WEBSTER & HORSFALL LIMITED ABBREVIATED ACCOUNTS FOR THE PERIOD ENDED 31 DECEMBER 2010

07/07/2011 COMPANIES HOUSE

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DIRECTORS' REPORT

FOR THE PERIOD ENDED 31 DECEMBER 2010

The directors present their report and financial statements for the period ended 31 December 2010

Principal activities and review of the business

The principal activity of the company continued to be that of the manufacture of wire from steel rods and stockists of machinery, strip metal and additional wire products

Due care should be taken with examination and comparison of these accounts following the formation of the holding company on the 17th May 2010 creating a different company structure and financial presentation

With regard to our usual trading activities the directors are pleased to report satisfactory sales figures for 2010 especially when judged against the disastrous 2009 recession. The final quarter of 2009 showed a glimmer of light that has strengthened throughout 2010 putting the company back to a pre-recession position. By the end of the year turnover stood at £6.57m compared with £4.57m in 2009 giving a 43.8% improvement. A more realistic comparison would however be against the turnover in 2008 of £6.40m giving a 2.6% improvement.

The better sales pattern is pretty general across the service we provide but with most pressure coming from our top customers. Apart from wire rope these customers cover a diverse range of activities such as medical devices, oil and gas, food conveyors and window mechanisms. It is also reported by our customers that the automotive sector, to which we are basically a third tier supplier, were busy throughout 2010, particularly in Europe, although this growth might not be sustained into 2011 due to the closure of the car scrappage scheme and that elusive feel good factor missing from European economies.

Apart from the improvement in turnover, much progress has been made to operations with the bedding in of our new multi-hole wiredrawing machine, the successful introduction of the thermal oil heating system and insulation of our hot process tanks. We have replaced our leaking Victorian gas main system and have created a new electrical substation to facilitate the moving of our heat treatment operations scheduled for the second half of year 2011. The third and final electric furnace is on site as is the inline ultrasonic cleaning system that is to be incorporated into our stainless annealing procedure. We have relocated our sales team and I T systems to a much-improved facility in the main office block. The re-roofing work needed to maintain the fabric of the building has also been completed.

Overall, we believe measures taken to reduce the site carbon footprint are now showing benefits in Kilo Watt Hours consumed. If 2010 is compared with 2008 an 18% reduction is evident. Unfortunately we are running very fast to stand still regarding cost as energy prices dramatically increase.

On the downside, and due largely to the reduction in personnel as a consequence of the 2009 recession, the relationship between management and shop floor personnel reached an all time low during the year as demand increased. This was inevitable as we tried to ratchet up productivity with fewer people and also as we were taking a very introverted look at everything we do. A decision has been taken to recruit additional personnel to the shop floor to give greater capacity and also to create time to allow for training and skills development for all our employees. Due to the evitable cost, without any the short-term gain the directors issue a profit warning for 2011 as we take all necessary steps to ensure succession of our business.

At the end of 2010, the directors considered the trading position to be a good starting point for what we want to achieve over the next five years. The gross profit margin in 2010 was 33.9%, 24.4% in 2009 and 32.7% in 2008. The net profit margin for 2010 was 8.4%, -5.4% in 2009 and 6.8% in 2008 indicating an improving position overall. Meanwhile we intend to maintain a strong position with regard to liquidity as reflected in the working capital ratio (current assets over current liabilities) which at the year end of 2010 stood at a multiple of 3.3 down slightly from 3.6 in 2009 and 4.1 in 2008. Another area that we constantly monitor is our stock turnover (Average stock / cost of sale x 365 days), which for 2010 was 84 days compared to 124 days in 2009 and 121 days in 2008, showing that we are turning over our stock more rapidly as we use it more efficiently

DIRECTORS' REPORT (CONTINUED)

FOR THE PERIOD ENDED 31 DECEMBER 2010

Results and dividends

The results for the period are set out on page 5

Future developments

We are in exciting and challenging times and feel confident that with the continued support of our shareholders and management team we will remain on track towards achieving our mission statement which is 'to be a world class manufacturer and service provider of specialist wire and related products through innovation, quality and investment in people'

Directors

The following directors have held office since 1 January 2010

Mr Charles Anthony Coldwell Horsfall Miss Elaine O'Neill Mr Gerard Stokes Mrs Harpal Dulai Mr Christopher Farr

Auditors

In accordance with the company's articles, a resolution proposing that Jerroms LLP be reappointed as auditors of the company will be put at a General Meeting

DIRECTORS' REPORT (CONTINUED)

FOR THE PERIOD ENDED 31 DECEMBER 2010

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.

