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Registered number 146681

#### F.F.ALLSOPP & CO.LIMITED

# DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2007

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#### **COMPANY INFORMATION**

**Directors** R J Loach

G T Hillyard (resigned 29/03/2007) N J Smith (appointed 01/03/2007)

Secretary R J Loach

Company number 146681

Registered office Kensington Works Hallam Fields Road

likeston Derbyshire DE7 4AZ

Auditors PKF (UK) LLP

Regent House Clinton Avenue Nottingham NG5 1AZ

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F.F.ALLSOPP & CO.LIMITED

#### DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2007

The directors present their report and the financial statements for the year ended 31 December 2007

#### Principal activities

The principal activity of the company during the year was that of a bookbinders and print finishers

#### **Directors**

The directors who served during the year were

R J Loach

G T Hillyard (resigned 29/03/2007)

N J Smith (appointed 01/03/2007)

#### Provision of information to auditors

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that

- so far as that director is aware, there is no relevant audit information of which the company's auditors are unaware, and
- each director has taken all the steps that ought to have been taken as a director in order to be aware of
  any information needed by the company's auditors in connection with preparing their report and to
  establish that the company's auditors are aware of that information

The report of the directors has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies

This report was approved by the board on

21 ST AVOUST 2008

and signed on its behalf

R J Loach Secretary

### STATEMENT OF DIRECTORS' RESPONSIBILITIES FOR THE YEAR ENDED 31 DECEMBER 2007

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 have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law) The financial statements are required by law to give a true and fair view of the state of the 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 judgments 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.

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 and other information included in Annual reports may differ from legislation in other jurisdictions.

#### INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF F.F.ALLSOPP & CO LIMITED

We have audited the financial statements of F F Allsopp & Co Limited for the year ended 31 December 2007 which comprise the Profit and loss account, the Balance sheet and the related notes. The 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 auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company 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 auditors

The directors' responsibilities for preparing the annual report and the financial statements in accordance with applicable law and United Kingdom 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 have been properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the directors' report 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 directors' report and consider the implications for our report if we become aware of any apparent misstatements within it

#### Basis of audit 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 judgments 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 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.

#### INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF F F.ALLSOPP & CO.LIMITED

#### 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 December 2007 and of its loss 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 directors' report is consistent with the financial statements

PKF (UK) LLP

Registered auditors

PICCUANS

Nottingham, UK

Date 25 SUTT 09

# PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2007

	Note	2007 £	2006 £
TURNOVER	1,2	1,928,523	2,115,578
Cost of sales		(1,399,608)	(1,365,524)
GROSS PROFIT		528,915	750,054
Selling and distribution costs		(109,800)	(121,437)
Administrative expenses		(869,434)	(626,360)
Release of dilapidation provision		139,708	-
Total administrative expenses		(729,726)	(626,360)
OPERATING (LOSS)/PROFIT	3	(310,611)	2,257
Interest receivable		11,639	16,828
Interest payable		(11,118)	(6,890)
(LOSS)/PROFIT ON ORDINARY ACTIVITIES BEFORE		(240,000)	10.105
TAXATION	-	(310,090)	12,195
Tax on (loss)/profit on ordinary activities	5	38,387	(3,199)
(LOSS)/PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION	13	(271,703)	8,996

The notes on pages 7 to 12 form part of these financial statements

#### BALANCE SHEET AS AT 31 DECEMBER 2007

	Note	3	2007 £	£	2006 £
FIXED ASSETS	11010	~	~	~	~
Tangible fixed assets	6		561,536		422,329
CURRENT ASSETS	-		,		
Stocks		33,174		45,150	
Debtors	7	589,372		504,683	
Cash at bank	,	294		428,803	
	•	622,840	•	978,636	
CREDITORS amounts falling due within					
one year	8	(664,030)		(483,612)	
NET CURRENT (LIABILITIES)/ASSETS	,		(41,190)		495,024
TOTAL ASSETS LESS CURRENT LIABILIT	TES	•	520,346	•	917,353
CREDITORS amounts falling due after more than one year	9		(107,619)		(28,901)
PROVISIONS FOR LIABILITIES					
Deferred tax	10	-		(22,278)	
Other provisions	11	•		(175,190)	
			•		(197,468)
NET ASSETS		•	412,727	,	690,984
		:		:	
CAPITAL AND RESERVES					
Called up share capital	12		7,358		7,358
Profit and loss account	13	_	405,369		683,626
SHAREHOLDERS' FUNDS			412,727		690,984
		•			

The financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and in accordance with the Financial Reporting Standard for Smaller Entities (effective January 2007)

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 2.1 st. Advisor took

R J Loach Director N J Smith Director

The notes on pages 7 to 12 form part of these financial statements

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2007

#### 1. ACCOUNTING POLICIES

#### 1.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective January 2007)

#### 12 Turnover

Turnover comprises the invoiced value of goods and services supplied by the company, net of value added tax and trade discounts

#### 1 3 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost or valuation less depreciation. Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual value, over their expected useful lives on the following bases.

Leasehold property Plant and machinery 10% straight line

7-33% straight line

#### 1 4 Impairment of fixed assets

Tangible fixed assets are reviewed for indications of impairment when events or changes in circumstances indicate that the carrying amount may not be recovered. If there are indications then a test is performed on the asset affected to assess its recoverable amount against carrying value.

An asset impaired is written down to the higher of value in use or its fair value less costs to sell

#### 15 Leasing and hire purchase

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible fixed assets. Assets acquired by finance lease are depreciated over the shorter of the lease term and their useful lives. Assets acquired by hire purchase are depreciated over their useful lives. Finance leases are those where substantially all of the benefits and risks of ownership are assumed by the company. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

#### 1 6 Operating leases

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

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight line basis over the period until the date the rent is expected to be adjusted to the prevailing market rate

#### 1.7 Stocks and work in progress

Stocks are valued at the lower of cost and net realisable value. Cost is determined on a first in first out basis and includes all direct costs incurred and attributable production overheads. Net realisable value is based on estimated selling price allowing for all further costs of completion and disposal.

Work in progress on contracts - amounts recoverable on contracts are valued at anticipated net sales value after provision and contingencies and anticipated future losses on contracts and are included in debtors. Cash received on account of contracts is deducted from amounts recoverable on contracts. Such amounts which have been received and exceed amounts recoverable are included in creditors. Contracts provisions in excess of amounts recoverable are included in trade creditors.

#### F.F.ALLSOPP & CO.LIMITED

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2007

#### 1. ACCOUNTING POLICIES (continued)

#### 1.8 Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation

A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse

Deferred tax assets and liabilities are not discounted

#### 1.9 Government grants

Government grants relating to tangible fixed assets are treated as deferred income and released to the profit and loss account over the expected useful lives of the assets concerned. Other grants are credited to the profit and loss account as the related expenditure is incurred.

#### 1.10 Pensions

The company operates a defined contribution pension scheme and the pension charge represents the amounts payable by the company to the fund in respect of the year

#### 2. TURNOVER

All turnover arose within the United Kingdom

#### 3. OPERATING (LOSS)/PROFIT

The operating (loss)/profit is stated after charging

		2007	2006
		£	£
	Depreciation of tangible fixed assets		
	<ul> <li>owned by the company</li> </ul>	78,823	36,177
	- held under finance leases	46,322	89,664
	Auditors' remuneration	5,850	5,675
	Pension costs	27,914	44,935
	Release of dilapidation provision	(139,708)	-
4.	DIRECTORS' REMUNERATION		
		2007	2006
		£	2000 £
		<del></del>	
	Aggregate emoluments	117,986	146,256

During the year retirement benefits were accruing to 1 director (2006 - 2) in respect of money purchase pension schemes

