Directors' Report and Financial Statements

for the Year Ended 30 September 2012

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Fullertons Accountants
Chartered Accountants & Registered Auditors
Westbourne House
60 Bagley Lane
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Leeds
West Yorkshire
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Leeds Commercial Limited Company Information

Directors

Mr C J Mıller Mr P J Graham Mr P R Bumford Mr A Baggley

Registered office

The Roundhouse Wellington Road

Leeds

West Yorkshire LS12 1DR

Auditors

Fullertons Accountants

Chartered Accountants & Registered Auditors

Westbourne House 60 Bagley Lane

Farsley Leeds

West Yorkshire LS28 5LY

Leeds Commercial Limited Directors' Report for the Year Ended 30 September 2012

The directors present their report and the financial statements for the year ended 30 September 2012

Directors of the company

The directors who held office during the year were as follows

Mr C J Miller

Mr P J Graham

Mr P R Bumford

Mr A Baggley

Principal activity

The principal activity of the company is vehicle hire

Business review

Fair review of the business

The company has continued to maintain five operating depots Leeds, Bradford, Barnsley, Sherburn and Manchester All depots have been fully operational during the year and have contributed positively to the result for the year As expected turnover increased due to the rise in the size of the fleet and the improvement in utilisation levels. This has resulted in a 9% increase on the previous year's figure. Profit before tax increased to £1,740,796 due to the effect of reduced costs, increased turnover and improved profits from vehicle disposals measures to cut costs and dispose of surplus vehicles have continued during the year. These will continue to be reviewed and challenged in the following year for further savings.

The current year is expected to show a further increase to the year's results due to continuing efforts on reducing costs and improvements in utilisation

The company will continue to invest only where necessary to maintain its rental fleet

The company's key financial and other performance indicators during the year were as follows

	Unit	2012	2011
Turnover growth	%	9	19
Gross profit margin	%	26	25

Principal risks and uncertainties

The commercial vehicle hire market continues to suffer from the downturn with many major works projects being delayed since the year end. Current indications are that rates will remain under pressure for at least the next twelve months. We anticipate that 2013 will be a difficult trading year but profits achieved from vehicle disposals will be at a similar level to last year.

The company's customer base is changing to be more widely spread and whilst still construction industry based we are now better positioned to gain from any upturn in the general economy. Competition for business will be fierce during the next year, cost control and cash flow management are the main issues facing the company as we act to counter the effect of any bad debts and the continuing economic uncertainty. Turnover for 2013 is expected to show a modest increase.

Leeds Commercial Limited Directors' Report for the Year Ended 30 September 2012

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Financial instruments

Objectives and policies

The business' principal financial instruments comprise bank balances trade debtors, trade creditors, loans to the company and finance lease agreements. The main purpose of these instruments is to finance the buisness operations.

Price risk, credit risk, liquidity risk and cash flow risk

In respect of bank balances the liquidity risk is managed by maintaining a balance between the continuity of funding and flexibility through the use of overdrafts at floating rates of interest. All the business' cash balances are held in such a way that achieves a competitive rate of interest. The business makes use of money market facilities where funds are available.

Trade debtors are managed in respect of credit and cash flow risk by policies concerning the credit offered to customers and the regular monitoring of amounts outstanding for both time and credit limits. The amounts presented in the balance sheet are net of allowances for doubtful debtors.

Trade creditors' liquidity risk is managed by ensuring sufficient funds are available to meet amounts due and comply with agreed payment terms

Loans comprise of funds from various institutions. The interest rate and monthly repayments on the loans from these institutions are variable. The business manages the liquidity risk by ensuring that there are sufficient funds to meet the repayments as they fall due.

The business is a lessee in respect of finance leased assets. The liquidity risk in respect of these is manged by ensuring there are sufficient funds to meet the repayments as they fall due.

