### REGISTERED NUMBER: 01369940 (England and Wales)

## STRATEGIC REPORT, REPORT OF THE DIRECTORS AND AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2015

FOR

**ACTIVAIR (UK) LIMITED** 

COMPANIES HOUSE

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### **ACTIVAIR (UK) LIMITED**

# COMPANY INFORMATION for the Year Ended 31 December 2015

DIRECTORS:

C Packwood

M Hansen G Kind

**REGISTERED OFFICE:** 

Unit 1

Action Court Ashford Road Ashford Middlesex TW15 1XS

**REGISTERED NUMBER:** 

01369940 (England and Wales)

**AUDITORS:** 

Oury Clark Chartered Accountants Statutory Auditors

Statutory Auditors Herschel House 58 Herschel Street

Slough Berkshire SL1 1PG

# 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**

Activair (UK) Limited forms part of the OHL International network of businesses providing logistics services to all business segments.

The results for the period and financial position of the company are as shown in the annexed financial statements.

During the period the performance of the company remained strong. For the twelve months ending 31 December 2015 UK turnover was £39.0 million (2014: £40.7 million). Direct costs have decreased in comparison to 2014 resulting in gross profit margin increasing from 31.79% in 2014 to 34.13% in 2015. The resultant profit before tax achieved was £1.24m (2014: £2.1m).

The company continues to provide services in air, sea and road at the forefront of the freight forwarding industry. With continued investment throughout the year in both IT system infrastructure and people skill, it has ensured that the company can deliver quality services to customers.

The business is able to maintain a competitive advantage by focusing on logistics services including transportation, warehousing and freight forwarding. The business will sell its trade, assets and operational efficiencies to another Group company as part of a group re-structuring over the next 12 months.

#### PRINCIPAL RISKS AND UNCERTAINTIES

The directors of the company continually monitor the risks that pose the greatest threat to the company. These risks include:

Sales risk (analysis of market trends and key regions of growth throughout the world);

Staff risk (the risk to the business of recruiting and retaining the right staff);

Competition risk (the risk of competitors entering or eroding the market place).

The directors are aware that the company is due to sell its trade and assets to another group company as part of a group restructuring within 12 months. This will significantly affect the operations of the business and as such the accounts are prepared on a break up basis over the next 12 months.

ON BEHALF OF THE BOARD:

C Packwood - Director

Date:

# 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.

#### **DIVIDENDS**

An interim dividend of £98.145 per share was paid on 31 December 2015. The directors recommend that no final dividend be paid.

The total distribution of dividends for the year ended 31 December 2015 will be £1,962,900.

#### **FUTURE DEVELOPMENTS**

Activair (UK) Limited is likely to cease trading within 12 months from the date of approval of these financial statements (see note 17 & 18).

#### EVENTS SINCE THE END OF THE YEAR

Information relating to events since the end of the year is given in the notes to the financial statements.

#### DIRECTORS

C Packwood, M Hansen and G Kind were appointed as directors after 31 December 2015 but prior to the date of this report.

M Hoogerland and F M Eichler ceased to be directors after 31 December 2015 but prior to the date of this report.

#### GOING CONCERN

The company is due to sell its trade and assets to another group company as part of a group restructuring within 12 months from the date of approval of these financial statements and as such, they have been prepared on the break up basis.

#### 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;

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 ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

ON BEHALF OF THE BOARD:

C Packwood - Director

Date:

# REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF ACTIVAIR (UK) LIMITED

We have audited the financial statements of Activair (UK) Limited for the year ended 31 December 2015 on pages six to nineteen. 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 (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 FRC's website at www.frc.org.uk/auditscopeukprivate.

#### 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.

#### **Emphasis of matter**

Without qualifying our opinion, we draw attention to the disclosures in Note 1 to the financial statements. The company will be sold to another group company, its trade and assets hived up and then liquidated within the next 12 months. As a consequence, the directors do not consider the company to be a going concern. Details of the impact of this are disclosed in Note 1 to the financial statements.

