STRATEGIC REPORT, REPORT OF THE DIRECTORS AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 2014

FOR

ADCOCK REFRIGERATION AND AIR CONDITIONING LIMITED



CONTENTS OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 January 2014

	Page
Company Information	1
Strategic Report	.2
Report of the Directors	3
Report of the Independent Auditors	5
Profit and Loss Account	7
Balance Sheet	8
Cash Flow Statement	9
Notes to the Cash Flow Statement	10
Notes to the Financial Statements	. 11

COMPANY INFORMATION FOR THE YEAR ENDED 31 JANUARY 2014

DIRECTORS:

J R Adcock Mrs B I Adcock Mrs S Prior P Prior P J Brant N M Claydon K P Newman

SECRETARY:

Mrs B I Adcock

REGISTERED OFFICE:

5 Sawston Park London Road Pampisford Cambridge Cambridgeshire CB22 3XX

REGISTERED NUMBER:

01307597

AUDITORS:

Chater Allan LLP
Chartered Accountants
& Statutory Auditors
Beech House
4a Newmarket Road
Cambridge
Cambridgeshire

CB5 8DT

STRATEGIC REPORT FOR THE YEAR ENDED 31 JANUARY 2014

The directors present their strategic report for the year ended 31 January 2014.

REVIEW OF BUSINESS

The economic environment has continued to create a challenging marketplace causing order intake and turnover to fall. Despite this fall in turnover an increase in gross margins created an increase in trading profit.

The difficult trading conditions increased the focus on the need for a tight control on debts and allowed the business to report an increase of 40% in net profit before tax.

The company considers its key performance indicators to be capital order intake, turnover, margin and staff levels. Order intake decreased but there is still a good amount of continuing business into the current year. Turnover has increased and margins have been improved. Staff levels have decreased by around 3%, in both direct and indirect labour, to reflect improved efficiencies and the reduction in business.

The company continues its policy of investing in training and has recently gained accreditation form City & Guilds to run bespoke courses for engineers, thereby enhancing the quality of front line staff to meet the needs of a demanding customer base.

The company makes every effort to guarantee that any new appointments increase the skills base of the workforce, both in technical and administrative positions, ensuring the long term strength of the company and its ability to meet future challenges.

ON BEHALF OF THE BOARD:

RAdcock - Director

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REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 JANUARY 2014

The directors present their report with the financial statements of the company for the year ended 31 January 2014.

DIVIDENDS

No interim dividend was paid in the year, a final dividend for the year ended 31 January 2014 of £16,000 per restricted share was paid during the year. The total distribution of dividends in the year ended 31 January 2014 was £800,000.

FUTURE DEVELOPMENTS

It is expected that the levels of business will be maintained however, in line with many businesses, we cannot avoid the effects of the current economic problems facing the country.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 February 2013 to the date of this report.

J R Adcock Mrs B I Adcock Mrs S Prior P Prior P J Brant N M Claydon K P Newman

STATEMENT OF DIRECTORS' RESPONSIBILITIES

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

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

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he or she ought to have taken as a director in order to make himself or herself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 JANUARY 2014

AUDITORS

The auditors, Chater Allan LLP, will be proposed for re-appointment at the forthcoming Annual General Meeting.

ON BEHALF OF THE BOARD:

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REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF ADCOCK REFRIGERATION AND AIR CONDITIONING LIMITED

We have audited the financial statements of Adcock Refrigeration And Air Conditioning Limited for the year ended 31 January 2014 on pages seven to sixteen. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in a Report of the Auditors 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

As explained more fully in the Statement of Directors' Responsibilities set out on page three, 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 Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Strategic Report and the Report of the Directors to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

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 January 2014 and of its profit for the year then ended:
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
 and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Strategic Report and the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements.

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF ADCOCK REFRIGERATION AND AIR CONDITIONING LIMITED

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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Chater Allan LLP
Chartered Accountants
& Statutory Auditors
Beech House
4a Newmarket Road
Cambridge
Cambridgeshire
CB5 8DT

Mr G M D Day FCA DChA (Senior Statutory Auditor)

Date: 18 Jnh 2014

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 JANUARY 2014

	Notes	2014 £	2013 £
TURNOVER		31,765,472	30,836,530
Cost of sales		24,399,511	24,571,225
GROSS PROFIT		7,365,961	6,265,305
Administrative expenses	•	4,698,965	4,348,041
		2,666,996	1,917,264
Other operating income		4,976	·
OPERATING PROFIT	3	2,671,972	1,917,264
Interest receivable and similar income		92,246	60,549
		2,764,218	1,977,813
Interest payable and similar charges	4	·	172
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		2,764,218	1,977,641
Tax on profit on ordinary activities	5	662,708	529,557
PROFIT FOR THE FINANCIAL YEAR		2,101,510	1,448,084

CONTINUING OPERATIONS

None of the company's activities were acquired or discontinued during the current year or previous year.