Important post balance sheet events

The company has now opened a small branch in Bristol to service a major new account. This is expected to increase turnover and costs in the short term

Disclosure of information to the auditors

Each director has taken steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information. The directors confirm that there is no relevant information that they know of and which they know the auditors are unaware of

Approved by the Board on 24 May 2013 and signed on its behalf by

Mr C J Miller Director

Leeds Commercial Limited Statement of Directors' Responsibilities

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to

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

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Independent Auditor's Report to the Members of Leeds Commercial Limited

We have audited the financial statements of Leeds Commercial Limited for the year ended 30 September 2012 set out on pages 7 to 20. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice)

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 Statement of Directors' Responsibilities (set out on page 4), 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 (APB 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 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 Directors' 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 the financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 30 September 2012 and of its profit for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice,
 and
- 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

Independent Auditor's Report to the Members of Leeds Commercial Limited

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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, or returns adequate for our audit have not been received from branches not visited by us or
- · the 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

John Fullerton Msc FCA (Senior Statutory Auditor)

For and on behalf of Fullertons Accountants, Statutory Auditor

Westbourne House 60 Bagley Lane Farsley Leeds West Yorkshire LS28 5LY

24 May 2013

Leeds Commercial Limited Profit and Loss Account for the Year Ended 30 September 2012

	Note	2012 £	2011 £
Γurnover		22 435,538	20 639,186
Cost of sales		(16,589,744)	(15 377,204)
Gross profit		5 845 794	5 261,982
Administrative expenses		(3,248,364)	(3,086,756)
Other operating income		103,513	121,838
Operating profit	2	2,700,943	2,297,064
Other interest receivable and similar income	5	7,171	18 882
Interest payable and similar charges	6	(967,318)	(730,889)
Profit on ordinary activities before taxation		1,740,796	1,585,057
Tax on profit on ordinary activities	7	(367,120)	(432,572)
Profit for the financial year	16	1,373,676	1,152,485

Turnover and operating profit derive wholly from continuing operations

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

(Registration number: 587618)

Balance Sheet at 30 September 2012

	Note	2012 £	2011 £
Fixed assets			
Tangible fixed assets	8	38,215,608	30,901 612
Current assets			
Stocks	9	104,026	93,174
Debtors	10	4,781,496	4,173,598
Cash at bank and in hand		2,043,382	1,197,590
		6,928,904	5,464,362
Creditors Amounts falling due within one year	11	(15,814,092)	(13,092,150)
Net current liabilities		(8,885,188)	(7,627,788)
Total assets less current liabilities		29,330,420	23,273,824
Creditors Amounts falling due after more than one year	12	(19,661,121)	(14,978,201)
Provisions for liabilities	13	(36,572)	(36,572)
Net assets		9,632,727	8,259,051
Capital and reserves			
Called up share capital	14	255,150	255,150
Other reserves	16	2,975	2,975
Profit and loss account	16	9,374,602	8,000,926
Shareholders' funds	17	9,632,727	8,259,051

Approved by the Board on 24 May 2013 and signed on its behalf by

Mr C J Miller Director

Leeds Commercial Limited Cash Flow Statement for the Year Ended 30 September 2012

Reconciliation of operating profit to net cash flow from operating activities

	2012 £	2011 £
Operating profit	2 700 943	2 297 064
Depreciation, amortisation and impairment charges	9,904,783	8,640,541
Profit on disposal of fixed assets	(1,896,962)	(1,455,118)
(Increase)/decrease in stocks	(10,852)	65,401
Increase in debtors	(607,898)	(370,465)
Increase in creditors	1,101,478	809,540
Net cash inflow from operating activities	11,191,492	9,986,963
Cash flow statement		
	2012 £	2011 £
Net cash inflow from operating activities	11,191,492	9,986,963
Returns on investments and servicing of finance		
Interest received	7,171	18,882
HP and finance lease interest	(921,965)	(717,307)
Interest paid	(45,353)	(13,582)
	(960,147)	(712,007)
Taxation paid	(390,442)	(495,223)
Capital expenditure and financial investment		
Purchase of tangible fixed assets	(20,480,235)	(16,188,085)
Sale of tangible fixed assets	5,158,415	4,662,841
	(15,321,820)	(11,525,244)
Equity dividends paid		(137,781)
Net cash outflow before management of liquid resources and financing	(5 480 917)	(2 883 292)
Financing		
Repayment of loans and borrowings	(176 506)	(185,240)
Repayment of capital element of finance leases and HP contracts	6 601 507	3,666 360
	6,425,001	3,481,120
Increase in cash	944,084	597 828

