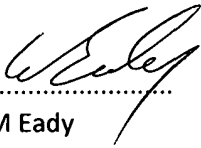
Credit risk - the company mainly trades with long standing customers. The nature of these relationships assists management in controlling its credit risk in addition to the normal credit management process. In order to minimise risk the Company insures its debtors.

Liquidity risk - the director's control and monitor the company's cashflow on a weekly basis.

Interest rate risk - the company is exposed to interest rate fluctuations as the rate payable on its facilities are linked to the bank base rate. The directors carefully monitor cashflow to ensure that liabilities can be met as they fall due.

Given the straight forward nature of the business, the company's directors are of the opinion that analysis using KPI's is not necessary for an understanding of the development, performance or position of the business.

On behalf of the board



.....  
W M Eady

Director

.....  
24<sup>th</sup> September 2015 .

## **R Delamore Limited**

### **Directors' report For the period ended 31 December 2014**

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The directors present their report and financial statements for the 7 months ended 31 December 2014.

#### **Principal activities**

The principal activity of the company continued to be that of the production and distribution of young plants.

#### **Results and dividends**

The results for the period are set out on page 7.

The directors do not recommend payment of an ordinary dividend.

#### **Directors**

The following directors have held office since 1 June 2014:

W M Eady

J Banton

P Murray

(Resigned 3 July 2015)

C Finlay

F Hudepohl

#### **Auditors**

Saffery Champness have expressed their willingness to remain in office as auditors of the company.

#### **Statement of directors' responsibilities**

The directors are responsible for preparing the Directors' Report 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 of the profit or loss of the company 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 transactions and disclose with reasonable accuracy at any time the financial position of the company 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 hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

**R Delamore Limited**

**Directors' report (continued)**

**For the period ended 31 December 2014**

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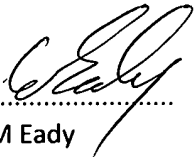
**Statement of disclosure to auditors**

So far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware. Additionally, the directors have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditors are aware of that information.

**Going concern**

The company meets its day-to-day working capital requirements through a £1m invoice discounting facility. The current facility is due for renewal on 1 May 2016 and is renewed on an annual basis. The company has considered its cashflow needs and expects the facility to be adequate to meet its requirements for the next 12 months. In addition to invoice discounting facility the company also has access to additional working capital funds from its parent company in order to allow it to meet its future growth plans. The company's forecasts and projections, taking into account future changes in trading performance, show the company should be able to operate within the levels of its current facilities. The directors have a reasonable expectation that the company has adequate resources to continue operations for the foreseeable future. Thus they continue to adopt the going concern basis of accounting when preparing the accounts.

On behalf of the board



.....  
W M Eady

Director

.....  
24<sup>th</sup> September 2015

## **R Delamore Limited**

### **Independent auditors' report To the members of R Delamore Limited**

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We have audited the financial statements of R Delamore Limited for the 7 months ended 31 December 2014 set out on pages 7 to 24. 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.

#### **Respective responsibilities of directors and auditors**

As explained more fully in the Directors' Responsibilities Statement set out on pages 3 - 4, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

#### **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. In addition, we read all the financial and non-financial information in the Annual Report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

#### **Opinion on 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 December 2014 and of its loss for the period 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.

#### **Opinion on other matter prescribed by the Companies Act 2006**

In our opinion the information given in the Strategic Report and Directors' Report for the financial period for which the financial statements are prepared is consistent with the financial statements.



**R Delamore Limited**

**Independent auditors' report (continued)**  
**To the members of R Delamore Limited**

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**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.



