C & W BERRY LIMITED FINANCIAL STATEMENTS YEAR ENDED 31ST OCTOBER 2008





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CHARTERED ACCOUNTANTS

5 RIBBLESDALE PLACE, PRESTON PR 1 8BZ.

C & W BERRY LIMITED OFFICERS AND ADVISORS

Directors

Walter Berry Colin Berry David John Berry Susan Berry

Gary William Higham

Peter Jones

Graham Charnley Parker

Ian Richard Hunt

Company secretary

Gary William Higham

Registered office

Wellfield Sawmills

King Street Leyland PR25 2LE

Auditors

Whitehead & Aldrich Chartered Accountants & Registered Auditors 5 Ribblesdale Place

Preston Lancashire PR1 8BZ

Bankers

The Royal Bank of Scotland pic

165 Towngate

Leyland PR25 2TE

DIRECTORS' REPORT

YEAR ENDED 31ST OCTOBER 2008

The directors have pleasure in presenting their report and the financial statements of the company for the year ended 31st October 2008.

PRINCIPAL ACTIVITY AND BUSINESS REVIEW

The principal activity of the company during the year was that of timber, builders' and plumbers' merchants.

The directors are satisfied with the trading results for the year under review considering the difficulties within the market place and the economy as a whole. The full impact of the "global credit crunch" however is not reflected in these financial statements as its effect was only significantly felt in the second half of the year, particularly in the last quarter.

House building activity has fallen nationally at unprecedented rates and this in turn has led to the demise of many contractors and sub contractors and indeed our own competitors within the merchanting industry. The company has maintained its re-investment policy with regard to surpluses generated through profitable trading activity and this policy will ensure that the company will emerge even stronger than before as we progress through the recession and as the house building sector eventually returns to growth.

The company has no interest rate risk due to the zero gearing and very little currency risk as most contracts with foreign suppliers are negotiated in sterling. Due to the size and diversification of the customer database the company considers that the risk to business continuity from any one debtor is not significant.

The company adopts a policy of initial training of new staff and continual re-training of existing staff with regard to the safe use of equipment and handling of goods. The company promotes general safe practices within the workplace and continues to provide ongoing training for all staff, both new and existing. With regard to the business premises the company is committed to creating a safe and healthy working environment for all employees and this goal is being achieved through the health and safety committee which meets on a regular basis to discuss relevant health and safety issues following regular departmental health and safety inspections.

Looking ahead the directors remain cautious with regard to their view of the expected trading results for the year ending 31st October 2009. The level of reduction in turnover experienced in the last quarter of 2008 has remained reasonably consistent in the first two quarters of 2009. With no economic recovery prospects for 2009 and the expectation of a difficult winter trading period, the directors have positioned the company and its underlying cost base so as to protect the reserves that have been built up over many successful trading periods.

RESULTS AND DIVIDENDS

The profit for the year, after taxation, amounted to £1,646,359. The directors have not recommended a dividend.

THE DIRECTORS AND THEIR INTERESTS IN THE SHARES OF THE COMPANY

The directors who served the company during the year together with their beneficial interests, including family holdings, in the shares of the company were as follows:

DIRECTORS' REPORT (continued)

YEAR ENDED 31ST OCTOBER 2008

	Ordinary Shares of £1 each	
	At 31 October	At 1 November
	2008	2007
Walter Berry	1,560	1,560
Colin Berry	1,560	1,560
David John Berry	840	840
Susan Berry	280	280
Gary William Higham	100	100
Peter Jones	-	-
Graham Charnley Parker	-	-
Ian Richard Hunt	•	_

DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the annual 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). The financial statements are required by law to 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 those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and 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 proper accounting records that 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 1985. 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.

In so far as the directors are aware:

- there is no relevant audit information of which the company's auditor are unaware; and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor are aware of that information.