TOTAL RECOGNISED GAINS AND LOSSES

The company has no recognised gains or losses other than the profits for the current year or previous year.

ADCOCK REFRIGERATION AND AIR CONDITIONING LIMITED (REGISTERED NUMBER: 01307597)

BALANCE SHEET31 JANUARY 2014

		20 ⁻	14	2013	
	Notes	£	£	£	£
FIXED ASSETS					
Tangible assets	7		5,001,348		5,034,665
CURRENT ASSETS					
Stocks	8	251,849		338,286	
Debtors	9	5,958,260		5,670,824	
Cash at bank	J	7,349,293		6,641,453	
Casil at balik					
ODEDITORS .		13,559,402		12,650,563	
CREDITORS Amounts falling due within one year	10	3,169,162		3,603,150	
NET CURRENT ASSETS			10,390,240		9,047,413
TOTAL ASSETS LESS CURRENT					
LIABILITIES			15,391,588		14,082,078
CREDITORS					
Amounts falling due after more than one					/a /aas
year	11		(2,100)		(2,100)
PROVISIONS FOR LIABILITIES	13		(21,000)		(13,000)
•					
NET ASSETS			15,368,488		14,066,978
CAPITAL AND RESERVES					
Called up share capital	14		100		100
Capital redemption reserve	15		420,203		420,203
Profit and loss account	15		14,948,185		13,646,675
SHAREHOLDERS' FUNDS	17 ·		15,368,488		14,066,978

The financial statements were approved by the Board of Directors on $\frac{27-6-20/4}{}$ and were signed on its behalf by:

J R Adcock - Director

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 JANUARY 2014

	Notes	2014 £	2013 £
Net cash inflow		•	
from operating activities	1	2,693,038	4,194,852
Returns on investments and servicing of finance	2	92,246	60,377
Taxation		(592,359)	(456,372)
Capital expenditure	2	(685,085)	(537,504)
Equity dividends paid		(800,000)	(50,000)
		707,840	3,211,353
Financing	2	·	(800,000)
Increase in cash in the period		707,840	2,411,353
Reconciliation of net cash flow to movement in net funds	3		
Increase in cash in the period		707,840	2,411,353
Change in net funds resulting from cash flows		707,840	2,411,353
Movement in net funds in the period Net funds at 1 February		707,840 6,641,453	2,411,353 4,230,100
Net funds at 31 January	·	7,349,293	6,641,453

3.

NOTES TO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 31 JANUARY 2014

1. RECONCILIATION OF OPERATING PROFIT TO NET CASH INFLOW FROM OPERATING ACTIVITIES

	2014	2013
	£	£
Operating profit	2,671,972	1,917,264
Depreciation charges	727,515	716,158
(Profit)/loss on disposal of fixed assets	(9,115)	9,598
Decrease/(increase) in stocks	86,437	(1,072).
(Increase)/decrease in debtors	(287,436)	1,258,600
(Decrease)/increase in creditors	(496,335)	294,304
Net cash inflow from operating activities	2,693,038	4,194,852
	 	

2. ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THE CASH FLOW STATEMENT

ANALTSIS OF CASH FLOWS FOR HEADINGS NETTE	D IN THE CASH I	LOW STATE	L141
		2014 £	2013 £
Returns on investments and servicing of finance Interest received Interest paid		92,246	60,549 (172)
Net cash inflow for returns on investments and servi	cing of	92,246	60,377
Capital expenditure Purchase of tangible fixed assets Sale of tangible fixed assets		(839,136) 154,051	(663,805) 126,301
Net cash outflow for capital expenditure		(685,085) ———	(537,504)
Financing Amount introduced by directors Amount withdrawn by directors		<u>.</u>	50,000 (850,000)
Net cash outflow from financing	•		(800,000)
ANALYSIS OF CHANGES IN NET FUNDS	•		At
	At 1/2/13 £	Cash flow £	31/1/14 £
Net cash: Cash at bank	6,641,453	707,840	7,349,293
	6,641,453	707,840	7,349,293
Total	6,641,453	707,840	7,349,293

