BAXTERS INTERNATIONAL REMOVALS LIMITED T/A - MOMENTOUS MOVING EXCELLENCE DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MAY 2013

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BAXTERS INTERNATIONAL REMOVALS LIMITED T/A - MOMENTOUS MOVING EXCELLENCE COMPANY INFORMATION

Directors S Sheffield

S A Whiteside

Secretary S A Whiteside

Company number 01366728

Registered office Smeaton Close, Brunel Road

Rabans Lane Industrial Park

Aylesbury

Buckinghamshire HP19 8UN

Auditors WMT 2nd Floor

45 Grosvenor Road

St Albans Hertfordshire AL1 3AW

Business address Smeaton Close, Brunel Road

Rabans Lane Industrial Park

Aylesbury

Buckinghamshire

HP19 8UN

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BAXTERS INTERNATIONAL REMOVALS LIMITED T/A - MOMENTOUS MOVING EXCELLENCE DIRECTORS' REPORT

FOR THE YEAR ENDED 31 MAY 2013

The directors present their report and financial statements for the year ended 31 May 2013

Principal activities and review of the business

The principal activity of the company continued to be that of removals, warehousing and shipping

The results for the year were on target with where the company wanted to be. The company has incurred significant restructuring costs during the year as a result of major business changes. Various locations have closed which have resulted in one-off closure costs as well as significant redundancy costs.

The company has terminated its contract with the MOD in January 2013 due to the majority of contacts being unprofitable. The company has moved to focus on high-quality removal services and international shipping as its major source of revenue following the termination of the MOD contract. We will continue to develop our portfolio and increase our presence in the market place through focusing on controlled growth. With further investment in equipment and IT the company has seen instant returns in efficiencies.

The year has provided further confirmation that we must react quickly and timely to our customer's needs and demands. In doing this we have seen our relationships grow and business follow on soon after. We have increased our strength through our staff. More training and more investment in their future has given more depth to the base of services we can provide.

The business is very keen to look at opportunities throughout the year ahead, as we plan for future growth

Results and dividends

The results for the year are set out on page 5

The directors do not recommend payment of an ordinary dividend

Future developments

In the coming year the company will expand into the south west of England and increase its presence in London

Directors

The following directors have held office since 1 June 2012

S Sheffield

S A Whiteside

BAXTERS INTERNATIONAL REMOVALS LIMITED T/A - MOMENTOUS MOVING EXCELLENCE DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2013

Directors' responsibilities

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

Company law requires the directors to prepare financial statements for each financial year. Under that law 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 UK 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 of disclosure to auditors

So far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware. Additionally, the directors have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditors are aware of that information.

On behalf of the board

Sim Shoffiel.

S Sheffield

Director

BAXTERS INTERNATIONAL REMOVALS LIMITED T/A - MOMENTOUS MOVING EXCELLENCE INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BAXTERS INTERNATIONAL REMOVALS LIMITED

We have audited the financial statements of Baxters International Removals Limited for the year ended 31 May 2013 set out on pages 5 to 19 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 an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed

Respective responsibilities of directors and auditors

As explained more fully in the Directors' Responsibilities Statement set out on pages 1 - 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 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 Directors' Report to identify material inconsistencies with the audited financial statements. 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 May 2013 and of its loss 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 Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements

BAXTERS INTERNATIONAL REMOVALS LIMITED T/A - MOMENTOUS MOVING EXCELLENCE INDEPENDENT AUDITORS' REPORT (CONTINUED)

TO THE MEMBERS OF BAXTERS INTERNATIONAL REMOVALS 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

WMT

Graham Wintle (Senior Statutory Auditor) for and on behalf of WMT

Chartered Accountants Statutory Auditor

14 January 2014

2nd Floor 45 Grosvenor Road St Albans Hertfordshire AL1 3AW

BAXTERS INTERNATIONAL REMOVALS LIMITED T/A - MOMENTOUS MOVING EXCELLENCE PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31 MAY 2013