Leeds Commercial Limited Cash Flow Statement for the Year Ended 30 September 2012

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Reconciliation of net cash flow to movement in net debt

	Note	2012 £	2011 £
Increase in cash		944,087	597,828
Cash outflow from repayment of loans		176,506	185,240
Cash outflow from repayment of capital element of finance leases and hire purchase contracts		(6,601,507)	(3,666,360)
Change in net debt resulting from cash flows	20	(5,480,914)	(2,883,292)
Movement in net debt	20	(5,480,914)	(2,883,292)
Net debt at 1 October	20	(23,237,822)	(20,354,530)
Net debt at 30 September	20	(28,718,736)	(23,237,822)

Notes to the Financial Statements for the Year Ended 30 September 2012

1 Accounting policies

Basis of preparation

The financial statements have been prepared under the historical cost convention

Turnover

Turnover represents amounts chargeable, net of value added tax, in respect of the sale of goods and services to customers

Depreciation

Depreciation is provided on tangible fixed assets so as to write off the cost or valuation, less any estimated residual value, over their expected useful economic life as follows

Asset class

Land and buildings Motor vehicles Fixtures and fittings

Depreciation method and rate

2% straight line basis 20% to 25% reducing balance basis 25% reducing balance basis

Stock

Stock is valued at the lower of cost and net realisable value, after due regard for obsolete and slow moving stocks. Net realisable value is based on selling price less anticipated costs to completion and selling costs.

Deferred tax

Deferred tax is recognised, without discounting, in respect of all timing differences between the treatment of certain items for taxation and accounting purposes, which have arisen but not reversed by the balance sheet date, except as required by FRS19

Deferred tax is measured at the rates that are expected to apply in the periods when the timing differences are expected to reverse based on the tax rates and law enacted at the balance sheet date

Hire purchase and leasing

Rentals payable under operating leases are charged in the profit and loss account on a straight line basis over the lease term

Assets held under finance leases, which are leases where substantially all the risks and rewards of ownership of the asset have passed to the company are capitalised in the balance sheet as tangible fixed assets and are depreciated over the shorter of the lease term and their useful lives. The capital elements of future obligations under the leases are included as liabilities in the balance sheet. The interest element of the rental obligation is charged to the profit and loss account over the period of the lease and represents a constant proportion of the balance of capital repayments outstanding. Assets held under hire purchase agreements are capitalised as tangible fixed assets and are depreciated over the shorter of the lease term and their useful lives. The capital element of future finance payments is included within creditors. Finance charges are allocated to accounting periods over the length of the contract and represent a constant proportion of the balance of capital repayments outstanding.

Notes to the Financial Statements for the Year Ended 30 September 2012

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Financial instruments

Financial instruments are classified and accounted for according to the substance of the contractual arrangement as financial assets financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities. Where shares are issued, any component that creates a financial liability of the company is presented as a liability in the balance sheet. The corresponding dividends relating to the liability component are charged as interest expense in the profit and loss account.

Pensions

The company operates a defined contribution pension scheme. Contributions are recognised in the profit and loss account in the period in which they become payable in accordance with the rules of the scheme.