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

On behalf of the board

Mr Charles Anthony Coldwell Horsfall

Charles aco Horspall.

Director

10 June 2011

INDEPENDENT AUDITORS' REPORT TO WEBSTER & HORSFALL LIMITED **UNDER SECTION 449 OF THE COMPANIES ACT 2006**

We have examined the abbreviated accounts set out on pages 5 to 18, together with the financial statements of Webster & Horsfall Limited for the period ended 31 December 2010 prepared under section 396 of the Companies Act 2006

This report is made solely to the company, in accordance with Chapter 10 of Part 15 of the Companies Act 2006 Our work has been undertaken so that we might state to the company those matters we are required to state to it in a special 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, for our work, for this report, or for the opinions we have formed

Respective responsibilities of directors and auditors

The directors are responsible for preparing the abbreviated accounts in accordance with section 445 of the Companies Act 2006 It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts to the Registrar of Companies and whether the abbreviated accounts have been properly prepared in accordance with the regulations made under that section and to report our opinion to you

We conducted our work in accordance with Bulletin 2008/4 issued by the Auditing Practices Board In accordance with that Bulletin we have carried out the procedures we consider necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts to be delivered are properly prepared

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with section 445(3) of the Companies Act 2006, and the abbreviated accounts have been properly prepared in accordance with the regulations made under that section

Mr Neill Currie F.C.A. (Senior Statutory Auditor)

New Cerné

for and on behalf of Jerroms LLP

10 June 2011

Chartered Certified Accountants Statutory Auditor

The Exchange Haslucks Green Road Shirley Solihull West Midlands **B90 2EL**

ABBREVIATED PROFIT AND LOSS ACCOUNT FOR THE PERIOD ENDED 31 DECEMBER 2010

	Notes	2010 €	2009 £
Turnover		6,566,875	4,567,976
Other operating income less cost of sa Administrative expenses	ales	(4,296,056) (1,729,190)	(3,316,559) (1,498,323)
Operating profit/(loss)	2	541,629	(246,906)
Investment income Other interest receivable and similar	3	10,362	-
income		2,169	1,196
Profit/(loss) on ordinary activities before taxation		554,160	(245,710)
Tax on profit/(loss) on ordinary activities	es 4	(155,269)	69,763
Profit/(loss) for the period	16	398,891	(175,947)

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

ABBREVIATED BALANCE SHEET

AS AT 31 DECEMBER 2010

		20	10	200	
	Notes	£	£	£	£
Fixed assets					18,000
Intangible assets	6		17,000		343,015
Tangible assets	7		820,835		13,343
Investments	8		1		
			837,836		374,358
Current assets					
Stocks	9	1,123,204		877,764	
Debtors	10	1,847,909		1,546,787	
Cash at bank and in hand		717,814		1,630,650	
		3,688,927		4,055,201	
Creditors: amounts falling due withir	1				
one year	11	(1,125,537)		(1,136,201)	
Net current assets			2,563,390		2,919,000
Total assets less current liabilities			3,401,226		3,293,358
Creditors: amounts falling due after more than one year	12		(36,792)		-
Provisions for liabilities	13		(63,123)		(21,096
			3,301,311		3,272,262
Capital and reserves					000 005
Called up share capital	15		232,805		232,805
Other reserves	16		162,195		162,195
Profit and loss account	16		2,906,311		2,877,262
Shareholders' funds	17		3,301,311		3,272,262

These abbreviated accounts have been prepared in accordance with the special provisions in section 445(3) of the Companies Act 2006 relating to medium-sized companies

Approved by the Board and authorised for issue on 10 June 2011

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Mr Charles Anthony Coldwell Horsfall **Director**

