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ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31ST DECEMBER 2008 FOR ABBEY MASTERBATCH LIMITED

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REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31ST DECEMBER 2008

The directors present their report with the accounts of the company for the year ended 31st December 2008.

PRINCIPAL ACTIVITIES

The principal activities of the company in the year under review were those of the production of thermoplastic compounds, powders and resins for the plastics industry, together with pigment dispersions and concentrates for the paint and ink industries.

REVIEW OF BUSINESS

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

The directors are pleased to report another year of growth with an increase in turnover of £1.51m. This is at lower gross profit margins partly due to increases in the price of raw materials up to September 2008, but also to a substantial increase in production capacity. Growth would have been substantially higher if it had not been for the dramatic collapse of world trade in the last quarter, resulting in a fall in prices and business activity. The directors consider both turnover and gross profit to be key indicators of its performance over the past twelve months but also sees its strong presence in the export market as key to future success and continued development.

The directors remain mindful of the difficult economic climate which has significantly curtailed their trading activities in the later part of the year, but the company's reputation in the marketplace and their strong financial position can ensure its continued development into the foreseeable future.

Since the year end, although operating at a lower level of business activity, profitability has held up remarkably well.

DIVIDENDS

The total distribution of dividends for the year ended 31st December 2008 will be £100,000.

DIRECTORS

The directors shown below have held office during the whole of the period from 1st January 2008 to the date of this report.

Mr J M Shirt Mrs R J Shirt Mrs L C Mather Mr M A Shirt Mr R J Shirt

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing 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 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;
- 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 which disclose with reasonable accuracy at any time the financial position of the company and to 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.

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 234ZA of the Companies Act 1985) of which the company's auditors are unaware, and each director has taken all the steps that he or she ought to have taken as a director in order to make himself or herself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31ST DECEMBER 2008

AUDITORS

The auditors, Livesey Spottiswood Ltd, will be proposed for re-appointment at the forthcoming Annual General Meeting.

ON BEHALF OF THE BOARD:

Mr J M Shirt - Secretary

30th July 2009

REPORT OF THE INDEPENDENT AUDITORS TO ABBEY MASTERBATCH LIMITED UNDER SECTION 247B OF THE COMPANIES ACT 1985

We have examined the abbreviated accounts set out on pages four to thirteen, together with the financial statements of Abbey Masterbatch Limited for the year ended 31st December 2008 prepared under Section 226 of the Companies Act 1985.

This report is made solely to the company, in accordance with Section 247B of the Companies Act 1985. Our work has been undertaken so that we might state to the company those matters we are required to state to it in a special auditors' 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, for our work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

The directors are responsible for preparing the abbreviated accounts in accordance with Section 246A of the Companies Act 1985. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts prepared in accordance with Section 246A(3) of the Act to the Registrar of Companies and whether the abbreviated accounts have been properly prepared in accordance with that provision and to report our opinion to you.

Basis of opinion

We conducted our work in accordance with Bulletin 2006/3 "The Special Auditor's Report on Abbreviated Accounts in the United Kingdom" issued by the Auditing Practices Board. In accordance with that Bulletin we have carried out the procedures we consider necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts are properly prepared.

Opinion

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with Section 246A(3) of the of the Companies Act 1985, and the abbreviated accounts have been properly prepared in accordance with that provision.

Livesey Spottiswood Ltd Chartered Accountants and Registered Auditors

17 George Street St Helens Merseyside

30th July 2009

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ABBREVIATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST DECEMBER 2008

