

ROBINSON

Packaging Innovation



2012 FINANCIAL STATEMENTS

Registered Number: 39811

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DIRECTORS AND ADVISERS

Directors	Richard John Clothier – <i>Non-executive Chairman</i> Adam Jonathan Formela – <i>Chief Executive</i> Charles William Guy Robinson – <i>Finance Director</i> Charles Compton Anthony Glossop – <i>Non-executive Director</i>
Registered Office	Field House, Wheatbridge, Chesterfield, S40 2AB
Nominated Adviser/Broker	W H Ireland, Royal House, 28 Sovereign Street, Leeds LS1 4BJ
Solicitor	DLA Piper UK LLP, 1 St Paul's Place, Sheffield, S1 2JX
Auditor	Deloitte LLP, 1 City Square, Leeds, LS1 2AL
Registrar	Neville Registrars Limited, 18 Laurel Lane, Halesowen, B63 3DA
Banker	Lloyds Bank, 33 Park Row, Nottingham, NG1 6GY

The Company is incorporated in England, registered no 39811

Highlights and Activities

Highlights

- Profit before tax was £2.8m (2011: £2.7m)
- Revenue decreased by 1.6% to £21.2m (2011: £21.5m) but underlying volumes increased by 2%
- Gross margin improved as a result of lower plastic resin costs and improved mix of business
- Cash inflow for the year was £1.7m leaving a net cash and borrowings balance of £1.4m
- The surplus in the Group's pension fund increased by 1% to £7.7m
- A £3.4m restriction in the pension fund surplus has been reflected in the Group's assets
- The Board is recommending an increased final dividend for the year of 2.25p per share (2011: 2p) raising the total dividend declared in respect of 2012 by 7% to 4p
- Diluted earnings per share increased by 9%

Activities

Robinson plc is a custom manufacturer of innovative plastic and paperboard packaging solutions

Our products have been used by our customers to differentiate their brands in the UK and internationally for over 150 years and continue to add value at point of sale in many markets particularly food & drink, toiletries & cosmetics and home care

In both plastic and paperboard formats, Robinson has established a distinguished reputation for innovation and technical excellence and operates with a customer service ethos reflective of the family business from which the Group has originated

Our customers include Procter & Gamble, Nestle, Kraft, Heinz, SC Johnson, Masterfoods, Avon, Premier Foods, Northern Foods and Reckitt Benckiser

Our market

Robinson plc is an innovative packaging solutions provider specialising in injection moulded plastic and rigid paperboard. Our focus is to optimise the primary role of packaging by conveying the brand values to the consumer at point of purchase

Our customers include leading multinational brand owners who seek creative "on shelf" differentiation to make their products stand out from the crowd

Robinson aims to produce our products in a responsible manner ensuring they meet our customer's requirements whilst minimizing impact on the environment. Our focus is on primary packaging which is designed to facilitate product life extension, portion optimisation and consumer ease of use

British Retail Consortium (BRC) accreditation

All of our European manufacturing facilities are British Retail Consortium (BRC) accredited to food packaging standard

This includes our recently established rigid paper box facility based in Chesterfield UK which is now believed to be the only UK based rigid box manufacturer with this accreditation. Robinson was amongst the first Groups to achieve both ISO 9001 quality standard and Investors in People status

Activities continued

Our added value

Leading international brand owners require strategic supplier partners capable of serving all of their core consumer markets locally. This means that it is a strategic imperative to be logistically fully integrated with our customers operations to serve both geographically mature and emerging regions simultaneously.

Robinson is an established, respected, strategic/preferred supplier to our brand owner customers across Europe.

Specialising in developing innovative packaging solutions from our design centres of excellence serving each focus market sector, yet manufacturing and supplying locally throughout the region.

1 Kirkby facility, Nottinghamshire UK

Primarily focussed on innovative solutions for the food & drink markets manufacturing custom injection moulded packaging solutions. The majority of production from this unit serves the domestic UK food brands.

2 Stanton Hill facility, Nottinghamshire UK

The centre of excellence for manufacture of high quality injection moulded specialist devices such as aerosol actuators. These products are produced mainly for international toiletries & cosmetics brands and are destined for both UK and international markets including Latin America and Asia.

3 Lodz facility, Poland

Manufactures high quality injection moulded solutions for many global branded customers wishing to serve the continental European markets and emerging Central Eastern markets.

4 Chesterfield facility, Derbyshire UK

The dedicated design and production centre for Robinson Paperbox Packaging – our rigid paper box business, serving domestic confectionary, food, electronics and cosmetic gifting markets.

Innovative design solutions

At Robinson we believe that packaging innovation starts and ends with the consumer. We get directly involved with the consumer through our own market research and usage and attitude surveys before we talk to our brand owner customers.

We add value to the new product development process (NPD) from the start of the brief and aim to turn NPD into a process driven “science”.

This means our design solutions are always relevant from a cost and manufacturability perspective as well as delivering real consumer benefits.

The benefits are not limited to the consumer though, often our ideas radically improve logistics costs or production (filling) line efficiencies.

We are committed to investing in “in-house” capabilities to deliver innovative design. Our qualified and experienced design team have the most up to date tools and technology including computer aided design software & hardware and 3D printing capability for rapid model making.

These investments allow Robinson to reduce lead times in the NPD process resulting in the optimum speed to market for the customers we work with.

Chairman's statement

In what has been a rather dull market I am pleased to report continued improvement in profits. We did secure some important new business earlier in the year that has taken longer than originally anticipated to get into full production but has helped the new year to get off to a good start.

Revenue and profits

Group revenue reduced by 1.6% in the year but this was affected by plastic resin prices being lower by an average of 9%. As these were passed back to our customers, reported revenues reduced but we estimate that volumes were actually 2% higher in the year. Lower input prices and an improved mix of business contributed to the gross profit improving to 24%. Operating costs were contained and, with the help of a full year's notional rent from Sonoco in respect of the Portland property, profit before tax rose slightly to £2.8m (2011: £2.7m).

Surplus properties

The Group's surplus properties include the Portland factory in Chesterfield which is subject to a 15 year lease to Sonoco, who has a two year rent free period during which it can exercise an option to buy the property. Sonoco has indicated that it is considering exercising that option which expires during 2013. If it does exercise its option then this is likely to result in an exceptional gain and cash inflow and the annual rental income will reduce by £0.4m. The remaining surplus properties have the potential to realise value on disposal once property market conditions improve.

Pension fund

The Group's pension fund surplus increased by 1% to £7.7m despite the reported increase in liabilities driven by fixed interest yields. The Company and trustees anticipate that market conditions will enable a buy out of the liabilities of the fund to be achieved without cost to the Company within the next 6 years. As a consequence of the anticipated buyout the pension asset shown on the balance sheet has been restricted and reduced by £3.4m. This does not affect the underlying value of the pension fund. Further details are included in note 25 to the accounts.

Cash, finances and dividend

The net cash inflow for the year was £1.7m after capital expenditure of £0.9m. Net cash less bank borrowing amounted to £1.4m at the end of the year. Shareholders' funds reduced by £0.6m as profits for the year of £2.1m were offset by the reduction in the pension fund surplus, however, with diluted earnings per share up by 8.6% the Board proposes a final dividend of 2.25p per share to be paid on 1 June 2013 to shareholders on the register at the close of business on 17 May 2013. This brings the total dividend declared in respect of 2012 to 4p per share – an increase of 6.6% over the previous year.

Outlook

The full year effect of the new business gained during 2012 should ensure revenue growth in 2013, however, in an effort to grow the business further additions to the management team will increase costs which will temporarily limit the full effect of this growth in earnings. Volatility in plastic resin prices can affect margins in the short term and management are anticipating some pressure on selling prices in the current market that may, to some extent, counter the impact of higher volumes. Nevertheless, progress so far in 2013 is positive and in line with our expectations.

Richard Clothier
Chairman
21 March 2013

Directors' report

The directors present their report and the audited financial statements of the Group for the year ended 31 December 2012. These financial statements and the financial statements of the Company have been prepared under International Financial Reporting Standards as adopted by the European Union.

Principal activity

The principal activity of the Group is the manufacture and marketing of plastic and paperboard packaging.

Review of business

The strategy of the business is to provide innovative custom injection moulded plastic packaging solutions which convey the brand values to the consumer market sectors including food & drink, toiletries & cosmetics and home care.

Group revenue from continuing operations reduced by 1.6% to £21.2m. The reduction was driven by average plastic resin prices falling by 9% and these savings were passed on to customers. Underlying volumes increased by 2%. The gross margin consequently improved to 24% of revenue and this, together with a decrease in operating costs, resulted in a profit before tax improvement from £2.7m to £2.8m.

Key financial indicators, including the management of profitability and working capital, monitored on an ongoing basis by management, are set out below.

Indicator	2012	2011	2010	Measure
Revenue (£'000)	21,171	21,516	19,507	
Profitability ratios				
Gross margin	24%	22%	23%	Gross profit as a percentage of revenue
Trading margin	11%	10%	9%	Operating profit as a percentage of revenue
Working capital levels	19%	23%	25%	Inventory, trade receivables less trade payables as a percentage of revenue

The Group is committed to minimising its adverse impact on the environment. The following (which exclude the discontinued businesses) are amongst the indicators used by the Group to effectively measure its progress in achieving this objective.

