# **COMPANY REGISTRATION NUMBER 01179371**

# A F SWITCHGEAR LIMITED ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2009



# LANGARD LIFFORD HALL LIMITED

Accountants and Registered Auditors
Lifford Hall
Lifford Lane
Kings Norton
Birmingham
B30 3JN

# **COMPANY INFORMATION**

Incorporated

In England and Wales on 1 August 1974

The board of directors

I H Foster
J R Bosworth
M G Harris
R Thompson

Company secretary

J R Bosworth

Registered office

Nunn Brook Road Sutton-in-Ashfield Nottinghamshire NG17 2HU

Auditor

Langard Lifford Hall Limited

Accountants and Registered Auditors

Lifford Hall Lifford Lane Kings Norton Birmingham B30 3JN

**Bankers** 

HSBC Bank Plc 1 King Street Alfreton Derbyshire DE55 7DB

#### THE DIRECTORS' REPORT

#### Year ended 31 December 2009

The directors present their report and financial statements of the company for the year ended 31 December 2009

#### Principal activity and business review

The principal activity of the company continues to be that of the design and manufacture of electrical switchgear and control panel systems. The company's balance sheet as detailed on page 6 shows a satisfactory position, with shareholders' funds amounting to £3,224,526. The Key Performance Indicators for this business are its turnover and profitability. The company has continued to show a strong trading position with pre-tax profits comparing well with those of the previous year, despite the initial downturn in the economy experienced towards the end of the period and difficult trading conditions being experienced by many of its competitors. The directors are monitoring the ongoing trading conditions and are confident of maintaining the company's market share during the forthcoming year.

#### Results and dividends

The profit for the year, after taxation, amounted to £543,587 Particulars of dividends paid are detailed in note 7 to the financial statements

#### Financial risk management objectives and policies

The directors continually review the risks to the company but believe that the quality of the company's products and customer service will mitigate these risks, resulting in continued growth and satisfactory trading performance

#### Directors and their interests

The directors who served the company during the year together with their beneficial interests in the shares of the parent company were as follows

		At	At
	Class of share 31 De	cember 2009	1 January 2009
I H Foster	Ordinary	100	100
R Bosworth	,	-	<b></b>
M G Harris		-	
R Thompson		-	-
			-=-
Donations			
During the year the company made	e the following contribution	S	
	-	2009	2008
		£	£
Charitable		2,538	6,781
O. W. I. W. O. V.			

#### Auditor

Langard Lifford Hall Limited are deemed to be re-appointed under section 487(2) of the Companies Act 2006

Registered office Nunn Brook Road Sutton-in-Ashfield Nottinghamshire NG17 2HU Signed by order of the directors

R Bosworth Company Secretary 22 June 2010

#### STATEMENT OF DIRECTORS' RESPONSIBILITIES

#### Year ended 31 December 2009

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 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,
- 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.

In so far as the directors are aware

- there is no relevant audit information of which the company's auditor is unaware, and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information

Registered office Nunn Brook Road Sutton-in-Ashfield Nottinghamshire NG17 2HU Signed by order of the directors

J R Bosworth Company Secretary 22 June 2010

# INDEPENDENT AUDITOR'S REPORT TO A F SWITCHGEAR LIMITED UNDER SECTION 449 OF THE COMPANIES ACT 2006

We have examined the abbreviated accounts, together with the financial statements of A F Switchgear Limited for the year ended 31 December 2009 prepared under Section 396 of the Companies Act 2006

This report is made solely to the company, in accordance with Chapter 3 of Section 16 of the Companies Act 2006. Our work has been undertaken so that we might state to the company those matters we are required to state to it in a special 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 for our work, for this report, or for the opinions we have formed

#### Respective responsibilities of directors and auditor

The directors are responsible for preparing the abbreviated accounts in accordance with Section 445 of the Companies Act 2006. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts to the Registrar of Companies and whether the abbreviated accounts have been properly prepared in accordance with the regulations made under that section and to report our opinion to you

#### Basis of opinion

We conducted our work in accordance with Bulletin 2008/4 issued by the Auditing Practices Board. In accordance with that Bulletin we have carried out the procedures we consider necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts to be delivered are properly prepared.