#### 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.

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Emma Crowley (Senior Statutory Auditor)
for and on behalf of Oury Clark Chartered Accountants
Statutory Auditors
Herschel House
58 Herschel Street
Slough
Berkshire
SL1 1PG

Date: 29/6/16

# INCOME STATEMENT for the Year Ended 31 December 2015

		31.12	31.12.15 31.		.14
	Notes	£	£	£	£
TURNOVER	2		39,020,685		40,766,803
Cost of sales			25,701,374		27,805,469
GROSS PROFIT			13,319,311		12,961,334
Distribution costs Administrative expenses		140,338 11,973,593		137,695 10,754,649	
			12,113,931		10,892,344
			1,205,380		2,068,990
Other operating income			45,300		37,375
OPERATING PROFIT	4		1,250,680		2,106,365
Interest receivable and similar income			40,087		27,920
			1,290,767		2,134,285
Interest payable and similar charges	5		48,810		36,112
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION			1,241,957		2,098,173
Tax on profit on ordinary activities	6		197,606		(41,168)
PROFIT FOR THE FINANCIAL YEAR			1,044,351		2,139,341

# OTHER COMPREHENSIVE INCOME for the Year Ended 31 December 2015

	Notes	31.12.15 £	31.12.14 £
PROFIT FOR THE YEAR		1,044,351	2,139,341
OTHER COMPREHENSIVE INCOM	E	<u> </u>	
TOTAL COMPREHENSIVE INCOMIFOR THE YEAR	E	1,044,351	2,139,341

#### **BALANCE SHEET 31 December 2015**

		31.12	2.15	31.12	.14
	Notes	£	£	£	£
FIXED ASSETS					
Tangible assets	8		288,623		356,446
CURRENT ASSETS					
Debtors	9	4,428,494		5,534,980	
Cash at bank and in hand	,	15,421,197		13,009,330	
Cash at Cank and in hand					
		19,849,691		18,544,310	
CREDITORS					
Amounts falling due within one year	10	11,373,177		9,475,597	
NET CURRENT ASSETS			8,476,514		9,068,713
TOTAL ASSETS LESS CURRENT			. 0.565.105		0.405.150
LIABILITIES			8,765,137		9,425,159
CREDITORS	,				
Amounts falling due after more than one year	11	•	355,168		96,641
NET ASSETS			8,409,969		9,328,518
CAPITAL AND RESERVES					
Called up share capital	14		20,000		20,000
Retained earnings	15		8,389,969		9,308,518
SHAREHOLDERS' FUNDS			8,409,969		9,328,518
					====

The financial statements were approved by the Board of Directors on 23/06/2016. and were signed on its behalf by: its behalf by:

# STATEMENT OF CHANGES IN EQUITY for the Year Ended 31 December 2015

	Called up share capital £	Retained earnings	Total equity £
Balance at 1 January 2014	20,000	7,169,177	7,189,177
Changes in equity			
Total comprehensive income	<del>-</del>	2,139,341	2,139,341
Balance at 31 December 2014	20,000	9,308,518	9,328,518
Changes in equity			
Dividends	-	(1,962,900)	(1,962,900)
Total comprehensive income	-	1,044,351	1,044,351
Balance at 31 December 2015	20,000	8,389,969	8,409,969

# NOTES TO THE FINANCIAL STATEMENTS for the Year Ended 31 December 2015

#### 1. 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.

Activair (UK) Limited is a limited company incorporated in the United Kingdom. The address of the registered office is given in the company information on page 1 of these financial statements and these financial statements are prepared in GBP and rounded to the nearest pound.

The significant accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all years unless otherwise stated. The company adopted FRS 102 in the current year and an explanation of how transition to FRS 102 has affected the reported financial position is given in the Reconciliation of Equity note.

The financial statements have not been prepared on the basis that the company will continue as a going concern because the company's trade and fixed assets will be hived up to another company within the group within the next twelve months, at which point, Activair (UK) Limited will be wound down and liquidated. The fixed assets will continue to be used by the purchasing entity and it will also be assigned the leases on all sites. No adjustment is therefore needed to reclassify as current any items in the balance sheet at 31 December 2015. All fixed assets will be hived up at book value and accordingly, no adjustment has been made to their value.

#### Financial reporting standard 102 - reduced disclosure exemptions

The company has taken advantage of the following disclosure exemptions 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 4 Statement of Financial Position paragraph 4.12(a)(iv);
- the requirements of Section 7 Statement of Cash Flows;
- the requirement of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.39 to 11.48A;
- the requirements of Section 26 Share-based Payment paragraphs 26.18(b), 26.19 to 26.21 and 26.23;
- the requirement of Section 33 Related Party Disclosures paragraph 33.7.

#### 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 represents net invoiced sales of services, excluding value added tax, derived from the provision of services in respect of the company's principal activity of freight forwarding during the year.

