# **DIRECTORS' REPORT AND FINANCIAL STATEMENTS**

for the year ended 30 SEPTEMBER 2007

Company Registration Number: 587618

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## **DIRECTORS**

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C J Miller G M Parkin A Baggley

## **SECRETARY**

G M Parkin

## **REGISTERED OFFICE**

The Roundhouse Wellington Road Leeds LS12 1DR

## **AUDITORS**

Fullertons
Chartered Accountants
Westbourne House
60 Bagley Lane
Farsley
Leeds
LS28 5LY

Notice is given that the Annual General Meeting of the company will be held at the Registered Office of the company on 18 June 2008 at 10 00 am for the following purposes

То	receive and adopt the directors' report and statement of financial statements for
	the year ended 30 September 2007 together with the report of the auditors

To	annrove	directors!	emoluments
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To	approve a dividend
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То	re-appoint	Fullertons	as	auditors	and	to	authorise	the	directors	to	fix	their
	remunerati	on for the e	nsu	ing year								

A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote in his stead. A proxy need not be a member of the company

By order of the board

**GRAHAM PARKIN** 

Secretary

The Roundhouse Wellington Road Leeds LS12 1DR

21 May 2008

THIS PAGE DOES NOT FORM PART OF THE STATUTORY ACCOUNTS

#### **DIRECTORS' REPORT**

The directors present their report and financial statements for the year ended 30 September 2007

### PRINCIPAL ACTIVITIES

The principal activity of the company is that of vehicle hirers The company trades under the names of "Leeds Commercial", "Transhire", "South Yorkshire Commercials", "Leeds Commercial Sales", "LC Vehicle Hire" and "LC Vehicle Sales"

## MANAGING DIRECTOR'S REVIEW OF THE YEAR (2006/2007)

#### Review of the Year's Operations

The company has continued to maintain five main operating depots Leeds, Bradford, Barnsley, Sherburn and Manchester All depots have been fully operational during the year and have contributed positively to the year's result. The company has taken the opportunity to purchase the leasehold of a depot and its facilities and are currently undergoing development.

#### **Description of Principle Risks**

The commercial vehicle hire market was as competitive as ever, but current indications are that rates have stabilised and will remain so during the current year. Profits achieved from vehicle disposals continue to follow the market trend

#### Turnover & Profit

Turnover, for the first time, was just over £19 million largely as a result of the growth in the fleet and tight control of vehicle utilisation. This is an increase of over 6% on the previous year's result

Further single digit growth is expected to continue during the coming year

After tax profits increased to £859,221 due to the effect of profits from vehicle disposals. The current year is expected to show a similar result

#### Fleet Portfolio

The company continues to invest heavily in the upgrading of our rental fleet particularly in view of the control of emissions regulations currently being introduced in to the commercial vehicle market. The year end fleet size is over 1500 commercial vehicles, representing and annual increase of just under 10%

Demand for our vehicles is strong and we expect to see further moderate growth

#### Threats to Business

The company's customer base is mainly Mid Cap 250 and is dependant upon the level of construction activity. There are signs that demand is increasing due to the works in the London area and in the North West. Other markets include local authorities and sub-contract based companies and are expected to remain constant during the next year.

## **DIRECTORS' REPORT**

# <u>DEVELOPMENTS DURING THE YEAR AND THE COMPANY'S POSITION AT</u> 30 SEPTEMBER 2007

The results for the year are set out on page 6 and the directors consider the results to be satisfactory and are looking forward to the future with confidence

## **DIVIDENDS**

Payment of a dividend of £50 52 (2006 £Nil) per share was paid for the year ended 30 September 2007 Retained profits of £739,221 will be added to reserves

### **FIXED ASSETS**

Changes in fixed assets are set out in note 6 to the accounts on page 12

#### **DIRECTORS**

The members of the board during the year were as follows

C J Miller

G M Parkın

A Baggley

D C Miller (resigned 19 March 2008)

### **AUDITORS**

Fullertons have expressed their willingness to continue in office, and in accordance with Section 385 of the Companies Act 1985, a resolution will be put to the Annual General Meeting re-appointing Fullertons as auditors to the company

#### STATEMENT OF DIRECTORS RESPONSIBILITIES

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company as at the end of the financial year and of the profit or loss of the company for that period In preparing those financial statements, the directors are required to

