

All Counties Finance Limited

**Director's report and financial
statements**

Registered number 01513000

31 December 2012

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Director's report

The directors present their director's report and financial statements for the year ended 31 December 2012

Principal activities and business review

The company did not trade during the year

The only transaction in the year comprises a capital contribution from a group undertaking

Proposed dividend

The director does not recommend the payment of a dividend

Directors

The director who held office during the year was as follows

JDR Fothergill

Disclosure of information to auditor

The directors who held office at the date of approval of this director's report confirms that, so far as they are aware, there is no relevant audit information of which the company's auditor is unaware, and the director has taken all the steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information

Auditor

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG LLP will therefore continue in office

By order of the board



RG Middleton
Secretary

Cleveland House
Norton Road
Stockton on Tees
Cleveland
TS20 2AQ

27 September 2013

Statement of director's responsibilities in respect of the director's report and the financial statements

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 they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice)

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 and 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 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, and
- 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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the UK governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions



KPMG LLP

Quayside House
110 Quayside
Newcastle upon Tyne
NE1 3DX
United Kingdom

Independent auditor's report to the members of All Counties Finance Limited

We have audited the financial statements of All Counties Finance Limited for the year ended 31 December 2012 set out on pages 5 to 10. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK 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 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 members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditor

As explained more fully in the directors' responsibilities statement set out on page 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 (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 Financial Reporting Council'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 2012 and of its result for the year then ended,
- have been properly prepared in accordance with UK 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.

Independent auditor's report to the members of All Counties Finance Limited (*continued*)

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



Paul Moran (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
Quayside House
110 Quayside
Newcastle upon Tyne
NE1 3DX

27 September 2013

Profit and loss account

for the year ended 31 December 2012

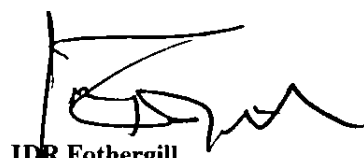
During the current and preceding financial year the company received no income and incurred no expenditure. Consequently, the company made neither a profit nor a loss and had no other recognised gains or losses.

Balance sheet

at 31 December 2012

	Note	2012 £	2011 £
Fixed assets			
Investments	3	-	-
Creditors: amounts falling due within one year	4	-	(5,100,000)
Net liabilities		-	(5,100,000)
Capital and reserves			
Called up share capital	5	90,000	90,000
Share premium account	6	9,296,000	9,296,000
Other reserves	6	170,000	170,000
Capital contribution reserve	6	5,100,000	-
Profit and loss account	6	(14,656,000)	(14,656,000)
Shareholders' deficit		-	(5,100,000)

These financial statements were approved by the board of directors on 27 September 2013 and were signed on its behalf by


JDR Fothergill
Director

Company registered number 01513000

Reconciliation of movements in shareholders' deficit
for the year ended 31 December 2012

	2012 £	2011 £
Capital contribution	5,100,000	-
Dividends on shares classified in shareholders' funds	-	-
	<hr/>	<hr/>
Net reduction in shareholders' deficit	5,100,000	-
Opening shareholders' deficit	(5,100,000)	(5,100,000)
	<hr/>	<hr/>
Closing shareholders' deficit	-	(5,100,000)
	<hr/>	<hr/>

Notes

(forming part of the financial statements)

1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the financial statements

Basis of preparation

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

The company is exempt by virtue of Section 400 of the Companies Act 2006 from the requirement to prepare group accounts. These financial statements present information about the company as an individual undertaking and not about its group

Under FRS 1 the company is exempt from the requirement to prepare a cash flow statement on the grounds that a parent undertaking includes the company in its own published consolidated financial statements

As 100% of the company's voting rights are controlled within the group headed by Kiplun Limited, the company has taken advantage of the exemption contained in FRS 8 and has therefore not disclosed transactions or balances with wholly owned subsidiaries which form part of the group

Going concern

The company is subject to cross guaranteed banking arrangements with other group undertakings. Detailed information regarding the financial position of the group headed by Kiplun Limited, its cash flows, liquidity position and borrowing facilities are included in the financial statements of Kiplun Limited, which can be obtained from Companies House. The following analysis considers the position of the group as a whole

The Group meets its day-to-day working capital requirements through operating cash flows, overdraft and bank loan facilities. The Group's forecasts and projections, taking account of reasonable possible changes in trading performance, show that the Group is expected to have a sufficient level of financial resources available through facilities agreed and expected to be agreed when these fall due for renewal

