

Tata Global Beverages Holdings Limited

Registered number: 03265181

Annual report and financial statements

Year ended 31 March 2015

Tata Global Beverages Holdings Limited

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Tata Global Beverages Holdings Limited

Directors' report

The directors present their annual report and the audited financial statements for the year ended 31 March 2015. This report has been prepared in accordance with the special provisions relating to small companies within Part 15 of the Companies Act 2006.

Principal activities and future developments

The company acts as an intermediate holding company and expects to continue to act in this capacity in the future.

Costs in relation to the management and oversight of the company's subsidiaries are borne by the company's immediate parent company, Tata Global Beverages Group Limited.

Results and dividends

The company received dividend income of £2,500,000 (2014: £nil) from its investments. The directors do not recommend the payment of a dividend in the current year (2014: £nil).

Principal risks and uncertainties

The directors of Tata Global Beverages Group Limited manage the company's risks at a group level, rather than at an individual company level. For this reason, the company's directors believe that a discussion of the group's risks would not be appropriate for an understanding of the development, performance or position of the business of Tata Global Beverages Holdings Limited.

Directors and their interests

The directors of the company who were in office during the year and up to the date of signing the financial statements were:

L Krishna Kumar
M Thakrar
J Jacob
M Bailey (appointed 10 July 2015)

Directors' indemnities

As permitted by the Articles of Association, the Directors have the benefit of an indemnity which is a qualifying third party indemnity provision as defined by Section 234 of the Companies Act 2006. The indemnity was in force throughout the last financial year and is currently in force. The Company also purchased and maintained throughout the financial year Directors' and Officers' liability insurance in respect of itself and its Directors.

Statement of disclosure of information to auditors

For each of the persons who were directors at the time this report was prepared, the following applies:

- So far as the directors are aware, there is no relevant information of which the Company's auditors are unaware; and
- The directors have taken steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Tata Global Beverages Holdings Limited

Directors' report (continued)

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 prepared 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;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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.

The directors are responsible for the integrity of the financial statements being published on the ultimate parent company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislations in other jurisdictions.

Independent auditors

The auditors, PricewaterhouseCoopers LLP, have indicated their willingness to continue in office, and a resolution that they will be reappointed will be proposed at the annual general meeting.

On behalf of the Board



M Thakrar
Director
10 July 2015

Tata Global Beverages Holdings Limited

Independent auditors' report to the members of Tata Global Beverages Holdings Limited

Report on the financial statements

Our opinion

In our opinion, Tata Global Beverages Holdings Limited's financial statements (the "financial statements"):

- give a true and fair view of the state of the company's affairs as at 31 March 2015 and of its 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.

What we have audited

The financial statements, which are prepared by Tata Global Beverages Holdings Limited, comprise:

- the balance sheet as at 31 March 2015;
- the profit and loss account for the year then ended;
- the accounting policies; and
- the notes to the financial statements, which include other explanatory information.

The financial reporting framework that has been applied in the preparation of the financial statements is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

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.

Other matters on which we are required to report by exception

Adequacy of accounting records and information and explanations received

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- 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.

We have no exceptions to report arising from this responsibility.

Directors' remuneration

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

Tata Global Beverages Holdings Limited

Independent auditors' report to the members of Tata Global Beverages Holdings Limited (continued)

Entitlement to exemptions

Under the Companies Act 2006 we are required to report to you if, in our opinion, the directors were not entitled to: take advantage of the small companies exemption in preparing the Directors' Report; and take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.

Responsibilities for the financial statements and the audit

Our responsibilities and those of the directors

As explained more fully in the Statement of directors' responsibilities set out on page 2, 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 ISAs (UK & Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

What an audit of financial statements involves

We conducted our audit in accordance with ISAs (UK and Ireland). 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.

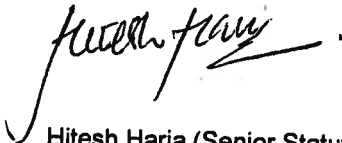
We primarily focus our work in these areas by assessing the directors' judgements against available evidence, forming our own judgements, and evaluating the disclosures in the financial statements.

We test and examine information, using sampling and other auditing techniques, to the extent we consider necessary to provide a reasonable basis for us to draw conclusions. We obtain audit evidence through testing the effectiveness of controls, substantive procedures or a combination of both.

Tata Global Beverages Holdings Limited

Independent auditors' report to the members of Tata Global Beverages Holdings Limited (continued)

In addition, we read all the financial and non-financial information in the Annual Report and Financial Statements 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



Hitesh Haria (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Uxbridge
10 July 2015

Tata Global Beverages Holdings Limited

Accounting policies

Basis of accounting

The financial statements are prepared on a going concern basis under the historical cost convention and in accordance with the Companies Act 2006 and applicable UK accounting standards. The company has consistently applied its accounting policies.

