



Grant Thornton

Financial Statements Mills Manufacturing Technology Holdings Limited

For the Year Ended 31 December 2012



Officers and professional advisers

Company registration number	2104321
Registered office	Units 2&3, Tachbrook Link Tachbrook Park Drive Leamington Spa Warwickshire CV34 6SN
Directors	N Frampton A Jack
Auditor	Grant Thornton UK LLP Chartered Accountants & Statutory Auditors Colmore Plaza 20 Colmore Circus Birmingham West Midlands B4 6AT

Contents

Report of the directors	3 - 4
Report of the independent auditor	5 - 6
Profit and loss account	7
Balance sheet	8
Notes to the financial statements	9 - 11

Report of the directors

The directors present their report and the financial statements of the company for the year ended 31 December 2012

Principal activities

The company is an investment holding company

The company has not received any income or incurred any expenditure during the year

Directors

The directors who served the company during the year were as follows

N Frampton

A Jack

Statement of Directors' responsibilities for 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. The directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable laws). 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 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,
- 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.

Report of the directors

Disclosure of information to auditors

We, the directors of the company who held office at the date of approval of these Financial Statements as set out above each confirm, so far as we are aware, that

- there is no relevant audit information of which the company's auditors are unaware, and
- we have taken all the steps that we ought to have taken as directors in order to make ourselves aware of any relevant audit information and to establish that the company's auditors are aware of that information

Auditor

A resolution to re-appoint Grant Thornton UK LLP as auditor for the ensuing year will be proposed in accordance with section 485 of the Companies Act 2006

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006

BY ORDER OF THE BOARD



N Frampton
Director
28 March 2013

Report of the independent auditor to the members of Mills Manufacturing Technology Holdings Limited

We have audited the financial statements of Mills Manufacturing Technology Holdings Limited for the year ended 31 December 2012 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 Sections 495 and 496 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 auditors

As explained more fully in the Directors' Responsibilities Statement set out on pages 3 and 4, 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 prepare 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 APB's website at www.frc.org.uk/apb/scope/private.cfm.

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 United Kingdom 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.

Report of the independent auditor to the members of Mills Manufacturing Technology Holdings 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, or



David White
Senior Statutory Auditor
for and on behalf of
GRANT THORNTON UK LLP
CHARTERED ACCOUNTANTS
STATUTORY AUDITOR
BIRMINGHAM
28 March 2013

Profit and loss account

	Note	2012 £	2011 £
Turnover		-	-
Operating profit		<u>-</u>	<u>-</u>
Dividend received from subsidiary undertaking		-	-
Profit on ordinary activities before taxation		<u>-</u>	<u>-</u>
Tax on profit on ordinary activities		-	-
Profit for the financial year	6	<u>-</u>	<u>-</u>


All of the activities of the company are classed as continuing

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

Balance sheet

	Note	2012 £	2011 £
Fixed assets			
Investments	2	<u>1,675,898</u>	<u>1,675,898</u>
Current assets			
Debtors	3	-	-
Creditors: amounts falling due within one year	4	<u>598,984</u>	<u>598,984</u>
Net current liabilities		<u>(598,984)</u>	<u>(598,984)</u>
Total assets less current liabilities		<u>1,076,914</u>	<u>1,076,914</u>
Capital and reserves			
Called-up equity share capital	5	425,926	425,926
Share premium account		650,988	650,988
Shareholders' funds	6	<u>1,076,914</u>	<u>1,076,914</u>

These financial statements were approved by the directors and authorised for issue on 28 March 2013 and are signed on their behalf by


N Frampton
Director
Company number 2104321

The accompanying notes form part of these financial statements.

Notes to the financial statements

1 Accounting policies

Basis of accounting

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

The company is itself a subsidiary company and is exempt from the requirement to prepare group accounts. These financial statements therefore present information about the company as an individual undertaking and not about its group.

Cash flow statement

Under Financial Reporting Standard 1 (revised 1996) the company is exempt from the requirement to prepare a cash flow statement on the grounds that its ultimate parent undertaking includes the company in its own published consolidated financial statements.

Investments

Investments are stated at cost less amounts written off.

Related parties

The company has taken advantage of the exemption in FRS 8 from disclosing transactions with members of the group.

Financial instruments

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all of its financial liabilities.

Where the contractual obligations of financial instruments (including share capital) are equivalent to a similar debt instrument, those financial instruments are classed as financial liabilities. Financial liabilities are presented as such in the balance sheet. Finance costs and gains or losses relating to financial liabilities are included in the profit and loss account. Finance costs are calculated so as to produce a constant rate of return on the outstanding liability.

Where the contractual terms of share capital do not have any terms meeting the definition of a financial liability then this is classed as an equity instrument. Dividends and distributions relating to equity instruments are debited direct to equity.

Notes to the financial statements (continued)

2 Investments

Shares held in subsidiary undertakings

	£
Cost	
At 1 January 2012 and 31 December 2012	<u>1,675,898</u>
Net book value	
At 31 December 2012	<u>1,675,898</u>
At 31 December 2011	<u>1,675,898</u>

The company owns 100% of the issued share capital of the companies listed below,

Name of Company	Principal activity	Description of shares held	Proportion held
Mills CNC Limited	Machine sales	Ordinary £1 shares	100%
Mills CNC Finance Limited	Machine finance	Ordinary £1 shares	100%

All of the above companies are registered in England and Wales

3 Debtors

	2012 £	2011 £
Amounts owed by group undertakings	<u>-</u>	<u>-</u>

4 Creditors: amounts falling due within one year

	2012 £	2011 £
Amounts owed to group undertakings	<u>598,984</u>	<u>598,984</u>

5 Share capital

Authorised share capital:

	2012 £	2011 £
630,720 Ordinary shares of £1 each	<u>630,720</u>	<u>630,720</u>

Allotted, called up and fully paid:

	2012 No	£	2011 No	£
Ordinary shares of £1 each	<u>425,926</u>	<u>425,926</u>	<u>425,926</u>	<u>425,926</u>

Notes to the financial statements (continued)

6 Reconciliation of movements in equity shareholders' funds

	2012 £	2011 £
Profit for the financial year	-	-
Equity dividends	-	-
Net movement on equity shareholders' funds	-	-
Opening equity shareholders' funds	1,076,914	1,076,914
Closing equity shareholders' funds	1,076,914	1,076,914

7 Contingencies

The company has entered into an unlimited guarantee in respect of bank loans and overdrafts with other companies within the group. At the year end the facility was £2,750,000 (2011 £3,750,000).

There is also a group VAT registration in place. There was a net creditor at the end of the year of £273,745 (2011 £379,010).

The group has outstanding letters of credit in favour of its suppliers amounting to £6,955,813 (2011 £5,995,728).

8 Parent undertaking and controlling party

The company is controlled by Infraplan Limited.

The parent undertaking of the largest and smallest group for which consolidated accounts are prepared is Mills CNC Group Limited. Consolidated accounts are available from The Secretary, Mills CNC Group Limited, Units 2&3 Tachbrook Link, Tachbrook Park Drive, Leamington Spa, Warwickshire, CV34 6SN.

In the opinion of the directors, this is the company's ultimate parent company and the ultimate controlling party.