#### Tangible fixed assets

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

Short leasehold

over remaining term of lease

Plant and machinery
Motor vehicles
Computer equipment

20% on cost20% on cost33% on cost

#### 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.

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# NOTES TO THE FINANCIAL STATEMENTS - continued for the Year Ended 31 December 2015

#### 1. ACCOUNTING POLICIES - continued

#### 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 profit or loss in the period to which they relate.

#### Financial instruments

Basic Financial Instruments as covered by Section 11 of FRS 102 are measured at amortised cost. The company does not have any Other Financial Instruments as covered by Section 12 of FRS 102.

#### **Share options**

The company accounts for its share-based compensation in accordance with Financial Reporting Standard 102, which requires compensation costs related to share-based payment transactions to be recognised in the financial statements based on the fair value of the instruments issued and covers a wide range of share-based compensation arrangements including share options, restricted share plans, performance-based awards, share appreciation rights, and employee share purchase plans. The company recognises compensation costs for time based graded vesting awards and performance based vesting awards over the requisite service period for each separately vesting tranche based on the change in the awards fair value at each annual reporting period.

The fair value of the options is estimated at the year-end reporting date and utilises a closed form model which incorporates continuous dividend yield. Expected volatility is based on guideline companies as the company is not publicly traded. The implied volatility of traded options of the guideline companies is used, as well as historical volatility of the guideline companies' stock and other factors. Expected dividends are based on historical data and management expectations. The expected term of options uses the simplified method as prescribed by the Securities and Exchange Commission. The company uses the simplified method for calculating the expected term of the options because the company does not have the historical data to calculate the expected term of the options. The risk free rate, for periods within the contractual life of the option, is based on the zero-coupon U.S. Treasury strips in effect at the time of grant.

#### **Deferred taxation**

FRS 102 Section 29 requires deferred tax to be provided on all material timing differences, arising from the differing treatment between UK Generally Accepted Accounts and tax purposes of transactions and events recognised in the financial statements of the current and previous years. Deferred taxation is calculated at the rates at which it is estimated that the tax will arise.

Deferred taxation is not provided in respect of timing differences arising from the revaluation of fixed assets unless it is likely that the gain will not be rolled over.

#### 2. TURNOVER

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

#### 3. STAFF COSTS

	31.12.15 £	31.12.14 £
Wages and salaries	6,789,780	5,786,705
Social security costs	566,402	492,984
Other pension costs	144,983	108,018
	7,501,165	6,387,707
The average monthly number of employees during the year was as follows:		
	31.12.15	31.12.14
Sales and Administration	193	175 ——

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#### NOTES TO THE FINANCIAL STATEMENTS - continued for the Year Ended 31 December 2015

#### **OPERATING PROFIT** 4.

The operating profit is stated after charging/(crediting):

31.12.15	31.12.14
£	£
540,138	567,877
135,451	284,322
(14,280)	(8,213)
36,772	39,459
228,392	118,980
737,751	754,255
<del>-</del>	
	£ 540,138 135,451 (14,280) 36,772 228,392

Directors' remuneration has been borne by the ultimate parent company, or one of its affiliate companies where they are also directors of these entities. The directors' services to the company do not occupy a significant amount of their time and as such the directors do not consider that they have received any remuneration for their incidental services to the company for the year ended 31 December 2015 or 31 December 2014.

#### 5. INTEREST PAYABLE AND SIMILAR CHARGES

	31.12.15	31.12.14
Bank interest	£ 48,810	£ 36,112

#### 6. **TAXATION**

### Analysis of the tax charge/(credit)

The tax charge/(credit) on the profit on ordinary activities for the year was as follows:

Constitution of the profit of ordinary and the policy of t	31.12.15 £	31.12.14 £
Current tax:	20.120	
UK corporation tax	30,139	-
Tax over provision	-	(30,780)
Tax underprovision	140,918	
Total current tax	171,057	(30,780)
Deferred tax	26,549	(10,388)
Tax on profit on ordinary activities	197,606	(41,168)

# NOTES TO THE FINANCIAL STATEMENTS - continued for the Year Ended 31 December 2015

#### 6. TAXATION - continued

### Reconciliation of total tax charge/(credit) 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:

		31.12.15 £	31.12.14 £
	Profit on ordinary activities before tax	1,241,957	2,098,173
	Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 20.247% (2014 - 21.493%)	251,459	450,960
	Effects of:		
	Expenses not deductible for tax purposes	6,128	21,386
	Depreciation in excess of capital allowances	7,002	11,163
	Adjustments to tax charge in respect of previous periods	140,918	(26,827)
	Group relief Timing differences	(201,285)	(487,431)
	Deferred tax not recognised	11,532	(31)
	Share scheme deduction	(18,148)	_
	Deferred tax recognised	(10,140)	(10,388)
	Total tax charge/(credit)	197,606	(41,168)
7.	DIVIDENDS		
		31.12.15	31.12.14
		£	£
	Ordinary shares of £1 each		
	Interim	1,962,900	-
		-	<del></del>