Select suitable accounting policies and then apply them consistently;

Make judgements and estimates that are reasonable and prudent,

State whether applicable accounting standards have been followed subject to any material departures disclosed and explained in the financial statements

Prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business

## **DIRECTORS' REPORT (Continued)**

### STATEMENT OF DIRECTORS RESPONSIBILITIES (continued)

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to 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 the case of each of the persons who are directors at the time when the directors report is approved

So far as the 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 he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information

This report was approved by the board of directors on 21 May 2008 and signed on its behalf

**GRAHAM PARKIN** 

Secretary

The Roundhouse Wellington Road LEEDS LS12 1DR

### INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF

## **LEEDS COMMERCIAL LIMITED**

We have audited the financial statements of Leeds Commercial Limited for the year ended 30 September 2007 on pages 7 to 18 These financial statements have been prepared under the historical cost convention as modified by the revaluation of freehold land and buildings and the accounting policies set out on pages 11 and 12

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 Auditors

The directors' responsibilities for preparing the Annual Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards are set out in the Statement of Directors' Responsibilities on pages 4 and 5

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK & 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 if, in our opinion, the Directors' Report is not consistent with the financial statements, if 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 transactions with the company 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 & 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 30 September 2007 and of its profit for the year then ended and 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

**FULLERTONS** 

Chartered Accountants Registered Auditor Westbourne House 60 Bagley Lane Farsley Leeds LS28 5LY

21 May 2008

## PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30 SEPTEMBER 2007

	Notes	2007 £	2006 £
Turnover	1	19,173,710	17,969,506
Staff costs Depreciation Other operating charges	19 6	(3,032,482) (8,719,726) (6,363,241)  (18,115,449)	(7,808,963) (6,233,779)  (16,745,564)
Operating profit Profit on disposal of fixed assets	2	1,481,605	
Profit before interest		2,539,866	
Interest payable and similar charges Interest receivable	3	(1,329,093) 27,384	26,443
Profit on ordinary activities before taxation		1,238,157	
Taxation on profit on ordinary activities	4	(378,936)	(255,000)
Profit on ordinary activities after taxation		859,221	603,473
Dividend	5	(120,000)	
Amount transferred to reserves	16		603,473

None of the company's activities were acquired or discontinued during the year and there were no recognised gains or losses for 2007 or 2006 other than those included in the profit and loss account

The notes on pages 11 to 18 form part of the financial statements

## **BALANCE SHEET AT 30 SEPTEMBER 2007**

	Notes	2007 £	2006 £
FIXED ASSETS			
Tangible assets	6	28,310,626	24,554,691
Investments	7	-	60,530
		28,310,626	24,615,221
CURRENT ASSETS			
Stocks	8	126,270	
Debtors	9		4,089,321
Cash at bank and in hand		511,062	
			4,683,625
CREDITORS (amounts falling due			
within one year)	10	(12,577,903)	(11,156,891)
NET CURRENT LIABILITIES		(7,787,953)	(6,473,266)
TOTAL ASSETS LESS CURRENT			
LIABILITIES		20,522,673	18,141,955
CREDITORS (amounts falling due			
after more than one year)	11	(14,095,318)	(12,064,348)
PROVISIONS FOR LIABILITIES			
AND CHARGES	14		(271,317)
NET ASSETS		5,945,511 =======	5,806,290
CAPITAL AND RESERVES			
Called up share capital	15	2,025	2,375
Capital redemption reserve		2,975	2,625
Profit and loss account	16	5,940,511	5,801,290
SHAREHOLDERS' FUNDS	17	5,945,511	5,806,290
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All share capital relates to equity interests

The financial statements were approved by the board of directors on 21 May 2008 and signed on its behalf

