

# Financial Statements Stephen Walters & Sons Limited

For the Year Ended 31 March 2008





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Company No. 00060209

# Company information

Company registration number

00060209

Registered office

Sudbury Silk Mills Cornard Road Sudbury Suffolk CO10 2XB

**Directors** 

Mr D J Walters Mr J S Walters Mr T Sunman Mr J D Walters Mr B Crabtree Mr M James

Secretary

Ms N Currie

**Bankers** 

Lloyds TSB Bank plc

Abbey National Plc

**Solicitors** 

Birkett Long

**Auditor** 

Grant Thornton UK LLP Chartered Accountants Registered Auditors Crown House Crown Street IPSWICH Suffolk IP1 3HS

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## Report of the directors

The directors present their report and the financial statements of the company for the year ended 31 March 2008

#### Principal activities and business review

The company is principally engaged in the weaving of fabrics from silk and other fibres

Turnover decreased by 4% to £67m, with gross margin up from 360% to 408%

With operating charges down by 23 7%, the company made a net profit before tax of 2 0% on sales (2007 - loss of 12 4%)

Liquidity remains strong, with a liquidity ratio of 1 6 (2007 - 1 3)

The directors are satisfied with the result for the year and anticipate continued profitability in the coming year

#### **Results and dividends**

The profit for the year, after taxation, amounted to £135,751 The directors have not recommended a dividend

#### Financial risk management objectives and policies

The company aims to minimise financial risk in its operations by the identification and mitigation of key risk areas. The key areas of risk identified by the directors are market risk, price risk, credit risk and currency risk.

The measures used by the directors to manage general financial, market and price risks include the preparation of profit and loss budgets and the regular monitoring of actual performance against these budgets

Credit risk, as identified by the directors, arises from the company's trade debtors. In order to manage credit risk the directors set limits for customers and ensure that credit limits are reviewed on a regular basis in conjunction with debt ageing and collection history.

The directors have identified that the company is exposed to translation and transaction foreign exchange risk. The directors use foreign currency forecasts which are regularly monitored to analyse the exposure to foreign currency gains or losses, and identify any necessary actions. Forward and other similar contracts are also used if the directors consider it to be appropriate.

#### **Directors**

The directors who served the company during the year were as follows

Mr D J Walters Mr J S Walters Mr T Sunman Mr J D Walters Miss J McSorley (resigned 30 June 2008) Mr B Crabtree Mr M James

#### **Directors' responsibilities**

The directors are responsible for preparing the Report of the Directors and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice). The financial statements are required by law to give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business

The directors are responsible for keeping proper accounting records that 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 1985. 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.

In so far as the directors are aware

- there is no relevant audit information of which the company's auditor is unaware, and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information

# Stephen Walters & Sons Limited Financial statements for the year ended 31 March 2008

#### **Auditor**

Grant Thornton UK LLP, having offered themselves for reappointment as auditors, shall be deemed to be reappointed for the next financial year in accordance with section 386 of the Companies Act 1985

ON BEHALF OF THE BOARD

Director J D Walters

28 September 2008



# Report of the independent auditor to the members of Stephen Walters & Sons Limited

We have audited the financial statements of Stephen Walters & Sons Limited for the year ended 31 March 2008 which comprise the principal accounting policies, profit and loss account, balance sheet, cash flow statement and notes 1 to 27 These financial statements have been prepared under the accounting policies set out therein

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. 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

The directors' responsibilities for preparing the Report of the Directors and the financial statements in accordance with United Kingdom law and Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the statement of directors' responsibilities

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland)

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the Report of the Directors is consistent with the financial statements.

In addition we report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed

We read the Report of the Directors and consider the implications for our report if we become aware of any apparent misstatements within it

# Report of the independent auditor to the members of Stephen Walters & Sons Limited (continued)

#### **Basis of opinion**

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

#### **Opinion**

In our opinion

- the financial statements give a true and fair view, in accordance with United Kingdom Generally
  Accepted Accounting Practice, of the state of the company's affairs as at 31 March 2008 and of its
  profit for the year then ended,
- the financial statements have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the Report of the Directors is consistent with the financial statements

Count Mornton Ut CLP

GRANT THORNTON UK LLP REGISTERED AUDITORS CHARTERED ACCOUNTANTS

**IPSWICH** 

23 Ochber 2008

# Principal accounting policies

#### **Basis of accounting**

The financial statements have been prepared under the historical cost convention

#### Consolidation

In the opinion of the directors, the company and its subsidiary undertakings comprise a medium-sized group. The company has therefore taken advantage of the exemption provided by Section 248 of the Companies Act 1985 not to prepare group accounts.