**Alistair Hunt (Senior Statutory Auditor)**  
**for and on behalf of Saffery Champness**

24-9-15

**Chartered Accountants**  
**Statutory Auditors**

Unex House  
Bourges Boulevard  
Peterborough  
Cambridgeshire  
PE1 1NG

**R Delamore Limited**

**Profit and loss account**

**For the period ended 31 December 2014**

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		<b>7 months ended 31 December 2014 £</b>	<b>18 months ended 31 May 2014 £</b>
	<b>Notes</b>		
<b>Turnover</b>	<b>2</b>	1,317,400	10,953,878
Cost of sales		<u>(1,594,000)</u>	<u>(8,769,657)</u>
<b>Gross (loss)/profit</b>		(276,600)	2,184,221
Distribution costs		(110,325)	(614,142)
Administrative expenses		(933,480)	(1,892,926)
Other operating income		<u>100,258</u>	<u>15,253</u>
<b>Earnings before interest, tax, depreciation and amortisation</b>		(1,020,224)	520,246
Depreciation, amortisation, impairment and loss on disposal of fixed assets		<u>(199,923)</u>	<u>(827,840)</u>
<b>Operating loss</b>	<b>3</b>	(1,220,147)	(307,594)
Other interest receivable and similar income	<b>4</b>	1,208	3,256
Interest payable and similar charges	<b>5</b>	<u>(62,359)</u>	<u>(138,329)</u>
<b>Loss on ordinary activities before taxation</b>		(1,281,298)	(442,667)
Tax on loss on ordinary activities	<b>6</b>	<u>6,202</u>	<u>97,661</u>
<b>Loss for the period</b>	<b>15</b>	<u><u>(1,275,096)</u></u>	<u><u>(345,006)</u></u>

The profit and loss account has been prepared on the basis that all operations are continuing operations.

There are no recognised gains and losses other than those passing through the profit and loss account.

The notes on pages 11 to 24 form part of these financial statements.

R Delamore Limited

Balance sheet  
As at 31 December 2014

	Notes	£	As at 31 December 2014 £	£	As at 31 May 2014 £
<b>Fixed assets</b>					
Intangible assets	7	-	-	-	-
Tangible assets	8	4,446,474	4,446,474	3,669,096	3,669,096
			4,446,474		3,669,096
<b>Current assets</b>					
Stocks	9	997,788	855,254	855,254	
Debtors	10	737,554	2,603,485	2,603,485	
Cash at bank and in hand		90,538	225,512	225,512	
		1,825,880	3,684,251	3,684,251	
<b>Creditors: amounts falling due within one year</b>	11	(1,235,452)	(1,870,118)	(1,870,118)	
<b>Net current assets</b>			590,428		1,814,133
<b>Total assets less current liabilities</b>			5,036,902		5,483,229
<b>Creditors: amounts falling due after more than one year</b>	12	(4,881,593)	(4,881,593)	(4,046,622)	(4,046,622)
<b>Provisions for liabilities</b>			-		(6,202)
<b>Accruals and deferred income</b>	13	(150,000)	(150,000)	(150,000)	(150,000)
			5,309		1,280,405
<b>Capital and reserves</b>					
Called up share capital	14	100,000	100,000	100,000	100,000
Share premium account	15	55,137	55,137	55,137	55,137
Other reserves	15	565,130	565,130	565,130	565,130
Profit and loss account	15	(714,958)	(714,958)	560,138	560,138
<b>Shareholders' funds</b>	16		5,309		1,280,405

The notes on pages 11 to 24 form part of these financial statements.

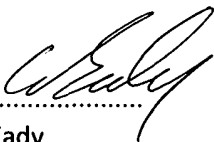
**R Delamore Limited**

**Balance sheet (continued)**

**As at 31 December 2014**

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Approved by the Board and authorised for issue on ..... 24<sup>th</sup> September 2015

.....  


W M Eady

Director

**Company Registration No. 02466472**

**R Delamore Limited**

**Cash flow statement**

**For the period ended 31 December 2014**

	Notes	£	Period ended 31 December 2014 £	£	Period ended 31 May 2014 £
<b>Net cash outflow from operating activities</b>	<b>20</b>		(59,457)		(117,939)
<b>Returns on investments and servicing of finance</b>					
Interest received		1,208		3,256	
Interest paid		(62,359)		(138,329)	
<b>Net cash outflow for returns on investments and servicing of finance</b>			(61,151)		(135,073)
<b>Capital expenditure</b>					
Payments to acquire tangible assets		(593,899)		(444,617)	
Receipts from sales of tangible assets		500		320	
<b>Net cash outflow for capital expenditure</b>			(593,399)		(444,297)
<b>Net cash outflow before management of liquid resources and financing</b>			(714,007)		(697,309)
<b>Financing</b>					
New long term bank loan		-		2,240,000	
Other new long term loans		750,000		161,239	
Other new short term loans		-		50,000	
Government grant received		-		150,000	
Repayment of long term bank loan		(112,000)		(620,000)	
Repayment of other long term loans		(33,629)		-	
Capital element of hire purchase contracts		(25,338)		(30,364)	
<b>Net cash inflow from financing</b>			579,033		1,950,875
<b>(Decrease)/increase in cash in the period</b>	<b>21, 22</b>		(134,974)		1,253,566

## **R Delamore Limited**

### **Notes to the financial statements For the period ended 31 December 2014**

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#### **1 Accounting policies**

##### **1.1 Accounting convention**

The financial statements are prepared under the historical cost convention.