DIRECTORS' REPORT (continued)

YEAR ENDED 31ST OCTOBER 2008

AUDITOR

Whitehead & Aldrich are deemed to be re-appointed under section 487(2) of the Companies Act 2006.

Signed on behalf of the directors

W. BERRY Director

Approved by the directors on 28th August 2009

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF C & W BERRY LIMITED

YEAR ENDED 31ST OCTOBER 2008

We have audited the financial statements of C & W Berry Limited for the year ended 31st October 2008, which have been prepared on the basis of the accounting policies set out on page 10.

This report is made solely to the company's shareholders, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's shareholders those matters we are required to state to them in an auditor's 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 shareholders as a body, for our audit work, for this report, or for the opinions we have formed.

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITOR

The directors' responsibilities for preparing the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the Directors' Report is consistent with the financial statements.

In addition we report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

BASIS OF AUDIT OPINION

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF C & W BERRY LIMITED (continued)

YEAR ENDED 31ST OCTOBER 2008

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OPINION

In our opinion:

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31st October 2008 and of its profit for the year then ended;
- the financial statements have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the Directors' Report is consistent with the financial statements.

WHITEHEAD & ALDRICH

Chartered Accountants and Registered Auditors Preston

28th August 2009

C & W BERRY LIMITED PROFIT AND LOSS ACCOUNT YEAR ENDED 31ST OCTOBER 2008

	Note	2008 £	2007 £
TURNOVER	2	28,050,944	29,945,021
Other operating income		13,450	8,450
OPERATING COSTS		28,064,394	29,953,471
Goods for re-sale Staff costs Depreciation written off fixed assets Other operating charges	3 4	(19,142,795) (5,002,249) (186,081) (1,731,075)	(21,148,871) (4,790,405) (181,504) (1,683,354)
OPERATING PROFIT	4	2,002,194	2,149,337
Profit on sale of fixed asset investment			_14,706
		2,002,194	2,164,043
Interest receivable Interest payable and similar charges	6	311,464 (2,201)	205,401 (11,995)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		2,311,457	2,357,449
Tax on profit on ordinary activities	7	(665,098)	(703,276)
PROFIT FOR THE FINANCIAL YEAR AFTER TAXATION		1,646,359	1,654,173
Balance brought forward		11,762,397	10,108,224
BALANCE CARRIED FORWARD		13,408,756	11,762,397

CONTINUING OPERATIONS

All of the activities of the company are classed as continuing.

TOTAL RECOGNISED GAINS AND LOSSES

The company has no recognised gains or losses other than the results for the year as set out above.

BALANCE SHEET

31ST OCTOBER 2008

		2	008	2	007
	Note	£	£	£	£
FIXED ASSETS					
Tangible assets	8		3,675,894		3,718,666
CURRENT ASSETS					
Stocks Debtors Cash at bank and in hand	9 10	1,840,787 3,683,821 6,852,159		2,082,163 4,754,043 4,688,966	
CREDITORS: amounts falling due within one year	11	12,376,767 2,615,205		11,525,172 3,425,357	
NET CURRENT ASSETS			9,761,562		8,099,815
TOTAL ASSETS LESS CURRENT LIABILITIES			13,437,456		11,818,481
CREDITORS: amounts falling due after more than one year	12		-		17,884
PROVISIONS FOR LIABILITIES					
Deferred taxation	13		23,700		33,200
NET ASSETS			13,413,756		11,767,397
CAPITAL AND RESERVES					
Called-up equity share capital Other reserves Profit and loss account	16 17		4,900 100 13,408,756		4,900 100 11,762,397
SHAREHOLDERS' FUNDS	18		13,413,756		11,767,397

These financial statements were approved by the directors and authorised for issue on 28th August 2009, and are signed on their behalf by:

A Bloom

D. J. BERRY Director

C & W BERRY LIMITED CASH FLOW STATEMENT YEAR ENDED 31ST OCTOBER 2008

		2008	2007
	Note	£	£
Net cash inflow from operating activities	19	2,777,178	2,362,888
Returns on investments and servicing of finance	19	308,112	193,126
Taxation	19	(757,098)	(580,176)
Capital expenditure and financial investment	19	(143,309)	(66,588)
Cash inflow before financing		2,184,883	1,909,250
Financing	19	(21,690)	(20,723)
Increase in cash	19	2,163,193	1,888,527

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31ST OCTOBER 2008

1. ACCOUNTING POLICIES

Basis of accounting

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

Turnover

Turnover represents amounts receivable for goods and services provided during the year, exclusive of value added tax.

Fixed assets

All fixed assets are initially recorded at cost.

Depreciation

Depreciation is calculated so as to write off the cost of an asset over the useful economic life of that asset as follows:

Freehold buildings

Long leasehold property

Motor vehicles

Plant and equipment:

Computer equipment

Other

2% on cost

- 2% on cost

- 25% on written down value

- 20% on cost

20% on written down value

No depreciation is provided on freehold land.

Stocks

Stocks are valued at the lower of cost and net realisable value. Cost comprises expenditure directly incurred in bringing stocks to their present location and condition, including attributable overheads.

Operating lease agreements

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against profits on a straight line basis over the period of the lease.

Pension costs

The company provided funded pension plans for the employees and five directors of the company. The assets of these plans are held separately from those of the company in independently administered funds. Contributions to the plans are chargeable to the profit and loss account as they become payable.

Deferred taxation

Provision is made, under the liability method, to take account of timing differences between the treatment of certain items for accounts purposes and their treatment for tax purposes. Tax deferred or accelerated is accounted for in respect of all material timing differences to the extent that it is considered that a net liability may arise.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31ST OCTOBER 2008

2. TURNOVER

There was no turnover attributable to geographical markets outside the United Kingdom during the two financial years.

3. PARTICULARS OF EMPLOYEES

The average number of staff employed by the company during the financial year amounted to:

	2 0 0 8 No	2 0 0 7 No
Average number of persons employed	218	216
The aggregate payroll costs of the above were:		
	2008 £	2007 £
Wages and salaries Social security costs Other pension costs	4,463,287 425,048 113,914	4,284,594 404,735 101,076
	5,002,249	4,790,405

The above number of employees has not been analysed into categories because, in the directors' opinion, this would not be practicable because of the nature and variety of work performed by individual employees.

4. OPERATING PROFIT

Operating profit is stated after charging:

	2008 £	2007 £
Depreciation of owned fixed assets Auditor's remuneration	186,081	181,504
- as auditor - for other services	11,550 2,745	11,000 2,750
Operating lease costs: Buildings	237,975	237,628

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31ST OCTOBER 2008

5. DIRECTORS' EMOLUMENTS

The directors' aggregate emoluments in respect of qualifying services were:

			,		
			2008 £		2007 £
	Emoluments receivable Value of company pension contributions t	to.	268,002		238,087
	money purchase schemes	.0	22,600		21,000
			290,602		259,087
	Emoluments of highest paid director:				
			2008 £		2007 £
	Total emoluments (excluding pension cor Value of company pension contributions t		45,006		43,818
	purchase schemes	o money	4,900		5,900
			49,906		49,718
6.	INTEREST PAYABLE AND SIMILAR CH	JADOES			
0.	INTEREST PATABLE AND SIMILAR CR	TARGES	2008 £		2007 £
	Interest payable on bank borrowing Other similar charges payable		_ 2,201		2 8 11,967
	Other similar charges payable		2,201		11,995
7.	TAXATION ON ORDINARY ACTIVITIES	;			
	(a) Analysis of charge in the year	2	008	200	n 7
	Current tax:	£	£	£	£
	In respect of the year:				
	Corporation tax Prior year adjustment		674,600 (2)		707,100 (324)
	Total current tax		674,598		706,776
	Deferred tax:				
	Origination and reversal of timing differences (note 13) Capital allowances Short term timing differences	(9,300) (200)		(2,900) (600)	
	Total deferred tax (note 13)		(9,500)		(3,500)
	Tax on profit on ordinary activities		665,098		703,276

NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31ST OCTOBER 2008

7. TAXATION ON ORDINARY ACTIVITIES (continued)

(b) Factors affecting current tax charge

The tax assessed on the profit on ordinary activities for the year is higher than the standard rate of corporation tax in the UK of 28% (2007 - 30%).