#### **Turnover**

The turnover shown in the profit and loss account represents amounts invoiced during the year, exclusive of Value Added Tax Invoices are raised when goods are despatched

#### **Fixed assets**

All fixed assets are initially recorded at cost

#### **Depreciation**

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows

 Plant & Machinery
 - 15 - 33%

 Fixtures & Fittings
 - 20%

 Motor Vehicles
 - 20%

#### Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items

Cost includes amounts incurred in bringing each product to its present location and condition

#### Work in progress

Work in progress is valued on the basis of direct costs plus attributable overheads based on normal level of activity. Provision is made for any foreseeable losses where appropriate. No element of profit is included in the valuation of work in progress.

#### Operating lease agreements

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against profits on a straight line basis over the period of the lease

#### **Pension costs**

#### **Defined contribution scheme**

The pension costs charged against profits represent the amount of contributions payable to the scheme in respect of the accounting period

#### Defined benefit scheme

The company is accounting for the defined benefit scheme as a defined contribution scheme as the employer is unable to identify its share of the underlying assets and liabilities in the scheme on a consistent and reasonable basis

#### **Deferred taxation**

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more tax

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date

#### Financial instruments

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all of its financial liabilities.

Where the contractual obligations of financial instruments (including share capital) are equivalent to a similar debt instrument, those financial instruments are classed as financial liabilities. Financial liabilities are presented as such in the balance sheet. Finance costs and gains or losses relating to financial liabilities are included in the profit and loss account. Finance costs are calculated so as to produce a constant rate of return on the outstanding liability.

Where the contractual terms of share capital do not have any terms meeting the definition of a financial liability then this is classed as an equity instrument. Dividends and distributions relating to equity instruments are debited direct to equity

#### Investments

Shares in the subsidiary undertaking are included at original cost less any amounts written off for permanent diminution in value

Stephen Walters & Sons Limited Financial statements for the year ended 31 March 2008

## Foreign currency transactions

Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transition. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the balance sheet date, except for those assets and liabilities which are covered by forward exchange contracts.

All exchange gains and losses in the normal course of business are taken to the profit and loss account

# Profit and loss account

	Note	2008 £	2007 £
Turnover	1	6,732,992	7,032,228
Cost of sales		3,985,098	4,499,078
Gross profit		2,747,894	2,533,150
Other operating charges Other operating income	2	2,594,131 (9,000)	3,398,559 -
Operating profit/(loss)	3	162,763	(865,409)
Interest receivable Amounts written off investments Interest payable and similar charges	6 7 8	39,325 - (65,646)	82,680 (751) (85,543)
Profit/(loss) on ordinary activities before taxation		136,442	(869,023)
Tax on profit/(loss) on ordinary activities	9	691	(27,247)
Profit/(loss) for the financial year	21	135,751	(841,776)

All of the activities of the company are classed as continuing

The company has no recognised gains or losses other than the results for the year as set out above

# Balance sheet

	Note	2008 £	2007 £
Fixed assets			
Tangible assets	10	917,440	1,031,143
Current assets			<del></del>
Stocks	11	814,773	1,041,480
Debtors	12	2,201,891	2,999,623
Cash at bank and in hand		355,433	605,565
		3,372,097	4,646,668
Creditors: amounts falling due within one year	13	2,093,134	3,577,159
Net current assets		1,278,963	1,069,509
Total assets less current liabilities		2,196,403	2,100,652
Provisions for habilities			
Deferred taxation	15	_	40,000
		2,196,403	2,060,652
Capital and reserves			
Called-up equity share capital	19	32,466	32,466
Other reserves	20	19,558	19,558
Profit and loss account	21	2,144,379	2,008,628
Shareholders' funds	22	2,196,403	2,060,652

These financial statements were approved by the directors and authorised for issue on 28/9/98, and are signed on their behalf by

J D Walters Director

The accompanying accounting policies and notes form part of these financial statements.

