

REGISTERED NUMBER: 01622330 (England and Wales)



Report of the Directors and
Financial Statements for the Year Ended 31 December 2013
for
Franck & Tobiesen (U.K.) Limited



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Associated offices in

LONDON

• COPENHAGEN

• AARHUS

Franck & Tobiesen (U.K.) Limited (Registered number: 01622330)

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for the Year Ended 31 December 2013

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Franck & Tobiesen (U.K.) Limited

Company Information
for the Year Ended 31 December 2013

DIRECTORS:

P Aandahl
P Lomholdt
R Stokholm

SECRETARY:

P Aandahl

REGISTERED OFFICE:

823 Salisbury House
29 Finsbury Circus
London
EC2M 5QQ

REGISTERED NUMBER:

01622330 (England and Wales)

AUDITORS:

Krogh & Partners Limited, (Statutory Auditor)
823 Salisbury House
29 Finsbury Circus
London
EC2M 5QQ

Franck & Tobiesen (U.K.) Limited (Registered number: 01622330)

Report of the Directors
for the Year Ended 31 December 2013

The directors present their report with the financial statements of the company for the year ended 31 December 2013.

PRINCIPAL ACTIVITY

The principal activities of the company and its subsidiary undertakings during the year were shipping and forwarding agents and worldwide chartering.

The company is exempt from preparing group accounts and accordingly the financial statements present information about the company as an individual undertaking and not about its group.

REVIEW OF BUSINESS

The results for the year and the financial position at the year end were considered unsatisfactory by the directors. The result for the year were influenced by a substantial loss on a single shipment from Europe to Australia. The procedures have since then been changed to prevent a similar loss in the future.

The company had an adverse decision in Lower Tier Tribunal regarding an alleged liability for Value Added Tax of £611,012.74 excluded interests and costs. An Appeal for Upper Tribunal for Tax has been lodged and the case is now handled by a new legal team. Professional negligence claims have been sent to former legal advisers and customs broker agent. Any liability that might arrive as a result of the claim have not been included in these financial statements.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 January 2013 to the date of this report.

P Aandahl
P Lomholdt
R Stockholm

RESULTS

The loss for the year, after taxation, amounted to £132,144.

POST SHEET BALANCE EVENTS

No post balance sheet events have occurred since 31 December 2013 which require reporting or disclosing in the accounts.

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;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Franck & Tobiesen (U.K.) Limited

Report of the Directors
for the Year Ended 31 December 2013

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

The directors of the company who held office at the date of approval of this Annual Report as set out beneath confirm that:

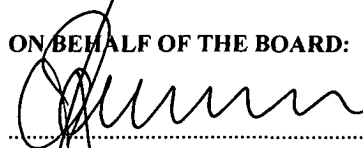
- So far as they are aware, there is no relevant audit information (information needed by the company's auditors in connection with preparing their report) of which the company's auditors are unaware, and
- They have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

AUDITORS

The auditors, Krogh & Partners Limited, (Statutory Auditor), have signified their willingness to continue in office. A resolution to re-appoint them will be proposed at the Annual General Meeting.

This report has been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies.

ON BEHALF OF THE BOARD:



P Aandahl - Secretary

Date: 4/6-14

Report of the Independent Auditors to the Members of
Franck & Tobiesen (U.K.) Limited

We have audited the financial statements of Franck & Tobiesen (U.K.) Limited for the year ended 31 December 2013 which comprise the Profit and Loss Account, the Balance Sheet, and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in 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 two, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Report of the Directors to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2013 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Emphasis of matter - possible outcome of a claim and going concern

In forming our opinion on the financial statements, which is not qualified, we have considered the adequacy of the disclosures made in the Report of the Directors to the financial statements concerning the possible outcome of a claim from HMRC of £611,012.74 excluded interests and costs, where the Company is the defendant. The ultimate outcome of the matter cannot presently be determined, and no provision for any liability that may result has been made in the financial statements. These conditions, along with other matters explained in the Report of the Directors to the financial statements, indicate the existence of a material uncertainty which may cast doubt about the company's ability to continue as going concern. The financial statements do not include the adjustments that would result if the company was unable to continue as a going concern.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements.

Report of the Independent Auditors to the Members of
Franck & Tobiesen (U.K.) Limited

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption from the requirement to prepare a Strategic Report or in preparing the Report of the Directors.



Per Krogh Petersen (Senior Statutory Auditor)
for and on behalf of Krogh & Partners Limited, (Statutory Auditor)
823 Salisbury House
29 Finsbury Circus
London
EC2M 5QQ

Date: 4/6-2014

Franck & Tobiesen (U.K.) Limited (Registered number: 01622330)

Profit and Loss Account
for the Year Ended 31 December 2013

	Notes	31.12.13 £	£	31.12.12 £	£
TURNOVER	2		4,542,190		8,395,252
Cost of sales			4,092,920		7,743,261
GROSS PROFIT			449,270		651,991
Administrative expenses			713,860		505,220
OPERATING (LOSS)/PROFIT	5		(264,590)		146,771
Income from shares in group undertakings		110,113		164,853	
Interest receivable and similar income		52		3,146	
			110,165		167,999
			(154,425)		314,770
Interest payable and similar charges	6		8,257		4,748
(LOSS)/PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION			(162,682)		310,022
Tax on (loss)/profit on ordinary activities	7		(30,538)		30,538
(LOSS)/PROFIT FOR THE FINANCIAL YEAR			(132,144)		279,484

CONTINUING OPERATIONS

All items dealt with in arriving at the loss on ordinary activities before taxation relate to continuing activities.