		2013	2012
	Notes	£	£
Turnover	2	3,696,954	4,561,808
Cost of sales		(3,174,628)	(3,323,880)
Gross profit		522,326	1,237,928
Administrative expenses		(481,463)	(1,129,490)
Operating profit	3	40,863	108,438
Interest payable and similar charges	4	(24,275)	5,270
Profit on ordinary activities before taxation		16,588	113,708
Tax on profit on ordinary activities	5	(44,535)	(2,908)
(Loss)/profit for the year	13	(27,947)	110,800

The profit and loss account has been prepared on the basis that all operations are continuing operations

There are no recognised gains and losses other than those passing through the profit and loss account

BAXTERS INTERNATIONAL REMOVALS LIMITED T/A - MOMENTOUS MOVING EXCELLENCE BALANCE SHEET

AS AT 31 MAY 2013

		20	2013 2012		
	Notes	£	£	£	£
Fixed assets					
Tangible assets	6		1,770,870		1,818,356
Current assets					
Stocks	7	17,716		34,883	
Debtors	8	1,307,781		1,444,507	
Cash at bank and in hand		86,071		51,253 ————	
		1,411,568		1,530,643	
Creditors amounts falling due within one year	9	(596,217)		(888,912)	
One year	3	(330,217)			
Net current assets			815,351		641,731
Total assets less current liabilities			2,586,221		2,460,087
Creditors: amounts falling due after					
more than one year	10		(392,779)		(454,328
Provisions for liabilities	11		(75,287)		(30,752
			2,118,155		1,975,007
Capital and reserves					
Called up share capital	12		100		100
Revaluation reserve	13		199,800		314,767
Profit and loss account	13		1,918,255		1,660,140 ———
Shareholders' funds	14		2,118,155		1,975,007

Approved by the Board and authorised for issue on 14/01/2014

S Sheffield

Director

Company Registration No 01366728

BAXTERS INTERNATIONAL REMOVALS LIMITED T/A - MOMENTOUS MOVING EXCELLENCE CASH FLOW STATEMENT

FOR THE YEAR ENDED 31 MAY 2013

	£	2013 £	£	2012 £
Net cash outflow from operating activities		(340,227)		(90,217)
Returns on investments and servicing of				
finance Interest paid	(24,275)		5,270	
Net cash (outflow)/inflow for returns on				- 070
investments and servicing of finance		(24,275)		5,270
Taxation		-		(4,587)
Capital expenditure				
Payments to acquire tangible assets	(21,106)		(21,109)	
Receipts from sales of tangible assets	592,825		145,852	
Net cash inflow for capital expenditure		571,719		124,743
Net cash inflow before management of liquid				
resources and financing		207,217		35,209
Bank deposits	(3,184)		-	
Financing				
New long term bank loan	9,191		-	
Other new short term loans	-		132,000	
Repayment of long term bank loan	(54,249)		(72,995)	
Repayment of other short term loans	(99,000)		(119,667)	
Capital element of hire purchase contracts	(28,341)		(11,894)	
Net cash outflow from financing		(172,399)		(72,556)
Increase/(decrease) in cash in the year		31,634		(37,347)