· · · · · · · · · · · · · · · · · · ·				•	
		2008		2007	•
GROSS PROFIT	Notes	£	£ 1,166,006	£	£ 1,090,161
Distribution costs		147,565		155,320	
Administrative expenses		<u>591,421</u>	738,986	516,585	671,905
OPERATING PROFIT	3		427,020		418,256
Interest receivable and similar income			9,881		
			436,901		418,256
Interest payable and similar charges	4		19,475		19,877
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION			417,426		398,379
Tax on profit on ordinary activities	5		116,833		90,509
PROFIT FOR THE FINANCIAL YEAR AFTER TAXATION			300,593		307,870
PROFIT FOR THE YEAR			300,593		307,870
Retained profit brought forward			1,589,393		1,390,423
			1,889,986		1,698,293
Dividends Transfer between reserves	6		(100,000) 6,100		(115,000) 6,100
RETAINED PROFIT CARRIED FORWAR	RD		1,796,086		1,589,393

CONTINUING OPERATIONS

None of the company's activities were acquired or discontinued during the current year or previous year.

TOTAL RECOGNISED GAINS AND LOSSES

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

NOTE OF HISTORICAL COST PROFITS AND LOSSES FOR THE YEAR ENDED 31ST DECEMBER 2008

	2008	2007
	£	£
REPORTED PROFIT		
ON ORDINARY ACTIVITIES BEFORE TAXATION	417,426	398,379
Transfer of depreciation on revaluation	6,100	6,100
HISTORICAL COST PROFIT		
ON ORDINARY ACTIVITIES BEFORE TAXATION	423,526	404,479
HISTORICAL COST PROFIT FOR THE YEAR RETAINED AFTER TAXATION		
AND DIVIDENDS	206,693	198,970

The notes form part of these abbreviated accounts

ABBREVIATED BALANCE SHEET 31ST DECEMBER 2008

		2008		2007	
	Notes	£	£	£	£
FIXED ASSETS	_				000.007
Tangible assets	7		1,021,847		878,276
CURRENT ASSETS					
Stocks	8	382,069		555,110	
Debtors	9	1,310,866		1,706,146	
Cash at bank and in hand		<u>769,597</u>		125,495	
		2,462,532		2,386,751	
CREDITORS		_,,		_,,,	
Amounts falling due within one year	10	999,817		976,744	
NET CURRENT ASSETS			1,462,715		1,410,007
TOTAL ASSETS LESS CURRENT LIABILITIES			2,484,562		2,288,283
			2,101,002		2,200,200
CREDITORS					
Amounts falling due after more than one year	11		(210,314)		(241,128)
PROVISIONS FOR LIABILITIES	15		(76,000)		(49,500)
NET ASSETS			2 100 240		1 007 655
NEI ASSEIS			2,198,248		1,997,655
CAPITAL AND RESERVES					
Called up share capital	16		47,000		47,000
Revaluation reserve Profit and loss account	17		355,162		361,262
From and loss account			1,796,086		1,589,393
SHAREHOLDERS' FUNDS	20		2,198,248		1,997,655

These abbreviated accounts have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to medium-sized companies.

The financial statements were approved by the Board of Directors on 30th July 2009 and were signed on its behalf by:

Mr J M Shirt - Director

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST DECEMBER 2008

		2008		2007	,
Not and to Com	Notes	£	£	£	£
Net cash inflow from operating activities	1		1,160,895		120,478
Returns on investments and servicing of finance	2		(9,594)		(19,877)
Taxation			(87,833)		(59,009)
Capital expenditure	2		(258,846)		(158,903)
Equity dividends paid			(100,000)		(115,000)
			704,622		(232,311)
Financing	2		(11,985)		11,166
Increase/(Decrease) in cash in the period	d		692,637		(221,145)

Reconciliation of net cash flow to movement in net debt	3		
Increase/(Decrease) in cash in the period Cash outflow/(inflow)	692,637	(221,14	5)
from decrease/(increase) in debt and lease financing	31,985	(11,16	<u>6</u>)
Change in net debt resulting from cash flows		724,622	(232,311)
Movement in net debt in the period Net (debt)/funds at 1st January		724,622 (208,847)	(232,311)
Net funds/(debt) at 31st December		515,775	(208,847)

