Mirum Products Limited

Directors' report and financial statements Registered number 1252478 31 December 2011

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Company Information

Directors

G Roper

R Llewellyn

Secretary

M Charles

Company Number

1252478

Registered Office

Studio Building 21 Evesham Street

London

W11 4AJ

Auditors

KPMG LLP

3 Assembly Square Britannia Quay Cardiff

CF10 4AX

Business Address

Station Road Ardleigh Essex CO7 7RT

Mirum Products Limited Directors' report and financial statements 31 December 2011

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Directors' report

The directors present their directors' report and financial statements for the year ended 31 December 2011

Principal activities

The principal activity of the company is the manufacture of aluminium tubes, plastic vac forms for use in the packaging of art related products and the assembly of other art and craft products

Results and dividends

The profit and loss account is set out on page 5 and shows the loss of the year

There has been no interim dividend paid during the year (2010 £nil) The directors recommend that no final dividend be paid (2010 £nil)

Directors

The directors who held office during the year were as follows

J R Keightley (Resigned 17 June 2011) R Llewellyn

G Roper (Appointed 17 June 2011)

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

In preparing this directors' report advantage has been taken of the small companies' exemption

Auditors

Pursuant to section 487 of the Companies Act 2006, the auditor will be deemed to be re-appointed and KPMG LLP will therefore continue in office

By order of the board

M Charles

Secretary

Studio Building 21 Evesham Street London

W11 4AJ

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Statement of directors' responsibilities in respect of the directors' report and the financial statements

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)

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 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 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 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.



KPMG LLP

3 Assembly Square Britannia Quay Cardiff CF10 4AX United Kingdom

Independent auditor's report to the members of Mirum Products Limited

We have audited the financial statements of Mirum Products Limited for the year ended 31 December 2011 set out on pages 5 to 18 The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK 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 Directors' Responsibilities Statement set out on page 2, 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

A description of the scope of an audit of financial statements is provided on the APB's web-site at www.frc.org.uk/apb/scope/private.cfm

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31 December 2011 and of its loss for the year then ended.
- have been properly prepared in accordance with UK 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 Mirum Products Limited (continued)

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

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Virginia J Stevens (Senior Statutory Auditor) for and on behalf of KPMG LLP, Statutory Auditor

Chartered Accountants 3 Assembly Square Britannia Quay Cardiff CF10 4AX United Kingdom

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Profit and loss account for the year ended 31 December 2011

for the year ended 31 December 2011			
	Note	2011	2010
		€000	000£
Turnover	2	1,028	1,350
Cost of sales		(712)	(821)
Gross profit		316	529
Administrative expenses		(304)	(308)
			
Operating profit	3	12	221
Interest payable and similar charges	6	(1)	(2)
Other finance income/(costs)	7	3	(1)
Profit on ordinary activities before taxation		14	218
Tax on profit on ordinary activities	8	(22)	(62)
(Loss)/Profit for the financial year	15	(8)	156
•			

The above results relate entirely to continuing activities. The notes on page 8 to 18 form an integral part of these financial statements

Balance sheet

at 31 December 2011					
	Note		2011	6000	2010
Fixed assets Tangible assets	9	£000	£000 165	£000	£000 205
Current assets Stock Debtors	10 11	258 133		294 152	
		391		446	
Creditors amounts falling due within one year	12	(140)		(222)	
Net current assets			251		224
Total assets less current liabilities, being net assets excluding pension deficit			416		429
Pension deficit	18		(79)		(75)
Net assets including pension deficit			337		354
Capital and reserves					
Called up share capital Profit and loss account	14 15		1 336		1 353
Equity shareholders' funds			337		354
			-		

These financial statements were approved by the board of directors on 14 98 1802 2012 and were signed on its behalf by

G Roper

R Llewellyn Director

Company registered number 1252478

Statement of total recognised gains and for the year ended 31 December 2011	losses		
joi me yeur enacu 31 December 2011	Notes	2011 £000	2010 £000
(Loss) / Profit for the financial year Actuarial loss recognised in the pension scheme Deferred tax recognised on actuarial loss	18 13	(8) (11) 2	156 (4) I
Total recognised gains and losses relating to the year		(17)	153
Reconciliation of movements in sharehofor the year ended 31 December 2011	olders' funds	2011 £000	2010 £000
Loss/Profit for the financial year Other recognised losses relating to the financial year	17	(8) (9)	156 (3)
Net (decrease)/increase in shareholders' funds		(17)	153
Opening shareholders' funds Impact of full FRS 17 disclosure accounting		354	287 (86)
Closing shareholders' funds		337	

Notes

(forming part of the financial statements)

1 Accounting policies

The financial statements have been prepared in accordance with applicable accounting standards. The particular accounting policies adopted are described below

Basis of accounting

The accounts have been prepared under the historical cost convention. Accounting policies have been consistently applied. The company, as a member of the group headed by AB Wilhelm Becker, has taken advantage of the exemption under the terms of Financial Reporting Standard No 1 from publishing a cash flow statement.