BAXTERS INTERNATIONAL REMOVALS LIMITED T/A - MOMENTOUS MOVING EXCELLENCE NOTES TO THE CASH FLOW STATEMENT

FOR THE YEAR ENDED 31 MAY 2013

1	Reconciliation of operating profit to net ca	ash outflow from o	perating	2013	2012
				£	£
	Operating profit			40,863	108,438
	Depreciation of tangible assets			137,757	181,645
	Profit on disposal of tangible assets			(461,595)	(128,153)
	Decrease in stocks			17,167	121
	Decrease in debtors			136,726	68,279
	Decrease in creditors within one year			(211,145) ———	(320,547)
	Net cash outflow from operating activities	5		(340,227)	(90,217)
2	Analysis of net debt	1 June 2012	Cash flow	Other non- cash changes	31 May 2013
		£	£	£	£
	Net cash				
	Cash at bank and in hand	51,253 	31,634	<u>-</u>	82,887
	Liquid resources				
	Bank deposits	<u> </u>	3,184 		3,184
	Debt				
	Finance leases	(76,297)	(959)	-	(77,256)
	Debts falling due within one year	(144,055)	98,054	-	(46,001)
	Debts falling due after one year	(399,450)	46,004 ———		(353,446)
		(619,802)	143,099	-	(476,703)
	Net debt	(568,549)	177,917	<u>-</u>	(390,632)
				<u> </u>	
3	Reconciliation of net cash flow to movem	nent in net debt		2013	2012
				£	£
	Increase/(decrease) in cash in the year			31,634	(37,347)
	Cash outflow from increase in liquid resource	es		3,184	-
	Cash outflow/(inflow) from decrease/(increa	se) in debt and leas	se financing	143,099	(15,635)
	Movement in net debt in the year			177,917	(52,982)
	Opening net debt			(568,549)	(515,567)
	Closing net debt			(390,632)	(568,549)
					==

FOR THE YEAR ENDED 31 MAY 2013

Liquid resources include cash and current asset investments that are readily convertible into cash

FOR THE YEAR ENDED 31 MAY 2013

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention modified to include the revaluation of plant and machinery

1 2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), which have been applied consistently (except as otherwise stated)

13 Turnover

Turnover represents amounts receivable for goods and services net of VAT and trade discounts. Income is recognised on unloading

1.4 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost or valuation less depreciation. Depreciation is provided at rates calculated to write off the cost or valuation less estimated residual value of each asset over its expected useful life, as follows.

Land and buildings Leasehold

2% straight line

Plant and machinery

25% reducing balance/15% straight line method

Fixtures, fittings & equpment

25% reducing balance/33% straight line

Motor vehicles

25% reducing balance

The part of the annual depreciation charge on revalued assets which relates to the revaluation surplus is transferred from the revaluation reserve to the profit and loss account

1.5 Leasing and hire purchase commitments

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible assets and depreciated over the shorter of the lease term and their useful lives. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

Rentals payable under operating leases are charged against income on a straight line basis over the lease term

16 Stock

Stock is valued at the lower of cost and net realisable value

1.7 Deferred taxation

Deferred taxation is provided in full in respect of taxation deferred by timing differences between the treatment of certain items for taxation and accounting purposes. The deferred tax balance has not been discounted

18 Foreign currency translation

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All differences are taken to profit and loss account.

FOR THE YEAR ENDED 31 MAY 2013

2 Turnover

The total turnover of the company for the year has been derived from its principal activity wholly undertaken in the United Kingdom

3 Operating profit	2013 £	2012 £
Operating profit is stated after charging		
Depreciation of tangible assets	137,757	181,645
Loss on foreign exchange transactions	8,795	2,889
Operating lease rentals	120,309	274,473
and after crediting		
Profit on disposal of tangible assets	(461,595)	(128,153)
		-
Auditors' remuneration		
Fees payable to the company's auditor for the audit of the company's		
annual accounts	8,000	6,000
Fees payable to the company's auditor for non-audit work	9,250	7,000
	17,250	13,000
4 Interest payable	2013	2012
- Interest payable	£	£
On other loans wholly repayable within five years	21,204	(7,136)
Hire purchase interest	3,071	1,866
	24,275	(5,270)

FOR THE YEAR ENDED 31 MAY 2013

5	Taxation	2013 £	2012 £
	Total current tax	-	-
	Deferred tax		
	Deferred tax charge/credit current year	44,535	2,908 ———
	Factors affecting the tax charge for the year		
	Profit on ordinary activities before taxation	16,588	113,708
	Profit on ordinary activities before taxation multiplied by standard rate of		
	UK corporation tax of 0 00% (2012 - 20 00%)	-	22,742
	Effects of		
	Depreciation add back	33,714	36,329
	Capital allowances	(387)	(25,264)
	Chargeable disposals	(28,619)	(25,631)
	Other tax adjustments	(4,708)	(8,176)
		-	(22,742)
	Current tax charge for the year		-