# Cash flow statement

	Note	2008 £	2007 £
Net cash inflow/(outflow) from operating activities	23	1,879,367	(2,557,313)
Returns on investments and servicing of finance Interest received Interest paid		39,325 (65,646)	82,680 (85,543)
Net cash outflow from returns on investments and servicing of finance		(26,321)	(2,863)
Taxation		_	192,112
Capital expenditure Payments to acquire tangible fixed assets Receipts from sale of fixed assets		(126,810) (190)	(140,459) 16,851
Net cash outflow from capital expenditure		(127,000)	(123,608)
Increase/(decrease) in cash	24	1,726,046	(2,491,672)

# Notes to the financial statements

#### 1 Turnover

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The turnover and profit before tax are attributable to the one principal activity of the company. An analysis of turnover by geographical market has not been disclosed as the directors consider that such analysis would be seriously prejudicial to the business

## 2 Other operating charges

	2008 £	2007 £
Distribution costs	496,934 2,097,197	696,445 2,702,114
Administrative expenses	2,594,131	3,398,559
Operating profit/(loss)		
Operating profit/(loss) is stated after charging/(crediting)		
	2008	2007
	£	£
Depreciation of owned fixed assets	361,302	381,035
(Loss)/Profit on disposal of fixed assets	190	(16,851)
Auditor's remuneration	12 100	13,000
Audit fees Operating lease costs	13,100	15,000
Other	103,750	103,750

## 4 Directors and employees

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The average number of staff employed by the company during the financial year amounted to

	2008 No	2007 No
Textile operatives Administration	63 51 114	82 49 131
The aggregate payroll costs of the above were		
	2008 £	2007 £
Wages and salaries Social security costs Other pension costs	2,388,395 239,739 148,790	2,763,652 259,803 412,957
	2,776,924	3,436,412
Directors		
Remuneration in respect of directors was as follows		
	2008 £	2007 £
Emoluments receivable Value of company pension contributions	431,620 54,666	449,276 113,703
	486,286	562,979
Emoluments of highest paid director	2008	2007
Total emoluments (excluding pension contributions) Value of company pension contributions	£ 85,932 18,570	£ 86,857 70,000
	104,502	156,857
The number of directors who accrued benefits under company pension schemes was as follows		
•	2008 No	2007 No
Money purchase schemes Defined benefit schemes	<u> </u>	4

(40,000)

691

(27,247)

Origination and reversal of timing differences

Tax on profit/(loss) on ordinary activities

6	Interest receivable		
		2008 £	2007 £
	Bank interest receivable	39,325	82,680
7	Amounts written off investments		
		2008 £	2007 £
	Amount written off investments	_	751
	Amounts written off investments during the year ended 31 March 2007 relates 100% shareholding in the issued share capital of Alipes 82, an unlimited invest current year, this company was dissolved		
8	Interest payable and similar charges		
		2008 £	2007 £
	Interest payable on bank borrowing	65,646	85,543
9	Taxation on ordinary activities		
	(a) Analysis of charge in the year		
		2008 £	2007 £
	Current tax		
	UK Corporation tax based on the results for the year at 30% (2007 - 19%) Over/under provision in prior year	- 40,691	(27,247)
	Total current tax	40,691	(27,247)
	Deferred tax		

## 9 Taxation on ordinary activities (continued)

## (b) Factors affecting current tax charge

The tax assessed on the profit/(loss) on ordinary activities for the year is lower than the standard rate of corporation tax in the UK of 30% (2007 - 19%)

3 2007
£
(869,023)
(165,114)
2 4,536
10,240
(27,247)
9,261
<b>')</b> 18,799
· -
122,278
(27,247)

## 10 Tangible fixed assets

	Plant & Machinery	Fixtures & Fittings	Motor Vehicles	Total
	£	£	£	£
Cost				
At 1 April 2007	4,306,107	1,232,629	109,780	5,648,516
Additions	69,346	57,464	_	126,810
Disposals	_	-	(16,105)	(16,105)
Transfers	1,585,619	115,961	3,948	1,705,528
At 31 March 2008	5,961,072	1,406,054	97,623	7,464,749
Depreciation				
At 1 April 2007	3,676,357	868,930	72,086	4,617,373
Charge for the year	247,076	101,278	12,948	361,302
On disposals		´ <b>-</b>	(16,105)	(16,105)
Transfers	1,465,552	115,239	3,948	1,584,739
At 31 March 2008	5,388,985	1,085,447	72,877	6,547,309
Net book value				
At 31 March 2008	572,087	320,607	24,746	917,440
At 31 March 2007	629,750	363,699	37,694	1,031,143