**CHRISTOPHER JOHN MILLER** 

Director

The notes on pages 11 to 18 form part of the financial statements

# CASH FLOW STATEMENT FOR THE YEAR ENDED 30 SEPTEMBER 2007

	Notes	£	2007 £	£	2006 £
Net cash inflow from operating activities	A		10,046,608		8,810,048
Returns on investments and servicing of finance					
Interest paid less received Dividends paid		(1,301,709) (120,000)		(1,123,685) (120,000)	
Net cash outflow from returns on investments and servicing of finance	ce		(1,421,709)		(1,243,685)
Taxation					
Corporation tax (paid)		(222,107)		(207,937)	
Tax paid			(222,107)		(207,937)
Investing activities					
Purchase of own shares Payments to acquire assets Receipts from sales of assets Disposal of investment property		(600,000) (16,285,579) 5,291,523 60,530		(12,888,009) 3,424,374 	
Net cash outflow from investing activities			(11,533,526)		(9,463,635)
Net cash (outflow) before financing	C		(3,130,734)		(2,105,209)
Financing					
New hire purchase agreements New loan finance		11,426,344 400,000		10,468,656	
Capital element of hire purchase and loan repayments		(8,658,659)		(8,855,997)	
Net cash inflow/(outflow) from Financing			3,167,685		1,612,659
Increase/(decrease) in cash and cash equivalent assets	В,С		36,951		(492,550)

The notes on page 10 form part of this cash flow statement

## NOTES TO THE CASH FLOW STATEMENT

# A) RECONCILIATION OF OPERATING PROFIT TO NET CASH INFLOW FROM OPERATING ACTIVITIES

	2007 £	2006 £
Operating profit	1,058,261	1,223,942
Depreciation charges	8,719,726	7,808,963
Decrease/(increase) in stocks	(6,077)	21,951
(Increase) in debtors	(63,297)	(574,951)
Increase in creditors	337,995	330,143
	10,046,608	8,810,048

## B) ANALYSIS OF CHANGES IN CASH AND IN NET DEBT

	Balance 1 October 2006	Cash flows	Other changes 3	Balance 0 September 2007
	£	£	£	£
Cash in hand	474,111	36,951	-	511,062
Bank overdraft	-	-	-	-
	474,111	36,951	-	511,062
Debt due within one year	(8,728,245)	2,707,295	(3,844,010)	(9,864,960)
Debt due after one year	(12,064,348)	5,951,364	(7,982,334)	(14,095,318)
	(20,318,482)	8,695,610	(11,826,344)	(23,449,216)
	(20,510,402)	=======	(11,020,344)	(23,773,210)

## C) RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET DEBT

	2007 £	2006 £
Increase/(decrease) in cash in the period	36,951	(492,550)
New hire purchase agreements	(11,426,344)	(10,468,656)
New loan finance	(400,000)	_
Cash paid in repaying finance leases and loans	8,658,659	8,855,997
Change in net debt	(3,130,734)	(2,105,209)
Net debt at 1 October 2006	(20,318,482)	(18,213,273)
Net debt at 30 September 2007	(23,449,216)	(20,318,482)

## NOTES TO THE FINANCIAL STATEMENTS

### 1 ACCOUNTING POLICIES

## Basis of preparation of financial statements

These financial statements are prepared under the historical cost convention as modified by the revaluation of freehold land and buildings and in accordance with applicable accounting standards

#### **Turnover**

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

#### Tangible fixed assets and depreciation

Fixed assets are stated at cost less depreciation calculated at rates estimated to write off the assets over their expected useful lives The rates of depreciation applied are

Vehicles 25% per annum reducing balance basis Equipment and fittings 25% per annum reducing balance basis Freehold land and buildings 2% per annum straight line basis

#### Leasing and hire purchase contracts

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible fixed assets Assets acquired under finance leases are depreciated over the shorter of the lease term and their useful lives. Assets acquired under hire purchase contracts 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. Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged to profit and loss account as incurred.

#### Stocks

Stocks, comprising vehicles for resale and vehicle spares, are valued at the lower of purchase invoice cost and net realisable value

#### Pension scheme

The company operates a defined contribution scheme on behalf of its employees. Employees are not required to join the scheme, but where they do, the company makes a contribution on their behalf when employees contribute above certain limits. Certain directors are members of a non-contributory pension scheme, the assets of which are held separately from the company

## **NOTES TO THE FINANCIAL STATEMENTS**

## 1 ACCOUNTING POLICIES (continued)

#### **Deferred taxation**

The charge for taxation takes into account taxation deferred as a result of timing differences between the treatment of certain items for taxation and accounting purposes. In general, deferred taxation is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date. However, deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted. In accordance with FRS19, deferred tax is not recognised on revaluation gains. Deferred taxation is measured on a non-discounted basis at the tax rates that are expected to apply in the period in which the timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date

