

S Norton & Co (Exports) Limited
Annual report
for the year ended 31 December 2016

Registered Number 1995616

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S Norton & Co (Exports) Limited
Annual report
for the year ended 31 December 2016

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S Norton & Co (Exports) Limited

Strategic Report for the year ended 31 December 2016

The directors present their Strategic Report for the Company for the year ended 31 December 2016.

Principal activities

The Company leases land at Liverpool Docks to provide export services to its parent Company. All of its operating costs are recharged to the parent Company.

Review of business

Since the Company's trading performance is dependent upon the activities of the parent Company, both turnover and profit increased as a consequence of the higher number of sales shipments made by the parent.

Principal risks and uncertainties

The Company is considered to have negligible risks or uncertainties as it recovers all of its operating costs and receives a management fee from its parent Company.

Key performance indicators ('KPIs')

Given the nature of the business, the directors are of the opinion that analysis using KPIs is not necessary for an understanding of the development, performance or position of the Company.

On behalf of the Board



J A Harry

Director

27 June 2017

S Norton & Co (Exports) Limited

Directors' Report for the year ended 31 December 2016

The directors present their report and the audited financial statements of the Company for the year ended 31 December 2016.

Results

The results of the Company are set out on page 6. The directors proposed and approved payment of a dividend of £200,000 in respect of the year (2015: £85,000), amounting to £2,000 (2015: £850) per ordinary share.

Directors

The directors of the Company who were in office during the year and up to the date of signing the financial statements were:

J A Harry
C T Harry
M P Harry

Statement of directors' responsibilities

The directors are responsible for preparing the Annual Report, including the financial statements in accordance with applicable law and regulation. Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", 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 the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; 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.

The directors 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 the case of each director in office at the date the Directors' Report is approved:

- so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware; and
- they have taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

S Norton & Co (Exports) Limited

Directors' Report for the year ended 31 December 2016 (continued)

This confirmation is given and should be interpreted in accordance with the provisions of section 418 (1) to (4) of the Companies Act 2006.

Independent Auditors

The auditors, PricewaterhouseCoopers LLP, have indicated their willingness to continue in office and a resolution concerning their re-appointment will be proposed at the Annual General Meeting.

On behalf of the Board



J A Harry

Director

27 June 2017

S Norton & Co (Exports) Limited

Independent auditors' report to the members of S Norton & Co (Exports) Limited

Report on the financial statements

Our opinion

In our opinion, S Norton & Co (Exports) Limited's financial statements (the "financial statements"):

- give a true and fair view of the state of the Company's affairs as at 31 December 2016 and of its profit 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.

What we have audited

The financial statements, included within the Annual Report, comprise:

- the Balance sheet as at 31 December 2016;
- the Statement of income and retained earnings for the year then ended; and
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

The financial reporting framework that has been applied in the preparation of the financial statements is United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law (United Kingdom Generally Accepted Accounting Practice).

In applying the financial reporting framework, the directors have made a number of subjective judgements; for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and the Directors' Report have been prepared in accordance with applicable legal requirements.

In addition, in light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we are required to report if we have identified any material misstatements in the Strategic Report and the Directors' Report. We have nothing to report in this respect.

Other matters on which we are required to report by exception

Adequacy of accounting records and information and explanations received

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- 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.

We have no exceptions to report arising from this responsibility.

S Norton & Co (Exports) Limited

Independent auditors' report to the members of S Norton & Co (Exports) Limited (continued)

Directors' remuneration

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

Responsibilities for the financial statements and the audit

Our responsibilities and those of the directors

As explained more fully in the Statement of Directors' Responsibilities 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) ("ISAs (UK & Ireland)"). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the Company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

What an audit of financial statements involves


We conducted our audit in accordance with ISAs (UK & Ireland). 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.

We primarily focus our work in these areas by assessing the directors' judgements against available evidence, forming our own judgements, and evaluating the disclosures in the financial statements.

We test and examine information, using sampling and other auditing techniques, to the extent we consider necessary to provide a reasonable basis for us to draw conclusions. We obtain audit evidence through testing the effectiveness of controls, substantive procedures or a combination of both.

In addition, we read all the financial and non-financial information in the Annual Report 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. With respect to the Strategic Report and Directors' Report, we consider whether those reports include the disclosures required by applicable legal requirements.



Martin Heath (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Liverpool
27 June 2017

S Norton & Co (Exports) Limited

Statement of income and retained earnings for the year ended 31 December 2016

	Note	2016 £'000	2015 £'000
Turnover	4	3,137	2,394
Operating costs		(2,957)	(2,284)
Profit before taxation	5	180	110
Tax on profit	7	(34)	28
Profit for the financial year		146	138
Retained earnings as at 1 January		54	1
Dividend	9	(200)	(85)
Retained earnings as at 31 December		-	54

All of the Company's activities are in respect of continuing operations.