The financial statements have been prepared on the going concern basis, which the directors believe to be appropriate for the following reasons

The company is dependent for its working capital on funds provided to it by AB Wilhelm Becker, the company's ultimate parent, through a Group cash pool arrangement with its principal bankers. AB Wilhelm Becker has indicated that for at least 12 months from the date of approval of these financial statements, it will continue to make available such funds as are needed by the company and in particular will not seek repayment of the amounts currently made available. This should enable the company to continue in operational existence for the foreseeable future by meeting its liabilities as they fall due for payment. As with any company placing its reliance on other group entities for financial support, the directors acknowledge that there can be no certainty that this support will continue although, at the date of the approval of these financial statements, they have no reason to believe that it will not do so

Turnover

Turnover represents the net amount invoiced to external customers and affiliated companies during the year, exclusive of VAT and other sales related taxes. Turnover is recognised when the significant risks and rewards of ownership have been transferred to the customer. This is usually on despatch

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 provided in full on timing differences that result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in the financial statements. Deferred tax is not provided on timing differences arising from the revaluation of fixed assets where there is no binding contract to dispose of those assets. Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

Tangible assets

Tangible fixed assets are stated at cost or valuation, net of depreciation and any provision for impairment Depreciation is provided at the following annual rates for all assets in order to write off each asset (less estimated residual value) over its estimated useful life or, if held under a finance lease, over the lease term, whichever is the shorter

The plant and machinery was re-valued to market value during 1999. The company has followed the transitional arrangements within FRS15 not to adopt a policy of revaluation. The cost or revalued cost of fixed assets is written off on a straight-line basis over the period of the expected useful life of the asset as follows.

Plant and machinery

10 years

Fixtures and equipment

3 years

1 Accounting policies (continued)

Foreign currency balances

Transactions in foreign currencies are recorded using the rate of exchange ruling at the date of the transaction Monetary assets and liabilities denominated in foreign currencies are translated using the rate of exchange ruling at the balance sheet date and the gains or losses on translation are included in the profit and loss account

Stocks

Stock is stated at the lower of cost or net realisable value. Cost comprises materials, direct labour and an appropriate proportion of overhead expenses and is arrived at by the 'first in-first out' method

Operating lease commitments

Operating lease commitments are charged in the financial statements on a straight line basis even if this is not the time the liabilities arise

Benefits received and receivable as an incentive to sign an operating lease are similarly spread on a straight-line basis over the lease term, except where the period to the renewal date on which the rent is first expected to be adjusted to the prevailing market rate is shorter than the full lease term, in which case the shorter period is used

Defined Benefit Pension scheme

The company participates in the ColArt Pension Scheme which has both a Defined Benefit and a Defined Contribution section. The Defined Benefit section of the Scheme was closed to new entrants and the Defined Contribution Section was introduced for new entrants joining from 1st August 2002. Following consultation during 2007 the Defined Benefit section of the scheme was changed to a CARE scheme for future accruals after 1 April 2007. The scheme's assets are held in a separate trustee administered pension fund.

The Scheme was formed on 1 April 2000, and is valued every three years by professionally qualified independent consulting actuaries

Under the definitions set out in Financial Reporting Standard 17 Retirement Benefits, the ColArt Pension Scheme is a multi-employer pension scheme Previously, the company had taken advantage of the multi-employer exemption within FRS 17 and accounted for pension costs in line with the employer contributions paid. However, this was only permissible under the FRS whilst the net surplus/deficit could not be split between the individual participating companies. This position changed in the year ended 31 December 2010 as the Group was able to split the fund's assets/liabilities between participating companies with the help of its actuary.

The latest actuarial valuation of the scheme was carried out in April 2009. It has been updated to 31 December 2011 by qualified independent actuaries using revised assumptions that are consistent with FRS 17.

2 Analysis of turnover

The directors are of the opinion that it would be seriously prejudicial to the interests of the company to disclose an analysis of turnover

3 Operating profit

Operating profit is stated after charging the following Depreciation Operating lease rentals - properties Audit of these financial statements	2011 £000 40 40 5	2010 £000 27 40 4
4 Directors' emoluments and interests		
Total emoluments paid for services to the Company was	2011 £000	2010 £000
Aggregate emoluments	22	

Retirement benefits are accruing to one director under a defined benefit scheme

5 Staff numbers and costs

The average number of persons employed by the Company during the year, analysed by category, was as follows

	Number of employees	
	2011	2010
Manufacturing	19	17
The payroll costs of these persons were as follows		
•	2011	2010
	000£	£000
Wages and salaries	316	325
Social security costs	26	27
Other pension costs	22	19
	364	371