Indicator	2012 units per £'000 revenue		2011 units per £'000 revenue		2010 units per £'000 revenue	
Electricity consumed ('000 kwh)	11,542	0.545	10,406	0.484	11,603	0.595
Transport costs (£'000s)	558	0.026	627	0.029	676	0.035
Waste to recycling (tonnes)	226	0.011	250	0.012	265	0.014
Waste to landfill (tonnes)	302	0.014	345	0.016	371	0.019
Water usage (cubic metres)	6,916	0.327	7,618	0.354	7,376	0.378

The Group's primary commitment is to provide a safe and healthy environment for its employees. The number of accidents was as follows:

	2012	2011	2010
Lost time accidents	-	5	1
Reportable accidents	-	4	1

Scotplast

Scotplast Ltd struggled to maintain volumes and margins and as a result it entered into administration in September 2012. Robinson had invested £250,000 in July 2011 to acquire 35% of the share capital of Scotplast and a further £100,000 in April 2012 to increase this stake to 49%. It had also advanced £300,000 by way of a secured loan to the business. After Scotplast entered administration, Robinson sold its secured loan at par. These financial statements include an exceptional loss of £231,000 in 2012.

Poland

The initial impetus for companies to develop manufacturing facilities in Central Europe was the relatively low cost of production in the region, encouraging multi-nationals to transfer their manufacturing operations from the UK and other countries in Western Europe. This in turn has stimulated economic growth in the area, creating new markets for branded food products, toiletries and other fast moving consumer goods. As our existing customers transferred their manufacturing and filling operations from the UK to Central Europe, Robinson has been able to continue to service them, but from a facility close to their new place of operation. Robinson has also won business from new customers who have relocated their manufacturing to Central Europe. Our business in Poland has been profitable since incorporation (2005) with £4.8m revenues in 2012 (2011: £4.8m).

Directors' report

Risk and uncertainty

The directors have set in place a thorough risk management process that identifies the key risks faced by the Group and ensures that processes are adopted to monitor and mitigate such risks. The principal risks affecting the business and the Group's responses to these risks are

- **Customer relationships.** A significant proportion of the Group's turnover is derived from its key customers. The loss of any of these key customers, or a significant worsening in commercial terms, could adversely affect the Group's results. This risk is mitigated through regular communication and cooperation.

The Group seeks to reduce the risks presented by its consolidated customer base by ensuring high levels of service, maintaining strong commercial relationships and by working closely with customers on product development programmes to provide the customer with unique products and consumers with greater choice and convenience. The Group also monitors customer credit risk to manage exposure in the current challenging environment.

- **Fluctuations in input prices.** Input prices such as polymer prices and electricity costs can fluctuate significantly. The Group seeks to structure contracts with customers in order to recover its costs and monitors the effect of such fluctuations closely.
- **Foreign currency risk.** Foreign currency risk management occurs at a transactional level on revenues and purchases in foreign currencies and at a translational level in relation to the translation of overseas operations. Any significant fluctuations in exchange rates, particularly the Euro, could impact the Group's profitability due to its presence in Poland. At present, the Group does not use any financial instruments to hedge against foreign currency movements, however, the potential impact of currency movements continues to be closely monitored.

Dividends

The directors recommend a final dividend of 2.25p per share to be paid on 1 June 2013 to shareholders on the register on 17 May 2013.

Directors and directors' interests

The directors of the Company during 2012, together with their interests, were as follows

	0.5p ordinary shares	
	31 December	1 January
Richard Clothier	29,976	29,976
Adam Formela	-	-
Anthony Glossop	185,162	135,162
Guy Robinson	699,500	699,500

Details of directors' interests in share options are shown in note 5. No director had any interest in the shares of any other Group company. The Company maintains insurance cover to protect directors and officers in respect of their duties as directors and officers of the Group. During the year none of the directors had any material interest in any contract of significance in relation to the Group's business. In accordance with the Company's Articles of Association, Adam Formela retires by rotation and offers himself for re-election. Further details concerning directors are provided on page 33.

Employees

The Group recognises the need to ensure effective communication with employees. During the year, they were provided with financial and other information affecting the Group and its various operations, by means of the house magazine and briefings. Consultative committees in the different areas of the Group enabled the views of employees to be heard and taken into account when making decisions likely to affect their interests.

Employment of disabled persons

In accordance with Group policy, full and fair consideration is given to the employment of disabled persons, having regard to their particular aptitudes and abilities and the responsibility and physical demands of the job. Disabled employees are provided with equal opportunities as regards training and career development.

Payment policy and practice

It is the Group's policy to settle the terms of payment with suppliers when agreeing the rest of the transaction, to ensure that suppliers are aware of these terms and to abide by them. Trade payables at the year end amounted to 53 days of average supplies for the year (2011: 39 days).

Financial risk management objectives and policies

The Group's financial instruments comprise borrowings, cash balances, liquid resources, receivables and payables that arise directly from its operations. The main purpose of these financial instruments is to raise finance for the Group's operations. The Group does not use derivative instruments.

Directors' report

The principal risks the Group faces in its activities are

- Credit risk from debts arising from its operations
- Foreign currency risk, to which the Group is exposed through its investment in an unlisted company based overseas

The Board reviews and agrees policies for managing each of these risks and they are summarised below. These policies have remained unchanged from previous years. The Group seeks to manage credit risk by careful review of potential customers and strict control of credit. The Group does not hedge its exposure of foreign investments held in foreign currencies.

The Group has little exposure to liquidity risk and short term flexibility may be achieved by the use of overdraft and loan facilities with a floating interest rate.

Further details are given in note 21 to the financial statements.

Going concern

In determining whether the Group's annual consolidated financial statements can be prepared on a going concern basis, the directors considered the Group's business activities, together with the factors likely to affect its future development, performance and position, these are set out in the Business Review on pages 6 and 7.

The current economic climate creates uncertainty, particularly in relation to the level of demand for the Group's products and the cost of the Group's raw materials. The Group meets its day to day working capital requirements through an overdraft facility which is due for renewal in October 2013. The Group's forecasts and projections, taking account of reasonably possible changes in trading performance, show that the Group should be able to operate within the level of its current facility. The Group will seek to renegotiate this facility in due course and management is confident that a facility will be forthcoming on acceptable terms.

As at the date of this report, the directors have a reasonable expectation that the Company and Group have adequate resources to continue in business for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Capital structure

As set out in note 19, the issued share capital of the Company is 17,687,233 ordinary shares of 0.5p each of which 1,743,722 are held in treasury. There have been no changes to the issued share capital since the year end. There is only one class of share in issue and there are no restrictions on the voting rights attached to these shares or the transfer of securities in the Company. Details of share options are set out in note 5. Persons with a shareholding of over 3% in the Company as at 31 December 2012 were

	Held personally	Held by associates	Total	%
C B Robinson	1,535,100	420,000	1,955,100	12.3%
R A R Shemwell	1,036,200	-	1,036,200	6.5%
S J Robinson	785,800	-	785,800	4.9%
Tenon (IoM) Limited	781,734	-	781,734	4.9%
C W G Robinson	699,500	-	699,500	4.4%
R B Hartley	514,000	-	514,000	3.2%
J C Mansell	500,000	-	500,000	3.1%

Auditor

In the case of each of the persons who are directors of the Company at the date of approval of this report

- so far as each of the directors is aware, there is no relevant audit information (as defined in the Companies Act 2006) of which the Company's auditor is unaware, and
- each of the directors has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information (as defined) 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 section 418 of the Companies Act 2006.

Directors' responsibilities statement

The directors are responsible for preparing the Annual 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 are required to prepare the group financial statements in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union and have also chosen to prepare the parent company financial statements

Directors' report

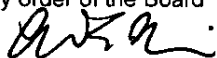
under IFRSs as adopted by the EU. Under company law the directors must not approve the accounts unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, International Accounting Standard 1 requires that directors

- properly select and apply accounting policies,
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information,
- provide additional disclosures when compliance with the specific requirements in IFRSs are insufficient to enable users to understand the impact of particular transactions, other events and conditions on the entity's financial position and financial performance, and
- make an assessment of the company's ability to continue as a going concern

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 maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

By order of the Board



Guy Robinson
Finance Director
21 March 2013

Independent auditor's report to the members of Robinson plc

We have audited the financial statements of Robinson plc for the year ended 31 December 2012 which comprise the Group Income Statement, the Group Statement of Comprehensive Income, the Group and Parent Company Statement of Financial Position, the Group and Parent Company Statement of Changes in Equity, the Group and Parent Company Cash Flow Statement and the related notes 1 to 26. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union and, as regards the parent company financial statements, as applied in accordance with the provisions of the Companies Act 2006.

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 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 members as a body, 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, 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 group's and the parent 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. 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 group's and of the parent company's affairs as at 31 December 2012 and of the group's profit for the year then ended,
- the group financial statements have been properly prepared in accordance with IFRSs as adopted by the European Union,
- the parent company financial statements have been properly prepared in accordance with IFRSs as adopted by the European Union and as applied in accordance with the provisions of the Companies Act 2006, and
- the financial statements 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 by the parent company, or
- returns adequate for our audit have not been received from branches not visited by us, or
- the parent company 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.



