

**Butterfly Conservation
Trading Limited**

**Annual Report and Financial
Statements**

31 March 2014

Company Registration Number
07166835 (England and Wales)

Directors Maurice Avent
Dudley Cheesman
David Dennis
David Hanson

Secretary Julie Williams

Registered office Manor Yard
East Lulworth
Wareham
Dorset
BH20 5QP

Company registration number 07166835 (England and Wales)

Auditor Buzzacott LLP
130 Wood Street
London
EC2V 6DL

Bankers NatWest plc
2 North Street
Wareham
Dorset
BH20 4AL

Solicitors Stone King LLP
16 St John's Lane
London
EC1M 4BS

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Directors' report 31 March 2014

The directors present their report together with the financial statements of the company for the year ended 31 March 2014.

The company was formed on 23 February 2010 and commenced trading with effect from that date.

Principal activity and review of business

Butterfly Conservation Trading Limited is a wholly owned subsidiary of Butterfly Conservation, a registered charity, Charity Registration Nos 254937 (England and Wales) and SCO39268 (Scotland) and Company Registration Number 02206468 (England and Wales).

The company's principal activity during the year under review was establishing new affinity partnerships, which promote Butterfly Conservation through the sale of their products, sales of products through an online shop and sponsorship of Big Butterfly Count.

Butterfly Conservation, the parent undertaking, invoiced the company for the services of its employees and for the use of those of its assets which were utilised in the operations of Butterfly Conservation Trading Limited during the year.

The directors were satisfied with the performance of the company during the year.

Results and dividends

Turnover for the fourth period of trading amounted to £73,847 (2013 - £95,370). £29,446 of the taxable profits generated were gift aided to Butterfly Conservation. Retained profits at 31 March 2014 were £9,597 (2013 - £9,597).

The directors do not recommend the payment of a dividend.

Directors

The following directors were in office throughout the year, except where indicated:

	Appointed/ Resigned
Maurice Avent	Appointed 13 July 2013
Dudley Cheesman	
David Dennis	Appointed 13 July 2013
David Hanson	
Neil Thompson	Resigned 19 June 2013

The directors have no interest in the shares of the company including rights to subscribe for shares.

Statement of directors' responsibilities

The directors are responsible for preparing the directors' report and 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 estimates that are reasonable and prudent;
- ◆ state whether applicable United Kingdom Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- ◆ prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in operation.

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.

Each of the directors confirms that:

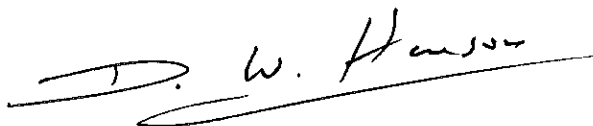
- ◆ so far as the director is aware, there is no relevant audit information of which the company's auditor is unaware; and
- ◆ the director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Directors' report 31 March 2014

The above report has been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies.

Signed on behalf of the board of directors:

A handwritten signature in black ink that reads "D. W. Hanson". The signature is written in a cursive style and is underlined with a single horizontal stroke.

David Hanson
Director

Approved by the board on: 12th July 2014

Independent auditor's report to the members of Butterfly Conservation Trading Limited

We have audited the financial statements of Butterfly Conservation Trading Limited for the year ended 31 March 2014, which comprise the profit and loss account, the balance sheet, the principal accounting policies 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 member 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 member those matters we are required to state to it in an auditor's 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 member, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditor

As explained more fully in the directors' responsibilities statement set out in the directors' report, 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 (APB'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 directors' 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.

Independent auditor's report 31 March 2014

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 March 2014 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.

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; or
- ◆ the directors were not entitled to take advantage of the small companies exemption from the requirement to prepare a strategic report.

Buzzacott LLP

Amanda Francis, Senior Statutory Auditor
for and on behalf of Buzzacott LLP
Statutory Auditor
130 Wood Street
London
EC2V 6DL

23 July 2014

Profit and loss account Year to 31 March 2014

	Notes	2014 £	2013 £
Turnover	1	73,847	95,370
Cost of sales		(21,093)	(38,100)
Gross profit		52,754	57,270
Operating costs		(23,308)	(25,948)
Profit on ordinary activities before Gift Aid and taxation	2	29,446	31,322
Gift Aid	3	(29,446)	(31,322)
Profit on ordinary activities before taxation		—	—
Taxation	3	—	—
Retained profit for the financial year		—	—
Retained profits at 1 April 2013		9,597	9,597
Retained profits at 31 March 2014		9,597	9,597

All the company's activities derive from operations which continued throughout the above financial periods.