The notes form part of these abbreviated accounts

NOTES TO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST DECEMBER 2008

1.	RECONCILIATION OF OPERATING PROFIT TO NET CASH IN	NFLOW FROM	OPERATING AC	TIVITIES
			2008 £	2007 £
	Operating profit		427,020	418,256
	Depreciation charges		115,275	126,026
	Decrease/(Increase) in stocks		173,041	(194,000)
	Decrease/(Increase) in debtors		395,280	(240,382)
	Increase in creditors		<u>50,279</u>	10,578
	Net cash inflow from operating activities		1,160,895	120,478
2.	ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN TH	E CASH FLOW	STATEMENT	
			2008 £	2007 £
	Returns on investments and servicing of finance			
	Interest received		9,881	-
	Interest paid		(19,365)	(19,314)
	Interest element of hire purchase payments		(110)	(563)
	Net cash outflow for returns on investments and servicing of finance	•	<u>(9,594)</u>	(19,877)
	Capital expenditure		(259.94()	(159,002)
	Purchase of tangible fixed assets		(258,846)	(158,903)
	Net cash outflow for capital expenditure		<u>(258,846)</u>	(158,903)
	Financing New loans in year		_	34,171
	Loan repayments in year		(27,710)	(17,141)
	Capital repayments in year		(4,275)	(5,864)
	Amount introduced by directors		20,000	-
				11,166
	Net cash (outflow)/inflow from financing		(11,985)	11,100
3.	ANALYSIS OF CHANGES IN NET DEBT			At
		At 1/1/08 £	Cash flow £	31/12/08 £
	Net cash:			
	Cash at bank and in hand Bank overdrafts	125,495 (63,439)	644,102 48,535	769,597 _(14,904)
		62,056	692,637	754,693
				
	Debt: Hire purchase	(4,275)	4,275	-
	Debts falling due within one year	(25,500)	(3,104)	(28,604)
	Debts falling due after one year	(241,128)	30,814	(210,314)
	and the year			
		(270,903)	31,985	(238,918)
	Total	(208,847)	724,622	515,775

The notes form part of these abbreviated accounts

NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31ST DECEMBER 2008

1. ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared under the historical cost convention subject to the revaluation of certain fixed assets.

Turnover

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

Tangible fixed assets

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

Freehold property

- 2% on cost

Plant and machinery

- 15% Straight line

Office equipment

- 15% Straight line

Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

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.

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 the profit and loss account in the period to which they relate.

Leased assets

Rentals payable under operating leases are charged against profits on a straight line basis over the periods of the leases. Assets acquired under hire purchase contracts and finance leases are capitalised as tangible fixed assets and depreciated in accordance with the accounting policy on depreciation; the related obligations, net of finance costs allocated to future periods are included in creditors. Finance costs are charged against profits on a straight line basis over the periods of the contracts.

2. STAFF COSTS

Wages and salaries Social security costs Other pension costs	2008 £ 802,806 84,356 30,000	2007 £ 708,990 68,147 20,000
	917,162	797,137
The average monthly number of employees during the year was as follows:	2008	2007
Management and administration Production	8 31	8 26
	39	34

NOTES TO THE ABBREVIATED ACCOUNTS - continued FOR THE YEAR ENDED 31ST DECEMBER 2008

3.	OPERATING PROFIT		
	The operating profit is stated after charging:		
	Depreciation - owned assets Depreciation - assets on hire purchase contracts Auditors' remuneration	2008 £ 115,275 	2007 £ 123,462 2,564 2,500
	Directors' emoluments Directors' pension contributions to money purchase schemes	277,304 30,000	264,737 20,000
	The number of directors to whom retirement benefits were accruing was as follows:		
	Money purchase schemes	l	1
	Information regarding the highest paid director is as follows:	2008	2007
	Emoluments etc	£ 72,496	£ 68,941
4.	INTEREST PAYABLE AND SIMILAR CHARGES	2008 £	2007 £
	Bank loan interest Other loan interest Hire purchase interest	17,263 2,102 110	17,562 1,752 563
5.	TAXATION		
	Analysis of the tax charge The tax charge on the profit on ordinary activities for the year was as follows:	2008 £	2007 £
	Current tax: UK corporation tax Prior periods	90,500 (167)	88,000
	Total current tax	90,333	88,009
	Deferred tax	26,500	2,500
	Tax on profit on ordinary activities	116,833	90,509