##### **1.2 Compliance with accounting standards**

The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), which have been applied consistently (except as otherwise stated).

##### **1.3 Turnover**

Turnover represents amounts receivable for goods and services net of VAT and trade discounts. Turnover is recognised once the risks and rewards of stocks have been passed onto the customer.

##### **1.4 Goodwill**

Goodwill is capitalised and amortised on a straight-line basis over 20 years. Goodwill is the difference between the amounts paid on the acquisition of the business and the aggregate fair value of its separable net assets.

Management review the carrying value of goodwill on an income generating basis on a regular basis and to the extent that assets no longer generate income to support their carrying value they are impaired.

##### **1.5 Tangible fixed assets and depreciation**

Tangible fixed assets other than freehold land are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Freehold land & buildings	5% - 12.5% on cost
Assets under course of construction	Not depreciated
Plant and machinery	10% - 25% on cost
Greenhouses	5% - 12.5% on cost
Motor vehicles	25% on cost

Freehold land is not depreciated.

##### **1.6 Leasing and hire purchase commitments**

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible assets and depreciated over the shorter of the lease term and their useful lives. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

## R Delamore Limited

### Notes to the financial statements (continued) For the period ended 31 December 2014

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#### 1 Accounting policies (continued)

##### 1.7 Stock

Stock is valued at the lower of cost and net realisable value.

##### 1.8 Deferred taxation

Deferred taxation is provided at appropriate rates on all timing differences using the liability method only to the extent that, in the opinion of the directors, there is a reasonable probability that a liability or asset will crystallise in the foreseeable future.

##### 1.9 Foreign currency translation

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the minimum rate of the foreign exchange hedge. All differences are taken to profit and loss account.

##### 1.10 Government grants

Grants are credited to deferred revenue. Grants towards capital expenditure are released to the profit and loss account over the expected useful life of the assets. Grants towards revenue expenditure are released to the profit and loss account as the related expenditure is incurred.

#### 2 Turnover

##### Geographical market

	7 months ended 31 December 2014 £	18 months ended 31 May 2014 £
United Kingdom	1,291,133	10,643,264
Europe	26,267	310,614
	<u>1,317,400</u>	<u>10,953,878</u>

R Delamore Limited

Notes to the financial statements (continued)  
For the period ended 31 December 2014

3 Operating loss

	7 months ended 31 December 2014 £	18 months ended 31 May 2014 £
Operating loss is stated after charging:		
Amortisation and impairment of intangible assets	-	225,614
Depreciation and impairment of tangible assets	199,671	602,151
Loss on disposal of tangible assets	252	75
and after crediting:		
Profit on foreign exchange transactions	<u>(46,049)</u>	<u>(3,557)</u>
Impairment of assets:		
Impairment of intangible assets	-	225,614
Impairment of tangible assets	-	46,856
Impairment of stocks	-	70,105
	<u>-</u>	<u>342,575</u>
<b>Auditors' remuneration</b>		
Fees payable to the company's auditor for the audit of the company's annual accounts	12,800	11,442
Preparation of statutory accounts	4,850	5,000
Other services	1,898	11,558
	<u>19,548</u>	<u>28,000</u>

4 Investment income

	7 months ended 31 December 2014 £	18 months ended 31 May 2014 £
Other interest	<u>1,208</u>	<u>3,256</u>



**R Delamore Limited**

**Notes to the financial statements (continued)**  
**For the period ended 31 December 2014**

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**5 Interest payable**

	<b>7 months ended 31 December 2014 £</b>	<b>18 months ended 31 May 2014 £</b>
On bank loans and overdrafts	-	7,226
On other loans wholly repayable within five years	48,707	126,903
On loans repayable after five years	10,220	-
Hire purchase interest	3,432	4,200
	<hr/>	<hr/>
	<b>62,359</b>	<b>138,329</b>
	<hr/> <hr/>	<hr/> <hr/>

