# FINANCIAL STATEMENTS

for the fifty-two weeks ended 28 October 2007



27/08/2008

COMPANIES HOUSE

# COSALT HOLIDAY HOMES LIMITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 OCTOBER 2007

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The following pages do not form part of the statutory accounts

Detailed trading and profit and loss account Appendix 1

#### **Directors**

A Lee (Managing)
M Lejman
N R Carrick
M Short
I J Tanser

#### **DIRECTORS' REPORT**

The directors submit their report and the audited financial statements for the fifty-two weeks ended 28 October 2007 ("the year")

#### 1. Review of the Business

The company continued to trade in the design and manufacture of caravan holiday homes, custom homes and chalets, and the design and manufacture of "Kingsform" furniture doors and panels

The operating performance during the year has been poor, with difficult conditions within the holiday homes market

Turnover increased from £46,636,170 in the fifty-two weeks ended 29 October 2006 to £49,748,607 in the fifty-two weeks ended 28 October 2007

Gross profit was £8,953,082 in 2007 against £7,633,802 (16 4%) in 2006. Net operating expenses were £9,899,146 compared with £8,748,781 in the prior year.

The loss for the financial year amounted to £741,077 (2006 £758,339)

#### **Balance** sheet

Due to the loss for the year, the balance sheet shows an increase in net liabilities to £4,317,738

#### Principal risks

The most significant risks to the company's profitability are

- Increased costs of raw materials and energy
- Increased statutory regulation, eg health and safety, environment
- Reduced demand from the company's main markets

The board has strategies to manage these risks and remains confident of the long term success of the company

#### **Key Performance Indicators (KPIs)**

Management monitor the performance of the operations compared to budget and forecast

KPIs monitored on a daily basis are

- > Production volume
- Sales volume and value
- Quality
- > Order intake

KPIs monitored monthly/weekly are the above plus

- Profit and cash generation
- Overtime and absenteeism rates
- Health and safety rate (accidents per 100 employees)

# COSALT HOLIDAY HOMES LIMITED DIRECTORS' REPORT continued

#### **Future prospects**

Subsequent to the year-end, the ultimate parent company, Cosalt plc, has made the decision to sell the company, and consequently is implementing a clear restructuring plan to optimise its value on exit

#### 2. Dividends

The directors do not propose a dividend in respect of the current period (2006 £nil)

#### 3 Directors

The membership of the Board is shown above All served on the Board for the whole of the financial year with the exception of A Lee who was appointed on 10 September 2007 and Mr Lejman who was appointed on 01 July 2008 Mr Nevitt and Mr Wood resigned as directors on 29 June 2007 and 31 December 2007 respectively Mr P A Jonsson was appointed as a director on 29 August 2006 and resigned on 01 June 2008

#### 4. Employees

Details of employees and their remuneration are shown in note 5 to the financial statements

It is the policy of the company to employ disabled persons wherever circumstances permit and provide normal opportunities for their training, promotion and career development

The company considers it important that employees are well informed on all aspects of its affairs as far as the needs of communication and financial confidentiality will allow

#### 5 Tangible Fixed Assets

Movements in tangible fixed assets are shown in note 8 to the financial statements. In note 15 to the financial statements, additional information is provided on assets used by the company which are subject to lease agreements

# COSALT HOLIDAY HOMES LIMITED DIRECTORS' REPORT continued

#### 6. Payments to Suppliers

For all trade creditors it is the company's policy to agree the terms of payment at the start of business with that supplier. The company seeks to abide by the payment terms agreed with suppliers whenever it is satisfied that the supplier has provided the goods or services in accordance with the agreed terms and conditions.

The number of days' purchases outstanding at the end of the year was 62 days (2006 79 days)

#### 7 Political and Charitable Donations

During the year the company made no political or charitable donations (2006 £nil)

#### 8. Disclosure of Information to Auditors

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each 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 to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information

#### 9 Auditors

In accordance with Section 384 of the Companies Act 1985 a resolution for the reappointment of KPMG Audit Plc as auditors of the company is to be proposed at the forthcoming Annual General Meeting

By order of the Board

N R Carrick
Director
Fish Dock Road
GRIMSBY

21 Agust 2008

#### 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 they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice)

The financial statements are required by law to give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period