The notes form part of these financial statements

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 2014

1. ACCOUNTING POLICIES

Accounting convention

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

Turnover

Turnover represents net invoiced sales of goods, excluding value added tax, except in respect of long-term contracts where the amount recorded as turnover is ascertained by reference to the value of the work carried out to date, in accordance with SSAP 9 Stocks and long-term contracts.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Freehold buildings - 2% on cost Long Leasehold - 1.5% on cost

Improvements to property - 20% on reducing balance Plant and machinery - 15% on reducing balance

Fixtures and fittings - 20% on cost Motor vehicles - 20% on cost Computer equipment - 20% on cost

Stocks

Stocks and work in progress (except long term contracts) are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Cost includes all direct expenditure and an appropriate proportion of fixed and variable overheads.

Short-term contracts are stated at net cost less foreseeable losses less any applicable payments on account.

Long-term contracts are stated in accordance with SSAP 9 Stocks and long-term contracts. The amount recorded as turnover in respect of long-term contracts is ascertained by reference to the value of the work carried out to date. Attributable profit is recognised as the difference between recorded turnover and related costs.

To the extent that recorded turnover is in excess of payments on account it is classified as 'amounts recoverable on contracts' and separately disclosed within debtors. The balance of payments on account, matched with turnover and offset against long-term contract balances is classified as 'payments' received on account' within creditors.

Deferred tax

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

Pension costs and other post-retirement benefits

The company operates a defined contribution pension scheme. Contributions payable to the company's pension scheme are charged to the profit and loss account in the period to which they relate.

Going concern policy

The directors have considered the financial position of the company and believe it is well placed to manage its business risks successfully. The directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of preparation in preparing the financial statements.

Page 11 continued...

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 JANUARY 2014

2.	STAFF COSTS		
		2014	2013
		£	£
	Wages and salaries	8,067,877	7,900,659
	Social security costs	849,805	795,354
	Other pension costs	541,980	400,123
		9,459,662	9,096,136
	The average monthly number of employees during the year was as follows:		
		2014	2013
	Management	7	7

Pension contributions outstanding at the year end totalled £97,389 (2013: £107,431).

3. **OPERATING PROFIT**

4.

Technical

The operating profit is stated after charging/(crediting):		
	2014 £	2013 £
Depreciation - owned assets (Profit)/loss on disposal of fixed assets Auditors' remuneration	727,517 (9,115) 18,500	716,158 9,598 17,600
Operating lease rentals: Land and Buildings Non audit fees paid to auditor for other services	115,089 5,570	104,670 7,460
Directors' remuneration Directors' pension contributions to money purchase schemes	662,251 315,036	665,673 196,586
The number of directors to whom retirement benefits were accruing was as fol	ows:	
Money purchase schemes	5	<u> </u>
Information regarding the highest paid director is as follows:	2014 £	2013 £
Emoluments etc Pension contributions to money purchase schemes	179,221 81,025	209,577 49,876
INTEREST PAYABLE AND SIMILAR CHARGES	2014 £	2013 £

212

219

205

212

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 JANUARY 2014

5. TAXATION

Ana	lysis of	f the tax c	harge			

The tax charge on the profit on ordinary activities for the year was as follows:		
	2014	2013
•	£	£
Current tax:		
UK corporation tax	654,708	552,359
Over/under provision from previous year	-	(2)
Total current tax	654,708	552,357
Deferred tax	8,000	(22,800)
Tax on profit on ordinary activities	662,708	529,557
•		

Factors affecting the tax charge

The tax assessed for the year is higher than the standard rate of corporation tax in the UK. The difference is explained below:

	2014 £	2013 £
Profit on ordinary activities before tax	2,764,218	1,977,641
Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 23% (2013 - 24%)	635,770	474,634
Effects of: Expenses not deductible for tax purposes Depreciation in excess of capital allowances Adjustments to tax charge in respect of previous periods Effect of change in rate of tax during the year from 24% to 23%	7,040 7,328 - 4,570	28,156 42,125 (2). 7,444
Current tax charge	654,708	552,357
DIVIDENDS	. 2014	2013
Final	£ 800,000	£ 50,000

The dividends were paid out to the shareholders in proportion to their percentage shareholdings as follows:-

Mr J Adcock 50% Mrs B Adcock 30% Mrs S Prior 20%

6.

