A.B.G. Limited Directors' Report And Financial Statements For The Year Ended 31 December 2014

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COMPANY INFORMATION

Directors Mr P Van Ruiten

Mr A Bamforth Mrs E Bamforth

Secretary Mr A Bamforth

Company number 02274509

Registered office E7

Meltham Mills Road

Meltham HD9 4DS

Auditors Garbutt & Elliott Audit Limited

33 Park Place

Leeds LS1 2RY

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STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2014

The directors present the strategic report and financial statements for the year ended 31 December 2014.

Review of the business

After a disappointing 2013, the directors are pleased by the improvements seen in both revenues and profits in the current year. This has been achieved by putting initiatives in place to help drive sales worldwide, with South Africa, Australia and the Middle East being a particular focus, whilst continued investment is taking place in developing innovative new products to strengthen the company's position in the market.

The management of the business and the execution of the company's strategy are subject to a number of risks. The key business risks and uncertainties are considered to relate to competition both nationally and internationally, employee retention and raw material prices.

Given the straightforward nature of the business, the company's directors are of the opinion that analysis using key performance indicators is not necessary for an understanding of the development, performance or position of the business.

Key Performance Indicators

The company does not actively use financial instruments as part of its financial risk management. It is exposed to the usual credit risk and cash flow risk associated with selling on credit and manages this through credit control procedures. The nature of its financial instruments means that they are not subject to a price risk or liquidity risk.

On behalf of the board

Van Ruiten

irector

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2014

The directors present their report and financial statements for the year ended 31 December 2014.

Principal activities

The principal activity of the company continued to be that of specialist suppliers to the building, construction and environmental industries.

Results and dividends

The results for the year are set out on page 6.

The directors paid ordinary dividends amounting to £227,500 (2013 - £22,500) and a total payment of non-voting dividends amounting to £53,524 (2013 - £43,524).

Future developments

The external commercial environment is expected to remain competitive in 2015. Global factors are having an impact on the construction market, which may have some impact on the company. However, the directors are confident of maintaining current levels of activity for the foreseeable future and are optimistic about the future prospects of the company.

Directors

The following directors have held office since 1 January 2014:

Mr P Van Ruiten Mr A Bamforth Mrs E Bamforth

Auditors

Garbutt & Elliott Audit Limited were appointed auditors, replacing Garbutt & Elliott LLP, and in accordance with section 487 (2) of the Companies Act 2006 are deemed to be reappointed annually.

Statement of directors' responsibilities

The directors are responsible for preparing the Strategic Report, 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 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.

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2014

Statement of disclosure to auditors

So far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware. Additionally, the directors have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditors are aware of that information.

On befalf of the board

M/P Van Ruiten

pirector

September 2015

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF A.B.G. LIMITED

We have audited the financial statements of A.B.G. Limited for the year ended 31 December 2014 set out on pages 6 to 19. 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 an 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 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 2 - 3, 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 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.

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 2014 and of its profit for the year then ended;
- the financial statements have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- 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 Strategic Report and Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

INDEPENDENT AUDITORS' REPORT (CONTINUED) TO THE MEMBERS OF A.B.G. 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.

Mr Richard Green (Senior Statutory Auditor)
for and on behalf of Garbutt & Elliott Audit Limited

Carbut & Elliott Audit himited

28 September 2015

Chartered Accountants Statutory Auditor

33 Park Place Leeds LS1 2RY

A.B.G. LIMITED

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2014

·	Notes	2014 £	2013 £
Turnover	2	9,520,652	7,381,912
Cost of sales		(5,723,826)	(4,428,952)
Gross profit		3,796,826	2,952,960
Administrative expenses		(3,295,716)	(2,955,740)
Operating profit/(loss)	3	501,110	(2,780)
Other interest receivable and similar income Interest payable and similar charges	4 5	- (54,574)	20 (47,023)
Profit/(loss) on ordinary activities before taxation		446,536	(49,783)
Tax on profit/(loss) on ordinary activities	6	(92,214)	30,003
Profit/(loss) for the year	15	354,322	(19,780)

The profit and loss account has been prepared on the basis that all operations are continuing operations.

There are no recognised gains and losses other than those passing through the profit and loss account.

BALANCE SHEET AS AT 31 DECEMBER 2014

		20	2014		13
	Notes	£	£	£	£
Fixed assets					
Intangible assets	8	•	67,470		23,201
Tangible assets	9		1,055,853 		1,040,884
			1,123,323		1,064,085
Current assets			•		
Stocks	10	1,436,133		1,186,184	
Debtors	11	1,705,408		1,193,460	
Cash at bank and in hand		149,770 ————		97,371	
4		3,291,311	-	2,477,015	
Creditors: amounts falling due within one year	12	(2,563,833)		(1,797,281)	
Net current assets			727,478		679,734
			·		
Total assets less current liabilities			1,850,801		1,743,819
Creditors: amounts falling due after more than one year	13	·	(54,660)		(20,976)
Provisions for liabilities	18		(140,000)		(140,000)
			1,656,141		1,582,843
Capital and reserves					
Called up share capital	14		1,001		1,001
Profit and loss account	15		1,655,140		1,581,842
Shareholders' funds	16		1,656,141		1,582,843