## 2 OPERATING PROFIT

	2007 £	2006 £
The operating profit on ordinary activities is		
stated after charging		
Auditors' remuneration	13,995	13,750
Depreciation of		
- Owned assets	1,424,155	1,377,947
- Assets held under finance leases		
and hire purchase contracts	7,295,571	6,431,016
Operating lease rentals		
- Hire of vehicles	197,801	235,396
- Other	250,289	248,483
	======	=======

#### 3 INTEREST PAYABLE AND SIMILAR CHARGES

	2007 £	2006 £
On bank overdraft and loan On hire purchase obligations	56,951 1,272,142	64,786 1,085,342
	1 222 222	1.150.100
	1,329,093 <del></del>	1,150,128 ======

## NOTES TO THE FINANCIAL STATEMENTS

4	<u>TAXATION</u>			2007 £	2006 £	
	Current year taxation Transfer from deferred tax	ation (note 14)		168,409 210,527	215,162 39,838	
				378,936	255,000	
	Reconciliation of tax charg	ge			<del></del>	
	Corporation tax at 30% on Effect of marginal rate red Effect of capital allowance Effect of other adjustments Effect of capital disposals	uctions es movement	it	371,447 (23,505) (193,621) 21,618 (7,530)	257,542 (19,720) (33,895) 11,235	
	Current year taxation			168,409	215,162	
	Full provision is made for	deferred taxatıor	n as shown in note	: 15		
5	DIVIDENDS			2007 £	2006 £	
	At £50 53 (2006 £nil) per	share		120,000	-	
6	TANGIBLE FIXED ASS	Leasehold land	Freehold land and buildings £	Equipment and fittings	Vehicles £	Total £
	Cost	£	£	T.	æ.	*
	At 1 October 2006	_	1,471,577	461,302	42,319,516	44,252,395
	Additions	794,801	, , , <u>-</u>	83,607	15,407,171	16,285,579
	Disposals	´-	-	-	(8,924,160)	(8,924,160)
	At 30 September 2007	794,801		544,909	48,802,527	51,613,814
	Depreciation					
	At 1 October 2006	-	76,244	271,702	19,349,758	19,697,704
	Provision for the year	4,141	29,431	60,325	8,625,829	8,719,726
	Disposals	<b>-</b>	· -	-	(5,114,242)	(5,114,242)
	At 30 September 2007	4,141	105,675	332,027	22,861,345	23,303,188
	Net book value at					
	30 September 2007	790,660	1,365,902	212,882 	25,941,182 	28,310,626 —————
	Net book value at 30 September 2006	-	1,395,333	189,600 ======	22,969,758	24,554,691

The net book value of vehicles includes £21,668,717 (2006 £19,084,377) of assets held under finance leases and hire purchase contracts

## **NOTES TO THE FINANCIAL STATEMENTS**

## 7 <u>INVESTMENTS</u>

		2007 £	2006 £
	Freehold property at cost	-	60,530
8	STOCKS	2007 £	2006 £
	Stock of vehicles for resale Consumable spares	- 126,270	3,500 116,693
		126,270	120,193
9	<u>DEBTORS</u>	2007 £	2006 £
	Trade debtors Other debtors Prepayments and accrued income	3,764,839 26,528 361,251	3,703,359 43,723 342,239
		4,152,618	4,089,321 =======
10	CREDITORS (amounts falling due within one year)	2007 £	2006 £
	Bank loans and overdrafts (note 12)	129,279	94,050
	Obligations under finance leases and hire purchase contracts (note 13) Trade creditors Other creditors Other taxes and social security Accruals and deferred income Corporation tax	9,735,681 1,736,746 78,470 176,530 559,064 162,133	8,634,195 1,178,713 95,569 409,165 529,368 215,831
		12,577,903	11,156,891

The bank borrowings are secured by means of a debenture over the company's assets, including first legal charges over the freehold and leasehold properties, but excluding vehicles