Matthew Hughes BSc Hons ACA (Senior statutory auditor)
for and on behalf of Deloitte LLP
Chartered Accountants and Statutory Auditor
Leeds, UK
21 March 2013

Group income statement

	Notes	2012 £'000	2011 £'000
Continuing operations			
Revenue	1	21,171	21,516
Cost of sales		(16,141)	(16,748)
Gross profit		5,030	4,768
Operating costs	2	(2,604)	(2,637)
Operating profit before exceptional items		2,426	2,131
Exceptional items	3	(83)	-
Operating profit after exceptional items		2,343	2,131
Finance income - interest receivable		10	53
Finance costs - bank interest payable		(9)	(62)
Finance income in respect of pension fund	25	474	550
Profit before taxation	4	2,818	2,672
Taxation	6	(723)	(779)
Profit after tax from continuing operations		2,095	1,893
Discontinued operations - profit for the year		-	1,398
Profit attributable to the owners of the Group		2,095	3,291
Basic earnings per share			
Profit per ordinary share from continuing operations	8	13.1p	11 9p
Profit per ordinary share from discontinued operations	8	0.0p	8 8p
Profit per ordinary share from continuing and discontinued operations	8	13.1p	20 6p
Diluted earnings per share			
Profit per ordinary share from continuing operations	8	12 6p	11 6p
Profit per ordinary share from discontinued operations	8	0 0p	8 7p
Profit per ordinary share from continuing and discontinued operations	8	12 6p	20 3p

Group statement of comprehensive income

	Notes	2012 £'000	2011 £'000
Profit for the year		2,095	3,291
Actuarial loss on retirement benefit obligations	25	(3,355)	(705)
Currency translation gain/(loss)		215	(499)
		(3,140)	(1,204)
Taxation relating to actuarial loss	14	922	407
Other comprehensive expense for the year		(2,218)	(797)
Total comprehensive (expense)/income for the year attributable to the Company's shareholders		(123)	2,494

Notes 1 to 26 form an integral part of the financial statements

Statement of financial position

		Group		Company	
	Notes	2012	2011	2012	2011
		£'000	£'000	£'000	£'000
Non-current assets					
Property, plant and equipment	9	8,857	8,763	4,032	4,109
Interests in associate	10	-	250	-	250
Loan to associate	10	-	200	-	200
Investments in subsidiaries	11	-	-	10,100	11,506
Deferred tax asset	14	158	221	-	-
Pension asset	25	4,224	7,292	4,224	7,292
		13,239	16,726	18,356	23,357
Current assets					
Inventories	12	1,608	1,379	-	-
Trade and other receivables	13	6,704	6,555	1,350	1,605
Corporation tax receivable		165	-	165	-
Cash		1,743	333	2,279	1,162
		10,220	8,267	3,794	2,767
Non-current assets held for sale	15	4,998	4,998	5,521	5,521
Total assets		28,457	29,991	27,671	31,645
Current liabilities					
Trade and other payables	16	(4,355)	(3,940)	(2,314)	(2,289)
Corporation tax payable		(502)	(391)	-	(63)
Borrowings	17	(307)	(605)	(307)	(335)
		(5,164)	(4,936)	(2,621)	(2,687)
Non-current liabilities					
Borrowings	17	-	(307)	-	(307)
Deferred tax liabilities	14	(524)	(1,372)	(505)	(1,350)
Amounts due to group undertakings		-	-	(3,431)	(3,431)
Provisions	18	(187)	(189)	(187)	(189)
		(711)	(1,868)	(4,123)	(5,277)
Total liabilities		(5,875)	(6,804)	(6,744)	(7,964)
Net assets		22,582	23,187	20,927	23,681
Equity					
Share capital	19	80	80	80	80
Share premium		419	419	419	419
Capital redemption reserve		216	216	216	216
Translation reserve		296	81	-	-
Revaluation reserve		4,580	4,567	539	573
Retained earnings		16,991	17,824	19,673	22,393
Equity attributable to shareholders		22,582	23,187	20,927	23,681

Notes 1 to 26 form an integral part of the financial statements. The financial statements were approved by the directors and authorised for issue on 21 March 2013. They were signed on their behalf by

Adam Formela
Director

Guy Robinson
Director

Statement of changes in equity

	Share capital £'000	Share premium account £'000	Capital redemption reserve £'000	Translation reserve £'000	Revaluation reserve £'000	Retained earnings £'000	Total £'000
Group							
At 1 January 2011	80	419	216	580	4,420	15,434	21,149
Profit for the year						3,291	3,291
Other comprehensive expense				(499)		(298)	(797)
Transfer to revaluation reserves as a result of property transactions					141	(141)	-
Tax on revaluation					6	-	6
Total comprehensive income for the year	-	-	-	(499)	147	2,852	2,500
Credit in respect of share based payments						50	50
Dividends paid						(512)	(512)
Transactions with owners						(462)	(462)
At 31 December 2011	80	419	216	81	4,567	17,824	23,187
Profit for the year						2,095	2,095
Other comprehensive income/(expense)				215		(2,433)	(2,218)
Transfer to revaluation reserves as a result of property transactions					-	-	-
Tax on revaluation					13	-	13
Total comprehensive income for the year	-	-	-	215	13	(338)	(110)
Credit in respect of share based payments						63	63
Dividends paid						(558)	(558)
Transactions with owners						(495)	(495)
At 31 December 2012	80	419	216	296	4,580	16,991	22,582
Company							
At 1 January 2011	80	419	216	-	573	23,291	24,579
Loss for the year						(142)	(142)
Other comprehensive expense						(298)	(298)
Transfer to revaluation reserves as a result of property transactions					(4)	4	-
Tax on revaluation					4	-	4
Total comprehensive income for the year	-	-	-	-	-	(436)	(436)
Credit in respect of share based payments						50	50
Dividends paid						(512)	(512)
Transactions with owners						(462)	(462)
At 31 December 2011	80	419	216	-	573	22,393	23,681
Profit for the year						160	160
Other comprehensive expense						(2,433)	(2,433)
Transfer from revaluation reserves as a result of property transactions					(48)	48	-
Tax on revaluation					14	-	14
Total comprehensive income for the year	-	-	-	-	(34)	(2,225)	(2,259)
Credit in respect of share based payments						63	63
Dividends paid						(558)	(558)
Transactions with owners						(495)	(495)
At 31 December 2012	80	419	216	-	539	19,673	20,927

Statement of cash flows

	Group		Company	
	2012	2011	2012	2011
	£'000	£'000	£'000	£'000
Cash flows from operating activities				
Profit/(loss) for the year	2,095	3,291	160	(142)
Adjustments for				
Depreciation of property, plant and equipment	892	1,061	82	84
Profit on disposal of other plant and equipment	(148)	(86)	(148)	-
Profit on sale or closure of discontinued operations	-	(1,891)	-	-
(Decrease)/increase in provisions	(2)	(2)	(2)	816
Other finance income in respect of Pension Fund	(474)	(550)	(474)	(550)
Finance costs	9	62	64	62
Finance income	-	-	-	(176)
Taxation charged	723	779	109	109
Other non-cash items				
Pension current service cost	188	249	188	249
Charge for share options	63	50	63	50
Operating cash flows before movements in working capital	3,346	2,963	42	502
Increase in inventories	(229)	(216)	-	-
Decrease/(increase) in trade and other receivables	341	(1,222)	716	(570)
Increase/(decrease) in trade and other payables	417	265	27	(231)
Cash generated by operations	3,875	1,790	785	(299)
UK corporation tax (paid)/received	(643)	(779)	(260)	(317)
Interest paid	(11)	(69)	(64)	(136)
Interest received	-	-	-	176
Net cash generated from/(used in) operating activities	3,221	942	461	(576)
Cash flows from investing activities				
Sale of discontinued operations	-	3,729	-	-
Investment in an associate	-	(450)	-	(450)
Acquisition of non-current assets	-	-	-	-
Acquisition of plant & equipment	(902)	(1,059)	(45)	(15)
Proceeds on disposal of plant & equipment	254	172	188	-
Net cash (used in)/generated from investing activities	(648)	2,392	143	(465)
Cash flows from financing activities				
Loans repaid	(335)	(647)	(335)	(647)
Loans repaid by subsidiaries	-	-	1,406	3,190
Loans repaid to subsidiaries	-	-	-	(745)
Dividends paid	(558)	(512)	(558)	(512)
Net cash (used in)/generated from financing activities	(893)	(1,159)	513	1,286
Net increase in cash and cash equivalents	1,680	2,175	1,117	245
Cash and cash equivalents at 1 January	63	(2,112)	1,162	917
Cash and cash equivalents at 31 December	1,743	63	2,279	1,162
Cash	1,743	333	2,279	1,162
Overdraft	-	(270)	-	-
Cash and cash equivalents at 31 December	1,743	63	2,279	1,162

Notes 1 to 26 form an integral part of the financial statements

Notes to the financial statements

1 Segmental information

The directors consider the one operating segment of the Group to be solely plastic and paperboard packaging. Accordingly the disclosures in respect of this segment are those of the Group as a whole. The Group's internal reports about components of the Group which are those reported to the Board of Directors are based on geographical segments.

Results were derived from and assets and liabilities held in the following locations:

	2012 £'000	2011 £'000	2012 £'000	2011 £'000
	Revenue		Operating profit	
United Kingdom	16,371	16,743	1,720	1,488
EU	4,800	4,773	623	643
	21,171	21,516	2,343	2,131
United Kingdom - discontinued operations	-	2,950		
Total revenue	21,171	24,466		
	Assets		Liabilities	
United Kingdom	23,772	25,772	(3,931)	(4,686)
EU	4,685	4,219	(1,944)	(2,118)
	28,457	29,991	(5,875)	(6,804)
	Capital expenditure		Depreciation	
United Kingdom	628	699	669	781
EU	274	51	223	198
United Kingdom - discontinued operations	-	309	-	82
	902	1,059	892	1,061

Included in revenues arising from the United Kingdom and the EU are revenues from the Group's largest customer amounting to £4,939,000 (2011: £4,524,000).