There is no difference between the loss on ordinary activities before taxation and the loss for the year stated above and their historical cost equivalents.

The accompanying accounting policies and notes form an integral part of these financial statements.

TOTAL RECOGNISED GAINS AND LOSSES

The company has no recognised gains or losses other than the loss for the current year and the profit for the previous year.

Balance Sheet
31 December 2013

	Notes	31.12.13 £	£	31.12.12 £	£
FIXED ASSETS					
Tangible assets	9		20,960		36,853
Investments	10		-		15,651
			<u>20,960</u>		<u>52,504</u>
CURRENT ASSETS					
Stocks	11	90,238		228,418	
Debtors	12	479,206		606,860	
Cash at bank and in hand		269,345		532,370	
		<u>838,789</u>		<u>1,367,648</u>	
CREDITORS					
Amounts falling due within one year	13	483,779		801,925	
		<u>483,779</u>		<u>801,925</u>	
NET CURRENT ASSETS			<u>355,010</u>		<u>565,723</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>375,970</u>		<u>618,227</u>
CAPITAL AND RESERVES					
Called up share capital	15		5,000		5,000
Profit and loss account	16		370,970		613,227
			<u>375,970</u>		<u>618,227</u>
SHAREHOLDERS' FUNDS	20		<u>375,970</u>		<u>618,227</u>

The financial statements have been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies.

The financial statements were approved by the Board of Directors on 4/6-14 and were signed on its behalf by:

.....
P Aandahl - Director

The notes form part of these financial statements

Notes to the Financial Statements
for the Year Ended 31 December 2013

1. ACCOUNTING POLICIES

Accounting basis and standards

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

Turnover

Turnover derives from the principal activity of the Company and is represented by invoiced sales excluding Value Added Tax.

Interest and similar income and charges

Interest and similar income and charges are recognised in the profit and loss account over the term of such instruments at a constant rate on the carrying amount.

Foreign currencies

Transactions denominated in foreign currencies are translated into sterling at the rate of exchange ruling at the date of the transaction. Assets and liabilities in foreign currencies are translated into sterling at rates of exchange ruling at the end of the financial year. All exchange differences are dealt with in the profit and loss account.

Tangible assets

Tangible assets are stated at cost, net of depreciation and any provision for impairment.

Depreciation on fixed assets is provided at rates estimated to write off the cost amounts, less estimated residual value, of each asset over its expected useful life as follows:

Fixtures and fittings	15% on cost
Motor vehicles	25% on cost
Equipment	20% on cost

Investments

Fixed asset investments are shown at cost less provision for impairment.

Stocks

Work in progress is valued at the lower of cost and net realisable value. Cost includes all direct expenditure.

Debtors

Debtors are valued individually and there are made provision according to this valuation.

Creditors

Creditors are carried at payment or settlement amounts. Where the time value of money is material, creditors are carried at amortised cost.

Taxation

Current tax and deferred taxation, including UK corporation tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred taxation is provided in full on an undiscounted basis, on all timing differences which result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in tax computations in periods different from those in which they are included in the financial statements.

Deferred tax assets are recognised where it is considered more likely than not that future profits will be available for offset.

Cash flow

The company has taken advantage of the exemption conferred by FRS1 (Revised 1996) not to prepare a cash flow statement on the grounds that the company is a small company.

Notes to the Financial Statements - continued
for the Year Ended 31 December 2013

1. **ACCOUNTING POLICIES - continued**

Consolidation

The company was, at the end of the year, a wholly-owned subsidiary of another company incorporated in the EEA and in accordance with Section 400 of the Companies Act 2006, is not required to produce, and has not published, consolidated accounts.

2. **TURNOVER**

Turnover is attributable to the one principal activity of the company which arose wholly in the United Kingdom.