Consolidation

The company has taken advantage of the exemption provided by Section 400 of the Companies Act 2006 not to prepare group financial statements as the results are included in the consolidated financial statements of Tata Global Beverages Group Limited.

Cash flow statement

The company is a wholly-owned subsidiary of Tata Global Beverages Group Limited and is included in the consolidated financial statements of Tata Global Beverages Group Limited, which are publicly available. Consequently the company has taken advantage of the exemption from preparing the cash flow statement under the terms of FRS 1 (revised 1996).

Related party transactions

As the Company is a wholly owned subsidiary of Tata Global Beverages Group Limited, advantage has been taken of the exemption afforded by FRS 8 not to disclose any related party transactions with members of the Group or associates and joint ventures of Tata Global Beverages Group Limited.

Fixed Asset Investments

Fixed asset investments are shown at cost less provision for impairment. Impairment reviews are performed by the directors when there has been an indication of potential impairment.

Tata Global Beverages Holdings Limited

Profit and loss account for the year ended 31 March 2015

	Note	Year ended 31 March 2015 £'000	Year ended 31 March 2014 £'000
<u>Income from fixed asset investments</u>	1	2,500	-
Profit on ordinary activities before taxation		2,500	-
<u>Tax on Profit on ordinary activities</u>	4	-	-
Profit for the financial year	9	2,500	-

There is no material difference between the results as disclosed in the profit and loss account and the results on an historical cost basis.

All amounts shown above relate to continuing operations.

The company has no recognised gains and losses other than those included in the results above and therefore no separate statement of total recognised gains and losses has been provided.

Tata Global Beverages Holdings Limited

Balance sheet As at 31 March 2015

	Note	31 March 2015 £'000	31 March 2014 £'000
Fixed assets			
Investments	5	178,294	178,294
		178,294	178,294
Current assets			
Debtors - amounts falling due after more than one year	6	11,221	11,221
		11,221	11,221
Net current assets		11,221	11,221
Total assets less current liabilities		189,515	189,515
Creditors - amounts falling due after more than one year	7	(12,484)	(14,984)
Net assets		177,031	174,531
Capital and reserves			
Called up share capital	8	-	-
Share premium account	9	174,294	174,294
Profit and loss account	9	2,737	237
Total shareholders' funds	10	177,031	174,531

The financial statements on pages 6 to 12 were approved by the Board of Directors on 10 July 2015 and signed on its behalf by:



M Thakrar
Director

Tata Global Beverages Holdings Limited
Registered number 03265181

Tata Global Beverages Holdings Limited

Notes to the financial statements (continued)

1 Income from fixed asset investments

During the year, the Company received dividend income of £2,500,000 (2014: £Nil) from its wholly owned subsidiary, Tata Global Beverages GB Limited.

2 Auditors' remuneration

The auditors' remuneration is paid by Tata Global Beverages Services Limited, a subsidiary of the company. The audit fee of £354,300 (2014: £331,000) was paid in aggregate for the audit of the UK based subsidiaries of Tata Global Beverages Group Limited and no split is separately available for the audit of the company.

3 Directors and employees

The directors did not receive any emoluments in the year in respect of their services as directors of the company (2014: £nil). One of the directors is an employee of Tata Global Beverages Limited (India) which is the ultimate parent company, one directors is an employee of Tata Global Beverages GB Limited and two directors are employees of Tata Global Beverages Services Limited who are all remunerated for their services to the Group as a whole.

The company had no employees during the year (2014: nil).

4 Tax on result on ordinary activities

	Year ended 31 March 2015 £'000	Year ended 31 March 2014 £'000
Profit / result on ordinary activities before taxation	2,500	-
Profit / result on ordinary activities multiplied by the standard rate of corporation tax in the UK of 21% (2014: 23%)	525	-
Effects of: Non taxable income	(525)	-
Tax on profit / result on ordinary activities	-	-

The tax assessed on the result on ordinary activities for the year is lower than (2014: equal to) that of the standard rate of corporation tax in the UK of 21% (2014: 23%).

Changes to the UK Corporation Tax Rules were substantively enacted as part of the Finance Bill 2013 on 2 July 2013. These include reductions to the main rate to reduce the rate to 21% from 1 April 2014 and to 20% from 1 April 2015. Deferred tax balances at the balance sheet date have been measured using these enacted tax rates and reflected in these financial statements.