Company Registration No. 00035630

CASH FLOW STATEMENT

FOR THE PERIOD ENDED 31 DECEMBER 2010

	£	2010 £	£	2009 £
Net cash (outflow)/inflow from operating activities		(2,319)		1,012,083
Returns on investments and servicing of finance				
Interest received	12,531		1,196	
Net cash inflow for returns on investments and servicing of finance		12,531	-	1,196
Taxation		(25,477)		48,895
Capital expenditure and financial investment				
Payments to acquire tangible assets	(621,835)		(31,159)	
Receipts from sales of tangible assets	58,885		3,050	
Receipts from sales of investments	13,342		-	
Net cash outflow for capital expenditure		(549,608)		(28,109)
Equity dividends paid		(369,842)		-
Net cash (outflow)/inflow before management				
of liquid resources and financing		(934,715)		1,034,065
Financing				
Purchase of own shares	•		(3,182)	
New long term bank loan	49,056		<u> </u>	
Net cash inflow/(outflow) from financing		49,056		(3,182)
(Decrease)/increase in cash in the period		(885,659)		1,030,883

NOTES TO THE CASH FLOW STATEMENT FOR THE PERIOD ENDED 31 DECEMBER 2010

ı	Reconciliation of operating profit/(loss)	to net cash (outflow	/)/inflow	2010	2009
	from operating activities			£	£
	Operating profit/(loss)			541,629	(246,906)
	Depreciation of tangible assets			89,030	75,311
	Amortisation of intangible assets			1,000	1,000
	Profit on disposal of tangible assets			(3,900)	(1,155)
	(Increase)/decrease in stocks			(245,440)	592,792
	(Increase)/decrease in debtors			(301,122)	450,321
	(Decrease)/Increase in creditors within on	e year		(83,516) ————	140,720
	Net cash (outflow)/inflow from operating	g activities		(2,319)	1,012,083
2	Analysis of net funds	1 January 2010	Cash flow	Other non- cash changes	31 December 2010
		£	£	£	£
	Net cash				
	Cash at bank and in hand	1,630,650	(912,836)	-	717,814
	Bank overdrafts	(27,177)	27,177 ———	<u> </u>	
		1,603,473	(885,659)		717,814 ———
	Bank deposits Debt	-	-	-	-
	Debts falling due within one year	-	(12,264)	-	(12,264
	Debts falling due after one year	-	(36,792)	-	(36,792
		-	(49,056)	-	(49,056
	Net funds	1,603,473	(934,715)	-	668,758
3	Reconciliation of net cash flow to mov	ement in net funds		2010	200
				£	
	(Decrease)/increase in cash in the period	I		(885,659)	
	Cash inflow from increase in debt			(49,056) 	
	Movement in net funds in the period			(934,715)	
	Opening net funds			1,603,473	572,59 ———
	Closing net funds			668,758	1,603,47

NOTES TO THE ABBREVIATED ACCOUNTS

FOR THE PERIOD ENDED 31 DECEMBER 2010

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

14 Goodwill

Acquired goodwill is written off in equal annual instalments over its estimated useful economic life

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.

Land and buildings Freehold

No depreciation required

Plant and machinery

10% straight line

Fixtures, fittings & equipment

20% straight line

Motor vehicles

25% straight line

1.6 Leasing

Rentals payable under operating leases are charged against income on a straight line basis over the lease term

1.7 Investments

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

1.8 Stock and work in progress

Stock and work in progress are valued at the lower of cost and net realisable value

1.9 Pensions

The company operates a defined contribution scheme for the benefit of its employees. Contributions payable are charged to the profit and loss account in the period they are payable.

1 10 Deferred taxation

Deferred taxation is provided in full in respect of taxation deferred by timing differences between the treatment of certain items for taxation and accounting purposes. The deferred tax balance has not been discounted

1.11 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 rate ruling at the date of the transaction. All differences are taken to profit and loss account.

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED)

FOR THE PERIOD ENDED 31 DECEMBER 2010

1 Accounting policies

(continued)

1.12 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.

