REGISTERED NUMBER: 01342012 (England and Wales)

STRATEGIC REPORT, REPORT OF THE DIRECTORS AND ${\bf FINANCIAL\ STATEMENTS\ }.$ FOR THE YEAR ENDED 31 DECEMBER 2015

FOR

FST CONSUMABLES LIMITED

Harrison Beale & Owen Limited
Chartered Accountants and Statutory Auditors
15 Queens Road
Coventry
CV1 3DE

A5B22SYA A17 12/07/2016 #251

COMPANIES HOUSE

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COMPANY INFORMATION for the year ended 31 December 2015

DIRECTORS:

41

G S G MacArthur

Mrs G M MacArthur

R N Wilding

REGISTERED OFFICE:

Stock House Seymour Road Nuneaton Warwickshire CV11 4LB

REGISTERED NUMBER:

01342012 (England and Wales)

AUDITORS:

Harrison Beale & Owen Limited

Chartered Accountants and Statutory Auditors

15 Queens Road

Coventry CV1 3DE

BANKERS:

HSBC City Branch

Coventry CV7 7QL

SOLICITORS:

HBJ Gateley Wareing LLP

One Eleven Edmund Street Birmingham B3 2HJ

STRATEGIC REPORT for the year ended 31 December 2015

The directors present their strategic report for the year ended 31 December 2015.

REVIEW OF BUSINESS

The directors are satisfied with the overall financial performance of the company which is set out in the attached financial statements.

PRINCIPAL RISKS AND UNCERTAINTIES

The directors do not consider the company to be exposed to any material adverse risks that are specific to the nature of the company's principal activity. However, measures are in place to mitigate the impact of any risks that do arise in the ordinary course of the company's business such as the risk of fluctuations in foreign exchange rates and interest rates.

ON BEHALF OF THE BOARD:

G S G MacArthur - Director

3 June 2016

REPORT OF THE DIRECTORS for the year ended 31 December 2015

The directors present their report with the financial statements of the company for the year ended 31 December 2015.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of the sale of workshop consumables and tools.

DIVIDENDS

No dividends will be distributed for the year ended 31 December 2015.

FUTURE DEVELOPMENTS

The directors are confident that the company will trade profitably again during 2016 and generate positive cashflows.

DIRECTORS

The directors set out in the table below have held office during the whole of the period from 1 January 2015 to the date of this report.

The directors shown below were in office at 31 December 2015 but did not hold any interest in the Ordinary shares of 25p each at 1 January 2015 or 31 December 2015.

G S G MacArthur Mrs G M MacArthur R N Wilding

The company is a wholly owned subsidiary within the Firstserve Holdings Limited group. The directors' interests in the shares of Firstserve Holdings Limited are shown in that company's financial statements.

DISCLOSURE IN THE STRATEGIC REPORT

The company's review of business and principle risks and uncertainties are addressed in the strategic report.

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;
- 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.

REPORT OF THE DIRECTORS for the year ended 31 December 2015

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.

ON BEHALF OF THE BOARD:

G S G MacArthuf - Director

3 June 2016

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF FST CONSUMABLES LIMITED

We have audited the financial statements of FST Consumables Limited for the year ended 31 December 2015 on pages six 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), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

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 December 2015 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.

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.

Philip Ewing BSc FCA (Senior Statutory Auditor) for and on behalf of Harrison Beale & Owen Limited Chartered Accountants and Statutory Auditors

15 Queens Road Coventry

3 June 2016

CV1 3DE

INCOME STATEMENT for the year ended 31 December 2015

		201	5	2014	ļ
	Notes	£	£	£	£
TURNOVER	3		4,994,514		5,361,742
Cost of sales			2,156,515		2,286,348
GROSS PROFIT			2,837,999		3,075,394
Distribution costs Administrative expenses		1,996,662 660,441		2,166,110 631,618	
			2,657,103		2,797,728
			180,896		277,666
Other operating income			1,000		1,500
OPERATING PROFIT	5		181,896		279,166
Interest receivable and similar income			5		2
			181,901		279,168
Interest payable and similar charges	6		2,261		2,296
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION			179,640		276,872
Tax on profit on ordinary activities	7		22,726		56,030
PROFIT FOR THE FINANCIAL YEAR			156,914		220,842