#### Opinion

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with Section 445(3) of the Companies Act 2006, and the abbreviated accounts have been properly prepared in accordance with the regulations made under that section

K S CHAMBERS (Senior Statutory Auditor)

For and on behalf of

K-6 Marv &

LANGARD LIFFORD HALL LIMITED

Accountants and Registered Auditors

Lifford Hall, Lifford Lane

Kings Norton

Birmingham

B30 3JN

22 June 2010

# ABBREVIATED PROFIT AND LOSS ACCOUNT

# Year ended 31 December 2009

	Note	2009 £	2008 £
Turnover		16,593,737	21,300,280
Cost of sales		12,847,228	15,955,262
Gross profit		3,746,509	5,345,018
Administrative expenses		2,942,814	3,024,050
Operating profit	2	803,695	2,320,968
Interest receivable		5,191	116,446
Interest payable and similar charges	5	(23,936)	(37,530)
Profit on ordinary activities before taxation		784,950	2,399,884
Tax on profit on ordinary activities	6	241,363	740,641
Profit for the financial year		543,587	1,659,243

All of the activities of the company are classed as continuing

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

The notes on pages 8 to 17 form part of these abbreviated accounts.

#### ABBREVIATED BALANCE SHEET

# 31 December 2009

		2009	•	200	8
	Note	£	£	£	£
Fixed assets					
Intangible assets	8		_		1,534
Tangible assets	9		480,901		515,214
Investments	10		110		110
			481,011		516,858
Current assets					
Stocks	11	681,075		300,182	
Debtors	12	4,660,402		5,573,883	
Cash at bank and in hand		1,660,858		3,448,924	
		7,002,335		9,322,989	
Creditors amounts falling due					
within one year	13	3,648,752		4,232,192	
Net current assets			3,353,583		5,090,797
Total assets less current liabilities			3,834,594		5,607,655
Creditors: amounts falling due afte	r				
more than one year	14		610,068		438,233
			3,224,526		5,169,422
					<del></del> «
Capital and reserves					
Called-up equity share capital	19		5,000		5,000
Profit and loss account	20		3,219,526		5,164,422
Shareholder's funds	21		3,224,526		5,169,422
					. <del></del>

These abbreviated financial statements have been prepared in accordance with the special provisions for medium-sized companies under section 445(3) of the Companies Act 2006

These abbreviated accounts were approved by the directors on 22 June 2010 and are signed on their behalf by

l H Foster Director

# CASH FLOW STATEMENT

# Year ended 31 December 2009

		2009	)	2008	3
	Note	£	£	£	£
Net cash inflow from operating					
activities	22		1,300,130		29,331
Returns on investments and Servicing of finance					
Interest received		5,191		116,446 (37,530)	
Interest paid		(23,936)		(37,330)	
Net cash (outflow)/inflow from retu on investments and servicing of fin			(18,745)		78,916
Taxation			(665,507)		(1,180,974)
Capital expenditure Payments to acquire tangible fixed as Receipts from sale of fixed assets	ssets	(389,398) 244,427		(672,512) 1,810,678	
Net cash (outflow)/inflow from cap expenditure	ital		(144,971)		1,138,166
Equity dividends paid			(2,488,483)		(1,905,440)
Cash outflow before financing			(2,017,576)		(1,840,001)
Financing Repayment of bank loans Repayment of long-term amounts ov	ved	(70,240)		(60,531)	
to group undertakings	vea	107,892		_	
Capital element of hire purchase		191,858		42,207	
Net cash inflow/(outflow) from financing			229,510		(18,324)
Decrease in cash	22		(1,788,066)		(1,858,325)

#### NOTES TO THE ABBREVIATED ACCOUNTS

#### Year ended 31 December 2009

#### 1. Accounting policies

#### Basis of accounting

The financial statements have been prepared under the historical cost convention

#### Consolidation

The company was, at the end of the year, a wholly-owned subsidiary of another company incorporated in the EEA and in accordance with Section 400 of the Companies Act 2006, is not required to produce, and has not published, consolidated accounts

#### **Turnover**

The turnover shown in the profit and loss account represents the realisable value of work undertaken during the year, exclusive of Value Added tax

