Registration Number 00810899

DEREK GLADWIN LIMITED

ABBREVIATED ACCOUNTS

FOR THE YEAR ENDED

30TH SEPTEMBER 2008

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COMPANIES HOUSE

Thain Wildbur
Chartered Accountants
36/38 King Street
King's Lynn
Norfolk
PE30 1ES

DIRECTORS' REPORT FOR THE YEAR ENDED 30TH SEPTEMBER 2008

The directors present their report and the accounts for the year ended 30th September 2008.

PRINCIPAL ACTIVITY AND REVIEW OF THE BUSINESS

Our review is consistent with the size and nature of our business and is written in the context of the risks and uncertainties that the company faces.

The company specialises in bodywork and vehicle repairs largely as a recognised vehicle accident repair specialist for a number of insurance companies. The company currently operates from six units within the East of England and continues to look towards further expansion.

We consider that our key financial performance indicators are those that communicate the financial performance and strength of the company as a whole these being turnover, gross profit and capital employed.

Overall operating profit has increased to £1,076,743 (9.06%) from £647,972 (6.40%). After taxation, £642,956 has been retained to be added to reserves.

Return on capital employed has increased to 19.95% (13.81%). Return on capital employed is calculated as profits before interest and tax divided by capital employed, which constitutes total assets less current liabilities, less cash, plus overdrafts and other short term borrowings.

As for many businesses of this size, the business environment in which we operate continues to be challenging. This aspect of the vehicle repair market is highly competitive.

With these risks and uncertainties in mind, we are aware that any plans for the future development of the business may be subject to unforseen future events outside of our control.

RESULTS AND DIVIDENDS

The results for the year are set out on page 4 - 5.

DIRECTORS AND THEIR INTERESTS

The directors who served during the year and their interests in the company are as stated below:

	Ord	Ordinary shares	
	2008	2007	
H.R. DEATH	750	750	
S.J. DEATH	-	-	

<u>DIRECTORS' REPORT</u> FOR THE YEAR ENDED 30TH SEPTEMBER 2008

DIRECTORS' RESPONSIBILITIES

We, as directors acknowledge the directors' responsibility for preparing the Annual Report and the financial statements in accordance with applicable laws and regulations.

Company law requires to prepare financial statements for each financial year which 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 year. In preparing these we required to:

- select suitable accounting policies and 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.

We acknowledge our responsibility for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable to ensure that the financial statements comply with the Companies Act 1985. We responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

STATEMENT OF DISCLOSURE OF INFORMATION TO AUDITORS

We, the directors of the company who held office at the date of approval of these Financial Statements as set out above confirm, so far as we aware, that:

- there is no relevant audit information of which the company's auditors are unaware.
- we have taken all steps that we ought to have taken as directors in order to make aware of any relevant audit information and to establish that the company's auditors are aware of that information.

AUDITORS

The company has by elective resolution under Section 386(1) of the Companies Act 1985 dispensed with the annual reappointment of the auditors. Thain Wildbur will be deemed to be reappointed for each succeeding financial year.

This report is prepared in accordance withthe special provisions of Part VIIof the Companies Act 1985 relating to medium-sized companies.

This report was approved by the Board on 14th May 2009 and signed on its behalf by

S.J. Death

Director

AUDITORS REPORT TO DEREK GLADWIN LIMITED UNDER SECTION 247B OF THE COMPANIES ACT 1985

We have examined the abbreviated accounts set out on pages 4 - 5 to 20 together with the financial statements of Derek Gladwin Limited for the year ended 30th September 2008 prepared under Section 226 of the Companies Act 1985.

This report is made solely to the company, as a body, in accordance with Section 247B of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's shareholders those matters we are required to state to it in a special 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, for our audit work, for this report, or for the opinions we have formed.

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS

The directors are responsible for preparing abbreviated accounts in accordance with Section 246 of the Companies Act 1985. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts prepared accordance with Section 246A(3) of the Act to the registrar of companies and whether the accounts to be delivered are properly prepared in accordance with those provisions and to report our opinion to you.

BASIS OF OPINION

We conducted our work in accordance with Bulletin 2006/3 "The special auditor's report on abbreviated account in the United Kingdom" issued by the Auditing Practices Board. In accordance with that bulletin we have carried out the procedures we considered necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts are properly prepared. The scope of our work for the purpose of this report did not include examining or dealing with events after the date of our report on the full financial statements.