R Delamore Limited

Notes to the financial statements (continued)  
For the period ended 31 December 2014

6 Taxation

	7 months ended 31 December 2014 £	18 months ended 31 May 2014 £
<b>Domestic current year tax</b>		
U.K. corporation tax	-	-
<b>Total current tax</b>	-	-
<b>Deferred tax</b>		
Deferred tax credit current year	(6,202)	(97,661)
<b>Factors affecting the tax charge for the period</b>		
Loss on ordinary activities before taxation	(1,281,298)	(442,667)
Loss on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 20.00% (2014 - 20.00%)	(256,260)	(88,533)
Effects of:		
Non deductible expenses	779	863
Capital allowances in excess of depreciation	(18,490)	119,801
Tax losses utilised	-	(37,230)
Unrelieved tax losses	273,728	-
Other tax adjustments	243	5,099
	256,260	88,533
<b>Current tax charge for the period</b>	-	-

The company has estimated tax losses of £1,707,896 (2014 - £324,214) available for carry forward against future trading profits.

**R Delamore Limited**

**Notes to the financial statements (continued)  
For the period ended 31 December 2014**

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**7 Intangible fixed assets**

	<b>Goodwill</b>
	<b>£</b>
<b>Cost</b>	
At 1 June 2014 & at 31 December 2014	931,870
	<hr/>
<b>Amortisation and impairment</b>	
At 1 June 2014 & at 31 December 2014	931,870
	<hr/>
<b>Net book value</b>	
At 31 December 2014	-
	<hr/> <hr/>
At 31 May 2014	-
	<hr/> <hr/>

R Delamore Limited

Notes to the financial statements (continued)

For the period ended 31 December 2014

8 Tangible fixed assets

	Freehold land & buildings	Assets under course of construction	Plant and machinery	Greenhouses	Motor vehicles	Total
	£	£	£	£	£	£
<b>Cost</b>						
At 1 June 2014	859,538	155,526	1,297,204	4,586,354	189,056	7,087,678
Reclassification	-	(1,033,451)	1,033,451	-	-	-
Additions	-	901,951	38,181	-	37,669	977,801
Disposals	-	(752)	(14,436)	-	-	(15,188)
At 31 December 2014	<u>859,538</u>	<u>23,274</u>	<u>2,354,400</u>	<u>4,586,354</u>	<u>226,725</u>	<u>8,050,291</u>
<b>Depreciation</b>						
At 1 June 2014	125,932	-	988,452	2,115,142	189,056	3,418,582
On disposals	-	-	(14,436)	-	-	(14,436)
Charge for the period	13,267	-	40,234	141,775	4,395	199,671
At 31 December 2014	<u>139,199</u>	<u>-</u>	<u>1,014,250</u>	<u>2,256,917</u>	<u>193,451</u>	<u>3,603,817</u>
<b>Net book value</b>						
At 31 December 2014	<u>720,339</u>	<u>23,274</u>	<u>1,340,150</u>	<u>2,329,437</u>	<u>33,274</u>	<u>4,446,474</u>
At 31 May 2014	<u>733,606</u>	<u>155,526</u>	<u>308,752</u>	<u>2,471,212</u>	<u>-</u>	<u>3,669,096</u>

Included above are assets held under finance leases or hire purchase contracts as follows:

	Plant and machinery	Motor vehicles	Total
	£	£	£
<b>Net book values</b>			
At 31 December 2014	<u>507,621</u>	<u>33,274</u>	<u>540,895</u>
At 31 May 2014	<u>12,658</u>	<u>-</u>	<u>12,658</u>
<b>Depreciation charge for the period</b>			
At 31 December 2014	<u>5,037</u>	<u>4,395</u>	<u>9,432</u>
At 31 May 2014	<u>7,595</u>	<u>29,561</u>	<u>37,156</u>

Included in cost of land and buildings is freehold land of £374,747 as at 31 December 2014 (£374,747 as at 31 May 2014) which is not depreciated.