2 Operating profit

Operating profit is stated after charging

	2012 £	2011 £
Operating leases - plant and machinery	7,930	7,692
Operating leases - other assets	8,263	20,066
Auditor's remuneration - The audit of the company's annual accounts	8,600	8,510
Profit on sale of tangible fixed assets	(1,896,962)	(1,455,118)
Depreciation of owned assets	9,904,783	8,640,541

3 Particulars of employees

The average number of persons employed by the company (including directors) during the year, analysed by category was as follows

	2012 No	2011 No
Administration and support	18	18
Sales	13	12
Other departments	79	78
	110	108

The aggregate payroll costs were as follows

Notes to the Financial Statements for the Year Ended 30 September 2012

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		2012 £	2011 £
	Wages and salaries Staff pensions	4,061 780 68,923	3,675 157 67,676
		4,130,703	3,742,833
4	Directors' remuneration		
	The directors' remuneration for the year was as follows		
		2012 £	2011 £
	Remuneration (including benefits in kind)	658,792	454,638
	In respect of the highest paid director		
		2012 £	2011 £
	Remuneration	376,943	180,974
5	Other interest receivable and similar income		
		2012 £	2011 £
	Bank interest receivable	7,171	18,882
6	Interest payable and similar charges		
		2012 £	2011 £
	Interest on bank borrowings	10,410	11,426
	Other interest payable	34,943	2,156
	Finance charges	921 965	717,307
		967,318	730 889

Notes to the Financial Statements for the Year Ended 30 September 2012

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7 Taxation

Tax	on	profit o	n ore	linary	activities
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	2012 £	2011 £
Current tax Corporation tax charge	367,120	396,000
Deferred tax Origination and reversal of timing differences		36,572
Total tax on profit on ordinary activities	367,120	432,572

Factors affecting current tax charge for the year

Tax on profit on ordinary activities for the year is lower than (2011 - lower than) the standard rate of corporation tax in the UK of 25% (2011 - 27%)

The differences are reconciled below

	2012 £	2011 £
Profit on ordinary activities before taxation	1 740,796	1,585,057
Corporation tax at standard rate	435,199	427,965
Short term timing differences	(899)	4,613
Disallowable expenses	20,254	17,217
Depreciation in excess of capital allowances	(87,434)	(53,795)
Total current tax	367 120	396,000

Notes to the Financial Statements for the Year Ended 30 September 2012

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8 Tangible fixed assets

	Freehold land and buildings £	Fixtures and fittings	Motor vehicles £	Total £
Cost or valuation				
At 1 October 2011	2,744 436	772,836	58,155,357	61,672,629
Additions	-	97,945	20,382,290	20,480,235
Disposals		-	(11,657,950)	(11,657,950)
At 30 September 2012	2,744,436	870,781	66,879,697	70,494,914
Depreciation				
At 1 October 2011	267,286	546,922	29,956,809	30,771,017
Charge for the year	39 367	71,505	9,793,914	9,904,786
Eliminated on disposals			(8,396,497)	(8,396,497)
At 30 September 2012	306,653	618 427	31,354,226	32,279,306
Net book value				
At 30 September 2012	2,437,783	252,354	35,525,471	38,215,608
At 30 September 2011	2,477,150	225,914	28,198,548	30,901,612

Leased assets

Included within the net book value of tangible fixed assets is £26,362,970 (2011 - £21,766,447) in respect of assets held under finance leases and similar hire purchase contracts. Depreciation for the year on these assets was £8,787 656 (2011 - £7,255,482)

9 Stocks

	2012 £	2011 £
Stocks	104 026	93 174

Notes to the Financial Statements for the Year Ended 30 September 2012

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10 Debtors

	2012 £	2011 £
Trade debtors	4,016,814	3 748,567
Other debtors	497,137	20,901
Prepayments and accrued income	267,545	404,130
	4,781,496	4,173,598
11 Creditors: Amounts falling due within one year		
	2012 £	2011 £
Trade creditors	2,676,741	1,064,496
Bank loans and overdrafts	142,608	240,843
Obligations under finance lease and hire purchase contracts	10,958,389	9,216,368
Corporation tax	380,293	403,615
Other taxes and social security	105 046	463,969
Other creditors	229,155	229,115
Directors', current accounts	232,580	411,077
Accruals and deferred income	1,089,280	1,062,667
	15,814,092	13,092,150
Creditors amounts falling due within one year includes the following iven by the company	ng habilities, on which se	curity has been
	2012 £	2011 £
Hire purchase and finance leases	10,958,389	9,216,368
Bank loans and overdrafts	142,608	240 843
	11 100 997	9 457 211