The notes on pages 8 to 13 are an integral part of these financial statements.

S Norton & Co (Exports) Limited

Balance sheet as at 31 December 2016

	Note	2016 £'000	2015 £'000
Current assets			
Amounts owed by group undertakings		84	117
Creditors: amounts falling due within one year			
Trade creditors		(14)	(41)
Other taxation and social security		(36)	(22)
Corporation tax		(34)	-
		(84)	(63)
Net assets		-	54
Capital and reserves			
Called up share capital	8	-	-
Retained earnings		-	54
Total shareholders' funds		-	54

The notes on pages 8 to 13 are an integral part of these financial statements.

The financial statements on pages 6 to 13 were approved by the board of directors on 27 June 2017 and were signed on its behalf by:



J A Harry
Director

S Norton & Co (Exports) Limited
Registered Number: 1995616

S Norton & Co (Exports) Limited

Notes to the financial statements for the year ended 31 December 2016

1. General information

S Norton & Co (Exports) Limited is a private company limited by shares and it is incorporated in Great Britain. The address of its registered office is at Bankfield House, Bankfield Mill, Regent Road, Liverpool, L20 8RQ.

The company leases land at Liverpool Docks to provide export services to its parent company. All of its operating costs are recharged to the parent company.

2. Statement of compliance

The financial statements have been prepared in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 102, "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" ("FRS 102"), and the Companies Act 2006.

3. Summary of significant accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

a) Basis of presentation

These financial statements have been prepared on the going concern basis, under the historical cost convention, in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom.

The preparation of financial statements in conformity with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in policy "Critical accounting judgements and key source of estimation uncertainty" included within this note 3(m).

b) Going concern

On the basis of their assessment of the Company's financial position and resources, the directors believe that the Company is well placed to manage its business risks. Therefore the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

c) Exemptions for qualifying entities under FRS 102

FRS 102 allows a qualifying entity certain disclosure exemptions, if certain conditions, have been complied with, including notification of and no objection to, the use of exemptions by the Company's shareholders. A qualifying entity is defined as a member of a Group that prepares publicly available financial statements, which give a true and fair view, in which that member is consolidated. The Company is a qualifying entity as its results are consolidated into the consolidated financial statements of S Norton & Co Limited which are publicly available.

As a qualifying entity, the Company has taken advantage of the following exemption: from the requirement to prepare a statement of cash flows as required by paragraph 3.17(d) of FRS 102.

S Norton & Co (Exports) Limited

Notes to the financial statements for the year ended 31 December 2016 (continued)

3. Summary of significant accounting policies (continued)

d) Consolidated financial statements

The Company is a wholly owned subsidiary of its ultimate parent S Norton & Co Limited. It is included in the consolidated financial statements of S Norton & Co Limited which are publicly available. Therefore the Company is exempt by virtue of section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements.

These financial statements are the Company's separate financial statements.

e) Foreign currency

i) Functional and presentation currency

The Company's functional and presentation currency is the pound sterling.

ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the statement of income and retained earnings.

f) Turnover

Turnover represents the net amounts receivable from the parent undertaking for services rendered in the ordinary course of business during the financial year. The turnover consists of rendering of service only.

The income is generated whenever vessels use the relevant dock facilities.

g) Taxation

Taxation expense for the period comprises current and deferred tax recognised in the reporting period. Tax is recognised in the statement of income and retain earnings, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case tax is also recognised in other comprehensive income or directly in equity respectively.

Current or deferred taxation assets and liabilities are not discounted.

i) Current tax

Current tax is the amount of income tax payable in respect of the taxable profit for the year or prior years. Tax is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the period end.

ii) Deferred tax

Deferred tax arises from timing differences that are differences between taxable profits and total comprehensive income as stated in the financial statements. These timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements.

S Norton & Co (Exports) Limited

Notes to the financial statements for the year ended 31 December 2016 (continued)

3. Summary of significant accounting policies (continued)

g) Taxation – (continued)

ii) Deferred tax – (continued)

Deferred tax is recognised on all timing differences at the reporting date except for certain exceptions. Unrelieved tax losses and other deferred tax assets are only recognised when it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the period end and that are expected to apply to the reversal of the timing difference.

h) Leased assets

At inception the Company assesses agreements that transfer the right to use assets. The assessment considers whether the arrangement is, or contains, a lease based on the substance of the arrangement.