**R Delamore Limited**

**Notes to the financial statements (continued)**  
**For the period ended 31 December 2014**

**9 Stocks**

	<b>As at 31 December 2014 £</b>	<b>As at 31 May 2014 £</b>
Finished goods and goods for resale	997,788	855,254

**10 Debtors**

	<b>As at 31 December 2014 £</b>	<b>As at 31 May 2014 £</b>
Trade debtors	452,907	2,442,934
Other debtors	145,022	-
Prepayments and accrued income	139,625	160,551
	<u>737,554</u>	<u>2,603,485</u>

**11 Creditors: amounts falling due within one year**

	<b>As at 31 December 2014 £</b>	<b>As at 31 May 2014 £</b>
Bank loans and overdrafts	224,000	224,000
Net obligations under hire purchase contracts	131,610	5,357
Trade creditors	699,072	1,088,838
Taxes and social security costs	23,771	332,467
Other creditors	50,837	-
Accruals	106,162	219,456
	<u>1,235,452</u>	<u>1,870,118</u>

**R Delamore Limited****Notes to the financial statements (continued)  
For the period ended 31 December 2014****12 Creditors: amounts falling due after more than one year**

	As at 31 December 2014 £	As at 31 May 2014 £
Bank loans	1,624,000	1,736,000
Amounts owed to parent undertaking	2,220,084	2,253,713
Net obligations under hire purchase contracts	237,509	6,909
LEP loan	50,000	50,000
Other loans	750,000	-
	<u>4,881,593</u>	<u>4,046,622</u>
<b>Analysis of loans</b>		
Wholly repayable within five years	4,868,084	4,263,713
	4,868,084	4,263,713
Included in current liabilities	(224,000)	(224,000)
	<u>4,644,084</u>	<u>4,039,713</u>
<b>Loan maturity analysis</b>		
In more than one year but not more than two years	1,624,000	232,000
In more than two years but not more than five years	800,000	1,554,000

A guarantee has been provided to the company's bankers in respect of the total bank facilities available to the company and its parent company, Delamore Holdings Limited. Security has been provided in respect of this guarantee by way of fixed and floating charges over the assets of the company and its parent company, Delamore Holdings Limited. First legal charge is held over certain freehold property.

**Net obligations under hire purchase contracts**

Repayable within one year	131,610	5,357
Repayable between one and five years	237,509	6,909
	369,119	12,266
Included in liabilities falling due within one year	(131,610)	(5,357)
	<u>237,509</u>	<u>6,909</u>

**R Delamore Limited**

**Notes to the financial statements (continued)**  
**For the period ended 31 December 2014**

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**13 Accruals and deferred income**

	<b>Government grants</b>
	<b>£</b>
Balance at 1 June 2014 & at 31 December 2014	<u>150,000</u>

**14 Share capital**

	<b>As at</b>	<b>As at</b>
	<b>31 December</b>	<b>31 May</b>
	<b>2014</b>	<b>2014</b>
	<b>£</b>	<b>£</b>
<b>Allotted, called up and fully paid</b>		
90,000 Ordinary 'A' shares of 50p each	45,000	45,000
110,000 Ordinary shares of 50p each	55,000	55,000
	<u>100,000</u>	<u>100,000</u>

**15 Statement of movements on reserves**

	<b>Share premium account</b>	<b>Other reserves (see below)</b>	<b>Profit and loss account</b>
	<b>£</b>	<b>£</b>	<b>£</b>
Balance at 1 June 2014	55,137	565,130	560,138
Loss for the period	-	-	(1,275,096)
Balance at 31 December 2014	<u>55,137</u>	<u>565,130</u>	<u>(714,958)</u>

**Other reserves**

**Reserves provided for by the Articles of Association**

Balance at 1 June 2014 & at 31 December 2014	<u>565,130</u>
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**R Delamore Limited**

**Notes to the financial statements (continued)**  
**For the period ended 31 December 2014**

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**16 Reconciliation of movements in shareholders' funds**

	<b>7 months ended 31 December 2014 £</b>	<b>18 months ended 31 May 2014 £</b>
Loss for the financial period	(1,275,096)	(345,006)
Opening shareholders' funds	<u>1,280,405</u>	<u>1,625,411</u>
Closing shareholders' funds	<u><u>5,309</u></u>	<u><u>1,280,405</u></u>

**17 Capital commitments**

	<b>As at 31 December 2014 £</b>	<b>As at 31 May 2014 £</b>
At 31 December 2014 the company had capital commitments as follows:		
Contracted for but not provided in the financial statements	<u>-</u>	<u>62,851</u>