OTHER COMPREHENSIVE INCOME for the year ended 31 December 2015

	Notes	2015 £	2014 £
PROFIT FOR THE YEAR		156,914	220,842
OTHER COMPREHENSIVE INCOME		-	
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		156,914	220,842

BALANCE SHEET 31 December 2015

		2015	2014
	Notes	£	£
CURRENT ASSETS			
Stocks	9	297,486	329,705
Debtors	10	944,489	1,000,715
Cash at bank and in hand		356	505
		1,242,331	1,330,925
CREDITORS			
Amounts falling due within one year	11	257,361	502,869
NET CURRENT ASSETS	•	984,970	828,056
TOTAL ASSETS LESS CURRENT			
LIABILITIES		984,970	828,056
			
CAPITAL AND RESERVES			
Called up share capital	13	265,243	265,243
Share premium	14	9,665	9,665
Retained earnings	14	710,062	553,148
SHAREHOLDERS' FUNDS		984,970	828,056

The financial statements were approved by the Board of Directors on 3 June 2016 and were signed on its behalf by:

G S G MacArthur - Director

STATEMENT OF CHANGES IN EQUITY for the year ended 31 December 2015

	Called up share capital £	Retained earnings £	Share premium £	Total equity
Balance at 1 January 2014	265,243	332,306	9,665	607,214
Changes in equity Total comprehensive income Balance at 31 December 2014	265,243	220,842 553,148	9,665	220,842 828,056
Changes in equity Total comprehensive income		156,914		156,914
Balance at 31 December 2015	265,243	710,062	9,665	984,970

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 December 2015

1. GENERAL INFORMATION

FST Consumables Limited is a company limited by shares and is incorporated in England. The address of the registered office is given in the company information on page 1 of these financial statements.

2. ACCOUNTING POLICIES

Basis of preparing the financial statements

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

The principal accounting policies adopted in the preparation of the financial statements are set out below and have remained unchanged from the previous year.

The company adopted FRS 102 in the current year and both the financial performance and financial position of the company have remained unchanged as a result of the transition to FRS 102.

Financial reporting standard 102 - reduced disclosure exemptions

The company has taken advantage of the following disclosure exemption in preparing these financial statements, as permitted by FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

the requirements of Section 7 Statement of Cash Flows.

Related party exemption

The company has taken advantage of exemption, under the terms of Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', not to disclose related party transactions with wholly owned subsidiaries within the group.

Turnover

Turnover is measured at the fair value of the consideration received or receivable net of VAT and trade discounts. The policies adopted for the recognition of turnover are as follows:

Sale of goods

Turnover from the sale of goods is recognised when significant risks and rewards of ownership of the goods have transferred to the buyer, the amount of turnover can be measured reliably, it is probable that the economic benefits associated with the transaction will flow to the company and the costs incurred or to be incurred in respect of the transaction can be measured reliably. This is usually on despatch of goods.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life or, if held under a finance lease, over the lease term, whichever is the shorter.

Furniture, fittings and equipment

- 20-33% straight line

Tangible fixed assets are stated at cost less accumulated depreciation and accumulated impairment losses. Cost includes costs directly attributable to making the asset capable of operating as intended.

Stocks

Stocks are valued at the lower of cost and estimated selling price less costs to complete and sell. Cost includes all costs of purchase and other costs incurred in bringing stock to its present location and condition.

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NOTES TO THE FINANCIAL STATEMENTS - continued for the year ended 31 December 2015

2. ACCOUNTING POLICIES - continued

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more or less tax in the future have occurred at the balance sheet date. Timing differences are differences between the company's taxable profits and total comprehensive income as stated in the financial statements that arise from the inclusion of income and expense in tax assessments in the periods different from those in which they are recognised in the financial statements.