2 Operating costs

	2012 £'000	2011 £'000
Selling, marketing and distribution costs	570	606
Administrative expenses	2,848	2,733
Other income	(888)	(701)
Gain/(loss) on foreign exchange	74	(1)
	2,604	2,637

3 Exceptional items

	2012 £'000	2011 £'000
Profit on disposal of land & buildings	148	-
Loss relating to investment in associate	(231)	-
	(83)	-

Notes to the financial statements

4 Profit before taxation

The profit before taxation has been stated after charging

	2012 £'000	2011 £'000
Depreciation	892	1,061
Gains on disposal of plant & equipment	(148)	(86)
Fees payable to the Company's auditor for the audit of the Company's annual accounts	23	22
Fees payable to the Company's auditor and their associates for other services to the Group		
- audit of Company's subsidiaries	5	5
Total audit fees	28	27
- tax compliance services	7	7
- tax advisory services	6	-
- other services	27	2
Total non-audit fees	40	9
Total auditor's remuneration	68	36
Audit fees in respect of the Robinson pension scheme charged to the scheme	3	2

As permitted by section 408 of the Companies Act 2006, the parent Company's income statement has not been included in these financial statements and its profit for the financial year after dividends received amounted to £160,000 (2011 loss £142,000)

5 Employee information

The average monthly number of persons (including executive directors) employed by the Group during the year was

	2012 Number	2011 Number
Plastic and paperboard packaging (continuing operations)	226	233
Staff costs (for the above)	£'000	£'000
Wages and salaries	4,396	4,408
Social security costs	441	444
Pension costs	306	352
Share based charges	63	51
	5,206	5,255

The key management of the Group is considered to be the directors of the parent Company. A summary of the directors' remuneration is set out below

	Salary & benefits-in-kind £'000	CFDs £'000	Share based charges £'000	Company pension contributions £'000	Total 2012 £'000	Total 2011 £'000
R Clothier	50	-	-	-	50	50
A Glossop	20	-	-	-	20	20
A Formela	187	260	31	28	506	277
G Robinson	138	190	18	-	346	179
	395	450	49	28	922	526
Total including employers' national insurance					976	568

A Formela is a member of a money purchase scheme. Retirement benefits are available to G Robinson under the defined benefit pension scheme, in respect of which the Company is taking a contribution holiday. CFD (contracts for difference) payments have been accrued based on the Company results.

Notes to the financial statements

5 Employee information (continued)

Details of share options on 0.5p ordinary shares to the directors are as follows

	Granted 31-Mar-10	Granted 04-May-11	Outstanding 31-Dec-12
Adam Formela	450,000	450,000	900,000
Guy Robinson	250,000	250,000	500,000
	700,000	700,000	1,400,000
Exercise price (weighted average)	43p	69p	56p
Contractual life outstanding (weighted average)			8 years

Generally, the share options may be exercised in whole or in part at any time between the third and tenth anniversary of their being granted subject to the achievement of certain performance criteria. No options were exercisable at the end of the period. The fair values of the shares granted during the prior year were calculated using the Black-Scholes option pricing model.

The inputs into the model were as follows:

Share price	70p	Expected life	3 years	Expected dividend yield	3%
Exercise price	69p	Risk free rate	3.5%		

The market value of the shares at 31 December 2012 was 126.5p per share.

6 Taxation

Current corporation tax is calculated at 24.5% (2011: 26.5%) of the estimated assessable profit for the year. In addition to the above, deferred tax of £922,000 has been credited directly to equity in the year (see note 14). The tax charge for the year can be reconciled to the profit per the income statement as follows:

	2012 £'000	2011 £'000
Profit before taxation	2,818	2,672
At the effective rate of tax of 24.5% (2011: 26.5%)	690	708
Difference in rate on overseas taxation	(32)	(55)
Items disallowable for tax	79	43
Depreciation on assets ineligible for capital allowances	16	45
Prior year adjustments	17	51
Book value of property disposals in excess of capital gains	(36)	(7)
Non-taxable items	-	(2)
Other differences	(11)	(4)
Tax charge for the year	723	779

There are unrecognised capital losses carried forward of £1,029,000 (2011: £1,166,000). With this exception, the directors are not aware of any material factors affecting the future tax charge.

The Finance Act 2011 included provisions to reduce the rate of corporation tax to 23% with effect from 1 April 2013. Accordingly, deferred tax balances have been revalued to the lower rate of 23% in these accounts.

Notes to the financial statements

7 Dividends

	2012 £'000	2011 £'000
Ordinary dividend paid 2011 final of 2p per share (2010 1 75p per share)	296	255
interim of 1 75p (2011 1 75p) per share	262	257
	558	512

8 Earnings per share

The calculation of basic and diluted earnings per ordinary share for continuing operations shown on the income statement is based on the profit after taxation (£2,095,000, 2011 £1,893,000) divided by the weighted average number of shares in issue, net of treasury shares (15,943,501, 2011 15,943,501 for diluted earnings per share 16,602,130, 2011 15,636,246). The calculation in respect of discontinued operations for 2011 is based on the profit for that year of £1,398,000. The calculation in respect of continuing and discontinued operations is based on the profit of the year of £2,095,000 (2011 £3,291,000).

9 Property, plant and equipment

Group	Land and buildings £'000	Plant and machinery £'000	Total £'000
Cost or deemed cost			
At 1 January 2011	10,754	25,000	35,754
Additions at cost	5	1,054	1,059
Disposals	-	(9,661)	(9,661)
Transfer to non-current assets held for sale	(2,800)	(388)	(3,188)
Exchange movement	(366)	(148)	(514)
At 31 December 2011	7,593	15,857	23,450
Additions at cost	123	779	902
Disposals	(40)	(129)	(169)
Exchange movement	182	77	259
At 31 December 2012	7,858	16,584	24,442
Depreciation			
At 1 January 2011	1,537	21,823	23,360
Charge for year	226	835	1,061
Disposals	-	(8,652)	(8,652)
Transfer to non-current assets held for sale	(624)	(348)	(972)
Exchange movement	(34)	(76)	(110)
At 31 December 2011	1,105	13,582	14,687
Charge for year	156	736	892
Disposals	-	(63)	(63)
Exchange movement	21	48	69
At 31 December 2012	1,282	14,303	15,585
Net book value			
At 31 December 2012	6,576	2,281	8,857
At 31 December 2011	6,488	2,275	8,763

Notes to the financial statements

9 Property, plant and equipment (continued)

	Land and buildings	Plant and machinery	Total
Company			
Cost or deemed cost			
At 1 January 2011	4,267	389	4,656
Additions at cost	-	16	16
Disposals	-	(182)	(182)
At 31 December 2011	4,267	223	4,490
Additions at cost	-	45	45
Disposals	(40)	-	(40)
At 31 December 2012	4,227	268	4,495
Depreciation			
At 1 January 2011	127	351	478
Charge for year	67	18	85
Disposals	-	(182)	(182)
At 31 December 2011	194	187	381
Charge for year	66	16	82
Disposals	-	-	-
At 31 December 2012	260	203	463
Net book value			
At 31 December 2012	3,967	65	4,032
At 31 December 2011	4,073	36	4,109

At 31 December 2012, had the land and buildings been carried at historical cost less accumulated depreciation and accumulated impairment losses, their carrying amount would have been approximately £2,945,000 (2011 £3,055,000), Company £ 978,000 (2011 £1,088,000)

10 Associate

Scotplast Ltd struggled to maintain volumes and margins and as a result it entered into administration in September 2012. Robinson had invested £250,000 in July 2011 to acquire 35% of the share capital of Scotplast and a further £100,000 in April 2012 to increase this stake to 49%. It had also advanced £300,000 by way of a secured loan to the business. After Scotplast entered administration, Robinson sold its secured loan at par. These financial statements include an exceptional loss of £231,000 in 2012.

Notes to the financial statements

11 Investments in subsidiaries

Company	Shares in group undertakings £'000	Loans to group undertakings £'000	Total £'000
Cost			
At 1 January 2011	1	17,484	17,485
Additions	-	863	863
Repayments	-	(4,053)	(4,053)
At 31 December 2011	1	14,294	14,295
Additions	-	200	200
Repayments	-	(1,606)	(1,606)
At 31 December 2012	1	12,888	12,889
Amounts written off			
At 1 January 2011	-	1,971	1,971
Released	-	818	818
At 31 December 2011	-	2,789	2,789
Released	-	-	-
At 31 December 2012	-	2,789	2,789
Net book value			
At 31 December 2012	1	10,099	10,100
At 31 December 2011	1	11,505	11,506

The loans are classed as equity investments and repayment is neither planned nor likely in the foreseeable future. Provision has been made against amounts due from subsidiaries where there is a shortfall of net assets to satisfy the debtor.

Interests in Group undertakings

The Company has the following interest in non-dormant subsidiaries

Name of undertaking	Shares held	Activities
Portland Works Limited	100 ordinary shares of £1	Property company
Robinson (Overseas) Limited	2 ordinary shares of £1	Holding Company
Robinson Paperboard Packaging Limited	100 ordinary shares of £1	Marketing and Manufacture of Paperboard Packaging
Robinson Plastic Packaging Limited	100 ordinary shares of £1	Marketing and Manufacture of Plastic Packaging
Robinson Plastic Packaging (Stanton Hill) Limited	1 ordinary share of £1	Marketing and Manufacture of Plastic Packaging
Robinson Packaging Polska Sp z o o	5,000,000 shares of PLN1	Manufacture of Plastic Packaging
Walton Mill (Chesterfield) Limited	1 ordinary share of £1	Property Company

The country of incorporation of each of the above companies is England, except for Robinson Packaging Polska Sp z o o, which is incorporated in Poland. The percentage shareholding for all subsidiaries is 100% and all except Robinson Packaging Polska Sp z o o are held directly.

Notes to the financial statements

12 Inventories

	Group	
	2012	2011
	£'000	£'000
Raw materials	1,053	812
Work in progress	50	3
Finished goods and goods for resale	505	564
	1,608	1,379

The carrying value of inventories represents fair value less costs to sell

In 2012, a total of £13,498,000 (2011 £13,365,000) cost of inventories was included in the income statement as an expense. This includes an amount of £57,000 resulting from the write-down of inventories (2011 £24,000) and £28,000 (2011 £42,000) resulting from the reversal of previous write-downs

13 Trade and other receivables

	Group		Company	
	2012	2011	2012	2011
	£'000	£'000	£'000	£'000
Trade receivables	4,993	5,496	209	244
Receivables from subsidiaries	-	-	1,026	1,297
Other receivables	1,105	967	89	46
Prepayments and accrued income	606	92	26	18
	6,704	6,555	1,350	1,605

Including other receivables due in greater than one year	270	374	-	195
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Receivables from one customer amounted to £853,000 at 31 December 2012 (2011 £573,000). The carrying value of Group trade receivables is considered a reasonable approximation of fair value

The average credit period taken is 51 days (2011 65 days). The Group manages credit risk by credit checking new customers and defining credit limits. The Group reserves the right to charge interest on overdue amounts. All trade and other receivables have been reviewed for indicators of impairment. Certain trade receivables were found to be impaired and a doubtful debt provision of £42,000 (2011 £54,000) has been recorded accordingly.