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2007

J.	TAXATION			
			2007	2006
	A shows of Assaction delite have to the same		£	£
	Analysis of tax (credit)/charge in the year			
	Current tax (see note below)			
	UK corporation tax (credit)/charge on (loss)/profit for the year Adjustments in respect of prior periods		(15,911) -	15,910 11
	Total current tax		(15,911)	15,921
	Deferred tax (see note 10)			
	Origination and reversal of timing differences		(22,476)	(12,722)
	Tax on (loss)/profit on ordinary activities		(38,387)	3,199
6	TANGIBLE FIXED ASSETS			
•	TANGISEE TIMES AGGETG	Lanabald	Dientend	
		Leasehold property	Plant and machinery	Total
		£ Property	£	£
	Cost	_		
	At 1 January 2007	23,238	2,022,907	2,046,145
	Additions	324,019	133,012	457,031
	Disposals	•	(115,826)	(115,826)
	At 31 December 2007	347,257	2,040,093	2,387,350
	Depreciation			
	At 1 January 2007	-	1,623,816	1,623,816
	Charge for the year	12,184	112,961	125,145
	On disposals	-	(104,459)	(104,459)
	Impairment charge	167,536	13,776	181,312
	At 31 December 2007	179,720	1,646,094	1,825,814
	Net book value			
	At 31 December 2007	167,537	393,999	561,536
	At 31 December 2006	23,238	399,091	422,329
	The net book value of assets held under finance leases or has follows	ure purchase	contracts, include	ed above, are
			2007	2006
	Direct and acceleration		3	3
	Plant and machinery		86,000	312,675

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2007

7	DEBTORS		
		2007	2006
		3	£
	Trade debtors Other debtors	506,503 82,671	456,900 47,783
	Deferred tax asset (see note 10)	198	47,703
		589,372	504,683
•	anenitana		
8	CREDITORS: Amounts falling due within one year		
		2007	2006
		£	£
	Bank loans and overdrafts	171,389	-
	Net obligations under finance leases and hire purchase contracts Trade creditors	30,431	56,608
	Amounts owed to group undertakings	201,997 368	136,811 368
	Corporation tax	-	15,910
	Social security and other taxes	41,337	52,826
	Other creditors	218,508	221,089
		664,030	483,612
9	Finance leases and hire purchase contracts are secured on the assets of CREDITORS  Amounts falling due after more than one year	concerned	
	Amounts faming due after more than one year		
		2007 £	2006 £
	Bank loans	73,445	2
	Net obligations under finance leases and hire purchase contracts	34,174	28,901
		107,619	28,901
	The bank loan outstanding is secured on the assets of the company		
10	DEFERRED TAXATION		
		2007	2006
		£	£
	At 1 January 2007	(22,278)	35,000
	Released during the year	22,476	12,722
	At 31 December 2007	198	(22,278)
	·		

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2007

#### 10. DEFERRED TAXATION (continued)

The deferred taxation balance is made up as follo
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	2007 £	2006 £
Accelerated capital allowances Tax losses carried forward	30,064 (30,262)	22,278 -
	(198)	22,278

#### 11 OTHER PROVISIONS

	Ľ.
At 1 January 2007	175,190
Reclassified within accruals	(35,482)
Released during the year	(139,708)
At 31 December 2007	•

#### 12 SHARE CAPITAL

	2007 £	2006 £
Authorised, allotted, called up and fully paid		
7,214 (2006 - 7,200) Ordinary shares of 1p each	72	72
728,614 (2006 - 728,600) Deferred Ordinary shares of 1p each	7,286	7,286
	<del></del> .	
	7,358	7,358

The deferred ordinary shares rank below ordinary shares and carry no voting or dividend rights

#### 13 RESERVES

	Profit and loss account £
At 1 January 2007 Loss for the year Dividends Equity capital	683,626 (271,703) (6,554)
At 31 December 2007	405,369

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2007

#### 14. DIVIDENDS

	2007 £	2006 £
Dividends paid on equity capital	6,554	37,988

#### 15 OPERATING LEASE COMMITMENTS

At 31 December 2007 the company had annual commitments under non-cancellable operating leases as follows

	2007 £	2006 £
Expiry date		
Within 1 year	-	32,400
After more than 5 years	60,000	20,000
·		

#### 16. RELATED PARTY TRANSACTIONS

Included within other creditors is an amount of £368 (2006 - £368) due to Tempmark Limited, the company's ultimate parent company

#### 17 CONTROLLING PARTY

The company is controlled by Tempmark Limited In the opinion of the directors this is the company's ultimate parent company. Tempmark Limited is ultimately controlled by R J Loach