The company has estimated losses of £ 163,245 (2012 - £ 56,947) available for carry forward against future trading profits

FOR THE YEAR ENDED 31 MAY 2013

6	Tangible fixed assets	Land and buildings Leasehold	Plant and machinery	Fixtures, fittings & equpment	Motor vehicles	Total
		£	£	equpinent £	£	£
	Cost or valuation	~	_	_		
	At 1 June 2012	1,561,229	1,935,996	451,561	888,746	4,837,532
	Cost on group transfers	-	(338,652)	(98,566)	-	(437,218)
	Additions	-	-	21,106	29,300	50,406
	Disposals	-	(966,354)	-	(280,949)	(1,247,303)
	At 31 May 2013	1,561,229	630,990	374,101	637,097	3,203,417
	Depreciation					
	At 1 June 2012	112,500	1,723,045	413,836	769,795	3,019,176
	Depreciation on group transfers	-	(310,033)	(98,566)	-	(408,599)
	Revaluation	-	(171,095)	-	-	(171,095)
	On disposals	-	(881,621)	-	(263,071)	(1,144,692)
	Charge for the year	30,000	56,228	19,414 ———	32,115	137,757
	At 31 May 2013	142,500	416,524	334,684	538,839	1,432,547
	Net book value					
	At 31 May 2013	1,418,729	214,466	39,417	98,258	1,770,870
	At 31 May 2012	1,448,729	212,951	37,725	118,951	1,818,356

At the end of May 2013 the directors revalued the containers included in plant and machinery to market value with a total appreciation in value of £171,095

Included above are assets held under finance leases or hire purchase contracts as follows

	Motor vehicles £
Net book values	90.204
At 31 May 2013	80,394
At 31 May 2012	73,823
Depreciation charge for the year At 31 May 2013	22,729
At 31 May 2013	
At 31 May 2012	12,304

FOR THE YEAR ENDED 31 MAY 2013

7	Stocks	2013 £	2012 £
	Finished goods and goods for resale	17,716	34,883
8	Debtors	2013	2012
		£	£
	Trade debtors Amounts owed by parent and fellow subsidiary undertakings Other debtors Prepayments and accrued income	316,939 736,331 4,482 250,029	651,919 398,967 100,749 292,872
	repayments and decrease intering	1,307,781	1,444,507
9	Creditors: amounts falling due within one year	2013 £	2012 £
	Bank loans and overdrafts Net obligations under hire purchase contracts Trade creditors Taxes and social security costs Directors' current accounts Other creditors Accruals and deferred income	46,001 37,923 316,727 45,820 7,699 2,297 139,750	144,055 21,419 494,638 84,267 16,853 127,680
		596,217	888,912

The business has taken out a mortgage with Natwest in order to purchase the leasehold property at Smeaton Close, and has one other bank loan. These loans are secured by way of a legal charge over Unit 5, Smeaton Close and debentures in Pureleaf Limited, Worldwide Moving Services Limited and Baxters International Removals Limited.

Hire purchase contracts are secured on the assets to which they relate Bank loans and overdrafts are secured by a fixed and floating charge over the assets of the company

FOR THE YEAR ENDED 31 MAY 2013

10	Creditors amounts falling due after more than one year	2013 £	2012 £
	Bank loans	353,446	399,450
	Net obligations under hire purchase contracts	39,333	54,878
		392,779	454,328
	Analysis of loans		
	Wholly repayable within five years	399,447	543,505
		399,447	543,505
	Included in current liabilities	(46,001)	(144,055)
		353,446	399,450
	Loan maturity analysis		
	In more than one year but not more than two years	47,953	46,001
	In more than two years but not more than five years	149,987	143,881
	In more than five years	159,578	209,569
			
	Net obligations under hire purchase contracts		
	Repayable within one year	37,923	21,419
	Repayable between one and five years	39,333 	54,878
		77,256	76,297
	Included in liabilities falling due within one year	(37,923)	(21,419)
		39,333	54,878