In addition some of the unimpaired Group trade receivables are past due as at the reporting date. The age of financial assets past due but not impaired is as follows:

	Group		Company	
	2012	2011	2012	2011
	£'000	£'000	£'000	£'000
Not more than 3 months	760	127	-	-
More than 3 months but not more than 6 months	46	51	-	-
	806	178	-	-

Trade receivables that are not past due are not considered to be impaired

The movement in the allowance for doubtful debts was as follows:

	Group		Company	
	2012	2011	2012	2011
	£'000	£'000	£'000	£'000
At 1 January 2012	54	151	-	-
Impairment losses recognised	27	7	-	-
Amounts written off during the year as uncollectable	(15)	(101)	-	-
Amounts recovered during the year	(27)	-	-	-
Foreign exchange translation gains and losses	3	(3)	-	-
At 31 December 2012	42	54	-	-

Notes to the financial statements

14 Deferred taxation

The deferred tax liabilities and assets recognised by the Group and movements thereon during the current and prior reporting period are as follows

Group	Accelerated tax depreciation £'000	Short term temporary differences £'000	Fair value gains £'000	Pension obligations £'000	Total £'000
At 1 January 2011	(255)	(555)	68	2,155	1,413
Charge to income	67	9	-	75	151
Charged through other comprehensive income	-	-	(6)	(407)	(413)
At 31 December 2011	(188)	(546)	62	1,823	1,151
Charge to income	64	-	-	70	134
Charged through other comprehensive income	-	-	3	(922)	(919)
At 31 December 2012	(124)	(546)	65	971	366
Company					
At 1 January 2011	(8)	(522)	47	2,155	1,672
Charge to income	1	13	-	75	89
Charged through other comprehensive income	-	-	(4)	(407)	(411)
At 31 December 2011	(7)	(509)	43	1,823	1,350
Charge to income	-	10	-	70	80
Charged through other comprehensive income	-	-	(3)	(922)	(925)
At 31 December 2012	(7)	(499)	40	971	505

Deferred tax has been provided at 23%. Certain deferred tax liabilities have been offset. The following is the analysis of the deferred tax balances (after offset) for financial reporting purposes

	Group		Company	
	2012 £'000	2011 £'000	2012 £'000	2011 £'000
Deferred tax liability	524	1,372	505	1,350
Deferred tax asset	(158)	(221)	-	-
	366	1,151	505	1,350

The directors consider that the Group will generate sufficient taxable profits in future years with which to recover the deferred tax asset

15 Non-current assets held for sale

	Group £'000	Company £'000
Property held for sale at 1 January 2011	2,782	5,521
Transfer of property from property, plant and equipment	2,216	-
Property held for sale at 31 December 2011 and 31 December 2012	4,998	5,521

Non-current assets classified as held for sale include land and buildings that are being marketed for sale. Included within this balance are land held under option and the building occupied by Sonoco. The land held under option may be disposed of once planning permission has been obtained by the purchaser. Sonoco have the option to purchase the property it occupies at a fixed price within the next year and the directors expect this option to be exercised.

The properties internally transferred to the Company in previous years were transferred at market value at that date and therefore have a higher carrying value in the Company balance sheet than in the Group balance sheet.

Notes to the financial statements

16 Trade and other payables

	Group		Company	
	2012	2011	2012	2011
	£'000	£'000	£'000	£'000
Trade payables	2,473	2,033	59	90
Amounts due to subsidiaries	-	-	1,186	1,486
Social security and other taxes	519	639	114	109
Other creditors	275	559	112	165
Accruals and deferred income	1,088	709	843	439
	4,355	3,940	2,314	2,289

The carrying amount of trade and other payables approximates to their fair value. The Group has financial risk management policies in place to ensure that all payables are paid on a timely basis.

17 Borrowings

	Group		Company	
	2012	2011	2012	2011
	£'000	£'000	£'000	£'000
Held at amortised cost				
Bank overdraft	-	270	-	-
Bank loan	307	642	307	642
	307	912	307	642
Amount due for settlement within 12 months	307	605	307	335
Amount due for settlement after 12 months	-	307	-	307

The bank overdraft is repayable on demand and bears interest at a rate that varies with Lloyds sterling base rate. It is secured on a first charge over certain of the Group's properties. The undrawn facility at 31 December 2012 was £4.0m. The bank loan was taken out in October 2009. Repayments commenced in November 2009 and will continue until October 2013. The loan carries interest at a rate that varies with Lloyds sterling base rate. It is secured by a charge over certain of the Group's plant and equipment.

18 Provisions for liabilities

Group and Company	Post-retirement benefits
	£'000
At 1 January 2011	191
Utilised in year	(2)
At 1 January 2012	189
Utilised in year	(2)
At 31 December 2012	187

The Group provides medical insurance to certain retired employees and to an executive director on retirement. A provision has been made to meet this liability. The principal assumptions used in determining the required provisions are of a discount rate of 4% per annum and medical cost inflation rate of 8.5% per annum.

19 Share capital

	2012	2011
	£'000	£'000
Authorised		
70,000,000 ordinary shares of 0.5p each	350	350
Allotted, called up and fully paid		
17,687,223 ordinary shares of 0.5p each	88	88
Held in Treasury 1,743,722 (2010: 1,743,722) shares of 0.5p each	(8)	(8)
	80	80

The shares held in Treasury arise from the buy-back of shares in 2004 and have not been cancelled as they can be used to satisfy share options or other future issues of shares.

Notes to the financial statements

20 Retained earnings

An amount of £326,000 included in the retained earnings of the Company relates to the revaluation of property held in its subsidiaries and is not distributable

21 Risk management objectives and policies

The Group and the Company are exposed to market risk through their use of financial instruments and specifically to credit risk and foreign currency risks, which result from the Group's operating activities and the Company's investing activities. The Group's risk is managed in close co-operation with the board of directors and focuses on actively securing the Group's short to medium term cash flows by minimising the exposure to financial markets. Robinson does not engage in the trading of financial assets for speculative purposes nor does it write options. The most significant financial risks to which the Group is exposed are described below. See also below for a summary of the Group's financial assets and liabilities by category.

Foreign currency sensitivity

Most of the Group's transactions are carried out in sterling. Exposures to currency rates arise from the Group's overseas sales and purchases, which, where they are not denominated in sterling, are primarily denominated in Euros. Total debts denominated in euros amounted to €673,000 at 31 December 2012 (2011: €525,000). The following table details the Group's sensitivity to a 10 per cent increase and decrease in sterling against the relevant foreign currencies. The sensitivity analysis includes only outstanding foreign currency denominated monetary items at the period end. A positive number below indicates an increase in profit and other equity where sterling weakens 10 per cent against the euro.

	Euro currency impact	
	2012 £'000	2011 £'000
Profit or loss for the year	124	120
Equity	124	120

Further details on currency risk management are given in the Directors' Report.

Interest rate sensitivity

If interest rates had been 1 per cent higher, the Group's profit for the year ended 31 December 2012 would decrease by £5,000 (2011: £22,000) due to its exposure to interest rates on its variable rate borrowings. The impact of a 1% change on cash balances would be insignificant.

Credit risk analysis

The Group's exposure to credit risk is limited to the carrying amount of financial assets recognised at 31 December 2012 as detailed in note 13. The Group continuously monitors defaults of customers and incorporates this information into its credit risk controls. External credit ratings and reports on customers are obtained and used. The Group's policy is to deal only with creditworthy customers. The Group's management considers that all the above financial assets that are not impaired for each of the reporting dates under review are of good credit quality, including those that are past due. The bank overdraft is secured on the debts and certain properties of Group. The bank loan is secured by a charge over certain of the Group's plant and equipment. No other financial assets are secured by collateral or other credit enhancements. In respect of trade and other receivables, the Group is not exposed to any significant credit risk exposure to any counterparty or group of counterparties having similar characteristics. The credit risk for liquid funds is considered negligible since the counterparties are reputable banks with high quality external credit ratings.

Liquidity risk analysis

The Group manages its liquidity needs by carefully monitoring cash outflows due in day-to-day business. The Group's liabilities have contractual maturities that are summarised below.

	Group		Company	
	2012 £'000	2011 £'000	2012 £'000	2011 £'000
Current within 12 months				
Trade payables	2,473	2,033	59	90
Other financial liabilities	1,363	1,268	2,141	2,090
Borrowings	307	335	307	335
	4,143	3,636	2,507	2,515
Non-current later than 12 months				
Other financial liabilities	-	-	3,431	4,176
Borrowings	-	307	-	307
	-	307	3,431	4,483

Notes to the financial statements

21 Risk management objectives and policies (continued)

Summary of financial assets and liabilities by category

The carrying amounts of financial assets and liabilities as recognised at 31 December of the reporting periods under review may also be categorised as follows

	Group		Company	
	2012	2011	2012	2011
	£'000	£'000	£'000	£'000
Financial assets				
Loans and receivables				
Trade and other receivables	6,098	6,463	1,324	1,587
Cash	1,743	333	2,279	1,162
	7,841	6,796	3,603	2,749
Financial liabilities measured at amortised cost				
Non-current				
Borrowings	-	(307)	-	(307)
Amounts due to group undertakings	-	-	(3,431)	(4,176)
Current				
Borrowings	(307)	(605)	(307)	(335)
Trade and other payables	(3,836)	(3,301)	(2,200)	(2,180)
	(4,143)	(4,213)	(5,938)	(6,998)
Net financial assets and liabilities	3,698	2,583	(2,335)	(4,249)
Non-financial assets and liabilities	18,884	20,604	23,262	27,930
Total equity	22,582	23,187	20,927	23,681

Capital management policies and procedures

The Group's capital management objectives are

- to ensure the Group's ability to continue as a going concern and
 - to provide an adequate return to shareholders
- by pricing products commensurately with the level of risk

The Group monitors capital on the basis of carrying amount of equity, less cash and cash equivalents as presented on the face of the statement of financial position. Robinson manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain its capital structure the Group may adjust the amount of dividends paid to shareholders, issue new shares or sell assets to reduce debt.