	2008 £	2007 £
Profit on ordinary activities before taxation	2,311,457	2,357,449
Profit on ordinary activities by rate of tax Expenses not deductible for tax purposes Capital allowances for period in excess of	647,208 517	707,235 (20)
depreciation	7,421	(116)
Tax chargeable at lower rates Adjustments to tax charge in respect of previous	19,434	-
periods	(2)	(324)
Rounding on tax charge	20	1
Total current tax (note 7(a))	674,598	706,776

8. TANGIBLE FIXED ASSETS

	Freehold land and buildings £	Long leasehold property £	Plant and equipment £	Motor vehicles £	Total £
COST					
At 1 November 2007 Additions Disposals	2,856,530 - -	971,191 _ 	1,633,758 42,559 —	663,440 101,600 (12,000)	6,124,919 144,159 (12,000)
At 31 October 2008	2,856,530	971,191	1,676,317	753,040	6,257,078
DEPRECIATION					
At 1 November 2007 Charge for the year On disposals	567,210 14,530 -	88,820 19,424 -	1,291,076 84,467 -	459,147 67,660 (11,150)	2,406,253 186,081 (11,150)
At 31 October 2008	581,740	108,244	1,375,543	515,657	2,581,184
NET BOOK VALUE			•		
At 31 October 2008	2,274,790	862,947	300,774	237,383	3,675,894
At 31 October 2007	2,289,320	882,371	342,682	204,293	3,718,666

Included in freehold land and buildings is land amounting to £1,793,414 (2007 - £1,793,414) which has not been depreciated.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31ST OCTOBER 2008

9.	STOCKS		
		2008 £	2007 £
	Goods for re-sale	1,840,787	2,082,163
10.	DEBTORS		
		2008 £	2007 £
	Trade debtors Other debtors Prepayments	3,526,439 2,321 155,061	4,599,021 6,709 148,313
		3,683,821	4,754,043
11.	CREDITORS: amounts falling due within one year		
		2008 £	2007 £
	Trade creditors Corporation tax Other taxation Directors' current and loan accounts Other creditors Accruals	1,487,415 274,600 471,949 18,498 17,817 344,926 2,615,205	2,221,445 357,100 523,649 17,870 21,623 283,670 3,425,357
12.	CREDITORS: amounts falling due after more than	one year	
		2008 £	2007 £
	Other creditors		17,884
13.	DEFERRED TAXATION		
	The movement in the deferred taxation provision during	ng the year was:	
		2008 £	2007 £
	Provision brought forward Profit and loss account movement arising during the	33,200	36,700
	year Provision carried forward	(9,500) 23,700	(3,500) 33,200
	Total of the total		33,200

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31ST OCTOBER 2008

13. DEFERRED TAXATION (continued)

The provision for deferred taxation consists of the tax effect of timing differences in respect of:

	2008 £	2007 £
Excess of taxation allowances over depreciation on fixed assets Short term timing differences	30,100 (6,400)	39,400 (6,200)
	23,700	33,200

14. COMMITMENTS UNDER OPERATING LEASES

At 31st October 2008 the company had annual commitments under non-cancellable operating leases as set out below.

	Land and buildings	
	2008	2007
	£	£
Operating leases which expire:		
After more than 5 years	237,975	237,975

15. RELATED PARTY TRANSACTIONS

a) Directors

Other creditors include loans which subsisted throughout the year between the company and close family members of the directors.