6 Interest payable and similar charges		
	2011 £000	2010 £000
On bank loans and overdrafts	1	2
7 Other finance income / (costs)		
	2011 £000	2010 £000
Expected return on pension scheme assets Interest on pension scheme liabilities	26 (23)	22 (23)
	3	(1)
8 Taxation		
Analysis of charge in year	2011 £000	2010 £000
Current tax Current tax on profit for the year Adjustments in respect of previous periods	15 9	52 -
Total current tax	24	52
Deferred tax (see note 12) Origination/reversal of timing differences Movement for year on pension deficit Effect of decreased tax rate	(2)	3 6 1
Total deferred tax charge	(2)	10
Tax on profit on ordinary activities	22	62

8 Taxation (continued)

Factors affecting the tax charge for the year

The tax assessed for the year is higher (2010 lower) than the blended rate of corporation tax of 26 5% (2010 28%) applied to profit before tax. The differences are explained below

	2011 £000	2010 £000
Current tax reconciliation		
Profit on ordinary activities before tax	14	218
		
Current tax thereon at 26 5 % (2010 28%)	4	61
Effects of		
Disallowed expenses	11	(6)
Capital allowances in excess of depreciation	-	(3)
Adjustments in respect of previous periods	9	-
Total current tax charge as above	24	52
		

The 2012 Budget on 21 March 2012 announced that the UK corporation tax rate will reduce to 22% by 2014. A reduction in the rate from 26% to 25% (effective from 1 April 2012) was substantively enacted on 5 July 2011, and a further reduction to 24% (effective from 1 April 2012) was substantively enacted on 26 March 2012. This will reduce the company's future current tax charge accordingly and further reduce the deferred tax asset at 31 December 2011 (which has been calculated based on the rate of 25% substantively enacted at the balance sheet date) by approximately £1,000. It has not yet been possible to quantify the full anticipated effect of the announced further 2% rate reduction, although this will further reduce the company's future current tax charge and reduce the company's deferred tax asset accordingly.

9 Tangible fixed assets

	Plant and machinery £000	Fixtures and Equipment £000	Total £000
Cost At beginning of year Additions	1,397	8	1,405
At end of year	1,397	8	1,405
Depreciation At beginning of year Charge for year	1,192 40	8 -	1,200 40
At end of year	1,232	8	1,240
Net book value At 31 December 2011	165		165
At 31 December 2010	205	•	205

10 Stocks		
	2011 £000	2010 £000
Raw materials and consumables Finished goods and goods for resale	162 96	215 79
	258	294
There is no material difference between the replacement cost of stocks and	the amounts stated above	
11 Debtors		
	2011 £000	2010 £000
Trade debtors Amounts owed by group undertakings	1 118	7 127
Prepayments and accrued income		18
	133	152
12 Conditions are sent filling the within an area		
12 Creditors: amounts falling due within one year		
	2011 £000	2010 £000
Trade creditors	14	75
Amounts owed to group undertakings	65 22	36 58
Taxation and social security Deferred tax liability	1	1
Accruals and deferred income	38	52
	140	222

The creditor for taxation and social security includes UK corporation tax payable amounting to £15,000 $(2010 \pm 52,000)$

13 Deferred tax		
	2011 £000	2010 £000
At beginning of year Charge to profit and loss account Initial recognition of Deferred tax on defined benefit pension scheme liability	26 -	1 (3) 29
Effect of tax change Amounts reflected through the STRGL	2	(2) 1
At end of year		26
The deferred taxation liability at full provision of 25 % (2010 27%) is as follows	2011 £000	2010 £000
Difference between depreciation and capital allowances	(1)	(1)
Total disclosed within creditors (note 12)	(1)	(1)
Deferred tax asset arising on defined benefit pension scheme liability	29	
		
14 Called up share capital		
	2011 £000	2010 £000
Allotted, called up and fully paud 1,250 ordinary shares of £1 each	1	1
15 Reserves		
		Profit and loss account £000
At beginning of year		353
Loss for the year Other recognised losses arising in the current year		(8)
At end of year		336

16 Contingent liabilities

Mirum Products Limited is dependent on a facility provided by AB Wilhelm Becker for its working capital and growth (see note 19) There are currently no charges on the assets of the company to support this facility

17 Commitments

- (a) Capital commitments at the end of the financial year for which no provision has been made amounted to £nil (2010 £nil)
- (b) Annual commitments under non-cancellable operating leases are as follows

	2011 £000	2010 £000
Land and Buildings · Operating Leases that expire		
Two – five years	46	46

18 Pension scheme

Company UK retirement benefits scheme

This is a defined benefit scheme operated by ColArt group of companies under which contributions were paid by members and the group into a fund. This fund is separate from the Group's finances and is administered by Trustees.