#### Amortisation

Amortisation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows

**Patents** 

10% pa straight line basis

#### Fixed assets

All fixed assets are initially recorded at cost

#### Depreciation

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows

Plant and Machinery

- 10-33 1/3% pa straight line basis

Motor Vehicles

- 20-32 1/2% pa reducing balance basis

#### Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items

## Work in progress

Work in progress is stated at its realisable value based on the stage of completion

#### Hire purchase agreements

Assets held under hire purchase agreements are capitalised and disclosed under tangible fixed assets at their fair value. The capital element of the future payments is treated as a liability and the interest is charged to the profit and loss account on a straight line basis.

#### Operating lease agreements

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against profits on a straight line basis over the period of the lease

#### Pension costs

The company operates a defined contribution pension scheme for employees. The assets of the scheme are held separately from those of the company. The annual contributions payable are charged to the profit and loss account.

#### Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated, but not reversed, at the balance sheet date

Deferred tax is measured on an undiscounted basis at tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date

# NOTES TO THE ABBREVIATED ACCOUNTS

#### Year ended 31 December 2009

#### 1. Accounting policies (continued)

#### Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of the transaction. Exchange differences are taken into account in arriving at the operating profit.

#### Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as either 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.

#### Investments

All investments are initially recorded at cost, being the fair value of the consideration given and including acquisition costs associated with the investment. All purchases and sales of investments are recognised using trade date accounting

## 2. Operating profit

Operating profit is stated after charging

2009	2008
£	£
1,534	170
107,686	84,255
68,084	67,469
3,514	7,135
23,975	20,265
4,697	8,178
6,126	6,440
147,495	60,032
	£ 1,534 107,686 68,084 3,514 23,975 4,697 6,126

### 3. Particulars of employees

The average number of staff employed by the company during the financial year amounted to

to	2009	2008
	No	No
Number of production staff	52	53
Number of other staff	36	38
	88	91
The aggregate payroll costs of the above were		
30 0 1 7	2009	2008
	£	£
Wages and salaries	3,591,766	3,965,059
Social security costs	346,000	360,468
Other pension costs	6,578	6,636
	3,944,344	4,332,163

# NOTES TO THE ABBREVIATED ACCOUNTS

# Year ended 31 December 2009

4 Directors	'remuneration
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The directors' aggregate remuneration i	2009	2008
	2007	2000
	£	£
Remuneration receivable	461,799	484,549

# Defined contribution pension scheme

The company operates a defined contribution scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund and amounted to £6,578 (2008 £6,636).

# 5. Interest payable and similar charges

	2009	2008
	£	£
Interest payable on bank borrowing	9,340	30,740
Other similar charges payable	14,596	6,790
	23,936	37,530

#### 6. Taxation on ordinary activities

£
<b>36</b> 737,236
<b>73)</b> 3,405
63 740,641
,

#### 7. Dividends

<del></del>	2009	2008
	£	£
Final dividends paid on ordinary shares	2,488,483	1,905,440

# NOTES TO THE ABBREVIATED ACCOUNTS

# Year ended 31 December 2009

# 8. Intangible fixed assets

3	Patents £
Cost At 1 January 2009 and 31 December 2009	3,247
Amortisation At 1 January 2009 Charge for the year	1,713 1,534
At 31 December 2009	3,247
Net book value At 31 December 2009	7 2
At 31 December 2008	1,534

# 9. Tangible fixed assets

<b>g</b>	Plant & Machinery £	Motor Vehicles £	Total £
Cost	~	~	~
At 1 January 2009	849,125	434,106	1,283,231
Additions	325,660	63,738	389,398
Disposals	(891,723)	(62,795)	(954,518)
At 31 December 2009	283,062	435,049	718,111
Depreciation			
At 1 January 2009	585,314	182,703	768,017
Charge for the year	105,955	69,815	175,770
On disposals	(663,326)	(43,251)	(706,577)
At 31 December 2009	27,943	209,267	237,210
Net book value			
At 31 December 2009	255,119	225,782	480,901
At 31 December 2008	263,811	251,403	515,214

# Hire purchase agreements

Included within the net book value of £480,901 is £389,327 (2008 - £193,544) relating to assets held under hire purchase agreements. The depreciation charged to the abbreviated accounts in the year in respect of such assets amounted to £68,084 (2008 - £67,469).