3. **STAFF COSTS**

	31.12.13	31.12.12
	£	£
Wages and salaries	242,419	240,802
Social security costs	29,007	31,020
	<u>271,426</u>	<u>271,822</u>

The average monthly number of employees during the year was as follows:

	31.12.13	31.12.12
Administration	4	4
Management	2	2
	<u>6</u>	<u>6</u>

4. **DIRECTORS' EMOLUMENTS**

	31.12.13	31.12.12
	£	£
Directors' remuneration and other benefits etc	<u>67,001</u>	<u>58,458</u>

5. **OPERATING (LOSS)/PROFIT**

The operating loss (2012 - operating profit) is stated after charging/(crediting):

	31.12.13	31.12.12
	£	£
Depreciation - owned assets	15,893	9,079
Auditors' remuneration, audit	7,000	7,000
Auditors' remuneration, other services	1,000	1,000
Operating lease cost, other	16,080	14,820
Net loss on foreign currency transactions	<u>76,309</u>	<u>(57,538)</u>

6. **INTEREST PAYABLE AND SIMILAR CHARGES**

	31.12.13	31.12.12
	£	£
Other similar charges payable	357	386
Interest payable intercompany balances	<u>7,900</u>	<u>4,362</u>
	<u>8,257</u>	<u>4,748</u>

Notes to the Financial Statements - continued
for the Year Ended 31 December 2013

7. **TAXATION**

Analysis of the tax (credit)/charge

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

	31.12.13 £	31.12.12 £
Current tax:		
UK corporation tax	-	30,538
Carry back tax	(30,538)	-
	<u>(30,538)</u>	<u>-</u>
Tax on (loss)/profit on ordinary activities	<u>(30,538)</u>	<u>30,538</u>

8. **DIVIDENDS**

	31.12.13 £	31.12.12 £
Ordinary shares of 1 each		
Final	<u>110,113</u>	<u>164,853</u>

9. **TANGIBLE FIXED ASSETS**

	Fixtures and fittings £	Motor vehicles £	Equipment £	Totals £
COST				
At 1 January 2013 and 31 December 2013	<u>7,399</u>	<u>44,735</u>	<u>34,261</u>	<u>86,395</u>
DEPRECIATION				
At 1 January 2013	7,399	7,882	34,261	49,542
Charge for year	<u>-</u>	<u>15,893</u>	<u>-</u>	<u>15,893</u>
At 31 December 2013	<u>7,399</u>	<u>23,775</u>	<u>34,261</u>	<u>65,435</u>
NET BOOK VALUE				
At 31 December 2013	<u>-</u>	<u>20,960</u>	<u>-</u>	<u>20,960</u>
At 31 December 2012	<u>-</u>	<u>36,853</u>	<u>-</u>	<u>36,853</u>

10. **FIXED ASSET INVESTMENTS**

	Shares in group undertakings £
COST	
At 1 January 2013	15,651
Disposals	<u>(15,651)</u>
At 31 December 2013	<u>-</u>
NET BOOK VALUE	
At 31 December 2013	<u>-</u>
At 31 December 2012	<u>15,651</u>

Notes to the Financial Statements - continued
for the Year Ended 31 December 2013

11. **STOCKS**

	31.12.13	31.12.12
	£	£
Work-in-progress	90,238	228,418

12. **DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	31.12.13	31.12.12
	£	£
Trade debtors	276,620	359,459
Amounts owed by group companies	151,700	194,847
Other debtors	16,063	38,477
Tax	30,538	-
VAT	4,285	14,077
	<u>479,206</u>	<u>606,860</u>

Included within amounts owed by group companies are GBP 113,775 (2012: GBP 151,700), which are due after one year.

13. **CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	31.12.13	31.12.12
	£	£
Trade creditors	301,994	362,592
Amounts owed to group companies	154,450	303,836
Corporation tax	-	30,538
Other creditors	27,335	104,959
	<u>483,779</u>	<u>801,925</u>

14. **OPERATING LEASE COMMITMENTS**

At 31 December the company had annual commitments under non-cancellable operating leases as set out below:

	Land and buildings	
	31.12.13	31.12.12
	£	£
Expiring:		
Between one and five years	16,080	16,080

15. **CALLED UP SHARE CAPITAL**

Allotted, issued and fully paid:				
Number:	Class:	Nominal value:	31.12.13	31.12.12
			£	£
5,000	Ordinary	1	5,000	5,000

Notes to the Financial Statements - continued
for the Year Ended 31 December 2013

16. RESERVES

	Profit and loss account £
At 1 January 2013	613,227
Deficit for the year	(132,144)
Dividends	(110,113)
	<hr/>
At 31 December 2013	370,970
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17. CONTINGENT LIABILITIES

Guarantees given by the bank to third parties and counter indemnified by the company amounted to £16,080 at 31 December 2013.

18. RELATED PARTY DISCLOSURES

The company is a wholly owned subsidiary of Aandahl A/S, a company incorporated in Denmark. The ultimate controlling party is P Aandahl.

19. ULTIMATE CONTROLLING PARTY

The company is a wholly owned subsidiary of Aandahl A/S, a company incorporated in Denmark. Aandahl A/S is the parent undertaking for which consolidated accounts which include the accounts of the company are drawn up.

20. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	31.12.13 £	31.12.12 £
(Loss)/profit for the financial year	(132,144)	279,484
Dividends	(110,113)	(164,853)
	<hr/>	<hr/>
Net (reduction)/addition to shareholders' funds	(242,257)	114,631
Opening shareholders' funds	618,227	503,596
	<hr/>	<hr/>
Closing shareholders' funds	375,970	618,227
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