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantially enacted by the balance sheet date. Deferred tax is measured on a non-discounted basis.

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 transaction. Exchange differences are taken into account in arriving at the operating result.

Hire purchase and leasing commitments

Rentals paid under operating leases are charged to profit or loss on a straight line basis over the period of the lease.

Pension costs and other post-retirement benefits

The company operates a defined contribution scheme. The amount charged to the profit and loss account in respect of pension costs and other post retirement benefits is the contributions payable in the year. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments in the balance sheet.

Financial instruments

Loans and borrowings are initially recognised at the transaction price including transaction costs. Subsequently, they are measured at amortised cost using the effective interest rate method, less impairment.

Debtors and creditors with no stated interest rate and receivable or payable within one year are recorded at transaction price. Any losses arising from impairment are recognised in the income statement.

3. TURNOVER

The turnover and profit before taxation are attributable to the one principal activity of the company.

An analysis of turnover by geographical market is given below:

	2015 £	2014 £
United Kingdom Europe	4,993,055 1,459	5,360,528 1,214
	4,994,514	5,361,742

All turnover derives from the sale of goods.

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NOTES TO THE FINANCIAL STATEMENTS - continued for the year ended 31 December 2015

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4.	SIAFF	

5.

	2015 £	2014 £
Wages and salaries	1,293,922	1,333,074
Social security costs	128,696	130,852
Other pension costs	26,317	23,279
	1,448,935	1,487,205
The average monthly number of employees during the year was as follows:		
	2015	2014
Sales and distribution	40	43
Administration	14	15
•		
		
OPERATING PROFIT		
The operating profit is stated after charging:		
	2015	2014
	£	£
Other operating leases	264,210	279,643
Depreciation - owned assets	_	2,701
Auditors' remuneration	8,650	8,650 =====
Directors' remuneration	23,132	17,798

Some of the directors of the company are also directors of Firstserve Holdings Limited and their remuneration is disclosed within that company's financial statements.

6. INTEREST PAYABLE AND SIMILAR CHARGES

	2015	2014
	£	£
Invoice discounting interest	2,261	2,296

NOTES TO THE FINANCIAL STATEMENTS - continued for the year ended 31 December 2015

7. TAXATION

Analysis of the tax charge

The tax charge on the profit on ordinary activities for the year was as follows:

	2015 £	2014 £
Current tax: UK corporation tax Adjustment re previous year	33,843 2	56,030
Total current tax .	33,845	56,030
Deferred tax	(11,119)	
Tax on profit on ordinary activities	<u>22,726</u>	56,030

UK corporation tax has been charged at 20% (2014 - 21%).

Reconciliation of total tax charge included in profit and loss

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

	2015 £	2014 £
Profit on ordinary activities before tax	179,640	276,872
Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 21% (2014 - 23%)	37,724	63,681
Effects of:		
Expenses not deductible for tax purposes	154	19
Capital allowances in excess of depreciation	(2,563)	(2,802)
Other tax adjustments	(1,267)	(3,990)
Marginal relief	(205)	(878)
Adjustment in respect of previous year	2	-
Deferred tax	(11,119)	
Total tax charge	22,726	56,030

During the year the UK corporation tax rate was decreased from 21% to 20%. Following Budget 2016 announcements there will be a further reduction in the main rate of corporation tax to 19% from 1 April 2017.

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NOTES TO THE FINANCIAL STATEMENTS - continued for the year ended 31 December 2015

8. TANGIBLE FIXED ASSETS

			Furniture and equipment £
	COST		
	At 1 January 2015		
	and 31 December 2015		64,802
	DEPRECIATION		
•	At 1 January 2015	•	
	and 31 December 2015		64,802
	NET BOOK VALUE		
	At 31 December 2015		-
			===
	At 31 December 2014		-
			===
9.	STOCKS		
		2015	2014
		£	£
	Stocks	297,486	329,705
			=======================================

A reversal of an impairment loss of £1,878 (2014: reversal of loss of £25,624) was recognised in cost of sales against stock during the year due to slow moving and obsolete stock.

10. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2015	2014
	£	£
Trade debtors	760,554	849,322
Amounts owed by group undertakings	52,664	-
Other debtors	105,565	121,000
Prepayments and accrued income	25,706	30,393
	944,489	1,000,715
	====	====

An impairment loss of £7,338 (2014: reversal of loss of £448) was recognised against trade debtors.

Other debtors include £11,119 (2014: £Nil) relating to a deferred tax asset arising from timing differences between the tax written down value and net book value of qualifying assets.

11. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2015	2014
	£	£
Trade creditors	3,630	2,796
Amounts owed to group undertakings	-	205,993
Tax	33,838	56,028
Social security and other taxes	38,352	41,576
VAT	117,771	134,002
Other creditors	-	231
Accruals and deferred income	63,770	62,243
		
·	257,361	502,869
		

2015

2014

NOTES TO THE FINANCIAL STATEMENTS - continued for the year ended 31 December 2015

Minimum lease payments under non-cancellable operating leases fall due as follows:

12. LEASING AGREEMENTS

	2015	2014
	£	£
Within one year	74,120	238,610
Between one and five years	3,516	77,636

77,636	316,246
 _	====

13. CALLED UP SHARE CAPITAL

Number:	ed and fully paid: Class:	Nominal	2015	2014
		value:	£	£
1,060,972	Ordinary	25p	265,243	265,243

All Ordinary shares rank pari passu with respect to voting rights.

14. RESERVES

	Retained earnings £	Share premium £	Totals £
At 1 January 2015	553,148	9,665	562,813
Profit for the year	156,914		156,914
At 31 December 2015	710,062	9,665	719,727

Retained earnings

This reserve represents all current and prior period retained profits and losses.

Share premium

This reserve represents the amount above the nominal value received for shares issued, less transaction costs.

15. PENSION COMMITMENTS

The pension charge of £23,279 (2013: £23,364) represents contributions to the group personal pension plan. There were no outstanding or prepaid contributions at the year end.

16. ULTIMATE PARENT COMPANY

The company's immediate parent undertaking is Firstserve Group Limited, a company incorporated in England and Wales. The company's ultimate parent undertaking is Firstserve Holdings Limited, a company incorporated in England and Wales. The smallest and largest group for which group financial statements are prepared is Firstserve Holdings Limited, copies of which are publicly available from:-

Stock House Seymour Road Nuneaton Warwickshire CV11 4LB

NOTES TO THE FINANCIAL STATEMENTS - continued for the year ended 31 December 2015

17. CONTINGENT LIABILITIES

At the balance sheet date the group had a group overdraft facility of £20,000, which includes a group right of set off. The total overdraft at the year end was £0.

Other group securities include an unlimited multilateral guarantee dated 24 December 2013 given by Firstserve Group Limited, Force Consumables Limited, Ace UK (Fastenings) Limited, Quest Consumables Limited, Quality Engineering Supplies & Tools Limited, Forem Universal Products Limited, Firstserve Holdings Limited, Firstserve Group Holdings Limited, FST Consumables Limited and Gemmoco Limited.

There is also a debenture in place dated 20 September 2004 which includes a fixed charge over all present freehold and leasehold property, a first fixed charge over book and other debts, chattels, goodwill and uncalled capital, both present and future, and a first floating charge over all assets.

18. RELATED PARTY DISCLOSURES

Key management are considered to be the directors, whose remuneration is disclosed in note 5 of these financial statements.

19. CONTROLLING INTEREST

The company is controlled by Firstserve Holdings Limited. There is no ultimate controlling party as defined by Financial Reporting Standard number 102.