Registrar of Companies

**B.G.N. BOARDS COMPANY LIMITED** 

**FINANCIAL STATEMENTS** 

FOR THE YEAR ENDED 31 JULY 2016

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# **COMPANY INFORMATION**

DIRECTORS

Mr B G Newman Mr R J Newman Mr S R A Farmer Mrs I A Chambers

**SECRETARY** 

Mr B G Newman

**COMPANY NUMBER** 

01377322

**REGISTERED OFFICE** 

Rail Bridge Estate Bromford Road West Bromwich West Midlands B70 7JB

**AUDITOR** 

JW Hinks LLP

**Chartered Accountants and Registered Auditors** 

19 Highfield Road

Edgbaston Birmingham B15 3BH

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# **BALANCE SHEET**

# **AS AT 31 JULY 2016**

		20	116	Ž015	
•	Notes	£	£	£	£
FIXED ASSETS					
Tangible assets	4		109,961		98,711
Investments	5		· <u>-</u>		355,888
			109,961		454,599
CURRENT ASSETS					
Stocks		1,138,756		993,110	•
Debtors	6	1,395,597		1,456,428	1
Cash at bank and in hand		5,373,623		4,757,691	
		7,907,976		7,207,229	
CREDITORS: AMOUNTS FALLING DUE	7				
WITHIN ONE YEAR		(1,447,962)		(1,283,206)	
NET CURRENT ASSETS			6,460,014		5,924,023
TOTAL ASSETS LESS CURRENT LIABILITIES			6,569,975	,	6,378,622
CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR	8		(2,792)		(11,169)
PROVISIONS FOR LIABILITIES			(11,500)		(7,500)
		•			
NET ASSETS			6,555,683		6,359,953
				•	
CAPITAL AND RESERVES					
Called up share capital	10		2,000		2,000
Profit and loss reserves	11		6,553,683		6,357,953
TOTAL EQUITY	•		6,555,683		6,359,953

The directors of the company have elected not to include a copy of the profit and loss account within the financial statements.

These financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies' regime.

The financial statements were approved by the board of directors and authorised for issue on 16 January 2017 and are signed on 15 behalf by:

R J Newman - Director

**COMPANY REGISTRATION NO. 01377322** 

# NOTES TO THE FINANCIAL STATEMENTS

# FOR THE YEAR ENDED 31 JULY 2016

#### 1 ACCOUNTING POLICIES

#### **COMPANY INFORMATION**

B.G.N. Boards Company Limited is a private company limited by shares incorporated in England and Wales. The registered office is Rail Bridge Estate, Bromford Road, West Bromwich, West Midlands, B70 7JB.

#### 1.1 ACCOUNTING CONVENTION

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of freehold properties and to include investment properties and certain financial instruments at fair value. The principal accounting policies adopted are set out below.

These financial statements for the year ended 31 July 2016 are the first financial statements of B.G.N. Boards Company Limited prepared in accordance with FRS 102, The Financial Reporting Standard applicable in the UK and Republic of Ireland. The date of transition to FRS 102 was 1 August 2014. An explanation of how transition to FRS 102 has affected the reported financial position and financial performance is given in note 19.

# 1.2 TURNOVER

Turnover represents net invoiced sales of goods, excluding value added tax.

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer (usually on dispatch of the goods), the amount of revenue can be measured reliably, it is probable that the economic benefits associated with the transaction will flow to the entity and the costs incurred or to be incurred in respect of the transaction can be measured reliably.

## 1.3 TANGIBLE FIXED ASSETS

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Plant and machinery Fixtures, fittings & equipment

Motor vehicles

10% on reducing balance

20% on reducing balance

25% on reducing balance

#### NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### FOR THE YEAR ENDED 31 JULY 2016

# 1 ACCOUNTING POLICIES (Continued)

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

Investments are recognised initially at fair value which is normally the transaction price excluding transaction costs. Subsequently, they are measured at fair value through income or expenditure if the shares are publicly traded or their fair value can otherwise be measured reliably.

#### 1.4 IMPAIRMENT OF FIXED ASSETS

At each reporting period end date, the company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

# 1.5 STOCKS

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the stocks to their present location and condition.

Stocks held for distribution at no or nominal consideration are measured at cost, adjusted where applicable for any loss of service potential.

At each reporting date, an assessment is made for impairment. Any excess of the carrying amount of stocks over its estimated selling price less costs to complete and sell is recognised as an impairment loss in profit or loss. Reversals of impairment losses are also recognised in profit or loss.

#### NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### FOR THE YEAR ENDED 31 JULY 2016

#### 1 ACCOUNTING POLICIES

(Continued)

# 1.6 CASH AND CASH EQUIVALENTS

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

# 1.7 FINANCIAL INSTRUMENTS

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

#### Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

# Other financial assets

Other financial assets, including investments in equity instruments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publically traded and whose fair values cannot be measured reliably are measured at cost less impairment.