Previously, the company had taken advantage of the multi-employer exemption within FRS 17 and accounted for pension costs in line with the employer contributions paid. However, this was only permissible under the FRS whilst the net surplus/deficit could not be split between the individual participating companies. This position changed in the year ended 31 December 2010 as the Group was able to split the fund's assets/liabilities between participating companies with the help of its actuary.

The Group pays a monthly contribution of £78,000 towards the elimination of the deficit on the fund from April 2011

A full actuarial valuation was carried out on the 1 April 2009 by a qualified independent actuary and was updated to 31 December 2011

Present values of scheme liabilities, fair value of assets and deficit	2011 £000	2010 £000
Fair value of scheme assets	331	334
Present value of scheme liabilities	(439)	(436)
Liability to be recognised on the balance sheet	(108)	(102)
Deferred tax	29	` 27
Net liability	(79)	(75)
	_ 	

Pension	scheme ((continued)
	Pension	Pension scheme (

Movements in present value of defined benefit obligation		2011 £000
At 1 January 2011 Current service cost Interest cost Member contributions contribution by scheme participants Actuarial losses Benefits paid and death in service insurance premiums		436 21 23 9 (31) (19)
At 31 December 2011		439
Movements in fair value of plan assets		2011 £000
At 1 January 2011 Employer contributions Contributions by scheme participants Benefits paid and death in service insurance premiums Expected return on scheme assets Actuarial gain/(loss) on plan assets		334 23 9 (19) 26 (42)
At 31 December 2011		331
The actual return on scheme assets was (£16,000)		
Expense recognised in the profit and loss account	2011 £000	2010 £000
Current service cost Interest cost Expected return on Scheme assets Past service cost	21 23 (26)	6 23 (22) (18)
Total expense recognised in profit and loss	18	(11)
Statement of total recognised gains and losses (STRGL):	2011 £000	2010 £000
Actual return less expected return on pension scheme assets Experience gains and losses arising on the scheme liabilities Changes in assumptions underlying the liabilities present value	(42) 15 16	14 (6) (12)
Actuarial loss recognised in STRGL	(11)	(4)

The cumulative amount recognised in the statement of total recognised gains and losses in respect of actuarial losses is £15,000 (2010 £4,000)

3 00%

2 80%

Notes (continued)

Inflation assumption

18 Pension scheme (continued)

The principal actuarial assumptions used at the year end were as follows.	2011	2010
Discount rate Expected rate of return on plan assets	5 10% 7.35%	5 50% 7 38%
Future salary increases	n/a	n/a

The assumptions relating to longevity underlying the pension liabilities at the balance sheet date are based on standard actuarial mortality tables and include an allowance for future improvements in longevity. The mortality assumptions adopted at 31 December 2011 were

Male retiring at age 65 in 2011	23 2
Female retiring at age 65 in 2011	25 7
Male retiring at age 65 in 2030	25 2
Female retiring at age 65 in 2030	27 6

The assets in the scheme and the expected rate of return for 31 December 2011 are as follows

Long term rate of return expected	Fair value £000
8 20%	163
4 20%	-
4 20%	148
5 20%	20
7 35%	331
	return expected 8 20% 4 20% 4 20%

The Company expects to contribute approximately £25,000 to its defined benefit plans in the next financial year

	2011 £'000	2010 £'000
Experience adjustment on plans liabilities Experience adjustment on plan assets	15 (27)	(6) 14

19 Related party disclosures

The company has taken advantage of the exemption conferred by FRS 8 'Related Party Disclosures' not to disclose transactions with other 100% owned members of the group headed by AB Wilhelm Becker AB, on the grounds that 100% of the voting rights in the company are controlled within that group and the company is included in consolidated financial statements

During the year the company undertook business transactions with other Becker group companies as listed in the published accounts of Wilhelm Becker AB. At the year end there were outstanding amounts of £7,000 (2010 £111) payables and £71,000 (2010 £127,000) receivables

Due to the similar nature of these transactions the amounts for all the companies have been aggregated as follows

	2011 £000	2010 £000
Sales Other transactions	1,026 11	1,350 (12)

20 Ultimate parent undertaking and controlling party

The immediate holding company is ColArt Fine Art & Graphics Limited, a company incorporated in Great Britain and registered in England and Wales

The ultimate UK holding company is Wilhelm Becker Limited incorporated in Great Britain and registered in England and Wales

The ultimate holding company is Lindengruppen AB, a company incorporated and registered in Sweden. The parent company of the largest and smallest group of which the company is a member and for which group financial statements are drawn up is AB Wilhelm Becker, a company incorporated and registered in Sweden.

Copies of the consolidated financial statements of AB Wilhelm Becker can be obtained from Bruksgarden, SE-268 83, Hoganas, Sweden