22 Capital commitments

	Group		Company	
	2012	2011	2012	2011
	£'000	£'000	£'000	£'000
Contracted but not provided in these financial statements	328	400	-	-

23 Contingent liabilities

There were contingent liabilities at 31 December 2012 in relation to cross guarantees of bank overdrafts given by the Company on behalf of other Group undertakings. The amount guaranteed at 31 December 2012 was £1,198,000 (2011: £1,410,000). The directors have considered the fair value of the cross guarantee and do not consider this to be significant.

Notes to the financial statements

24 Related parties

Transactions took place between the Company and its subsidiaries during the year as follows

	2012 £'000	2011 £'000
Charges by the Company to its subsidiaries		
Rent	318	410
Management charges	301	304
Interest	45	176
Other charges (including costs incurred by the Company on behalf of its subsidiaries and subsequently recharged to them)	5,095	6,472
	5,759	7,362
Charges by the subsidiaries to the Company (mainly costs incurred by them on behalf of the Company and recharged to it)	438	343
Net balances due from subsidiaries outstanding at the year end	6,508	7,885

Transactions took place between a subsidiary and the associated company during the year as follows

	2012 £'000	2011 £'000
Sale of goods by subsidiary to the associated company	-	192
Net balance due from associated company outstanding at the year end	-	192

25 Pension asset

Group and Company

The Group operates one principal pension scheme, the Robinson & Sons Limited Pension Fund, of which approximately 48% of UK employees are members. The scheme has a defined benefit section, which was closed to new members in 1997 and a defined contribution section introduced in 1998.

In respect of the defined benefit section, contributions to the pension schemes are made and the pension cost is assessed in accordance with the advice of an independent qualified actuary. The actuary carried out a valuation of the scheme as at 5 April 2011 which showed a surplus of 17% on an on-going basis.

The fund was valued as at 31 December for the purpose of these financial statements by Mr Andrew Allsopp FIA of Quattro Pensions and the key assumptions used were:

	2012	2011
Discount rate for liabilities	4.10%	4.70%
Expected rates of return		
Equities	6.10%	6.70%
Property	5.10%	5.70%
Gilts & bonds	4.10%	4.70%
Cash	4.10%	4.70%
Price inflation	2.70%	3.00%
Salary inflation	3.00%	3.00%

The most significant of these assumptions is the discount rate. If this were reduced by 0.1% per annum, the liabilities would increase by approximately £600,000. Inflation assumptions in both years are dependent on gilt yields.

The mortality assumptions used are based on the PMNA00 and PFNA00 tables with allowance for future improvements in mortality in line with medium cohort factors subject to a 1% floor. An age rating of between 1 and 3 years has been made for different members, in line with the advice from the Actuary. Using an age rating of 2 years the average life expectancy in years of a pensioner retiring at age 60 is as follows:

	2012 & 2011	
	Male	Female
Age 60 now	25.6	28.2
Age 60 in 20 years	27.7	30.1

Notes to the financial statements

25 Pension asset (continued)

The expected rates of return to apply from the valuation date forward are set to be net of investment management fees and scheme expenses. The return on bonds is set to be equal to the discount rate less a 0.25% deduction to allow for expenses and investment management costs. The rates of return on other assets are set relative to the rate on bonds. The overall weighted average expected return is 4.10%.

The market value of the assets less the present value of scheme liabilities, calculated on the basis of these assumptions, is the surplus in the scheme. The recoverable surplus reflects the potential saving in employers' contributions and in expenses over the remainder of the working life of the defined benefit section's active members and the potential saving in employers' contributions to the defined contribution section in perpetuity. The irrecoverable surplus is the difference between the two and may vary significantly from year to year.

Following the actuarial valuation carried out in April 2002 it was clear that there was no need for the employer to pay contributions into the fund for existing scheme members. The Company has nonetheless agreed to pay employer contributions set aside in the Company's financial statements since the actuarial valuation in April 2002, together with money purchase contributions since April 2005, into an escrow account. The outcome of the next actuarial valuation in April 2014 will determine whether the contributions will be paid over to the Fund, returned to the Company or whether some other arrangements will be made. The total set aside in the escrow account at 31 December 2012 amounted to £2,187,000 (2011: £1,996,000).

As at 31 December, the estimated financial position was as follows

	2012 £'000	2011 £'000
Equities	5,827	5,188
Gilts & bonds	47,944	44,373
Property	2,243	2,722
Cash	583	92
Total market value of assets	56,597	52,375
Present value of scheme liabilities	(48,943)	(44,818)
Surplus in the scheme	7,654	7,557
Irrecoverable surplus	(5,617)	(2,261)
Escrow account	2,187	1,996
Pension asset	4,224	7,292

The following amounts were recognised in the income statement

	2012 £'000	2011 £'000
Charged to operating profit		
Current service cost - final salary section	188	249
Current service cost - money purchase section	118	131
Total operating charge	306	380
Charged to		
Cost of sales	70	72
Operating costs	236	280
Discontinued activities	-	28
Total operating charge	306	380

The following amounts were recognised in other comprehensive income

	2012 £'000	2011 £'000
Movement in irrecoverable surplus before deduction of escrow account	(3,356)	1,743
Other actuarial gains/(losses)	1	(2,448)
Actuarial loss recognised in other comprehensive income before deferred taxation	(3,355)	(705)

Notes to the financial statements

25 Pension asset (continued)

Movements in the defined benefit obligation were as follows

	2012 £'000	2011 £'000
At 1 January	44,818	42,714
Current service cost	188	249
Interest cost	2,053	2,249
Actuarial gain	4,382	1,997
Benefits paid	(2,516)	(2,415)
Other	18	24
At 31 December	48,943	44,818

Movements in the fair value of plan assets during the year were as follows

	2012 £'000	2011 £'000
At 1 January	52,375	52,626
Expected return on scheme assets	2,527	2,799
Actuarial gain/(loss)	4,321	(519)
Benefits paid	(2,516)	(2,415)
Other	(111)	(116)
At 31 December	56,596	52,375

The actual return on scheme assets over the year was £6,848,000

The cumulative amount of actuarial gains and losses recognised in other comprehensive income since the date of transition to IFRS is a loss of £6,015,000 (2011 £2,660,000)

The five year history of experience adjustments is as follows

	2012 £m	2011 £m	2010 £m	2009 £m	2008 £m
Fair value of scheme assets	56.6	52.4	52.6	50.2	46.0
Present value of defined benefit obligations	(48.9)	(44.8)	(42.7)	(44.8)	(36.7)
Irrecoverable surplus	(5.7)	(2.3)	(4.0)	-	(2.5)
Surplus in the scheme	2.0	5.3	5.9	5.4	6.8
Experience adjustments on scheme assets	4.3	(0.5)	2.3	4.6	(8.3)
Percentage of scheme assets	8%	-1%	4%	9%	-18%
Experience adjustments on scheme liabilities	(0.8)	0.8	1.0	(0.3)	(0.3)
Percentage of scheme liabilities	-2%	2%	2%	-1%	-1%

26 Accounting policies

Robinson plc is a company incorporated in the United Kingdom under the Companies Acts. The consolidated and Company financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union. All standards and interpretations that have been issued and are effective at the year end have been applied in the financial statements. The financial statements have been prepared under the historical cost convention adjusted for the revaluation of certain properties. No accounting standards coming into effect in the year have had any effect on the financial statements.

Consolidation

The Group's financial statements consolidate the financial statements of Robinson plc and all its subsidiaries. Subsidiaries are consolidated from the date on which control transfers to the Group and are included until the date on which the Group ceases to control them. Transactions and year end balances between Group companies are eliminated on consolidation. All entities have coterminous year ends. The Group obtains and exercises control through voting rights. Investments in subsidiary undertakings are accounted for in accordance with IAS27.

Revenue

Revenue comprises the fair value of the consideration received or receivable for the external sale of products, exclusive of value added tax, other revenue related taxes and trade discounts and is recognised when goods have been supplied. Revenue is recognised when the significant risks and rewards of ownership have transferred, which occurs on delivery.

Notes to the financial statements

26 Accounting policies (continued)

Foreign currencies

Assets and liabilities of overseas subsidiaries are translated into sterling, the functional currency of the parent company, at the rate of exchange ruling at the year end. The results and cash flows of overseas subsidiaries are translated into sterling using the average rate of exchange for the year as this is considered to approximate to the actual rate. Exchange movements on the restatement of the net assets of overseas subsidiaries and the adjustment between the income statement translated at the average rate and the closing rate are taken directly to other reserves and reported in the other comprehensive income. All other exchange differences arising on monetary items are dealt with through the consolidated income statement. On closure of a subsidiary gains shown in other reserves are released to profit and loss.

Property, plant and equipment

Property, plant and equipment are stated at cost less a provision for depreciation and impairment losses. Depreciation is calculated so as to write off the cost less estimated residual values of the assets in equal instalments over their expected useful lives. No depreciation is provided on freehold land. Depreciation is provided on other assets at the following annual rates:

Buildings	4% - 20%
Plant and equipment	5% - 33%

Residual values and estimated useful lives are re-assessed annually.

Associate

An associate is an entity over which the Group has significant influence and that is not a subsidiary. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control over those policies. The results and assets and liabilities of the associate are incorporated in these financial statements using the equity method of accounting. Under this method, investments in associates are carried in the consolidated balance sheet at cost as adjusted for post-acquisition changes in the Group's share of the net assets of the associate, less any impairment in the value of the investment.