The aggregate amounts included in the accounts in connection with these loans were as follows:

Balance sheet	£
Creditors falling due within one year	
Accruals Other creditors	526 17,549
Profit and loss account	£
Interest charged in the year	526

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31ST OCTOBER 2008

15. RELATED PARTY TRANSACTIONS (continued)

b) C & W Berry Property Holdings Limited

This company is a related party by virtue of the fact that the two companies have the following common shareholders and directors:

Mr D. J. Berry Mrs S. L. Berry Mr G. W. Higham

The amounts included in the financial statements in respect of the above company are as follows:

Balance sheet		£
Debtors Prepayments		29,017
Creditors falling due within one year Other creditors		268
Profit and loss account		£
Other operating charges Operating lease rentals		187,000
SHARE CAPITAL		
Authorised share capital:		
·	2008 £	2007 £
200,000 ordinary shares of £1 each	200,000	200,000

Allotted, called up and fully paid:

	2008		2007	
	No	£	No	£
Ordinary shares of £1 each	4,900	4,900	4,900	4,900

17. OTHER RESERVES

16.

	2008 £	2007 £
Capital redemption reserve	100	100

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31ST OCTOBER 2008

18. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

		2008 £	2007 £
	Profit for the financial year after taxation Opening shareholders' funds	1,646,359 11,767,397	1,654,173 10,113,224
	Closing shareholders' funds	13,413,756	11,767,397
19.	NOTES TO THE STATEMENT OF CASH FLOW	I S	
	RECONCILIATION OF OPERATING PROFIT TO OPERATING ACTIVITIES	O NET CASH INFLOW FROM	v 1
		2008 £	2007 £
	Operating profit Depreciation Decrease in stocks Decrease/(increase) in debtors (Decrease)/increase in creditors	2,002,194 186,081 241,376 1,070,222 (722,695)	2,149,337 181,504 118,406 (511,636) 425,277
	Net cash inflow from operating activities	2,777,178	2,362,888
	RETURNS ON INVESTMENTS AND SERVICIN	G OF FINANCE	
		2008 £	2007 £
	Interest received Interest paid	311,464 (3,352)	205,401 (12,275)
	Net cash inflow from returns on investments and servicing of finance	308,112	193,126
	TAXATION		
		2008 £	2007 £
	Taxation	(757,098)	(580,176)
	CAPITAL EXPENDITURE AND FINANCIAL INV	ESTMENT	
		2008 £	2007 £
	Payments to acquire tangible fixed assets Receipts from sale of fixed assets Disposal of fixed asset investments	(144,159) 850 	(95,236) 7,128 21,520
	Net cash outflow for capital expenditure and financial investment	(143,309)	(66,588)

NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31ST OCTOBER 2008

19. NOTES TO THE STATEMENT OF CASH FLOWS (continued)

FINANCING		
	2008	2007
	£	£
Other creditors	(3,806)	843
Net outflow from other long-term creditors	(17,884)	(21,566)
Net cash outflow from financing	(21,690)	(20,723)

RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET FUNDS

	2008		2007	
	£	£	£	£
Increase in cash in the period Other creditors Net cash outflow from other long-term	2,163,193 3,806		1,888,527 (843)	
creditors	17,884		21,566	
		2,184,883	<u></u>	1,909,250
Change in net funds		2,184,883		1,909,250
Net funds at 1 November 2007		4,649,459		2,740,209
Net funds at 31 October 2008		6,834,342		4,649,459
ANALYSIS OF CHANGES IN NET FUND	os			
		At		At
		1 November	Cash	31 October
		2007	flows	2008
		£	£	£
Cash in hand and at bank		4,688,966	2,163,193	6,852,159
Debt due within 1 year		(21,623)	3,806	(17,817)
Debt due after 1 year		(17,884)	17,884	
Net funds		4,649,459	2,184,883	6,834,342