In preparing these financial statements, the directors are required to

- · select suitable accounting policies and then apply them consistently,
- make judgments and estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements, 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 proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that its financial statements comply with the Companies Act 1985. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

#### REPORT OF THE INDEPENDENT AUDITORS, KPMG AUDIT PLC TO THE MEMBERS OF

#### **COSALT HOLIDAY HOMES LIMITED**

We have audited the financial statements of Cosalt Holiday Homes Limited for the fifty-two week period ended 28 October 2007 which comprise the Profit and Loss Account, the Balance Sheet and the related notes. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed

#### Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the financial statements in accordance with applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities on page 4

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

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the 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 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 UK Generally Accepted Accounting Practice, of the state of the company's affairs as at 28 October 2007 and of its loss for the fifty-two weeks 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

KPMG Audit Plc Chartered Accountants Registered Auditor Leeds

21 August 2008

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#### **PROFIT AND LOSS ACCOUNT**

#### FOR THE FIFTY-TWO WEEKS ENDED 28 OCTOBER 2007

		52 weeks ended 28 October 2007	52 weeks ended 29 October 2006
	Note	£	£
Turnover	2	<u>49,748,607</u>	<u>46,636,170</u>
Operating profit/(loss) (including exceptional costs of £366,500)	3	80,581	(369,098)
Interest payable and similar charges (net)	4	1,026,645	<u>745,881</u>
Loss on ordinary activities before taxation		(946,064)	(1,114,979)
Taxation on loss on ordinary activities	6	(204,987)	(356,640)
Loss for the financial year	14	<u>(741,077)</u>	<u>(758,339)</u>

All operations are classed as continuing

The company has no recognised gains and losses other than the loss for the year disclosed above. Accordingly, a statement of recognised gains and losses has not been included in these financial statements.

The notes on pages 8 to 16 form part of these financial statements

#### **BALANCE SHEET - 28 OCTOBER 2007**

Fixed assets	Note	28 October 2007 £ £			
Tangible fixed assets	8		1,497,104		1,523,934
Current assets					
Stocks Debtors Bank and cash balances	9 10	7,146,483 12,385,251 <u>272,223</u>		6,568,235 11,345,659 3,168,259	
Creditors		19,803,957		21,082,153	
Amounts falling due within one year	11	<u>24,785,191</u>		<u>25,551,487</u>	
Net current liabilities			(4,981,234)		(4,469,334)
Total assets less current liabilities			(3,484,130)		(2,945,400)
Creditors					
Amounts falling due after more than one year	11		305,334		276,297
			(3,789,464)		(3,221,697)
Provisions for liabilities and charges	12	507,600		323,587	
Deferred income					
Grants not yet credited to profit		<u>20,674</u>	<u>528,274</u>	<u>31,377</u>	<u>354,964</u>
Net liabilities			(4,317,738)		(3,576,661)
Capital and reserves					
Called up share capital Profit and loss account	13 14		300 (4,318,038)		300 (3,576,961)
Equity shareholders' deficit	14		(4,317,738)		( <u>3,576,661)</u>

Approved by the Board on 21 Ayrst 2005

N R Carrick - Director

The notes on pages 8 to 16 form part of these financial statements

#### NOTES ON FINANCIAL STATEMENTS - 28 OCTOBER 2007

#### 1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the financial statements

#### Basis of accounting

The financial statements are prepared in accordance with applicable accounting standards and under the historical cost convention

The company has taken advantage of the exemption from preparing a cash flow statement conferred by Financial Reporting Standard No 1 on the grounds that it is a wholly owned subsidiary undertaking of a parent undertaking which publishes a consolidated cash flow statement

#### Depreciation

Tangible fixed assets are depreciated on a straight-line basis at annual rates which vary depending on the type of asset but which are generally.

Plant and machinery Motor vehicles

5 to 33 3% 20 to 25%

#### Government grants

Capital grants received for plant are taken to deferred income and released to profit and loss account in instalments relating to the relevant asset lives. Other grants are recognised in the profit and loss account in the same year as the related expenditure.

#### Leased assets

Assets which are financed by leasing agreements transferring substantially all the risks and rewards of ownership (finance leases) are capitalised and depreciated over their useful lives. The liability to the leasing company is included in creditors. Leasing payments are treated as consisting of capital and interest elements and the interest is charged to the profit and loss account. All other payments under lease agreements are charged in full to the profit and loss account.