Assets were transferred from David Walters Fabrics Limited with a net book value of £120,789 during the year

## 11 Stocks

		2008 £	2007 £
	Raw materials Work in progress Finished goods	442,708 134,006 238,059	634,943 155,059 251,478
		814,773	1,041,480
12	Debtors		
		2008 £	2007 £
	Trade debtors Amounts owed by group undertakings Corporation tax repayable Amounts owed to related undertakings Other debtors Prepayments and accrued income	936,128 818,568  10,265 354,031 82,899 2,201,891	994,261 435,974 40,691 1,322,118 206,579 2,999,623
13	Creditors: amounts falling due within one year		
		2008 £	2007 £
	Bank overdrafts Trade creditors Amounts owed to group undertakings Other taxation and social security Other creditors Amounts owed to related undertakings Accruals and deferred income	137,910 242,439 900,405 99,097 465,680 29,540 218,063	2,114,088 115,075 1,121,761 39,894 48,871 14,024 123,446 3,577,159

Included within creditors due within one year is £35,831 (2007 - £36,754) relating to outstanding pension contributions

The bank overdrafts are secured on the assets of the company and also by various cross guarantees (see note 17)

#### 14 Pensions

#### **Defined contribution scheme**

The company operates defined contribution pension schemes The assets of the schemes are administered by trustees in a fund independent from those of the company

The pension cost charge for the year was £148,790 (2007 - £159,293)

#### Defined benefit scheme

In previous years, the company operated a multi employer defined benefit pension scheme providing benefits based on final pensionable pay. The assets of the scheme were administered by trustees in a fund independent from those of the company. The scheme was closed to new members with effect from 1 April 2001.

In accordance with Financial Reporting Standard No 17, the company has accounted for the defined benefit scheme as a defined contribution scheme as the employer is unable to identify its share of the underlying assets and liabilities in the scheme on a consistent and reasonable basis

The pension cost charge for the year was £nil (2007 - £253,664)

During the previous year, deferred annuities were purchased for all remaining members of the pension scheme and winding up of the pension scheme was completed. No further liability has fallen on the company in addition to amounts already accounted for

#### 15 Deferred taxation

The movement in the deferred taxation provision during the year was

	2008 £	2007 £
Provision brought forward Profit and loss account movement arising during the year	40,000 (40,000)	40,000
Provision carried forward		40,000

The provision for deferred taxation consists of the tax effect of timing differences in respect of

2008		2007	
Provided	Unprovided	Provided	Unprovided
£	£	£	£
-	(35,000)	40,000	-
-	(12,000)	-	20,000
-	(126,000)	-	-
	(173,000)	40,000	20,000
	Provided £	Provided Unprovided £  - (35,000) - (12,000) - (126,000)	Provided Unprovided £ £ £ £ £  - (35,000) 40,000 - (12,000) - (126,000)

#### 16 Derivatives

During the year, the company used forward contracts to minimise exposure to foreign currency movements. At 31 March 2008, the fair value loss in relation to this arrangement was £96,622 (2007 - £1,369)

## 17 Contingent liabilities

The company has entered into an unlimited guarantee in connection with overdraft facilities provided to Glemsford Silk Mills Limited, David Walters Fabrics Limited, Spitalfields Fabrics Limited, Walters Trading Company Limited, The Humphries Weaving Company Limited and Spunella Limited

A guarantee has been given in favour of H M Revenue and Customs up to a limit of £50,000 (2007 - £50,000)

## 18 Related party transactions

During the year there were the following transactions with group undertakings and related parties

2008	2007
£	£
Walters Haldings Limited	
Walters Holdings Limited Rent paid 102,000	102,000
David Walters Fabrics Limited	
Sale of goods <b>431,565</b>	210,410
Trade purchases 12,727	131,255
Sale of management services 60,000	60,000
Transfer of plant and machinery 120,789	-
Glemsford Silk Mills Limited	
Sale of goods –	2,886
Trade purchases 840,586	1,478,056
Sale of management services 36,600	36,600
	•
Humphries Weaving Company Limited	
Sale of goods 10,278	_
Sale of management services 7,500	7,726
Rent received 3,000	3,000
Walters Trading Company Limited	
Sale of goods 109,416	76,241
Sale of management services 35,000	_
Sales commission received 35,910	_
Rent received 3,000	_
Spitalfields Fabrics Limited	405.070
Payment of design royalties 61,066	105,270