- Operating leased assets

Leases that do not transfer all the risks and rewards of ownership are classified as operating leases. Payments under operating leases are charged to the statement of income and retained earnings on a straight-line basis over the period of the lease.

i) Dividends

Interim dividends are recognised in the accounting period in which they are paid. Final dividends are recognised as a liability in the accounting period in which they are approved.

j) Cash and cash equivalents

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

k) Provisions and contingencies

i) Provisions

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the amount of the obligation can be estimated reliably.

ii) Contingencies

Contingent liabilities are not recognised, except those acquired in a business combination. Contingent liabilities arise as a result of past events when (i) it is not probable that there will be an outflow of resources or that the amount cannot be reliably measured at the reporting date or (ii) when the existence will be confirmed by the occurrence or non-occurrence of uncertain future events not wholly within the Company's control. Contingent liabilities are disclosed in the financial statements unless the probability of an outflow of resources is remote.

S Norton & Co (Exports) Limited

Notes to the financial statements for the year ended 31 December 2016 (continued)

3. Summary of significant accounting policies (continued)

l) Related party transactions

The company is exempt under the terms of paragraph 33.1A of FRS 102 from disclosing related party transactions entered into between two or more members of a group, provided that any subsidiary undertaking which is party to the transaction is wholly owned by entities that are part of S Norton & Co Limited.

m) Critical accounting judgements and key source of estimation uncertainty

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the application of the accounting policies and the reported amounts of assets and liabilities, revenue and expenses. Actual results may differ from these estimates.

Given the straightforward nature of the company's business there are no critical accounting judgements or estimates.

S Norton & Co (Exports) Limited

Notes to the financial statements for the year ended 31 December 2016 (continued)

4. Turnover

The Company's turnover and operating profit are attributable to its one class of business in the United Kingdom – that of providing export services to its parent undertaking.

5. Profit before taxation

The directors do not receive any emoluments in respect of their services to this Company and no recharge is made by the parent Company. Their total emoluments are included in the financial statements of the parent Company.

The auditors' fees are borne by the parent undertaking.

Operating lease costs on land and buildings for the year amounted to £791,000 (2015: £759,000).

6. Employee information

The Company had no employees during the year (2015: nil).

7. Tax on profit

The taxation charge/(credit) comprises UK corporation tax as follows:

	2016 £'000	2015 £'000
The taxation charge/(credit) for the year comprises:		
Current tax		
UK corporation tax	36	-
Adjustments in respect of prior years	(2)	(28)
Total tax charge/(credit) for the year	34	(28)

The tax assessed for the current year is less than (2015: less than) the standard rate of UK corporation tax. The differences are explained below:

	2016 £'000	2015 £'000
Profit before taxation	180	110
Profit multiplied by standard rate in the UK 20% (2015: 20.25%)	36	22
Effects of group relief	-	(22)
Adjustments in respect of prior years	(2)	(28)
Total tax charge/(credit) for year	34	(28)

The Company has no liability to deferred taxation.

S Norton & Co (Exports) Limited

Notes to the financial statements for the year ended 31 December 2016 (continued)

7. Tax on profit (continued)

Factors that may affect future tax charges:

Changes to the UK corporation tax rates were substantively enacted as part of Finance Bill 2015 (on 26 October 2015) and Finance Bill 2016 (on 7 September 2016). These include reductions to the main rate to reduce the rate to 19% from 1 April 2017 and to 17% from 1 April 2020. Deferred taxes at the balance sheet date have been measured using these enacted tax rates and reflected in these financial statements.

8. Called up share capital

The Company's authorised share capital is £1,000,000 (2015: 1,000,000 Ordinary Shares of £1 each).

100 (2015: 100) Ordinary Shares of £1 each have been allotted, issued and fully paid.

There is a single class of ordinary shares. There are no restrictions on the distribution of capital and the repayment of capital.

9. Dividend

A dividend of £200,000 (2015: £85,000) was paid during the year amounting to £2,000 (2015: £850) per ordinary share.

10. Contingent liabilities and other commitments

The Company is party with its ultimate parent undertaking to a cross-guarantee in respect of any Group indebtedness to its bankers.

At 31 December 2016 the Company had rolling annual commitments of £770,000 under non-cancellable operating leases for land and buildings; at 31 December 2015 these leases were the subject of re-negotiation.

11. Ultimate parent undertaking

The ultimate parent undertaking is S Norton & Co Limited, a Company incorporated in Great Britain, whose registered office is at Bankfield House, Bankfield Mill, Regent Road, Liverpool, L20 8RQ.

The smallest and largest group that consolidate the Company's financial statements is S Norton & Co Limited.