#### **Stocks**

Stocks are stated at the lower of cost, including an appropriate proportion of production overheads, and net realisable value

#### **Deferred taxation**

The charge for taxation is based on the profit for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes. Deferred taxation 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 otherwise required by FRS19

#### Pension costs

The Company participates in a group wide pension scheme providing benefits based on final pensionable pay. The assets of the scheme are held separately from those of the Company. The Company is unable to identify its share of the underlying assets and liabilities of the scheme on a consistent and reasonable basis and therefore, as required by FRS17 Retirement Benefits, accounts for the scheme as if it were a defined contribution scheme. As a result, the amount charged to the profit and loss account represents the contributions payable to the scheme in respect of the accounting period.

For defined contribution schemes all contributions are charged directly to the profit and loss account in the years in which they are payable.

### NOTES ON FINANCIAL STATEMENTS – 28 OCTOBER 2007 (continued)

#### 2 Turnover

3

Other operating income

Other operating charges

Redundancy costs (note 5)

Restructuring and re-organisation costs

Rent receivable

Stock write downs

Sub total

Turnover represents the goods and services, excluding Value Added Tax, invoiced to customers arising from the principal activities as disclosed in the Directors' Report. The geographical analysis of turnover by destination is as follows.

destination is as follows		
	2007 £	2006 £
United Kingdom Overseas	48,874,510 <u>874,097</u>	46,310,463 <u>325,707</u>
	<u>49,748,607</u>	<u>46,636,170</u>
All turnover originated in the United Kingdom		
Operating profit/(loss)		
Operating profit/(loss) has been arrived at after charging/(crediting)	2007	2006
	£	£
Movement in stocks of finished goods and		
work in progress	(600,439)	691,749
Government grants	(10,703)	(14,715)
Raw materials and consumables	31,618,249	29,728,972
Auditors' remuneration - audit fees	14,400	15,000
Operating lease charges - plant	176,433	176,624
- other	371,476	406,033
Other external charges	4,927,056	4,334,516
Staff costs (note 5)	11,910,180	10,601,470
Depresentian on auroad consta	200 042	274,208
Depreciation on owned assets Depreciation on assets held under finance leases	268,012 152,478	164,794

(27,902)

531,465

(29,179)

57,000

309,500

49,301,526

49,668,026

(66,975)

650,050

82,465

(38,923)

46,922,803

47,005,268

### NOTES ON FINANCIAL STATEMENTS -- 28 OCTOBER 2007 (continued)

4	Interest payable and similar charges (net)	2007 £	2006 £
	Capital charge by ultimate parent company Interest on finance leases and hire purchase agreements Other interest payable Interest received	503,550 21,473 501,622 1,026,645	583,050 14,246 148,585 745,881
5	Staff costs Wages and salaries Social security costs Other pension costs	2007 £ 10,814,478 910,655 494,547	2006 £ 9,441,478 800,653 441,804
	Emoluments of the directors of the company were  Remuneration for management	12,219,680 593,959	10,683,935 326,989

Total remuneration of the highest paid director was £335,488 (2006 £173,847) including £18,803 (2006 £12,564) of pension contributions

	Number	Number
The number of directors accruing benefits under defined		
benefit pension schemes in respect of qualifying services was	7	4
The number of directors granted share options in respect of		
Cosalt plc shares during the year was	0	3
The average number of employees of the company during		
the year was		
Management and administration	28	37
Production and sales staff	433	375
	<del></del>	
	<u>461</u>	<u>412</u>