#### Mr P B Walters

Purchase of consultancy fees 7,475

All of the above transactions were at arms length on normal commercial terms

Mr P B Walters is the father of DJ Walters, a director of the company

At 31 March 2008, the following balances existed with group undertakings and related parties

Walters Holdings Limited Creditor Debtor	(456,178) 527,442	(714,716) 48,400
David Walters Fabrics Limted Creditor	(360,890)	(157,999)
Debtor	60,075	279,895
Glemsford Silk Mills Limited		
Creditor Debtor	(79,640) 132,648	(225,555) 78,241
Walters Trading Company Limited		
Creditor	(3,438)	(22,661)
Debtor	86,870	23,794
Humphries Weaving Company Limited		(0.00)
Creditor	(259)	(830)
Debtor	11,533	5,644
Spitalfields Fabrics Limited		
Creditor	(29,540)	(14,024)
Debtor	10,267	_

Walters Holdings Limited is this company's parent undertaking David Walters Fabrics Limited, Glemsford Silk Mills Limited, The Humphries Weaving Company Limited and Walters Trading Company Limited are fellow subsidiaries Spitalfields Fabrics Limited is a related company due to common control by the Walters family

## 19 Share capital

Authorised	share	capıtal
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	Authorised share capital				
				2008	2007
				£	£
	(2.750 O. h			63,750	63,750
	63,750 Ordinary shares of £1 each 11,250 Preference shares of £1 each			11,250	11,250
	11,250 1 reference offices of £1 enem				
				75,000	75,000
	Allotted, called up and fully paid				
		2000		200	7
		2008 No	£	2007 No	£
	Ordinary shares of £1 each	32,466	32,466	32,466	32,466
20	Other recenter				
20	Other reserves				
				2008	2007
				£	£
	Capital redemption reserve			19,558	19,558
21	Profit and loss account				
				2008	2007
				£	£
	Balance brought forward			2,008,628	2,850,404
	Profit/(loss) for the financial year			135,751	(841,776)
	Balance carried forward			2,144,379	2,008,628
	Datable Carried forward				
22	Reconciliation of movements in sha	reholders' funds			
				2008	2007
				£	£
	Profit/(loss) for the financial year			135,751	(841,776)
	Opening shareholders' funds			2,060,652	2,902,428
	Closing shareholders' funds			2,196,403	2,060,652

# 23 Reconciliation of operating profit/(loss) to net cash inflow/(outflow) from operating activities

		2008 £	2007 £
Operating profit/(loss)		162,763	(865,409)
Depreciation		361,302	387,035
Loss/(profit) on disposal of fixed assets		190	(16,851)
Decrease in stocks		226,707	114,109
Decrease/(increase) in debtors		757,041	(1,066,619)
Increase/(decrease) in creditors		371,364	(1,109,578)
Net cash inflow/(outflow) from operating activities		1,879,367	(2,557,313)
Reconciliation of net cash flow to movement in	net funds		
		2008	2007
		£	£
Increase/(decrease) in cash in the period		1,726,046	(2,491,672)
Net debt at 1 April 2007		(1,508,523)	983,149
Net funds at 31 March 2008		217,523	(1,508,523)
Analysis of changes in net funds			
	At		At
	1 Apr 2007	_	31 Mar 2008
	£	£	£
Net cash			
Cash in hand and at bank	605,565	(250,132)	355,433
Overdrafts	(2,114,088)	1,976,178	(137,910)
	(1,508,523)	1,726,046	217,523
	(1,500,525)	1,720,070	22,,020

## 26 Capital commitments

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The directors have confirmed that there were no capital commitments at 31 March 2008 or 31 March 2007

## 27 Controlling related party

Walters Holdings Limited is this company's parent undertaking. The Walters family is this company's ultimate controlling related party by virtue of its shareholdings in the ultimate parent undertaking Walters Holdings Limited.