Notes to the Financial Statements for the Year Ended 30 September 2012

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13

12 Creditors Amounts falling due after more than one year

	2012 £	2011 £
Bank loans and overdrafts Obligations under finance lease and hire purchase contracts	182,924 19,478 197	359,490 14,618,711
	19,661,121	14,978,201
Creditors amounts falling due after more than one year includes the been given by the company	following liabilities, on w	hich security has
	2012 £	2011 £
Hire purchase and finance leases	19,478,197	14,618,711
Bank loans and overdfrafts	182,924	359,490
	19,661,121	14,978,201
Obligations under finance leases and HP contracts		
Amounts repayable:		
	2012 £	2011 £
In one year or less on demand	10 958,389	9,216,368
Between one and two years	9,297,182	7,142,673
Between two and five years	10,181 015	7 476,038
	30,436 586	23,835 079
3 Provisions		
	Deferred tax	Total £
At 1 October 2011	36 572	36 572
At 30 September 2012	36 572	36 572

Notes to the Financial Statements for the Year Ended 30 September 2012

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At 30 September 2012

	Analysis of deferred tax				
				2012 £	2011 £
	Difference between accumulated deprec	ation and amortisa	ation and		
	capital allowances Other timing differences			53,795	53,795
	Other tilling unreferices			(17,223)	(17,223)
				36,572	36,572
14	Share capital				
	Allotted, called up and fully paid shar-	es			
		2013		2011	
		No	£	No	£
	Ordinary shares of £1 each	255,150	255,150	255,150	255,150
15	Dividends				
				2012 £	2011 £
	Dividends paid				
	Prior year final dividend paid			·	137,781
16	Reserves				
			Other reserves	Profit and loss account	Total £
	At 1 October 2011		2,975	8 000 926	8,003 901
	Profit for the year		<u> </u>	1 373,676	1,373 676

2 975

9 374,602

9 377 577

Notes to the Financial Statements for the Year Ended 30 September 2012

...... continued

17 Reconciliation of movement in shareholders' funds

	2012 £	2011 £
Profit attributable to the members of the company Dividends	1 373,676	1,152,485 (137,781)
Net addition to shareholders' funds	1,373,676	1,014,704
Shareholders' funds at 1 October	8,259,051	7,244,347
Shareholders' funds at 30 September	9,632,727	8,259,051

18 Pension schemes

Defined contribution pension scheme

The company operates a defined contribution pension scheme. The pension cost charge for the year represents contributions payable by the company to the scheme and amounted to £68,923 (2011 - £67,676).

19 Commitments

Capital commitments

Amounts contracted for but not provided in the financial statements amounted to £1,211,492 (2011 - £1,064,416)

Operating lease commitments

As at 30 September 2012 the company had annual commitments under non-cancellable operating leases as follows

Operating leases which expire

	2012 £	2011 £
Land and buildings		
Within one year	10,000	10,000
Within two and five years	240,750	240,750
	250 750	250,750
Other		
Within two and five years	269,066	345,942

Notes to the Financial Statements for the Year Ended 30 September 2012

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20 Analysis of net debt

	At 1 October 2011 £	Cash flow	At 30 September 2012
Cash at bank and in hand	1,197,590	845,792	2,043,382
Bank overdraft	(98,295)	98,295	-
	1,099,295	944,087	2,043,382
Debt due within one year	(142,548)	(60)	(142,608)
Debt due after more than one year	(359,490)	176,566	(182,924)
Finance leases and hire purchase contracts	(23,835,079)	(6 601,507)	(30,436,586)
Net debt	(23,237,822)	(5,480,914)	(28,718,736)

21 Post balance sheet events

The company has now opened a small branch in Bristol to service a major new account. This is expected to increase turnover and costs in the short term

22 Related party transactions

Other related party transactions

During the year the company made the following related party transactions

CJ Miller

(Directors current account)

At the balance sheet date the amount due to CJ Miller was £232,580 (2011 - £426,386)

23 Control

The company is controlled by the directors who own 53% of the called up share capital