The company has no recognised gains and losses other than those shown above and therefore no separate statement of total recognised gains and losses has been presented.

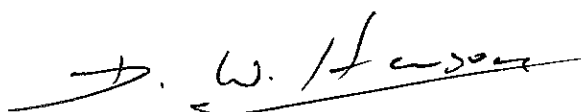
There is no difference between the profit on ordinary activities before taxation and the profit for the financial periods stated above, and their historical cost equivalents.

Balance sheet 31 March 2014

	Notes	2014 £	2013 £
Current assets			
Stock		242	—
Debtors	4	8,418	3,580
Cash at bank and in hand		88,529	39,656
		<u>97,189</u>	<u>43,236</u>
Creditors: amounts falling due within one year	5	<u>(87,591)</u>	<u>(33,638)</u>
Total net assets		<u>9,598</u>	<u>9,598</u>
Capital and reserves			
Called up share capital	6	1	1
Profit and loss account		9,597	9,597
Shareholder's funds		<u>9,598</u>	<u>9,598</u>

The financial statements have been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies.

Approved by the directors of Butterfly Conservation Trading Limited, Company Registration Number 07166835 (England and Wales), and signed on their behalf by:



David Hanson
Director

Approved on: 12 July 2014

Principal accounting policies 31 March 2014

Basis of accounting

The financial statements have been prepared under the historical cost convention and in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Cash flow

The company is exempt from the requirement to prepare such a statement under Financial Reporting Standard 1 'Cash flow statements', as the financial statements are included within the consolidated financial statements of Butterfly Conservation, a charity registered in England and Wales and in Scotland.

Turnover

Turnover comprises royalties, sales of products and sponsorship monies.

Cost of sales

Cost of sales comprises expenditure relating to the development of corporate affinity schemes.

Notes to the financial statements 31 March 2014

1 Turnover

Turnover and the profit on ordinary activities before Gift Aid arises from the one principal activity of the company carried out within the United Kingdom.

2 Profit on ordinary activities before Gift Aid and taxation

	2014 £	2013 £
This is stated after charging:		
Auditor's remuneration		
. Audit fees	1,525	1,500
. Other services	825	800

During the period, no director received any emoluments (2013 - £nil).

The company had no employees during the period and hence incurred no staff costs (2013 – no staff costs).

3 Gift Aid and taxation

The company donated under Gift Aid its annual taxable profits to its ultimate parent undertaking, Butterfly Conservation (see note 8). For the year ended 31 March 2014 the donation amounted to £29,446 (2013 - £31,322).

Following the Gift Aid payment, the company's resultant corporation tax liability for the year is £nil (2013 - £ nil).

4 Debtors

	2014 £	2013 £
Other debtors	8,418	3,580

Notes to the financial statements 31 March 2014

5 Creditors: amounts falling due within one year

	2014 £	2013 £
Amount due to parent entity under Gift Aid	29,446	31,322
Other amounts due to parent entity	11,293	—
Trade creditors	1,966	16
Accruals and deferred Income	44,886	2,300
	87,591	33,638

6 Called up share capital

	2014 £	2013 £
Authorised, called up and fully paid 1 ordinary share of £1	1	1

7 Reconciliation of movements in shareholder's funds

	Share capital £	Profit and loss account £	Total £
Opening shareholder's funds at 1 April 2013	1	9,597	9,598
Profit for the financial period	—	—	—
Closing shareholder's funds at 31 March 2014	1	9,597	9,598

8 Ultimate controlling party

Ultimate control rests with Butterfly Conservation (Charity Registration Numbers 254937 (England and Wales) and SCO39268 (Scotland) and Company Registration No 02206468 (England and Wales)) which is the beneficial owner of 100% of the company's issued share capital.

9 Related party transactions

The financial statements do not include disclosure of transactions between the company and entities that are part of the Butterfly Conservation group. This is because, as a subsidiary whose shares are more than 90% controlled within the group, it is exempt from the requirement to disclose such transactions under Financial Reporting Standard 8 "Related Party Disclosures".

Consolidated financial statements for the group are available from the company's registered office, as listed at the beginning of this report and financial statements.