#### Impairment of financial assets

Financial assets, other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

#### NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### FOR THE YEAR ENDED 31 JULY 2016

# 1 ACCOUNTING POLICIES

(Continued)

#### Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the company transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

#### Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

#### Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future receipts discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

# Other financial liabilities

Derivatives, including interest rate swaps and forward foreign exchange contracts, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss in finance costs or finance income as appropriate, unless hedge accounting is applied and the hedge is a cash flow hedge.

Debt instruments that do not meet the conditions in FRS 102 paragraph 11.9 are subsequently measured at fair value through profit or loss. Debt instruments may be designated as being measured at fair value though profit or loss to eliminate or reduce an accounting mismatch or if the instruments are measured and their performance evaluated on a fair value basis in accordance with a documented risk management or investment strategy.

# Derecognition of financial liabilities

Financial liabilities are derecognised when the company's contractual obligations expire or are discharged or cancelled.

# 1.8 EQUITY INSTRUMENTS

Equity instruments issued by the company are recorded at the proceeds received, net of direct issue costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

# FOR THE YEAR ENDED 31 JULY 2016

#### 1 ACCOUNTING POLICIES

(Continued)

#### 1.9 TAXATION

The tax expense represents the sum of the tax currently payable and deferred tax.

## Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

#### Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the profit and loss account, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

# 1.10 EMPLOYEE BENEFITS

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

## 1.11 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.

#### NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### FOR THE YEAR ENDED 31 JULY 2016

#### 1 ACCOUNTING POLICIES

(Continued)

# 1.12 LEASES

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessees. All other leases are classified as operating leases.

Assets held under finance leases are recognised as assets at the lower of the assets fair value at the date of inception and the present value of the minimum lease payments. The related liability is included in the balance sheet as a finance lease obligation. Lease payments are treated as consisting of capital and interest elements. The interest is charged to the profit and loss account so as to produce a constant periodic rate of interest on the remaining balance of the liability.

Rentals payable under operating leases, including any lease incentives received, are charged to income on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the lease asset are consumed.

#### 1.13 FOREIGN CURRENCIES

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.

# 2 EMPLOYEES

The average monthly number of persons (including directors) employed by the company during the year was as follows:

# 3 DIRECTORS' REMUNERATION

	2016	2015
	£	£
Remuneration paid to directors	210,628	213,334
Dividends paid to directors	170,000	100,000
	<del></del> ,	

The number of directors for whom retirement benefits are accruing under defined contribution schemes amounted to 2 (2015 - 2).

B.G.N. BOARDS COMPANY LIMITED

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

# FOR THE YEAR ENDED 31 JULY 2016

4	TANGIBLE FIXED ASSETS				
		Plant and machinery	Fixtures, fittings & equipment	Motor vehicles	Total
	·	£	£	£	£
	COST				
	At 1 August 2015	215,377	242,175	109,707	567,259
	Additions	· _	37,538	<b>-</b>	37,538
	At 31 July 2016	215,377	279,713	109,707	604,797
	DEPRECIATION AND IMPAIRMENT				
	At 1 August 2015	183,294	220,495	64,759	468,548
	Depreciation charged in the year	3,204	11,844	11,240	26,288
	At 31 July 2016	186,498	232,339	75,999	494,836
	CARRYING AMOUNT				
	At 31 July 2016	28,879	47,374	33,708	109,961
	At 31 July 2015	32,083	21,680	44,948	98,711
5	FIXED ASSET INVESTMENTS				
				2016	2015
				£	£
	Investments		•	-	355,888

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

# FOR THE YEAR ENDED 31 JULY 2016

5	FIXED ASSET INVESTMENTS			(Continued)
	MOVEMENTS IN FIXED ASSET INVESTMENTS			
				Investments
	•		oth	er than loans
	COST OR VALUATION			£
	At 1 August 2015			355 000
	Valuation changes			355,888 7,587
	Disposals			(363,475)
	013003813			(505,475)
,	At 31 July 2016	•		<u>-</u>
	CARRYING AMOUNT			
	At 31 July 2016			-
	At 31 July 2015			355,888
_	DERTOR			
6	DEBTORS	•	2016	2015
	AMOUNTS FALLING DUE WITHIN ONE YEAR:		2016 £	2013 £
	Trade debtors		1,306,992	1,388,446
	Other debtors		200	200
	Prepayments and accrued income	,	88,405	67,782
		,		
			1,395,597	1,456,428
	·			
7	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		2016	2015
		Notes	£	2013 £
		Motes	-	-
	Net obligations under hire purchase contracts		8,377	8,377
	Trade creditors		962,665	866,627
	Corporation tax		103,152	102,600
	Other taxation and social security	,	254,091	249,633
	Other creditors		100,929	25,000
	Accruals and deferred income		18,748	30,969
			1,447,962	1,283,206
•				