NOTES TO THE ABBREVIATED ACCOUNTS - continued FOR THE YEAR ENDED 31ST DECEMBER 2008

5. TAXATION - continued

Factors affecting the tax charge

The tax assessed for the year is lower than the standard rate of corporation tax in the UK. The difference is explained below:

				2008 £	2007 £
	Profit on ordinary activities before tax			417,426	398,379
	Profit on ordinary activities multiplied by the standard rate of corporation ta in the UK of 23.040% (2007 - 22.651%)	x		96,175	90,237
	Effects of: Expenses not allowable for tax purposes Capital allowances for the period in excess of de Rounding	epreciation		804 (6,469) (177)	666 (3,080) 186
	Current tax charge			90,333	88,009
6.	DIVIDENDS			2008 £	2007 £
	Dividends paid			100,000	115,000
7.	TANGIBLE FIXED ASSETS	Freehold property £	Plant and machinery	Office equipment £	Totals £
	COST At 1st January 2008 Additions	638,877	2,230,127 252,122	43,374 6,724	2,912,378 258,846
	At 31st December 2008	638,877	2,482,249	50,098	3,171,224
	DEPRECIATION At 1st January 2008 Charge for year	228,226 9,348	1,779,832 101,214	26,044 4,713	2,034,102 115,275
	At 31st December 2008	237,574	1,881,046	30,757	2,149,377
	NET BOOK VALUE At 31st December 2008	401,303	601,203	19,341	1,021,847
	At 31st December 2007	410,651	450,295	17,330	878,276

Included in the cost of plant and machinery are assets held under hire purchase contracts amounting to £nil (2007 - £31,806). Accumulated depreciation on these assets amounts to £nil (2007 - £17,279).

The freehold property was professionally valued during 1990 by Fellows of the Royal Institute of Chartered Surveyors at an open market value on a current use basis. The valuation has not been updated as the transitional arrangements of FRS15 have been followed.

The historical cost of the freehold land and buildings included at valuation amounted to £193,877 (2007 - £193,877) and the accumulated depreciation thereon amounts to £94,738 (2007 - £91,490).

No provision for deferred taxation has been made in respect of potential capital gains on the disposal of the freehold property since it is not envisaged that the property will be disposed of in the near future. If the asset were disposed of at it's revalued amount the potential liability would be £55,000.

The historical cost of the freehold land and buildings includes land with a value of £31,500 (2007-£31,500) on which no depreciation charge is made.

NOTES TO THE ABBREVIATED ACCOUNTS - continued FOR THE YEAR ENDED 31ST DECEMBER 2008

8.	STOCKS	2008	2007
		£	£
	Stock and work in progress	382,069	555,110
9.	DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
		2008 £	2007 £
	Trade debtors	656,693	1,047,869
	Amounts owed by group undertakings	585,135	550,374
	Other debtors VAT	6,431 47,884	6,224 87,227
	Prepayments	14,723	14,452
		1,310,866	1,706,146
10.	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
		2008	2007
	D 11 10 (12)	£	£
	Bank loans and overdrafts (see note 12) Hire purchase contracts (see note 13)	33,304 -	73,439 4,275
	Trade creditors	532,422	586,478
	Other loan	10,204	15,500
	Corporation tax Social security and other taxes	90,500 39,895	88,000 27,207
	Other creditors	9,890	7,195
	Directors' current accounts	20,000	-
	Accrued expenses	263,602	174,650
		999,817	976,744
11.	CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR		
		2008	2007
	Bank loans (see note 12)	£ 210,314	£ 230,090
	Other loan		11,038
		210,314	241,128
	T 0 4 N/2		
12.	LOANS		
	An analysis of the maturity of loans is given below:		
		2008 £	2007 £
	Amounts falling due within one year or on demand:	L	2
	Bank overdrafts Bank loan	14,904 18,400	63,439 10,000
		33,304	73,439
	Amounts falling due between one and two years:	10.000	12 500
	Bank loan	19,000	13,500
	Amounts falling due between two and five years:		
	Bank loan	62,000	49,000
	Amounts falling due in more than five years:		
	Amounts failing due in more than tive yours.		