# Capital commitments

Cupitui commitments	2009 £	2008 £
Contracted but not provided for in the financial		
statements	17,735	-
		4 - **** F

# NOTES TO THE ABBREVIATED ACCOUNTS

# Year ended 31 December 2009

10	Invactments
10	Investments

Investment in subsidiary undertakings
£
110
A
110

Investments represents the cost of acquisition of shares of the following subsidiary undertakings

Name and Activity	Proportion of shares held	Country of incorporation	Results for year ended 31 Dec 2009 £	Aggregate reserves 31 Dec 2009 £
A F Switchgear Services Limited Design and manufacture of electrical switchgear and control panel systems	100%	England		100
A F Fabrications Limited Fabrication of electrical switchgear and control panel systems	100%	England	84,076	149,181
A F Technical Services Limited Design and manufacture of electrical switchgear and control Panel systems	100%	England		2

# 11 Stocks

	2009	2006
	£	£
Raw materials	73,478	80,817
Work in progress	607,597	219,365
	681,075	300,182
		1 * ******

# NOTES TO THE ABBREVIATED ACCOUNTS

# Year ended 31 December 2009

12.	Debtors	2000	2000
		2009 £	2008 £
	Trade debtors	4,529,452	4,544,220
	Amounts owed by group undertakings	<del>1</del> ,329, <del>1</del> 32	887,856
	Other debtors	5, <b>21</b> 9	5,219
	Prepayments and accrued income	125,731	136,588
	• •	4,660,402	5,573,883
	The debtors above include the following amoun		han one year
		2009	2008
		£	£
	Amounts owed by group undertakings	<u> </u>	887,856
13.	Creditors: amounts falling due within one year	2009	2008
		£	£
	Bank loans	71,958	52,649
	Trade creditors	2,628,811	2,771,514
	Corporation tax	12,365	436,509
	Other taxation and social security	626,424	550,199
	Hire purchase agreements	133,179	94,813
	Accruals and deferred income	176,015	326,508
		3,648,752	4,232,192
	The following liabilities disclosed under credito	rs falling due within one y	year are secured by
	by a legal charge on certain assets of the compar	ny	
		2009	2008
		£	£
	Bank loans	71,958	52,649
	Bank loans Hire purchase agreements	71,958 133,179	52,649 94,813

#### NOTES TO THE ABBREVIATED ACCOUNTS

#### Year ended 31 December 2009

# 14 Creditors amounts falling due after more than one year

J	2009	2008
	£	£
Bank loans and overdrafts	305,407	394,956
Amounts owed to group		
undertakıngs	107,892	-
Hire purchase agreements	196,769	43,277
	610,068	438,233
		<del></del>

The following liabilities disclosed under creditors falling due within one year are secured by a legal charge on certain assets of the company

	2009	2008
	£	£
Bank loans and overdrafts	305,407	394,956
Hire purchase agreements	196,769	43,2/7
	502,176	438,233

### Bank and other borrowing

The bank borrowing is secured by fixed and floating debenture charges against the company's assets and against the freehold property owned by A F Switchgear (Holdings) Limited The aggregate amount of secured liabilities amounted to £707,313 at the balance sheet date (2008 £585,695)

There is a multilateral guarantee in place between AF Switchgear (Holdings) Limited and AF Switchgear Limited in favour of HSBC bank plc

# 15. Creditors - capital instruments

Creditors include finance capital which is due for repayment as follows

	2009	2008
	£	£
Amounts repayable In one year or less or on demand	71,958	52,649
In more than one year but not more than two years In more than two years but not more than five	•	55,807
years	229,116	188,330
In more than five years	2,894	150,819
	377,365	447,605

#### NOTES TO THE ABBREVIATED ACCOUNTS

#### Year ended 31 December 2009

# 16. Commitments under hire purchase agreements

Future commitments under hire purchase agreements are as follows

2009	2008
£	£
133,179	94,813
196,76 <del>9</del>	43,277
329,948	138,090
	£ 133,179 196,769