# NOTES TO THE FINANCIAL STATEMENTS - continued for the Year Ended 31 December 2015

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o.	TANGIBL	E FIALU	AGGETS

8.	TANGIBLE FIXED ASSETS					
		Short	Plant and	Motor	Computer	
		leasehold	machinery	vehicles	equipment	Totals
		£	£	£	£	£
	COST					
	At 1 January 2015	472,774	610,131	98,500	733,448	1,914,853
	Additions	34,779	11,793	, <u>-</u>	21,056	67,628
	Disposals	(72,405)	(9,595)	(59,054)	(59,555)	(200,609)
	Dilapidation contribution	<b>、</b> ,,,,				, , ,
	reversal	94,000	-	-		94,000
	At 31 December 2015	529,148	612,329	39,446	694,949	1,875,872
	DEPRECIATION					
	At 1 January 2015	350,845	527,808	91,891	587,863	1,558,407
	Charge for year	34,585	60,134	8,707	32,025	135,451
	Eliminated on disposal	(72,405)	(9,595)	(59,054)	(59,555)	(200,609)
	Dilapidation contribution	(-,,	,	(//	(,,	(,,
	reversal	94,000	-	-	-	94,000
,	At 31 December 2015	407,025	578,347	41,544	560,333	1,587,249
	NET BOOK VALUE			(= 000)		
	At 31 December 2015	122,123	33,982	(2,098)	134,616	<u>288,623</u>
	At 31 December 2014	121,929	82,323	6,609	145,585	356,446
9.	DEBTORS: AMOUNTS FALL	ING DUE WIT	THIN ONE YEA	R	31.12.15	31.12.14
					£	£
	Trade debtors	•			3,800,750	4,797,562
	Amounts owed by group undertal	kings			67,933	116,620
	Other debtors				14,031	30,662
	Corporation tax		•		49,255	166,977
	VAT				92,440	95,720
	Deferred tax asset				39,120	65,669
	Prepayments and accrued income	:			364,965	261,770
					4,428,494	5,534,980
10.	CREDITORS: AMOUNTS FA	I I INC DITE V	VITUIN ONE VI	r a d		
10.	CREDITORS. AMOUNTS FA	ELING DUE V	VIIIIII ONE II	LAK	31.12.15	31.12.14
					£	£
	Bank loans and overdrafts (see no	ote 12)			6,678,997	3,032,525
	Trade creditors				2,248,261	2,949,792
	Amounts owed to group undertak	ings			71,792	1,216,578
	Social security and other taxes				191,823	149,837
	Other creditors				58,214	16,513
	Accruals & deferred income			_	2,124,090	2,110,352
	•				11,373,177	9,475,597
				:		

# NOTES TO THE FINANCIAL STATEMENTS - continued for the Year Ended 31 December 2015

11.	CREDITORS: YEAR	AMOUNTS FALLING DUE AFTER MO	RE THAN ONE		
				31.12.15	31.12.14
	Accruals and de	eferred income		355,168	£ 96,641 ———
12.	LOANS				
	An analysis of t	he maturity of loans is given below:			
	A C 11:			31.12.15 £	31.12.14 £
	Amounts falling due within one year or on demand: Bank overdrafts		6,678,997	3,032,525	
13.	LEASING AG	REEMENTS			
	Minimum lease	payments under non-cancellable operating lea	ases fall due as follows	: 31.12.15	31.12.14
	Within one year	•	•	£ 852,652	£ 302,652
	Between one an			1,840,992	1,043,644
				2,693,644	1,346,296
14.	CALLED UP S	SHARE CAPITAL			
	Allotted, issued		NT1	21 12 15	21 12 14
	Number:	Class:	Nominal value:	31.12.15 £	31.12.14 £
	20,000	Ordinary	£1	20,000	20,000
15.	RESERVES				
					Retained earnings £
	At 1 January 20 Profit for the ye Dividends				9,308,518 1,044,351 (1,962,900)
	At 31 December 2015				8,389,969

### 16. PENSION COMMITMENTS

The company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The contributions paid by the company to this fund amounted to £144,983 (2014: £108,018) in the period.