1 13 Group accounts

The financial statements present information about the company as an individual undertaking and not about its group. The company has not prepared group accounts as it is exempt from the requirement to do so by section 400 of the Companies Act 2006 as it is a subsidiary undertaking of Webster and Horsfall (Holdings) Limited , a company incorporated in England, and is included in the consolidated accounts of that company

2	Operating profit/(loss)	2010 £	2009 £
	Operating profit/(loss) is stated after charging		
	Amortisation of intangible assets	1,000	1,000
	Depreciation of tangible assets	89,030	75,311
	Loss on foreign exchange transactions	9,473	2,573
	Auditors' remuneration (including expenses and benefits in kind)	7,800	7,800
	and after crediting		
	Government grants	18,815	39,978
	Profit on disposal of tangible assets	(3,900)	(1,155)
			 _
3	Investment income	2010	2009
		£	£
	Income from fixed asset investments	10,362	-
	Bank interest	2,169	1,196
		12,531	1,196

4	Taxation	2010 £	2009 £
	Domestic current year tax		
	U K corporation tax	113,242	(63,427)
	Adjustment for prior years	-	474
	Total current tax	113,242	(62,953)
	Deferred tax		
	Deferred tax (charge)/credit	42,027	(6,810)
		155,269	(69,763)
	Factors affecting the tax charge for the period		
	Profit/(loss) on ordinary activities before taxation	554 16D	(245 710)
	Profiv(loss) on ordinary activities before taxation	554,160 ————	(245,710) ———
	Profit/(loss) on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 28 00% (2009 - 28 00%)	155,165	(68,799)
	100 of of corporation (ax of 20 00% (2000 - 20 00%)		(00,799)
	Effects of		
	Non deductible expenses	(880)	4,286
	Depreciation add back	24,928	21,087
	Capital allowances	(65,971)	(14,244)
	Tax losses utilised	-	57,670
	Foreign tax adjustments		(62,953)
		(41,923)	5,846
	Current tax charge for the period	113,242	(62,953)
5	Dividends	2010 £	2009 £
	Ordinary interim paid	369,842	-

6	Intangible fixed assets					Goodwill £
	Cost At 1 January 2010 & at 31 December 2	010				20,000
	Amortisation					
	At 1 January 2010 Charge for the period					2,000 1,000
	At 31 December 2010					3,000
	Net book value At 31 December 2010					17,000
	At 31 December 2009					18,000
	At 31 December 2009					10,000
7	Tangible fixed assets					
•	rangisto fixed assets	Land and buildings Freehold	Plant and machinery	Fixtures, fittings & equipment	Motor vehicles	Total
		£	£	£	£	£
	Cost	446		000 400	040.044	0.045.000
	At 1 January 2010 Additions	149,517	1,323,106 590,102	229,466	312,941 31,733	2,015,030 621,835
	Disposals	(149,517)	-	-	(34,684)	(184,201)
	At 31 December 2010	-	1,913,208	229,466	309,990	2,452,664
	Depreciation					
	At 1 January 2010	94,532	1,115,241	225,918	236,324	1,672,015
	On disposals	(94,532)	-		(34,684)	(129,216)
	Charge for the period	-	48,784	1,120	39,126	89,030
	At 31 December 2010	-	1,164,025	227,038	240,766	1,631,829
	Net book value					
	At 31 December 2010	-	749,183	2,428	69,224	820,835
	At 31 December 2009	54,985	207,865	3,548	76,617	343,015

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE PERIOD ENDED 31 DECEMBER 2010

8 Fixed asset investments

•	i indu dood iiir oodiiciito		
			Unlisted
			investments
	Cost		£
	At 1 January 2010		13,343
	Disposals		(13,342)
	Disposalo		
	At 31 December 2010		1
	Net book value		
	At 31 December 2010		1
	At 31 December 2009		13,343
9	Stocks and work in progress	2010	2009 £
		£	£
	Raw materials and consumables	361,361	230,884
	Work in progress	382,383	247,241
	Finished goods and goods for resale	379,460	399,639
		1,123,204	877,764 ————
10	Debtors	2010	2009
		£	£
	Trade debtors	1,458,764	1,014,578
	Amounts owed by parent and fellow subsidiary undertakings	-	114,445
	Amounts owed by participating interests	371,726	353,882
	Other debtors	17,419	63,882
		1,847,909	1,546,787
		=	

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED)