Non-current assets held for sale

Non-current assets classified as held for sale are measured at the lower of carrying amount and fair value less costs to sell. Non-current assets are classified as held for sale if their carrying amount will be recovered through a sale transaction rather than through continuing use. This condition is regarded as met only when the sale is highly probable and the asset is available for immediate sale in its present condition. Management must be committed to the sale which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

Inventories

Inventories are valued at the lower of cost, including related overheads, and net realisable value. Cost comprises direct materials and, where applicable, direct labour costs and the overheads incurred in bringing items to their present location and condition. Inventories are valued on a first in, first out, basis. Net realisable value represents the estimated selling price less all estimated costs of completion and costs to be incurred in marketing, selling and distribution.

Financial assets

Trade and other receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less any required allowances for uncollectible amounts. Loans and receivables are non-derivative financial assets that are not quoted on an active market. Trade receivables are classified as loans and receivables. Any change in their value through impairment or reversal of impairment is recognised in the income statement. Provision against trade receivables is made when there is objective evidence that the Group will not be able to collect all amounts due to it in accordance with the original terms of the receivables. The amount of the write-down is determined as the difference between the asset's carrying amount and the present value of estimated future cash flows.

Financial liabilities

Trade and other payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method. Balances with Group companies arise from trading activities and are initially recognised at fair value.

Taxation

Deferred taxation is provided on taxable and deductible temporary differences between the carrying amounts of assets and liabilities in the financial statements and their corresponding tax bases. Deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which temporary differences can be utilised or that they will reverse. Deferred tax is measured using the tax rates expected to apply when the asset is realised or the liability settled based on tax rates enacted or substantively enacted by the reporting date.

Notes to the financial statements

26 Accounting policies (continued)

Deferred tax assets and liabilities are recognised where the carrying amount of an asset or liability on the reporting date differs from its tax base except for differences arising on investments in subsidiaries where the Group is able to control the timing of the reversal of the difference and it is probable that the difference will not reverse in the foreseeable future. Changes in deferred tax assets or liabilities are recognised as a component of tax expense in the income statement, except where they relate to items that are charged directly to other comprehensive income (such as the revaluation of land or relating to transactions with owners) in which case the related deferred tax is also charged or credited directly to other comprehensive income. Current tax is the tax currently payable on taxable profit for the year.

Employee benefits

The retirement benefit asset recognised in the statement of financial position represents the fair value of defined benefit fund assets less the present value of the defined benefit obligation, to the extent that this is recoverable by means of a contribution holiday, payment of money purchase contributions and expenses from the fund calculated on the projected unit credit method. Operating costs comprise the current service cost. Finance income comprises the expected return on fund assets less the interest on fund liabilities. Actuarial gains or losses comprising differences between the actual and expected return on fund assets, changes in fund liabilities due to experience and changes in actuarial assumptions are recognised immediately in other comprehensive income. Pension costs for the members of the money purchase section represent contributions payable during the year.

Share based payments

The fair value at the date of grant of share options is calculated using the Black Scholes pricing model and charged to the income statement on a straight line basis over the vesting period of the award. The charge to the income statement takes account of the estimated number of share options that will vest. The corresponding credit to an equity settled share based payment is recognised in equity. If vesting periods or other non-market vesting conditions apply, the expense is allocated over the vesting period, based on the best available estimate of the number of share options expected to vest. Estimates are subsequently revised if there is any indication that the number of share options expected to vest differs from previous estimates. Any cumulative adjustment prior to vesting is recognised in the current period. No adjustment is made to any expense recognised in prior periods if share options ultimately exercised are different to that estimated on vesting.

Employee benefit trusts

The Company has established trusts for the benefit of employees and certain of their dependants. Monies held in these trusts are held by independent trustees and managed at their discretion. Where monies held in a trust are determined by the Company on the basis of employees' past services to the business and the Company can obtain no future economic benefit from these monies, such monies, whether in trust or accrued for by the Company are charged to the income statement in the period to which they relate.

Going concern

The directors have, at the time of approving the financial statements, a reasonable expectation that the Company and the Group have adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the financial statements. Further detail is contained in the Directors' Report.

Significant accounting estimates and assumptions

The preparation of the Group's financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities at the reporting date. However, uncertainty about the assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amount of the asset or liability affected in the future. The key assumptions concerning the future and other key sources of estimation uncertainty at 31 December 2012 that have a significant risk of causing material adjustment to the carrying amounts of assets and liabilities within the next financial year relate to pension and other post-employment benefits. The cost of defined benefit pension plans and other post-employment benefit is determined using actuarial valuations. The actuarial valuation involves making assumptions about discount rates, expected rates of return on assets, mortality rates and future pension increases. Due to the long term nature of these plans such estimates are subject to significant uncertainty. The irrecoverable surplus is based on estimates of the recoverable surplus. These are based on expectations in line with the underlying assumptions in the valuation and current circumstances. Further details can be found in note 25.

Notes to the financial statements

26 Accounting policies (continued)

New international accounting standards and interpretations not yet adopted

At the date of authorisation of these financial statements, the following new or amended IFRS accounting standards and interpretations which have not yet been adopted by the Group were in issue but not yet effective (and in some cases had not yet been adopted by the EU)

- IAS 27 Separate Financial Statements
- IAS 28 Investments in Associates and Joint Ventures
- IFRS 9 Financial Instruments
- IFRS 10 Consolidated Financial Statements
- IFRS 11 Joint Arrangements
- IFRS 12 Disclosure of Interests in Other Entities
- IFRS 13 Fair Value Measurement
- IAS 1 (amended) Financial Statement Presentation
- IAS 12 (amended) Deferred tax Recovery of Underlying Assets
- IAS 19 (amended) Employee Benefits
- IAS 32 (amended) Offsetting Financial Assets and Financial Liabilities
- IFRS 7 (amended) Disclosures - Offsetting Financial Assets and Financial Liabilities

The directors do not expect that the adoption of the other standards listed above will have a material impact on the financial statements of the Group in future periods

Five Year Record (unaudited)

Year ended 31 December	2008 £'000	2009 £'000	2010 £'000	2011 £'000	2012 £'000
Income statement (continuing operations)					
Revenue	17,595	16,904	19,507	21,516	21,171
Gross profit	2,983	3,810	4,426	4,768	5,030
Operating profit before exceptional items	826	1,273	1,751	2,131	2,426
Exceptional items	15	66	-	-	(83)
Operating profit	841	1,339	1,751	2,131	2,343
Interest	(182)	(136)	-	(9)	1
Finance income in respect of Pension Fund	1,047	374	474	550	474
Profit before taxation	1,706	1,577	2,225	2,672	2,818
Taxation	(437)	(252)	(627)	(779)	(723)
Dividends	(453)	(384)	(384)	(512)	(558)
Net profit	816	941	1,214	1,381	1,537
Net assets excluding pension asset after deduction of related deferred tax	15,576	15,381	15,608	17,718	19,329
Depreciation	1,732	1,430	857	1,061	892
EBITDA (earnings before interest, tax, depreciation and amortisation)	2,573	2,769	2,608	3,192	3,235
Operating profit revenue	4.8%	7.9%	9.0%	9.9%	11.1%
Return on shareholders' funds	8.1%	8.6%	10.2%	10.7%	10.8%
Basic earnings per share	8.0p	8.3p	10.0p	11.9p	13.1p

The income statement excludes the discontinued operations in all years

Report on corporate governance and social responsibility

The Company is committed to high standards of corporate governance in keeping with its size. Although not required to, the directors have decided to provide selected disclosures regarding corporate governance that they believe are valuable for readers of the financial statements.

The Board

The Company supports the concept of an effective board leading and controlling the Group. The Board is responsible for approving Group policy and strategy and the Directors are free to seek any further information they consider necessary. All Directors have access to independent professional advice at the Group's expense.

The Board has a written statement of its responsibilities and there are written terms of reference for the Nomination, Remuneration and Audit committees. The Chairman and Non-executive Director, whose time commitment to the Company is commensurate with their remuneration, hold other positions as set out in the biographies below.

The Board meets regularly on dates agreed each year for the calendar year ahead. This is typically seven times per year although additional meetings are called as and when deemed necessary.

The Board consists of a Non-executive Chairman, one other Non-executive Director, a Chief Executive and a Finance Director. This provides a broad background of experience and a balance whereby the Board's decision making cannot be dominated by an individual. The Chairman of the Board is Richard Clothier and the Group's business is run by the Chief Executive (Adam Formela) and Guy Robinson, the Finance Director. The biographies of the Directors, who we consider to be the key managers of the business, are set out below.

Richard Clothier, Non-executive Chairman

After a period with the Milk Marketing Board, Richard joined the Dalgety group in 1977. In 1988 he was appointed Chief Executive of PIC which was then a subsidiary of the group. In 1992 he was appointed to the main board of Dalgety Plc and took over as Group Chief Executive in 1993. In 1998 he joined PGI Group Plc as Chief Executive. He also served as non-executive director of Granada Plc until 2004 and is currently Chairman of Aqua Bounty Technologies Inc, Spearhead International Ltd and Imagelinx plc. Richard joined the Robinson Board in May 2004.

Adam Formela, Chief Executive

Adam started his career with Black & Decker, rising to the rank of European Director of Sales & Marketing before moving into general management with Electrolux and then Kenwood Appliances. He then moved to GRP Ltd, a Singapore listed company as Group Chief Executive, before returning to Europe to work with Acco Brands Corporation as vice president of operations, business development and sales & marketing before becoming President of the Document Communication division. Adam joined the Board in February 2007.