# NOTES ON FINANCIAL STATEMENTS - 28 OCTOBER 2007 (continued)

6	Taxation	2007	2006
	The taxation credit based on the loss on ordinary activities is	£	£
	UK corporation tax payable at 30% (2006 30%) Deferred taxation	(248,000) <u>(16,650)</u>	(295,000) _(19,591)
		(264,650)	(314,591)
	Adjustment in respect of prior years Corporation tax	_	20,164
	Deferred taxation	<u>59,663</u>	<u>(62,213)</u>
		(204,987)	(356,640)
	Factors affecting the current tax credit		
	The tax assessed on the loss on ordinary activities for the year is higher (of corporation tax in the UK of 30% (2006–30%)	2006 higher) tha	n the standard rate
	The differences are reconciled below		
		2007 £	2006 £
	Loss on ordinary activities before tax	(946,064)	(1,114,979)
	Tax at current UK Corporation tax rate of 30% (2006 30%)	(283,819)	(334,494)
	Effects of		
	Expenses not deductible for tax purposes	22,355	19,903
	Timing differences between capital allowances and depreciation Other short-term timing differences	13,117 (551)	26,313 (6,722)
	Adjustments to tax charge in respect of previous periods	(331)	20,164
	Re-measurement of deferred tax balances	<u>898</u>	<del></del>
	Current tax credit for year	(248,000)	(274,836)
7	Dividends		
		2007 £	2006 £
	Final dividend paid in respect of the prior year but not		
	recognised as liabilities in that year		

## NOTES ON FINANCIAL STATEMENTS - 28 OCTOBER 2007 (continued)

#### 8 Tangible fixed assets

9

	Plant and machinery	Motor vehicles	Total
0-4	£	£	3
Cost			
At 29 October 2006	4,519,791	95,016	4,614,807
Additions	364,417	43,743	408,160
Disposal	<del></del>	<u>(37,627)</u>	<u>(37,627)</u>
At 28 October 2007	<u>4,884,208</u>	<u>101,132</u>	<u>4,985,340</u>
Depreciation			
At 29 October 2006	3,030,320	60,553	3,090,873
Charged to profit and loss account	402,471	18,019	420,490
Re Disposal	=	(23,127)	(23,127)
At 28 October 2007	<u>3,432,791</u>	<u>55,445</u>	<u>3,488,236</u>
Net book values			
At 28 October 2007	<u>1.451.417</u>	<u>45.687</u>	<u>1,497,104</u>
At 29 October 2006	<u>1,489,471</u>	<u>34,463</u>	<u>1,523,934</u>

Assets costing £2,021,459, (2006 £1,528,159) have been fully depreciated and are still in use

The following tangible fixed assets held under finance lease and hire purchase agreements are included in plant

	2007 £	2006 £
Cost Depreciation	2,000,964 <u>1,430,385</u>	1,808,271 <u>1,276,148</u>
Net book values	<u>570,579</u>	<u>532,123</u>
Stocks		
Raw materials Work in progress Finished goods	1,309,311 158,933 <u>5,678,239</u> <u>7,146,483</u>	1,331,502 145,747 <u>5,090,986</u> <u>6,568,235</u>

## NOTES ON FINANCIAL STATEMENTS – 28 OCTOBER 2007 (continued)

10	Debtors	2007 £	2006 £
	Amounts falling due within one year	~	~
	Trade debtors Corporation tax Taxation recoverable Other debtors Prepayments and accrued income	11,340,962 248,000 335,257 162,724 	10,284,429 321,657 445,135 32,328 
		<u>12,385,251</u>	<u>11,345,659</u>
11	Creditors	2007 £	2006 £
	Amounts falling due within one year		
	Trade creditors Amount owed to ultimate parent company Amounts owed to fellow subsidiary undertakings Other taxation Social security Other creditors Accruals and deferred income Obligations under finance leases (note 15)	7,389,111 10,432,076 15,007 117,948 139,362 5,946,387 596,739 148,561	8,788,486 10,432,076 20,925 118,231 136,335 5,344,583 584,546 126,305
	Amounts falling due after more than one year	<del>- ,</del>	<u> </u>
	Obligations under finance leases (note 15)	<u>305,334</u>	<u>276,297</u>

Other creditors £5,946,387 (2006 £5,344,583) comprise advances under a debtor financing agreement

#### 12 Provisions for liabilities and charges

	Capital Bank	Warranty provision	Deferred taxation	Total
At 29 October 2006	67,000	255,000	1,587	323,587
Utilised Charged to profit and loss account	(180,538) 208,538	(808,000) 92 <u>1,000</u>	(16,650) <u>59,663</u>	(1,005,188) _1,189,201
At 28 October 2007	<u>95,000</u>	368,000	<u>44,600</u>	<u>507,600</u>

The capital bank provision of £95,000 (2006  $\pm$ 67,000) is to provide for the potential interest liability of a trade factoring arrangement