#### 17. Deferred taxation

No provision has been made in the financial statements and the amounts unprovided at the end of the year are as follows

	2009 £	2008 £
Excess of taxation allowances over depreciation on		
fixed assets	6,223	2,297
		P

Deferred taxation is based on a corporation tax rate of 28% (2008 28%)

# 18. Commitments under operating leases

At 31 December 2009 the company had annual commitments under non-cancellable operating leases as set out below

200	)9	200	08
Land and	Other	Land and	Other
buildings	Items	buildings	ltems
£	£	£	£
9,900	2,000	12,500	-
200,000	6,600	-	8,600
209,900	8,600	12,500	8,600
	Land and buildings € 9,900 200,000	buildings	Land and buildings         Other learned and buildings         Land and buildings           £         £         £           9,900         2,000         12,500           200,000         6,600         −

# NOTES TO THE ABBREVIATED ACCOUNTS

# Year ended 31 December 2009

# 19 Share capital

	2009	2008
	£	£
2,500 Ordinary "A" shares of £1 each	2,500	2,500
2,500 Ordinary "B" shares of £1 each	2,500	2,500
	5,000	5,000

# Allotted, called up and fully paid:

,	2009		2008	
	No	£	No	£
2,500 Ordinary "A" shares of £1 each	2,500	2,500	2,500	2,500
2,500 Ordinary "B" shares of £1 each	2,500	2,500	2,500	2,500
	5,000	5,000	5,000	5,000

#### 20. Profit and loss account

	2009	2008
	£	£
Balance brought forward	5,164,422	5,410,619
Profit for the financial year	543,587	1,659,243
Equity dividends	(2,488,483)	(1,905,440)
Balance carried forward	3,219,526	5,164,422
	**************************************	Martine and the Control of the Contr

# 21. Reconciliation of movements in shareholder's funds

TICCONCINENTAL OF MICH CHICAGO MI DIMECTOR		
	2009	2008
	£	£
Profit for the financial year	543,587	1,659,243
Equity dividends	(2,488,483)	(1,905,440)
Net reduction to shareholder's funds	(1,944,896)	(246,197)
Opening shareholder's funds	5,169,422	5,415,619
Closing shareholder's funds	3,224,526	5,169,422
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# NOTES TO THE ABBREVIATED ACCOUNTS

# Year ended 31 December 2009

#### 22. Notes to the cash flow statement

Reconciliation of operating profit to net cash inflow fro	om
operating activities	

2009	2008
£	£
803,695	2,320,968
1,534	170
175,770	151 <i>,</i> 724
3,514	7,135
(380,893)	170,5 <i>1</i> 5
913,481	655,469
(216,971)	(3,276,710)
1,300,130	29,331
	£ 803,695 1,534 175,770 3,514 (380,893) 913,481 (216,971)

Reconciliation of net cash flow to mo	ovement in net	funds		
	200	9	2008	
	£	£	£	£
Decrease in cash in the period	(1,788,066)		(1,858,325)	
Net cash outflow from bank loans	70,240		60,531	
Net cash (inflow) from long-term				
amounts owed to group				
undertakıngs	(107,892)		-	
Cash outflow in respect of hire				
purchase	(191,858)		(42,207)	
		(2,017,576)		(1,840,001)
Change in net funds		(2,017,576)		(1,840,001)
Net funds at 1 January 2009		2,863,229		4,703,230
·		945 (53		2 962 120
Net funds at 31 December 2009		845,653		2,863,229
Analysis of changes in net funds				
,		At		At
		1 Jan 2009	Cash flows	31 Dec 2009
		£	£	£
Net cash				
Cash in hand and at bank		3,448,924	(1,788,066)	1,660,858
Debt				
Debt due within 1 year		(52,649)	(19,309)	(71,958)
Debt due after 1 year		(394,956)	(18,343)	(413,299)
Hire purchase agreements		(138,090)	(191,858)	(329,948)
		(585,695)	(229,510)	(815,205)
Net funds		2,863,229	(2,017,576)	845,653

# 23. Ultimate parent company

The ultimate parent company is A F Switchgear (Holdings) Limited, a company registered in England and Wales