## R Delamore Limited

### Notes to the financial statements (continued) For the period ended 31 December 2014

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#### 18 Employees

##### Number of employees

The average monthly number of employees (including directors) during the period was:

	<b>7 months ended 31 December 2014 Number</b>	<b>18 months ended 31 May 2014 Number</b>
Production and distribution	89	93
Sales	9	7
Administration	4	5
	<u>102</u>	<u>105</u>

##### Employment costs

	<b>7 months ended 31 December 2014 £</b>	<b>18 months ended 31 May 2014 £</b>
Wages and salaries	893,410	2,465,005
Social security costs	70,438	194,439
Other pension costs	12,163	-
	<u>976,011</u>	<u>2,659,444</u>

#### 19 Control

R Delamore Limited is a 100% owned subsidiary of Delamore Holdings Limited, a company registered in Scotland. Group consolidated accounts are prepared by Delamore Holdings Limited.

The ultimate controlling party during the period was Finby Ltd, a company registered in Jersey, however since the period end Volmary GmbH became the ultimate controlling party.

R Delamore Limited

Notes to the financial statements (continued)

For the period ended 31 December 2014

20 Reconciliation of operating loss to net cash outflow from operating activities

	7 months ended 31 December 2014 £	18 months ended 31 May 2014 £
Operating loss	(1,220,147)	(307,594)
Depreciation of tangible assets	199,671	602,151
Amortisation of intangible assets	-	225,614
Loss on disposal of tangible assets	252	75
(Increase)/decrease in stocks	(142,534)	92,849
Decrease/(increase) in debtors	1,865,931	(2,054,015)
(Decrease)/increase in creditors within one year	(762,630)	1,322,981
<b>Net cash outflow from operating activities</b>	<u>(59,457)</u>	<u>(117,939)</u>

21 Analysis of net debt

	1 June 2014 £	Cash flow £	Other non- cash changes £	31 December 2014 £
Net cash:				
Cash at bank and in hand	225,512	(134,974)	-	90,538
Debt:				
Finance leases	(12,266)	27,049	(383,902)	(369,119)
Debts falling due within one year	(224,000)	-	-	(224,000)
Debts falling due after one year	(4,039,713)	(604,371)	-	(4,644,084)
	<u>(4,275,979)</u>	<u>(577,322)</u>	<u>(383,902)</u>	<u>(5,237,203)</u>
<b>Net debt</b>	<u>(4,050,467)</u>	<u>(712,296)</u>	<u>(383,902)</u>	<u>(5,146,665)</u>

R Delamore Limited

Notes to the financial statements (continued)  
For the period ended 31 December 2014

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22 Reconciliation of net cash flow to movement in net debt

	7 months ended 31 December 2014 £	18 months ended 31 May 2014 £
(Decrease)/increase in cash in the period	(134,974)	1,253,566
Cash inflow from increase in debt and lease financing	(577,322)	(1,800,875)
Change in net debt resulting from cash flows	(712,296)	(547,309)
New finance lease	(383,902)	-
<b>Movement in net debt in the period</b>	<b>(1,096,198)</b>	<b>(547,309)</b>
Opening net debt	(4,050,467)	(3,503,158)
<b>Closing net debt</b>	<b>(5,146,665)</b>	<b>(4,050,467)</b>

23 Related party relationships and transactions

Volmary GmbH is considered a related party due to the nature of agreement between Volmary GmbH and Delamore Holdings Limited, whereby Volmary GmbH would acquire the company by 31 December 2017. As part of this agreement Volmary GmbH appointed a director, F Hudepohl, to the board of R Delamore Limited. On 3 July 2015 Volmary GmbH acquired the group becoming the ultimate controlling party.

During the period, the company made purchases of £66,526 and received sales commission of £36,550 from Volmary GmbH. The company also purchased £38,243 of fixed assets from Volmary GmbH in the period.

On 2 June 2014 the company received a loan of £750,000 from Volmary GmbH. During the period loan interest of £10,220 was payable to Volmary GmbH. At the balance sheet date the total amount due to Volmary GmbH was £797,667. Of this amount £750,000 was in relation to the loan.

The company has taken advantage of the exemption in Financial Reporting Standard Number 8 from the requirement to disclose transactions with group companies on the grounds that consolidated financial statements are prepared by the ultimate parent company.