# NOTES ON FINANCIAL STATEMENTS – 28 OCTOBER 2007 (continued)

12	Pro	visions for liabilities and charges (continued)	2007 £	2006 £
	Ana	alysis of deferred taxation	~	~
		elerated tax allowances er timing differences	54,967 <u>(10,367)</u>	15,904 <u>(14,317)</u>
			<u>44,600</u>	<u>1,587</u>
13	Cal	led up share capital	2007 £	2006 £
	Aut	horised 10,000 ordinary shares of £1 each	<u>10,000</u>	<u>10,000</u>
		ned and fully paid ordinary shares of £1 each	<u>300</u>	<u>300</u>
14	Res	serves	2007 £	2006 £
	(a)	Reconciliation of movements in equity shareholders' funds		
		Opening equity shareholders' deficit	(3,576,661)	(2,818,322)
		Loss for the financial year Dividends	(741,077)	(758,339) 
		Closing equity shareholders' deficit	(4,317,738)	(3,576,661)
	(b)	Profit and loss account		
		Balance at 29 October 2006	(3,576,961)	
		Loss for the financial year Dividends	(741,077) 	
		Balance at 28 October 2007	(4,318,038)	

# NOTES ON FINANCIAL STATEMENTS – 28 OCTOBER 2007 (continued)

15	Leasing obligations	2007 £	2006 £
(a)	Future commitments due under finance leases and hire purchase agreements are	2	L
	Within one year Between two and five years	150,401 305,667	128,139 <u>227,087</u>
	Less future finance charges	456,068 <u>2,173</u>	405,226 
		<u>453,895</u>	402,602
	Shown in creditors (note 11) as		
	Amounts falling due within one year Amounts falling due after more than one year	148,561 305,334	126,305 <u>276,297</u>
		<u>453,895</u>	402,602
(b)	Annual commitments due under non-cancellable operating leases are		
	Land and buildings leases which expire Within one year Between two and five years In five years or more  Plant leases which expire Within one year Between two and five years  The majority of leases of land and buildings are subject to rent reviews	241,240 160,776 402,016 34,717 92,527 127,244	6,000 233,240 146,775 386,015 96,847 66,476 163,323
16	Capital commitments	2007 £	2006 £
	Contracted for but not provided for in the financial statements	84,500	<u>39,825</u>
	Authorised but not contracted for	<u>25,500</u>	<u>67,220</u>

### NOTES ON FINANCIAL STATEMENTS – 28 OCTOBER 2007 (continued)

#### 17 Pension commitments

The Company is a member of the Cosalt plc group pension scheme providing benefits based on final pensionable pay. Because the Company is unable to identify its share of the scheme assets and liabilities on a consistent and reasonable basis, as permitted by FRS17, the scheme has been accounted for in these financial statements as if the scheme was a defined contribution scheme. Disclosures for the scheme are shown in the Cosalt plc group financial statements. The deficit, net of deferred taxation, under IAS 19 as at 28 October 2007 was £6,333,000.

The latest full actuarial valuation was carried out as at 31 December 2004 and was updated for FRS17 purposes as at 28 October 2007 by a qualified independent actuary. The contribution by the company for the year was £416,400 (2006 £429,066). Contributions to the stakeholder scheme amounted to £78,147 (2006 £12,738).

#### 18 Related party transactions

The company has taken advantage of the exemption from disclosing related party transactions with other group companies, as permitted by Financial Reporting Standard No 8 as the consolidated financial statements in which the company is included are publicly available

#### 19 Subsequent events

As disclosed in the Half year report 2008, sales of caravans have declined since the year-end. Against this backdrop, the Group's new management team has decided to implement an immediate restructuring of the division in order to minimise the impact of the downturn, improve its performance and maximise value from the sale process.

Notwithstanding this decisive action, Holiday Homes will remain loss-making

#### 20 Future financial support

The financial statements have been prepared under the going concern basis, the validity of which is dependent upon the continued financial support by the ultimate parent company

The directors, having consulted with the directors of the ultimate parent company, believe that this financial support will continue for the foreseeable future

Should the ultimate parent company be unable to continue its financial support, certain adjustments would be necessary to these financial statements

#### 21 Ultimate parent company

The company is a subsidiary undertaking of Cosalt plc, which is the ultimate parent company, incorporated in England. The consolidated accounts of this company are available to the public and may be obtained from Fish Dock Road, Grimsby DN31 3NW.