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 JANUARY 2014

7. TANGIBLE FIXED ASSETS

TANGIBLE TIXED ASSETS			Improvements	
	Freehold buildings £	Long Leasehold £	to property	Plant and machinery £
COST At 1 February 2013 Additions	2,477,240	823,205	709,928 43,552	196,846
Disposals	. -		(10,319)	(29,934)
At 31 January 2014	2,477,240	823,205	743,161	166,912
DEPRECIATION At 1 February 2013	161,429	65,257	478,883	131,944
Charge for year Eliminated on disposal	33,280	16,230	54,790 (9,682)	8,709 (24,087)
At 31 January 2014	194,709	81,487	523,991	116,566,
NET BOOK VALUE At 31 January 2014	2,282,531	741,718	219,170	50,346
At 31 January 2013	2,315,811	757,948 ———	231,045	64,902
	Fixtures and fittings £	Motor vehicles £	Computer equipment £	Totals £
COST At 1 February 2013 Additions	108,840 -	3,052,338 712,751	364,457 82,833	7,732,854 839,136
Disposals	(11,894)	(597,009)	(45,504)	(694,660)
At 31 January 2014	96,946	3,168,080	401,786	7,877,330
DEPRECIATION At 1 February 2013 Charge for year Eliminated on disposal	85,058 10,304 (13,360)	1,566,170 544,878 (457,584)	209,448 59,326 (45,011)	2,698,189 727,517 (549,724)
At 31 January 2014	82,002	1,653,464	223,763	2,875,982
NET BOOK VALUE At 31 January 2014	14,944	1,514,616	178,023	5,001,348
At 31 January 2013	23,782	1,486,168	155,009	5,034,665
•				

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 JANUARY 2014

8.	STOCKS		
		2014 £	2013 £
	Work-in-progress Finished goods	108,949 142,900	193,166 145,120
		251,849	338,286
9.	DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	0044	2042
		2014 £	2013 £
	Trade debtors Amounts recoverable on	4,598,473	3,945,241
	contracts	1,051,252	1,450,457
	Other debtors	137,383	115,382
	Prepayments and accrued income	171,152	159,744
		5,958,260 ————	5,670,824
10.	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		·
		2014 £	2013 £
	Trade creditors	769,374	1,099,397
	Tax	324,708	262,359
	Social security and other taxes	327,583	266,254
	VAT	414,595	518,001
	Other creditors	791,005	571,046
	Payments received on account	236,650	657,601
	Accruals and deferred income	305,247	228,492
		3,169,162	3,603,150
11.	CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR		
		2014	2013
		£	£
	Other creditors	2,100 	2,100

12. OPERATING LEASE COMMITMENTS

The following operating lease payments are committed to be paid within one year:

	Land and b	Land and buildings	
	2014 £	2013 £	
Expiring: Within one year	1.417	-	
Between one and five years	92,525	101,025	
	93,942	101,025	

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 JANUARY 2014

13.	PROVISIONS FOR LIABILITIES		2014 £	2013 £		
	Deferred tax Accelerated capital allowances		21,000	13,000		
				Deferred tax		
	Balance at 1 February 2013 Provided during year	·		£ 13,000 8,000		
	Balance at 31 January 2014			21,000		
14.	CALLED UP SHARE CAPITAL					
	Allotted, issued and fully paid: Number: Class: 100 Ordinary	Nominal value: £1	2014 £ 100	2013 £ 100		
	100 Ordinary	LI				
15.	RESERVES	Profit and loss account	Capital redemption reserve £	Totals £		
	At 1 February 2013 Profit for the year Dividends	13,646,675 2,101,510 (800,000)	420,203	14,066,878 2,101,510 (800,000)		
	At 31 January 2014	14,948,185	420,203	15,368,388		
16.	RELATED PARTY DISCLOSURES					
	During the year the company was controlled by Mr J R and Mrs B I Adcock.					
17.	7. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS			2013 £		
	Profit for the financial year Dividends		£ 2,101,510 (800,000)	1,448,084 (50,000)		
	Net addition to shareholders' funds Opening shareholders' funds	,	1,301,510 14,066,978	1,398,084 12,668,894		
	Closing shareholders' funds		15,368,488	14,066,978		