FOR THE YEAR ENDED 31 MAY 2013

11	Provisions for liabilities		Deferred tax liability £
			-
	Balance at 1 June 2012 Profit and loss account		30,752 44,535
	Balance at 31 May 2013		75,287
	The deferred tax liability is made up as follows		
		2013 £	2012 £
	Accelerated capital allowances	75,287	30,752
	The deferred tax asset has been provided for as the company cannot guacrystalise	arantee when	the asset will
40	Chave comited	2013	2012
12	Share capital	2015 £	£
	Allotted, called up and fully paid		
	100 Ordinary shares of £1 each	100	100
13	Statement of movements on reserves		
		Revaluation	Profit and
		reserve	loss
		£	account £
		L	L
	Balance at 1 June 2012	314,767	1,660,140
	Loss for the year		(27,947)
	Transfer from revaluation reserve to profit and loss account	(286,062)	286,062
	Revaluation during the year	171,095	-
	Balance at 31 May 2013	199,800	1,918,255
			

FOR THE YEAR ENDED 31 MAY 2013

14	Reconciliation of movements in shareholders' funds	2013	2012
•		£	£
	(Loss)/Profit for the financial year	(27,947)	110,800
	Other recognised gains and losses	171,095	
	Net addition to shareholders' funds	143,148	110,800
	Opening shareholders' funds	1,975,007	1,864,207
	Closing shareholders' funds	2,118,155	1,975,007

15 Financial commitments

At 31 May 2013 the company was committed to making the following payments under non-cancellable operating leases in the year to 31 May 2014

		Land and buildings		Other	
		2013	2012	2013	2012
		£	£	£	£
	Operating leases which expire				
	Within one year	33,706	43,956	-	6,669
	Between two and five years	24,000	24,000	-	-
	•				
		57,706	67,956	-	6,669
					
16	Directors' remuneration			2013	2012
				£	£
	Remuneration for qualifying services			30,854	120,794
	· • -				

FOR THE YEAR ENDED 31 MAY 2013

17 Employees

Number of employees

The average monthly number of employees (including directors) during the year was

,	2013	2012
	Number	Number
Directors	2	1
Administration	2	9
Drivers and Porters	42	39
	46	49
Employment costs	2013	2012
	£	£
Wages and salaries	1,295,159	1,439,854
Social security costs	82,808	116,323
	1,377,967	1,556,177

18 Control

The ultimate parent company is Momentous Moving Holdings Limited. In the prior year, Momentous Moving Holdings Limited acquired the whole of the ordinary share capital of Pureleaf Limited. Pureleaf Limited continued to be the immediate parent of Baxters International Removals Limited.

In the current and prior year there is no ultimate controlling party

Consolidated financial statements are prepared by Momentous Moving Holdings Limited

FOR THE YEAR ENDED 31 MAY 2013

19 Related party transactions

Baxters International Removals Limited is a 100% subsidiary of Pureleaf Limited During the year Pureleaf Limited paid management charges of £50,005 (2012 £50,005) to Baxters International Removals Limited At the year end Baxters International Removals Limited was owed £523,213 (2012 £215,483) by Pureleaf Limited

Worldwide Moving Services Limited is a 100% subsidiary of Pureleaf Limited and, as such, is a related party of Baxters International Removals Limited At the year end Baxters International Removals Limited was owed £213,118 (2012 £183,484) by Worldwide Moving Services Limited

Simon Sheffield is a director of Baxters International Removals Limited and also of SRA Sheffield Limited, making it a related party. During the year Baxters International Removals Limited paid SRA Sheffield Limited £18,231 (2012 £nil) for director fees

Sheila Whiteside is a director of Baxters International Removals Limited and also of Busy Bee Solutions Limited, making it a related party During the year Baxters International Removals Limited paid Busy Bee Solutions Limited £26,370 (2012 £25,094) for accountancy services Busy Bee Solutions Limited was dissolved on 31 March 2013 thus is a dormant related party at the year ended 31 May 2013