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

# FOR THE YEAR ENDED 31 JULY 2016

8	CREDITORS: AMOUNTS FALLING DUF AFTER MORE THAN ONE YEAR			
	·		2016	2015
		Notes	£	£
	Net obligations under hire purchase contracts		2,792	11,169
	Net obligations under finance lease and hire purchase contracts a concerned.	are secured by	y fixed charges o	on the assets
9	PROVISIONS FOR LIABILITIES			·
			2016 £	2015 £
			-	
	Deferred tax liabilities		11,500	7,500
			11,500	7,500
10	CALLED UP SHARE CAPITAL		2016 £	2015 £
	ORDINARY SHARE CAPITAL		-	_
	ISSUED AND FULLY PAID			
	2,000 Ordinary of £1 each		2,000	2,000
11	PROFIT AND LOSS RESERVES			====
• •	THE LOSS RESERVES		2016	2015
			£	£
	At the beginning of the year		6,357,952	5,929,975
	Profit for the year		365,731	527,977
	Dividends		(170,000)	(100,000)
	At the end of the year		6,553,683	6,357,952
	AUDIT REPORT INFORMATION			

# 12 AUDIT REPORT INFORMATION

As the income statement has been omitted from the filing copy of the financial statements the following information in relation to the audit report on the statutory financial statements is provided in accordance with s444(5B) of the Companies Act 2006:

The auditor's report was unqualified.

The senior statutory auditor was Mr Gary Ashmore FCA.

The auditor was JW Hinks LLP.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

# FOR THE YEAR ENDED 31 JULY 2016

# 13 FINANCIAL COMMITMENTS, GUARANTEES AND CONTINGENT LIABILITIES

The company has a contingent liability in favour of H M Revenue & Customs of £40,000 (2015 - £40,000).

# 14 OPERATING LEASE COMMITMENTS

# **LESSEE**

15

At the reporting end date the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

·	2016	2015
	£	£
• •		
Within one year	92,158	108,512
Between two and five years	151,352	56,675
•		. <del></del>
	243,510	165,187
•		
CAPITAL COMMITMENTS		
Amounts contracted for but not provided in the financial statements:		
	2016	2015
	·£	£

37,538

# 16 RELATED PARTY TRANSACTIONS

# TRANSACTIONS WITH RELATED PARTIES

No guarantees have been given or received.

Acquisition of property, plant and equipment

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### FOR THE YEAR ENDED 31 JULY 2016

# 16 RELATED PARTY TRANSACTIONS

(Continued)

#### Press Bond Fabrications Limited

Mr B G Newman and Mr R J Newman have a controlling interest in Press Bond Fabrications Limited.

All trade with this company is on a normal commercial basis.

Sales to Press Bond Fabrications Limited in the year amounted to £278,532 (2015 - £418,380) and purchases from Press Bond Fabrications Limited in the year amounted to £229,035 (2015 - £147,976).

At the balance sheet date Press Bond Fabrications Limited owed B.G.N. Boards Company Limited an amount of £58,360 (2015 - £77,287).

#### 17 DIRECTORS' TRANSACTIONS

# Rent of Property

Mr B G Newman owns the freehold of the premises occupied by the company. An annual rent of £120,000 (2015 -£120,000) was paid by the company to Mr B G Newman.

## **Directors Loan accounts**

At the year end Mr B G Newman was owed £53,500 by (2015 - Nil) by B.G.N. Boards Company Limited by way of his directors loan account, this was advanced on an interest free basis.

At the year end Mr R J Newman was owed £40,000 (2015 - £25,000) by B.G.N. Boards Company Limited by way of his directors loan account, this was advanced on an interest free basis.

# 18 ULTIMATE CONTROLLING PARTY

The ultimate controlling party is Mr B G Newman.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

# FOR THE YEAR ENDED 31 JULY 2016

# 19 RECONCILIATIONS ON ADOPTION OF FRS 102

RECONCILIATION OF EQUITY		
	1 August	31 July
	2014	2015
	£	£
Equity as reported under previous UK GAAP	5,931,975	6,233,967
Adjustments arising from transition to FRS 102:		
Profit and loss reserves	<del>-</del>	125,986
Equity reported under FRS 102	5,931,975	6,359,953
		<del></del>
RECONCILIATION OF PROFIT FOR THE FINANCIAL PERIOD		
		2015
		£
Profit as reported under previous UK GAAP		401,991
Adjustments arising from transition to FRS 102:		
Profit and loss reserves		125,986

# NOTES TO RECONCILIATIONS ON ADOPTION OF FRS 102

Profit reported under FRS 102

# **CHANGE IN CARRYING VALUE OF LISTED INVESTMENTS**

Prior to the adoption of FRS102, investments held in listed shares were required to be measured at cost or fair value. However, FRS102 requires the use of fair value for investments which are publicly traded or where the fair value can be measured reliably.

527,977

Following the company's adoption of FRS102, the carrying value of the company's investments as at 31 July 2015 and 31 July 2016 have been stated at fair value instead of at cost and movements in their fair value have been recognised in the profit and loss account.