FOR THE PERIOD ENDED 31 DECEMBER 2010

11	Creditors: amounts falling due within one year	2010 £	2009 £
	Bank loans and overdrafts	12,264	27,177
	Trade creditors	519,082	444,336
	Amounts owed to parent and fellow subsidiary undertakings	20,868	-
	Corporation tax	112,878	25,113
	Other taxes and social security costs	103,197	128,689
	Other creditors	7,756	-
	Accruals and deferred income	349,492	510,886
		1,125,537	1,136,201

Included within other creditors are amounts regarding government grants of £37,118 (2009 £43,521) During the year £18,815 (2009 £39,978) was charged to the profit and loss account

2009 £
-
-
-

13	Provisions for liabilities		Deferred tax liability £
	Balance at 1 January 2010 Profit and loss account		21,096 42,027
	Balance at 31 December 2010		63,123
	The deferred tax liability is made up as follows:		
		2010 £	2009 £
	Accelerated capital allowances	63,123	21,096
14	Pension and other post-retirement benefit commitments Defined contribution The company operates a defined contribution pension scheme The assets separately from those of the company in an independently administered fund represents contributions payable by the company to the fund		
		2010 £	2009 £
	Contributions payable by the company for the period	63,131	57,248
15	Share capital	2010 £	2009 £
	Allotted, called up and fully paid	07.706	07 726
	97,726 Ordinary A shares of £1 each 135,079 Ordinary B shares of £1 each	97,726 135,079	97,726 135,079
		232,805	232,805

16	Statement of movements on reserves	Other reserves (see below) £	Profit and loss account £
	Balance at 1 January 2010 Profit for the period Dividends paid	162,195 - -	2,877,262 398,891 (369,842)
	Balance at 31 December 2010	162,195	2,906,311
	Other reserves Capital redemption reserve Balance at 1 January 2010 & at 31 December 2010	162,195	
17	Reconciliation of movements in shareholders' funds	2010 £	2009 £
	Profit/(Loss) for the financial репоd Dividends	398,891 (369,842)	(175,947)
	Purchase of own shares	29,049 - -	(175,947) (178,531)
	Net addition to/(depletion in) shareholders' funds Opening shareholders' funds	29,049 3,272,262	(354,478) 3,626,740
	Closing shareholders' funds	3,301,311	3,272,262

	Directors' remuneration	2010 £	2009 £
	Remuneration for qualifying services	202,019	198,926
	Company pension contributions to defined contribution schemes	16,914	17,134
		218,933	216,060
	The number of directors for whom retirement benefits are accruing under de amounted to 5 (2009 - 5)	efined contribut	on schemes
	Remuneration disclosed above include the following amounts paid to the highest paid director		
	Remuneration for qualifying services	53,950	69,156
	Company pension contributions to defined contribution schemes	11,640	11,640
19	Employees Number of employees		
	The average monthly number of employees (including directors) during the period was		
		2010	
		Number	
	Production	Number	
	Production Administrative	_	Number
		Number 54	Number 50
		Number 54 23	23
	Administrative	54 23 77	50 23 73 2009
	Administrative	54 23 77 2010	50 23 73 2009
	Administrative Employment costs	77 2010	Number 50 23 73 2009 £ 1,363,761
	Administrative Employment costs Wages and salaries	Number 54 23 77 2010 € 1,474,596	73 2009

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE PERIOD ENDED 31 DECEMBER 2010

20 Related party relationships and transactions

During the period, Webster and Horsfall Limited traded with the following companies, related due to common directorship and shareholding, on a normal commercial basis, as follows,

Latch and Batchelor Limited Sales to of £1,084,948 Debtor balance due from of £366,539 Dividend received from of £4,117

A J Wilcock Pty Limited Sales to of £14,481 Creditor balance due to of £7,756 Dividend received from of £6,245

Webster and Horsfall (Holdings) Limited Rent paid of £70,000 Creditor balance due to of £20,868 Dividend paid to of £346,561

Latch and Batchelor (Holdings) Limited Debtor balance due from of £5,187

During the period Webster and Horsfall Limited transferred land and property to the value of £54,985 to Webster and Horsfall (Holdings) Limited

During the period Webster and Horsfall Limited transferred the following investments to Webster and Horsfall (Holdings) Limited

Latch and Batchelor Limited of £13,341

A J Wilcock Pty Limited of £1