The Group's banking facilities fell due for renewal towards the end of 2012. These were renewed based upon the Group's future anticipated funding needs with a new bank term loan facility of £3.0m combined with an annual overdraft facility. At the year end the Group's overdraft was £6.3m and the Group also had cash at bank of £3.0m. Only £0.5m of the bank term loans are due within one year, the balance is due between two and five years

After considering the above issues in detail, the directors consider and have concluded that the Company will have adequate resources to continue in operational existence for the foreseeable future. For these reasons they continue to adopt a going concern basis in the preparation of the financial statements

Investments

Investments in subsidiary undertakings are stated at cost less amounts written off

Notes (continued)

1 Accounting policies (continued)

Classification of financial instruments issued by the company

Financial instruments issued by the company are treated as equity (i.e. forming part of shareholders' funds) only to the extent that they meet the following two conditions

- a) they include no contractual obligations upon the company to deliver cash or other financial assets or to exchange financial assets or financial liabilities with another party under conditions that are potentially unfavourable to the company, and
- b) where the instrument will or may be settled in the company's own equity instruments, it is either a non-derivative that includes no obligation to deliver a variable number of the company's own equity instruments or is a derivative that will be settled by the company's exchanging a fixed amount of cash or other financial assets for a fixed number of its own equity instruments

To the extent that this definition is not met, the proceeds of issue are classified as a financial liability. Where the instrument so classified takes the legal form of the company's own shares, the amounts presented in these financial statements for called up share capital and share premium account exclude amounts in relation to those shares.

Finance payments associated with financial liabilities are dealt with as part of interest payable and similar charges. Finance payments associated with financial instruments that are classified as part of shareholders' funds (see dividends policy), are dealt with as appropriations in the reconciliation of movements in shareholders' funds.

Financial instruments

Where the company enters into financial guarantee contracts to guarantee the indebtedness of other companies within its group, the company considers these to be insurance arrangements and accounts for them as such. In this respect, the company treats the guarantee contract as a contingent liability until such time as it becomes probable that the company will be required to make a payment under the guarantee.

Dividends on shares presented within shareholders' funds

Dividends are only recognised as a liability at that date to the extent that they are declared prior to the year end. Unpaid dividends that do not meet these criteria are disclosed in the notes to the financial statements.

2 Remuneration of director

The director received no remuneration from the company during the current or preceding year. The director was the only employee.

Notes (continued)

3 Fixed asset investments

	Shares in group undertakings £
Cost	
At beginning and end of year	12,634,042
Provisions	
At beginning and end of year	12,634,042
Net book value	
At beginning and end of year	-

The companies in which the company's interest at the year end is more than 20% are as follows

	Country of incorporation	Principal activity	Class and percentage of shares held
Subsidiary undertakings			
Globe Elevators Limited	England and Wales	Lift company	100% Ordinary
Pickerings Manufacturing Limited	England and Wales	Lift company	100% Ordinary
Universal Lifts Limited	England and Wales	Dormant	100% Ordinary
Universal Lift Systems Limited	England and Wales	Dormant	100% Ordinary

4 Creditors: amounts falling due within one year

	2012 £	2011 £
Amounts owed to group undertakings	-	5,100,000

5 Called up share capital

	2012 £	2011 £
Allotted, called up and fully paid		
90,000 Ordinary shares of £1 each	90,000	90,000

Notes (continued)

6 Share premium and reserves

	Share premium account £	Other reserves £	Capital contribution reserve £	Profit and loss account £
At beginning of year	9,296,000	170,000	-	(14,656,000)
Capital contribution in year	-	-	5,100,000	-
	<hr/>	<hr/>	<hr/>	<hr/>
At end of year	9,296,000	170,000	5,100,000	(14,656,000)
	<hr/>	<hr/>	<hr/>	<hr/>

The capital contribution arises from the waiver of amounts previously due to group undertakings

7 Contingent liabilities

The company, together with its parent and fellow subsidiary undertakings, has entered into a composite banking arrangement to secure group interest and banking facilities. As part of this arrangement a cross-guarantee was given to the bank by the company.

At the year end aggregate group borrowings guaranteed by the company but not provided for in these financial statements amounted to £6,776,004 (2011 £4,479,372)

The facilities are secured against certain individual assets across various companies within the group

8 Ultimate parent company and ultimate controlling party

The company is a subsidiary undertaking of Read Limited, incorporated in England and Wales. The results of the company are consolidated in the group headed by Kiplun Limited, incorporated in England and Wales. The financial statements of these companies are available to the public and may be obtained from Cleveland House, Norton Road, Stockton on Tees, TS20 2AQ.

The ultimate parent company is Kiplun Limited, incorporated in England and Wales.

The ultimate controlling party of Kiplun Limited is JDR Fothergill M A , M B A , Chairman and Managing Director