OPINION

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with Section 246A(3) of the Companies Act 1985 in respect of the year ended 30th September 2008, and the abbreviated accounts on pages 4 - 5 to 20 are properly prepared in accordance with that provision.

Dated: 14th May 2009

Thain Wildbur Registered Auditors 36/38 King Street King's Lynn Norfolk PE30 1ES

Their withour

ABBREVIATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30TH SEPTEMBER 2008

Continuing operations 2008 2007 **Notes** £ £ **GROSS PROFIT** 4,108,777 3,449,704 Administrative expenses (3,032,034)(2,801,732)**OPERATING PROFIT** 2 1,076,743 647,972 Interest receivable and similar income 3 23,411 36,440 Interest payable and similar charges (214,970)(95,851)PROFIT ON ORDINARY **ACTIVITIES BEFORE TAXATION** 885,184 588,561 Tax on profit on ordinary activities 6 (242,228)(151,861)PROFIT ON ORDINARY **ACTIVITIES AFTER TAXATION** 642,956 436,700 7 Dividends (450,000)RETAINED PROFIT/(LOSS) FOR THE FINANCIAL YEAR 642,956 (13,300)

This statement should be read in conjunction with the note on the following page.

ABBREVIATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30TH SEPTEMBER 2008

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES

	2008	2007	
	£	£	
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION	642,956	436,700	
Unrealised movement on revaluation of certain fixed assets	(10,192)	(14,801)	
Total recognised gains relating to the year	632,764	421,899	

BALANCE SHEET AS AT 30TH SEPTEMBER 2008

		20	008	20	007
	Notes	£	£	£	£
FIXED ASSETS					
Tangible assets	8/9		6,082,496		6,159,477
CURRENT ASSETS					
Stocks	- 10	148,667		130,474	
Debtors	11	1,396,460		1,427,237	
Cash at bank and in hand		692,394		848,723	
		2,237,521		2,406,434	
CREDITORS:					
amounts due within one year	12	(2,406,803)		(3,059,088)	
NET CURRENT LIABILITIES			(169,282)		(652,654)
TOTAL ASSETS LESS CURRENT					
LIABILITIES			5,913,214		5,506,823
CREDITORS:					
amounts due after more than one year	13		(2,841,772)		(3,058,100)
PROVISION FOR LIABILITIES		•			
AND CHARGES	15		(88,940)		(98,985)
NET ASSETS			2,982,502		2,349,738
CAPITAL AND RESERVES					
Called up share capital	16		750		750
Revaluation reserve	17		1,227,783		1,237,975
Other reserves	17		2,250		2,250
Profit and loss account	17		1,751,719		1,108,763
					
SHAREHOLDERS FUNDS	18		2,982,502		2,349,738

The abbreviated accounts are prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to medium-sized companies.

The abbreviated accounts were approved by the Board on 14th May 2009 and signed on its behalf by

H.R. Death_

Director

The notes on pages 8 to 20 form an integral part of these financial statements.

<u>CASH FLOW STATEMENT</u> FOR THE YEAR ENDED 30TH SEPTEMBER 2008

	Notes	2008 £	2007 £
RECONCILIATION OF OPERATING PROFIT TO CASH INFLOW FROM OPERATING ACTIVITIES			
Operating profit		1,076,743	647,972
Depreciation		248,417	155,242
(Increase) in stocks		(18,193)	(82,625)
Decrease in debtors		30,777	(43,296)
(Decrease) in creditors		(946,043)	1,107,085
Net cash inflow from operating activities		391,701	1,784,378
CASH FLOW STATEMENT			
Net cash inflow from operating activities		391,701	1,784,378
Returns on investments and servicing of finance	19	(191,559)	(59,411)
Taxation	19	(101,471)	(208,683)
Capital expenditure	19	(181,628)	(3,084,993)
		(82,957)	(1,568,709)
Equity dividends paid		(02,757)	(450,000)
		(82,957)	(2,018,709)
Financing	19	(73,372)	2,098,920
Decrease in cash in the year		(156,329)	80,211
RECONCILIATION OF NET CASH FLOW TO MO	OVEMENT IN	NET FUNDS (NOT	E 20)
Decrease in cash in the year		(156,329)	80,211
Cash outflow from increase in debts and lease financing		73,372	(2,098,920)
Change in net funds resulting from cash flows		(82,957)	(2,018,709)
New finance leases		-	(90,000)
Movement in net funds in the year		(82,957)	(2,108,709)
Net debt at 1st October 2007		(2,243,421)	(134,712)
Net debt at 30th September 2008		(2,326,378)	(2,243,421)

NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30TH SEPTEMBER 2008

1. ACCOUNTING POLICIES

1.1. Accounting convention

The accounts are prepared under the historical cost convention modified to include the revaluation of certain fixed assets and comply with financial reporting standards issued by the Accounting Standards Board.

1.2. Turnover

Turnover represents the total invoice value, excluding value added tax, of sales and work done during the year.

1.3. Tangible fixed assets and depreciation

Depreciation is provided at rates calculated to write off the cost or valuation less residual value of each asset over its expected useful life, as follows:

Leasehold properties

Straight Line over the life of the lease

Plant and machinery

15% reducing balance

Fixtures, fittings

and equipment

15% reducing balance/20% straight line

Motor vehicles

25% reducing balance

The directors consider that freehold properties are maintained in such a state of repair that their residual value is at least equal to their existing use value (EUV). As a result the corresponding depreciation would not be material and therefore is not charged in the profit and loss account.

The directors perform annual impairment reviews in accordance with the requirements of FRS 15 and FRS 11 to ensure that the recoverable amount is not lower than the carrying value.

1.4. Leasing and hire purchase commitments

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible assets and depreciated over the shorter of the lease term and their useful lives. 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 constant periodic rates of charge on the net obligations outstanding in each period.

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

1.5. Stock and work in progress

Stock and work in progress are valued at the lower of cost and net realisable value.

Cost represents purchase price or production cost, calculated on a first-in-first outbasis. Production cost includes attributable production overheads.

NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30TH SEPTEMBER 2008

1.6. Pensions

The pension costs charged in the financial statements represent the contributions payable by the company during the year.

1.7. Deferred taxation

Provision is made for deferred taxation using the liability method, to take account of timing differences between the treatment of certain items for accounts purposes and their treatment for tax purposes. Tax deferred or accelerated is accounted for in respect of material timing differences.

2.	OPERATING PROFIT	2008	2007
		£	£
	Operating profit is stated after charging:		
	Depreciation of tangible assets	241,415	154,761
	Loss on disposal of tangible fixed assets	7,002	48 1
	Hire of plant and machinery and operating leases	189,367	147,248
	Auditors remuneration	10,335	10,620
3.	INTEREST RECEIVABLE AND SIMILAR INCOME	2008	2007
		£	£
	Bank interest	23,189	36,269
	Other interest	222	171
		23,411	36,440
4.	INTEREST PAYABLE AND SIMILAR CHARGES	2008	2007
		£	£
	On bank loans and overdrafts	209,925	93,760
	Hire purchase interest	5,045	2,091
		214,970	95,851

NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30TH SEPTEMBER 2008

5. EMPLOYEES

5.1.

Number of employees The average monthly numbers of employees (including the directors) during the year were:	2000	2007
	2008	2007
Production ·	101	86
Administration	48	40
	149	126
Employment costs	2008	2007
·	£	£
Wages and salaries	3,960,538	3,700,610
Social security costs	405,411	390,468
	4,365,949	4,091,078
DIRECTORS' EMOLUMENTS		
	2008	2007
	£	£
Remuneration and other emoluments (including benefits)	300,680	679,553
Number of it is to be a large of a superior of the superior of	Number	Number
Number of directors to whom retirement benefits are accruing under a money purchase scheme	2	2
are accraining under a money parenase seneme		
Higest Paid Director Amounts included above:	£	£
Emoluments and other benefits	174,669	358,644

NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30TH SEPTEMBER 2008

6. TAX ON PROFIT ON ORDINARY ACTIVITIES

Analysis of charge in period	2008 £	2007 £
Current tax		
UK corporation tax	252,273	101,471
Total current tax charge	252,273	101,471
Deferred tax		
Timing differences, origination and reversal	(10,045)	50,390
Total deferred tax	(10,045)	50,390
Tax on profit on ordinary activities	242,228	151,861

Factors affecting tax charge for period

The tax assessed for the period is higher than the standard rate of corporation tax in the UK. The differences are explained below:

Profit on ordinary activities before taxation	2008 £ 885,184	2007 £ 588,561
Profit on ordinary activities multiplied by standard rates of corporation tax in the UK - net of marginal rate relief	244,607	138,341
Effects of: Expenses not deductible for tax purposes Depreciation for year in excess of capital allowances	2,852 4,814	2,612 (39,482)
Current tax charge for period	252,273	101,471

NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30TH SEPTEMBER 2008

7.	DIVIDENDS	2008	2007
		£	£
	Dividends on equity shares:		
	Ordinary shares - Paid	•	450,000
		=	====

The directors propose a net dividend of £570 per share.

NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30TH SEPTEMBER 2008

8. TANGIBLE FIXED ASSETS

	Plant & machinery £	Furniture & office equipment £	Motor vehicles £	Total £
Cost/valuation				
At 1st October 2007	1,196,496	347,229	505,111	2,048,836
Additions	39,430	61,135	117,033	217,598
Disposals	(16,429)	(13,883)	(77,857)	(108,169)
At 30th September 2008	1,219,497	394,481	544,287	2,158,265
Depreciation				
At 1st October 2007	614,508	210,106	228,576	1,053,190
On disposals	(14,431)	(13,249)	(37,517)	(65,197)
Charge for the year	89,653	77,662	76,924	244,239
At 30th September 2008	689,730	274,519	267,983	1,232,232
Net book values				
At 30th September 2008	529,767	119,962	276,304	926,033
At 30th September 2007	581,988	137,123	276,535	995,646
		==-		

Assets valued at £103,063 were purchased at a discounted value from the original lessor. The directors have revalued these assets bearing in mind the residual value and expected period of useful economic life. This does not represent a policy of revaluation as defined by FRS 15 tangible fixed assets, it represents a departure from the requirements of FRS 15 which the directors believe is necessary to give a true and fair view.

These assets are being depreciated in accordance with the company's normal accounting policies, and an amount equivalent to the year's depreciation is being deducted from the revaluation reserve.

NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30TH SEPTEMBER 2008

Included above are assets held under finance leases or hire purchase contracts as follows:

	2008		2007	
Asset description	Net book value £	Depreciation charge £	Net book value £	Depreciation charge £
Motor vehicles	76,044	25,350	114,388	16,121

NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30TH SEPTEMBER 2008

9. TANGIBLE FIXED ASSETS - PROPERTY

	Leasehold Property £	Freehold Properties £
Cost/valuation		
Original cost	621,702	3,398,730
Revaluation 1991	-	72,850
Revaluations 2007	208,298	862,251
At 1st October 2007 and		
at 30th September 2008	830,000	4,333,831
Amortisation		
At 1st October 2007	-	-
Charge for the year	7,368	-
At 30th September 2008	7,368	-
Net book values		
At 30th September 2008	822,632	4,333,831
At 30th September 2007	830,000	4,333,831
	====	

Following a change in accounting policy, the freehold/leasehold properties have been revalued by Messrs Barker Storey Matthews (Chartered Surveyors) reflecting their current EUV as at 30th September 2007. The increase in value has been included within the revaluation reserve, the original cost of the properties being £1,456,601.

Revaluations of the properties from which the company operates have taken place within the last twelve months and the company continues to use these properties as complete units. The directors consider the valuation of the properties per the accounts to be reasonable especially in light of the fact that they are looking to operate from these properties for many years in the future.

NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30TH SEPTEMBER 2008

10.	STOCKS	2008 £	2007 £
	Raw materials and consumables	63,467	39,283
	Work in progress	85,200	91,191
		148,667	130,474
11.	DEBTORS		
		2008 £	2007 £.
	Trade debtors	1,342,880	1,385,956
	Other debtors	10,445	10,430
	Prepayments and accrued income	43,135	30,851
		1,396,460	1,427,237
12.	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	2008 £	2007 £
	Bank loans	147,000	-
	Net obligations under finance leases		
	and hire purchase contracts	30,000	34,044
	Trade creditors	1,058,950	1,524,365
	Corporation tax	252,273	101,471
	Other taxes and social security costs	751,784	900,710
	Directors loan account	145,994	480,994
	Accruals and deferred income	20,802	17,504
		2,406,803	3,059,088

NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30TH SEPTEMBER 2008

13.	CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR	2008 £	2007 £
	Bank loans	2,821,772	3,005,600
	Net obligations under finance leases and hire purchase contracts	20,000	52,500
		2,841,772 ======	3,058,100
	Loans		
	Repayable in one year or less, or on demand (Note 12)	147,000	_
	Repayable between one and two years	147,000	25,104
	Repayable between two and five years	441,000	75,312
	Repayable in five years or more	2,233,772	2,905,184
		2,968,772	3,005,600
	Net obligations under finance leases		
	and hire purchase contracts		
	Repayable within one year	30,000	34,044
	Repayable between one and five years	20,000	52,500
		50,000	86,544

14. SECURITY

Bank loans and overdraft are secured by the following: a) A charge over the freehold property at Church Road, Warboys and on the fixed and floating assets of the company on the banks debenture dated 21st April 1988. b) A legal charge over freehold deeds relating to Unit 7, Harding Way, St. Ives on a banks form dated 13th September 1993. c) A legal charge over leasehold deeds relating to 12, Nuffield Road, Cambridge on a banks form dated 19th December 1997. d) A legal charge over freehold deeds relating to the Bodyline premises at Campbells Meadows, King's Lynn on a banks form dated 2nd March 2001. e) A legal charge over freehold deeds relating to 17 Bakewell Road, Orton Southgate, Peterborough on a banks form dated 29th June 2007.

NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30TH SEPTEMBER 2008

15. PROVISIONS FOR LIABILITIES AND CHARGES

	Deferred tax is analysed over the following tin	ming differences:		Provided	
				2008 £	2007 £
	Accelerated capital allowances			88,940	98,985
	Movements on the provision for deferred taxa	ition are:		2008 £	2007 £
	At 1st October 2007 Transferred to profit and			98,985	48,595
	loss account			(10,045)	50,390
	At 30th September 2008			88,940	98,985
16.	SHARE CAPITAL			2008 £	2007 £
	Authorised equity				
	3,000 Ordinary shares of £1 each			3,000	3,000
	Allotted, called up and fully paid equity 750 Ordinary shares of £1 each			750	750
17.	EQUITY RESERVES		Profit	Capital	
		Revaluation reserve £	and loss account	redemption reserve £	Total £
	At 1st October 2007 Depreciation on revalued fixed assets Profit for the year	1,237,975 (10,192)	1,108,763 - 642,956	-	2,348,988 (10,192) 642,956
	At 30th September 2008	1,227,783	1,751,719	2,250	2,981,752

NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30TH SEPTEMBER 2008

18.	RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS			
		2008	2007	
		£	£	
	Profit for the year	642,956	436,700	
	Dividends	-	(450,000)	
		642,956	(13,300)	
	Other recognised gains or losses	(10,192)	(14,801)	
	Net addition to shareholders' funds	632,764	(28,101)	
	Opening shareholders' funds	2,349,738	2,377,839	
	Closing shareholders' funds	2,982,502	2,349,738	
19.	GROSS CASH FLOWS			
		2008	2007	
		£	£	
	Returns on investments and servicing of finance			
	Interest received	23,411	36,440	
	Interest paid	(214,970)	(95,851)	
		(191,559)	(59,411)	
	Taxation	=======================================		
	Corporation tax paid	(101,471)	(208,683)	
	Capital expenditure			
	Payments to acquire tangible assets	(217,598)	(3,093,093)	
	Receipts from sales of tangible assets	35,970	8,100	
		(181,628)	(3,084,993)	
	Financing	 		
	New long term bank loan	-	3,005,600	
	Repayment of long term bank loan	(36,828)	(892,246)	
	Capital element of hire purchase contracts	(36,544)	(14,434)	
		(73,372)	2,098,920	

NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30TH SEPTEMBER 2008

20. ANALYSIS OF CHANGES IN NET DEBT

	Opening balance £	Cash flows £	Closing balance £
Cash at bank and in hand	848,723	(156,329)	692,394
Debt due after one year Finance leases	(3,005,600) (86,544)	36,828 36,544	(2,968,772) (50,000)
	(3,092,144)	73,372	(3,018,772)
Net debt	(2,243,421)	(82,957)	(2,326,378)

21. FINANCIAL COMMITMENTS

The company has hire car vehicles on leasing commitments over twelve months.