# NOTES TO THE FINANCIAL STATEMENTS - continued for the Year Ended 31 December 2015

#### 17. ULTIMATE PARENT COMPANY

The company's immediate parent company is OH Logistics International (UK) Limited, a company incorporated in England & Wales.

The company's ultimate parent company is SNCF, a company incorporated in France. Consolidated financial statements are available from www.sncf.com.

#### 18. POST BALANCE SHEET EVENTS

As described in Note 1, after the reporting date, the decision was made to transfer the shares in Activair (UK) Limited to Geodis Wilson UK Limited, another group company, its trade and fixed assets will be hived up to that company and Activair (UK) Limited will be liquidated within 12 months from the date of approval of these financial statements. Consequentially, these financial statements have been prepared on the break up basis. The financial statements do not include any provision for costs of the group reconstruction as these costs were not committed at the reporting date.

#### 19. SHARE-BASED PAYMENT TRANSACTIONS

During the year the group that the company belonged to was acquired by SNCF. Options granted which had not yet vested immediately became exercisable on the change in control of the company. Any unexercised options were also purchased by SNCF and at the balance sheet date there were no outstanding share based payments.

### RECONCILIATION OF EQUITY 1 January 2014 (DATE OF TRANSITION TO FRS 102)

	UK GAAP	Effect of transition to FRS 102	FRS 102
Notes	£	£	£
FIXED ASSETS Tangible assets	630,941	<u>-</u>	630,941
CURRENT ASSETS	4 221 220		4 221 220
Debtors Cash at bank and in hand	4,331,328 9,105,501	-	4,331,328 9,105,501
	13,436,829	<u>-</u>	13,436,829
CREDITORS Amounts falling due within one year 1	(6,522,793)	(19,089)	(6,541,882)
NET CURRENT ASSETS	6,914,036	(19,089)	6,894,947
TOTAL ASSETS LESS CURRENT LIABILITIES	7,544,977	(19,089)	7,525,888
CREDITORS Amounts falling due after more than one year	(19,434)	<del>-</del>	(19,434)
PROVISIONS FOR LIABILITIES	(336,366)	_	(336,366)
NET ASSETS	7,189,177	(19,089)	7,170,088
CAPITAL AND RESERVES			
Called up share capital Retained earnings	20,000 7,169,177	(19,089)	20,000 7,150,088
SHAREHOLDERS' FUNDS	7,189,177	(19,089)	7,170,088

# RECONCILIATION OF EQUITY - continued 31 December 2014

	UK GAAP	Effect of transition to FRS 102	FRS 102
Notes	£	£	£
FIXED ASSETS Tangible assets	356,446		356,446
CURRENT ASSETS			
Debtors	5,534,980	· _	5,534,980
Cash at bank and in hand	13,009,330	<u>-</u>	13,009,330
	18,544,310		18,544,310
CREDITORS			
Amounts falling due within one year 1	(9,457,206)	(18,391)	(9,475,597)
NET CURRENT ASSETS	9,087,104	(18,391)	9,068,713
TOTAL ASSETS LESS CURRENT	0.442.550	(10.201)	0.425.150
LIABILITIES	9,443,550	(18,391)	9,425,159
CREDITORS			
Amounts falling due after more than one year	(96,641)	<u>-</u>	(96,641)
NET ASSETS	9,346,909	(18,391)	9,328,518
CAPITAL AND RESERVES	<del></del>		
Called up share capital	20,000	_	20,000
Retained earnings	9,326,909	(18,391)	9,308,518
SHAREHOLDERS' FUNDS	9,346,909	(18,391)	9,328,518

### Notes to the reconciliation of equity

<sup>1.</sup> The adjustment to equity has arisen as a result of restating employee benefits in accordance with FRS 102 Section 28.

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# RECONCILIATION OF PROFIT for the Year Ended 31 December 2014

TURNOVER	UK GAAP £ 40,766,803	Effect of transition to FRS 102 £	FRS 102 £ 40,766,803
Cost of sales	(27,805,469)		(27,805,469)
GROSS PROFIT Distribution costs Administrative expenses Other operating income	12,961,334 (137,695) (10,736,258) 37,375	(18,391)	12,961,334 (137,695) (10,754,649) 37,375
OPERATING PROFIT Interest receivable and similar income Interest payable and similar charges	2,124,756 27,920 (36,112)	(18,391)	2,106,365 27,920 (36,112)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION Tax on profit on ordinary activities	2,116,564 41,168	(18,391)	2,098,173 41,168
PROFIT FOR THE FINANCIAL YEAR	2,157,732	(18,391)	2,139,341