Tata Global Beverages Holdings Limited

Notes to the financial statements (continued)

5 Investments

Cost	Shares in group undertakings £'000
<u>At 1 April 2014 and 31 March 2015</u>	<u>178,294</u>

The principal subsidiary undertakings and joint ventures are as follows:

	Country of incorporation	Sector in which undertaking operates	Proportion of equity and voting rights held
Tata Global Beverages GB Limited	UK	Tea	100%
Tata Global Beverages Services Limited	UK	Management services	100%
Tata Global Beverages Overseas Holdings Limited	UK	Holding company	100%
Tata Global Beverages Overseas Limited (indirect holding)	UK	Holding company	100%
Drassington Limited (indirect holding)	UK	Non-trading	100%
Lyons Tetley Limited (indirect holding)	UK	Dormant	100%
Stansand Brokers Limited (indirect holding)	UK	Dormant	100%
Stansand Limited (indirect holding)	UK	Dormant	100%
Teapigs Limited (indirect holding)	UK	Tea	100%
Tata Global Beverages US Holdings Inc (indirect holding)	USA	Holding company	100%
Good Earth Corporation Inc. (indirect holding)	USA	Holding company	100%
Good Earth Teas Inc (indirect holding)	USA	Tea	100%
Tetley USA Inc (indirect holding)	USA	Tea	100%
Empirical Group LLC (indirect holding)	USA	Tea	56%
Southern Tea LLC (indirect holding)	USA	Tea	50%
Tata Global Beverages Canada Inc (indirect holding)	Canada	Tea	100%
Tata Global Beverages Australia Pty Limited (indirect holding)	Australia	Tea	100%
Earth Rules Pty Limited (indirect holding)	Australia	Coffee	100%
Stansand (Africa) Limited (indirect holding)	Kenya	Tea	100%
Stansand (Central Africa) Limited (indirect holding)	Malawi	Tea	100%
Tata Global Beverages Polska Sp. z o.o (indirect holding)	Poland	Tea	100%
Tetley ACI (Bangladesh) Limited (indirect holding)	Bangladesh	Tea	50%
Tetley Clover (Private) Limited (indirect holding)	Pakistan	Tea	50%
Tata Global Beverages Czech Republic a.s. (indirect holding)	Czech Republic	Tea	100%
Joekels Tea packers (Proprietary) Ltd (indirect holding)	South Africa	Tea	51.7%
Teapigs US LLC (indirect holding)	USA	Tea	100%

Tata Global Beverages Holdings Limited

Notes to the financial statements (continued)

5 Investments (continued)

The directors believe that the carrying value of the investments do not require any impairment.

6 Debtors – amounts falling due after more than one year

	31 March 2015 £'000	31 March 2014 £'000
Amounts owed by group undertakings	11,221	11,221

Amounts owed by group undertakings of £11,221,000 (2014: £11,221,000) represents a loan given to Tata Global Beverages GB Limited. No interest is charged and the loan is unsecured. The loan agreement provides for the principal to be repaid on demand by the borrower. The company has indicated to Tata Global Beverages GB Limited that it will not require the loan to be repaid within the next 12 months from the date of approval of these financial statements.

7 Creditors - amounts falling due after more than one year

	31 March 2015 £'000	31 March 2014 £'000
Amounts owed to group undertakings	12,484	14,984

Amounts owed to group undertakings include £9,484,000 (2014: £11,984,000) owed to Tata Global Beverages Services Limited and £3,000,000 (2014: £3,000,000) owed to Tata Global Beverages Overseas Holdings Limited. Each loan is repayable on demand of the lenders, is subject to nil interest rates and unsecured. Both lenders have indicated to the company that they will not require repayment of the loan, in the normal course of the events, until at least twelve months from the date that these financial statements were approved. The borrowings have, therefore, been treated as payable after more than one year from the balance sheet date.

8 Called up share capital

	31 March 2015 £'000	31 March 2014 £'000
Authorised		
Ordinary shares of £1 each	202 (2014: 202)	-
Allotted, called up and fully paid		
Ordinary shares of £1 each	202 (2014: 202)	-

Tata Global Beverages Holdings Limited

Notes to the financial statements (continued)

9 Reserves

	Share premium account £'000	Profit and loss account £'000
At 1 April 2014	174,294	237
Profit for the financial year (note 10)	-	2,500
At 31 March 2015	174,294	2,737

10 Reconciliation of movements in shareholders' funds

	Year ended 31 March 2015 £'000	Year ended 31 March 2014 £'000
At 1 April	174,531	174,531
Profit / result for the financial year	2,500	-
At 31 March	177,031	174,531

11 Parent company

The immediate parent undertaking and the smallest parent company to include the company's results in its consolidated financial statements is Tata Global Beverages Group Limited, a company incorporated in the United Kingdom. Copies of that company's financial statements may be obtained 325 Oldfield Lane North, Greenford, Middlesex, UB6 0AZ. The largest company to consolidate the company's results and the company's ultimate parent undertaking is Tata Global Beverages Limited, a company registered in India. The consolidated financial statements of Tata Global Beverages Limited are available from 1 Bishop Lefroy Road, Kolkata, India.