NOTES TO THE ABBREVIATED ACCOUNTS - continued FOR THE YEAR ENDED 31ST DECEMBER 2008

12.	LOANS - continued	2008	2007
	Amounts falling due in more than five years:	£	£
	Repayable by instalments Bank loan	120 214	167,590
	Bank toat	129,314	107,590
	The bank loan is repayable by instalments of £2,247 per month. Interest is charged at a rat	e of 2% above ban	k base rate.
13.	OBLIGATIONS UNDER HIRE PURCHASE CONTRACTS AND LEASES		
		Hire purcha	
		contract	
		£	£
	Net obligations repayable: Within one year	-	4,275
			
	The following operating lease payments are committed to be paid within one year:		
		Othe	
		operati lease	
		2008	2007
	Expiring:	£	£
	Between one and five years	11,449	11,449
14.	SECURED DEBTS		
	The following secured debts are included within creditors:		
		2008	2007
		£	£
	Bank overdrafts Bank loans	14,904 228,714	63,439 240,090
	Hire purchase contracts	-	4,275
		243,618	307,804
	Bank borrowings are secured by a fixed and floating charge over the company's assets.		
	The hire purchase contracts are secured on the assets to which they relate.		
15.	PROVISIONS FOR LIABILITIES		
		2008 £	2007 £
	Deferred tax Accelerated capital allowances	76.000	40.500
	Accelerated capital anowalices	76,000	49,500
			Deferred
			tax £
	Balance at 1st January 2008 Movement in the year		49,500 26,5 <u>00</u>
	Balance at 31st December 2008		76,000

NOTES TO THE ABBREVIATED ACCOUNTS - continued FOR THE YEAR ENDED 31ST DECEMBER 2008

16.	CALLED	UP SHARE	CAPITAL

Authorised: Number:	Class:	Nominal	2008	2007
50,000	Ordinary	value: £1	£ 50,000	£ 50,000
Allotted, issu	ed and fully paid:			
Number:	Class:	Nominal value:	2008 £	2007 £
47,000	Ordinary	£1	47,000	47,000

17. OTHER RESERVES

	Revaluation reserve
At 1st January 2008 Transfer between reserves	361,262 (6,100)
At 31st December 2008	355,162

18. ULTIMATE PARENT COMPANY

The company's ultimate parent company and controlling party is ATL Industries Limited, a company incorporated in England and Wales. ATL Industries Limited holds 100% of the issued share capital of the company.

19. RELATED PARTY DISCLOSURES

During the year, the company's parent company has been ATL Industries Limited, a company incorporated in England and Wales. The ultimate controlling party is Mr J M Shirt the majority shareholder of ATL Industries Limited.

During the year, the company has provided financial support to it's parent company ATL Industries Limited. The amount due from ATL Industries Limited at the balance sheet date is £585,135 (2007 - £550,374).

During the year, the company has continued the repayment of a loan previously given by the JM Shirt Accumulation and Maintenance Trust, a trust in which the director, Mr J M Shirt is a trustee. During the year, the company paid £2,102 (2007 - £1,752) in loan interest to the JM Shirt Accumulation and Maintenance Trust. The amount due to the JM Shirt Accumulation and Maintenance Trust at the balance sheet date amounted to £10,204 (2007 - £26,538).

2000

2003

20. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	2008 £	2007 £
Profit for the financial year	300,593	307,870
Dividends	(100,000)	(115,000)
Net addition to shareholders' funds	200,593	192,870
Opening shareholders' funds	1,997,655	1,804,785
Closing shareholders' funds	2,198,248	1,997,655