Guy Robinson, Finance Director

Guy has an honours degree in mechanical engineering from Nottingham University and qualified as a Chartered Accountant in 1981 at Coopers & Lybrand, working for them until he joined Robinson as Management Information Systems manager in 1985. He has held the positions of Group Finance Controller and Packaging Division Financial Director and was appointed Group Finance Director in 1995. He has been responsible for working with the Board on a number of business acquisitions and disposals and is responsible for the Group's significant property portfolio.

Anthony Glossop, Non-executive Director

Anthony was appointed a director in 1995 and is Chairman of the Remuneration Committee. After qualifying as a solicitor he entered industry as a company secretary. He became Chief Executive of a West Midlands engineering group. During the engineering recession of the 1980's he steered that group into what is now St. Modwen Properties, of which he was Chief Executive and then Chairman.

Shareholders

The Company maintains close contact with its brokers, who keep the Board informed of the views of the investor community. The Company values the views of its shareholders and recognises their interest in the Group's strategy and performance. The Annual General Meeting is used to communicate with private investors and they are encouraged to participate. The Directors will be available at the Annual General Meeting to answer questions.

Internal control

The Board recognises its responsibility for maintaining systems of internal control and reviewing their effectiveness. The Board maintains procedures for identifying significant risks faced by the Group.

The Board has reviewed the operation and effectiveness of the Group's system of internal financial control for the financial year up to the date of approval of the financial statements. The system of internal financial control is designed to provide reasonable, but not absolute, assurance against material misstatement or loss.

The principal elements of the Group's systems of internal financial control include:

- a management structure and written procedures that clearly define the levels of authority, responsibility and accountability,
- well established business planning, budgeting and monthly reporting functions with timely reviews at the appropriate levels of the organisation,
- a comprehensive system for investment appraisal and review, and

Report on corporate governance and social responsibility

- an Audit Committee that regularly reviews the relationship with and matters arising from the external auditors including the level of non-audit work that is performed by them

Nomination Committee

The Nomination Committee is chaired by Richard Clothier and includes Anthony Glossop and Adam Formela. This committee meets at least once per year and reviews the Board's structure, size and composition. It is also responsible for succession planning for directors and other senior executives.

Audit Committee

The Audit Committee is chaired by Richard Clothier and includes Anthony Glossop and Adam Formela. This committee meets at least twice per year and reviews the interim and preliminary announcement of final results and the annual financial statements prior to their publication. It is also responsible for the appointment or dismissal of the external auditors and for agreeing their fees. It keeps under review the scope and methodology of the audit and its cost effectiveness together with the independence and objectivity of the auditors. It meets with the auditors at least twice per year to agree the audit plan and review the results of the audit.

Remuneration Committee

The Remuneration Committee is chaired by Anthony Glossop and includes Richard Clothier and Adam Formela. On behalf of the Board the Committee reviews and approves the remuneration and service contracts (including benefits) of the executive directors and other senior staff. The Committee aims to provide executive remuneration packages designed to attract, motivate and retain directors of the calibre necessary to achieve the Board's strategic and operational objectives and to reward them for enhancing shareholder value. The remuneration packages for the executive directors and other senior staff include a basic salary and benefits, an annual performance related pay scheme and a long term incentive plan in the form of a share option scheme.

Our primary objective is to deliver a sustainable profitable business which delivers consistently good value to our shareholders. In doing so, the Board takes account of its employees, customers and the environment in which the Group operates.

People

Health & Safety – Our primary aim is to provide a safe and healthy environment for our employees. At each of our sites we have health & safety procedures in place which are regularly reviewed and updated to provide such information, training and supervision as required.

Communication – The Group recognises the need to ensure effective communications with employees. During the year, they were provided with financial and other information affecting the Group and its various operations, by means of the house magazine, briefings and newsletters. Consultative committees in the different areas of the Group enabled the views of employees to be heard and taken into account when making decisions likely to affect their interests.

Non-discrimination – Our policy is to have no discrimination on grounds of age, race, colour, sex, religion, sexuality or disability.

Integrity and business ethics – We aim to achieve the highest standards of business integrity and ethics. We will not tolerate any forms of harassment at any level within our organisation or when dealing with people from outside.

Training & Education – We recognise the importance of training and education for our people. We are fortunate to have an external trust fund that supports the Group to help achieve this objective. Our main businesses were early adopters of the ISO 9001 Quality Standard and Investors in People and we remain committed to helping our people achieve their maximum potential.

Welfare – We take the welfare of our employees both past and present extremely seriously, recognising that an involved caring community is a more satisfying place to work. A Group pension scheme is in place and we encourage employees to save for their retirement. We produce a Group magazine that is published every 6 months and distributed to all employees, pensioners and shareholders. We have a Group welfare officer, who inter alia looks after

- foundation club (for retired employees)
- visitors panel
- annual pensioners' party

Products

We aim to produce our products in a responsible manner, using innovative design and manufacturing to meet our customers' requirements with minimum adverse impact on the environment. We work with our customers and suppliers to ensure that recycled materials can be used where possible and that the product specification is optimised to reduce the weight or other factors that affect its impact on the environment.

Places

We want our manufacturing processes to have as minimal impact on the environment as possible. You will see from the Directors' report that we measure a number of indicators including energy, CO₂ and waste to ensure that we make continuous improvements in this area. We aim to recycle as much of our waste as possible. We are working to increase the environmental awareness of our staff in order that both the Company and the local community can benefit.

Form of proxy

For use at the Annual General Meeting of Robinson plc convened for 2 May 2013 and any adjournments thereof.

I/We, (see note 1) (block capitals please) (name)
of (address)
being a member of Robinson plc hereby appoint the Chairman of the Meeting* or (see note 2)
(name/address)
or (see note 2) failing him/her (name/address)
as my/our proxy to attend and vote in my/our name(s) and on my/our behalf at the Annual
General Meeting of the Company to be held on 2 May 2013 and at any adjournment
thereof

This form is to be used in respect of the resolutions mentioned below as indicated Where
no instructions are given, the proxy may vote as he/she thinks fit or abstain from voting

RESOLUTIONS:

- 1 To adopt the Directors' Report and Financial Statements for the year ended 31 December 2012
- 2 To declare a final dividend of 2 5p per ordinary share
- 3 To re-elect Adam Formela as a director
- 4 To approve the special resolution changing the Articles of Association of the Company
- 5 To reappoint Deloitte LLP as auditor of the Company and to authorise the directors to determine their remuneration

*FOR	*AGAINST	*WITHHELD
*FOR	*AGAINST	*WITHHELD
*FOR	*AGAINST	*WITHHELD
*FOR	*AGAINST	*WITHHELD
*FOR	*AGAINST	*WITHHELD

*Please delete whichever is not desired or leave blank to allow your proxy to choose

Signature(s)

Dated

NOTES

- 1 The names of all registered holders should be stated in block capitals
- 2 If it is desired to appoint a proxy other than the Chairman of the meeting, his/her name and address should be inserted, the reference to the Chairman deleted and the alteration initialled
- 3 A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and, on a poll, vote in his or her stead A proxy need not be a member of the Company
- 4 In the case of joint holders, the signature of any one holder is sufficient, but the names of all joint holders must be stated The vote of the senior who tenders a vote whether in person or by proxy will be accepted to the exclusion of the other votes of joint holders For this purpose seniority will be in the order in which the names appear in the register of members for the joint holding
- 5 Unless otherwise indicated, or upon any matter properly before the meeting but not referred to above, the proxy may vote or abstain from voting as he/she thinks fit
- 6 To be valid, Forms of Proxy must be deposited at the Registered Office of the Company, Field House, Wheatbridge, Chesterfield S40 2AB, not less than 48 hours before the time appointed for the meeting

AGM attendance form

ANNUAL GENERAL MEETING – Thursday 2 May 2013

The Board very much hopes that you will be able to attend this year's Annual General Meeting, which will be held at Chesterfield Football Club, 1866 Sheffield Road, Whittington Moor, Chesterfield, S41 8NZ at 11 30 am

In order to assist with catering and arrangements, it would be helpful if you would complete and return this Attendance Form

If you are appointing a proxy, then please ask your proxy to complete and return the form

Thank you and we look forward to seeing you

From Full Name in CAPITALS please		
	Me	My Proxy
I shall be attending the AGM		
I shall be staying for the buffet lunch		

Please tick the appropriate boxes

Signature

Date

Please return this form to

Guy Robinson
Robinson plc
Field House
Wheatbridge
CHESTERFIELD
S40 2AB
UK

Notice of Annual General Meeting

Notice is hereby given that the Annual General Meeting of Robinson plc will be held at Chesterfield Football Club, 1866 Sheffield Road, Whittington Moor, Chesterfield, S41 8NZ on Thursday 2 May 2013 at 11 30 am for the following purposes -

RESOLUTIONS

To consider and, if thought fit, pass the following resolutions which will be proposed as ordinary resolutions

- 1 to receive and adopt the report of the directors and the audited financial statements for the year ended 31 December 2012
- 2 to declare a final dividend of 2 5p per ordinary share
- 3 to re-elect Adam Formela as a director of the Company
- 4 to approve the changes to the Articles
- 5 to re-appoint Deloitte LLP as auditors of the Company and to authorise the directors to determine their remuneration

To transact any other ordinary business of an annual general meeting

By order of the Board

Guy Robinson
Director

8 April 2013

A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and, on a poll, vote in his or her stead. A proxy need not be a member of the Company.

To be valid, Forms of Proxy must be deposited at the Registered Office of the Company not less than 48 hours before the time of the meeting.

Only those members in the register of members of the Company as at 11 30 am on 30 April 2013 or, in the event that the meeting is adjourned, in the register of members 48 hours before the time of any adjourned meeting shall be entitled to attend or vote at the meeting in respect of the number of shares registered in their name at that time. Changes to entries in the register of members after 11 30 am on 30 April 2013 or, in the event that the meeting is adjourned, after 48 hours before the time of any adjourned meeting shall be disregarded in determining the rights of any person to attend or vote at the meeting.