## **NOTES TO THE FINANCIAL STATEMENTS**

## 11 CREDITORS (amounts falling due after more than one year)

		2007 £	2006 £
	Bank loan (note 12)	1,041,197	766,852
	Obligations under finance leases and hire purchase contracts (note 13)	13,054,121	11,297,496
		14,095,318	12,064,348
12	BANK LOAN		
		2007	2006
		£	£
	The bank loan is repayable		
	Within one year	129,279	94,050
	Between one and two years	142,548	102,150
	Between two and five years	467,451	312,150
	Over five years	431,198	352,552
		1,170,476	860,902
		=======	

The company has bank mortgages repayable by instalments at an interest rate of 1 5% above bank base rates. The loans mature in 2013 and 2017 respectively

## 13 <u>HIRE PURCHASE CONTRACTS</u>

The maturity of these amounts is as follows		
	2007	2006
	£	£
Within one year	9,837,699	8,715,096
Within two to five years	13,156,138	11,378,397
	22,993,837	20,093,493
Less Finance charges allocated to future periods	204,035	161,802
	22,789,802	19,931,691
	========	======
Finance leases and hire purchase contracts are analyse	d as follows	
Current obligations	9,735,681	8,634,195
Non-current obligations	13,054,121	11,297,496
	22,789,802	19,931,691

All hire purchase obligations mature between two and five years and are secured on the assets to which they relate Most hire purchase contracts are subject to variable rates of interest

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# NOTES TO THE FINANCIAL STATEMENTS

# 14 PROVISIONS FOR LIABILITIES AND CHARGES

		2007 £
Deferred taxation:		
At 1 October 2006 Transfer to profit and loss account		271,317 210,527
At 30 September 2007		481,844
The provision of deferred taxation is made	up as follows:	
	Pro	ovided
	2007 £	2006 £
Accelerated capital allowances Current year taxation	481,844 -	271,317 -
	481,844	271,317
CALLED UP SHARE CAPITAL		
	2007 £	2006 £
Allotted and fully paid Ordinary shares of £1 each	2,025 ======	2,375
Authorised Ordinary shares of £1 each	10,000	10,000
DDOELT AND LOSS ACCOUNT		
PROFIT AND LOSS ACCOUNT		2007 £
At 1 October 2006 Retained profit for the year Purchase of own shares		5,801,290 739,221 (600,000)
At 30 September 2007		5,940,511

# NOTES TO THE FINANCIAL STATEMENTS

## 17 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

		2007 £	2006 £
	Profit for the financial year Dividends Purchase of own shares	859,221 (120,000) (600,000)	603,473
	Net additions to shareholders' funds Opening shareholders' funds	139,221 5,806,290	-
	Closing shareholders' funds	5,945,511 ======	5,806,290
18	DIRECTORS' EMOLUMENTS	2007 £	2006 £
	Management emoluments Pension contributions	392,557	344,208 34,000
		392,557 ======	378,208
	Highest paid director (excluding pension contributions)	231,658 ======	217,067

## 19 PARTICULARS OF EMPLOYEES

The average number of persons (including directors) employed by the company during the year was

		2007	2006
Category	Directors	4	4
	Office staff	13	12
	Sales	13	13
	Mechanics	71	70
		101	99
		=====	
Their tota	al remuneration was:		
		2007	2006
		£	£
Wages and	d salaries	2,669,029	2,327,361
•	urity costs	291,229	284,413
Other pen		72,224	91,048
•			
		3,032,482	2,702,822

## **NOTES TO THE FINANCIAL STATEMENTS**

## 20 <u>CAPITAL COMMITMENTS</u>

At the year end the company had capital commitments not provided for in these accounts as follows

	2007 £	2006 £
Contracted for but not provided for in these accounts	1,670,148	2,011,599

## 21 <u>OTHER COMMITMENTS</u>

At 30 September 2007 the company had the following annual commitments under non-cancellable operating leases as follows

	Land and buildings		Other	
Expiry date:	2007 £	2006 £	2007 £	2006 £
Within one year	10,000	10,000	136,121	160,297
Between two and five years	-	-	99,522	62,944
After more than five years	240,750	240,750	-	-
				=====

## 22 RELATED PARTIES - Transactions Involving Directors

Included in other creditors (note 10) are loans due to certain directors, analysed as follows

	2007 £	2006 £
C J Miller	21,654 ======	9,120