Approved by the Board and authorised for issue on 9 September 2015

Mr A Bamforth

Director

Mrs E Bamforth
Director

Company Registration No. 02274509

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2014

	£	2014 £	£	2013 £
Net cash inflow from operating activities		531,042		323,748
Returns on investments and servicing of finance				
Interest received	_		20	
Interest paid	(54,574)		(47,023)	
Non equity dividends paid	(53,524)		(43,524)	
, ,				
Net cash outflow for returns on investments and servicing of finance		(108,098)		(90,527)
Taxation		-		(59,646)
Capital expenditure				
Payments to acquire intangible assets	(44,269)		(23,201)	
Payments to acquire tangible assets	(81,402)		(62,327)	
Receipts from sales of tangible assets	25,750		35,438	,
Net cash outflow for capital expenditure		(99,921)		(50,090)
Equity dividends paid		(227,500)		(22,500)
Net cash inflow before management of liquid resources and financing		95,523		100,985
Financing				
Repayment of other short term loans	(3,204)		(9,612)	
Capital element of hire purchase contracts	(39,920)		(57,024)	
Net cash outflow from financing		(43,124)		(66,636)
Increase in cash in the year		52,399		34,349

NOTES TO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2014

1	Reconciliation of operating profit/(loss) to net operating activities	t cash inflow t	from	2014	2013
				£	£
	Operating profit/(loss)			501,110	(2,780)
	Depreciation of tangible assets			153,852	186,489
	Profit on disposal of tangible assets			(25,750)	
	(Increase)/decrease in stocks			(249,949)	135,000
	(Increase)/decrease in debtors			(511,948)	269,403
	Increase/(decrease) in creditors within one year			663,727	(249,286)
	Net cash inflow from operating activities			531,042	323,748
2	Analysis of net funds	1 January 2014	Cash flow	Other non-	31 December 2014
		£	£	£	£
	Net cash:				
	Cash at bank and in hand	97,371	52,399		149,770
	Bank deposits Debt:	-	-	-	-
	Finance leases	(52,087)	39,920	(87,419)	(99,586)
	Debts falling due within one year	(3,204)	3,204	-	-
	Net funds	42,080	95,523	(87,419)	50,184
3	Reconciliation of net cash flow to movement	in net funds		2014 £	2013 £
	Increase in cash in the year			52,399	34,349
	Cash outflow from decrease in debt and lease fin	ancing		43,124	17,719
	Change in net debt resulting from cash flows			95,523	52,068
	New finance lease			(87,419)	-
	Movement in net funds in the year			8,104	52,068
	Opening net funds/(debt)			42,080	(9,988)
	Closing net funds			50,184	42,080

4 Major non-cash transactions

The inception of new hire purchase contracts amounting to £87,419 (2013 - £48,917) is a major non-cash transaction.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2014

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention.

1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), which have been applied consistently (except as otherwise stated).

1.3 Turnover

Turnover represents amounts receivable for goods and services on the date of delivery or on contract completion, net of VAT and trade discounts.

1.4 Patents

Patents are valued at cost less accumulated amortisation. Amortisation is calculated to write off the cost in equal annual instalments over their estimated useful lives.

1.5 Research and development

Research expenditure is written off to the profit and loss account in the year in which it is incurred. Development expenditure is written off in the same way unless the directors are satisfied as to the technical, commercial and financial viability of individual projects. In this situation, the expenditure is deferred and amortised over the period during which the company is expected to benefit.

1.6 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Leasehold land and buildings

Straight line over the life of the lease

Plant and machinery

10% reducing balance

Fixtures, fittings and equipment

33% straight line

Motor vehicles

33% straight line

1.7 Leasing and hire purchase commitments

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible assets and depreciated over the shorter of the lease term and their useful lives. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

Rentals payable under operating leases are charged against income on a straight line basis over the lease

1.8 Stock and work in progress

Stocks and work in progress represent geosynthetic materials valued at the lower of cost and net realisable value.

1.9 Deferred taxation

Deferred taxation is provided at appropriate rates on all timing differences using the liability method only to the extent that, in the opinion of the directors, there is a reasonable probability that a liability or asset will crystallise in the foreseeable future.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2014

1 Accounting policies

(Continued)

1.10 Foreign currency translation

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All differences are taken to the profit and loss account.

2 Turnover

Geographical ma	rket	
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	Geographical market	Turnover	
		2014	er 2013
	-	£	2013 £
	UK	6,479,292	5,369,931
	Europe	2,443,864	1,695,444
	Rest of the World	597,496	316,537
		9,520,652	7,381,912
3	Operating profit	2014	2013
		£	£
	Operating profit is stated after charging:		
	Depreciation of tangible assets	153,852	186,489
	Loss on foreign exchange transactions	840	-
	Research and development	•	429
	Operating lease rentals	182,309	172,249
	Auditors' remuneration (including expenses and benefits in kind)	6,000	6,900
	and after crediting:		
	Profit on disposal of tangible assets	(25,750)	(15,078)
	Profit on foreign exchange transactions	-	(1,091)
4	Investment income	2014	2013
		£	£
	Bank interest	-	20
			20
	•	_	20

5	Interest payable	2014 £	2013 £
	Hire purchase interest	5,122	6,926
	Other interest	49,452	40,097
		54,574	47,023
6	Taxation	2014	2013
		£	£
	Domestic current year tax	02.244	
	U.K. corporation tax Adjustment for prior years	92,214	- (3)
	Adjustinent for prior years		(3)
	Total current tax	92,214	(3)
	Deferred tax		
	Deferred tax charge/credit current year	-	(30,000)
		92,214	(30,003)
			====
	Factors affecting the tax charge for the year		
	Profit/(loss) on ordinary activities before taxation	446,536	(49,783)
			=
	Profit/(loss) on ordinary activities before taxation multiplied by standard rate		
	of UK corporation tax of 20.00% (2013 - 20.00%)	89,307	(9,957)
	Effects of:		
	Non deductible expenses	272	131
	Depreciation add back	25,620	37,298
	Capital allowances	(24,717)	(24,770)
	Adjustments to previous periods Other tax adjustments	- 1,732	(3) (2,702)
	Other tax adjustments		
		2,907	9,954
	Current tax charge for the year	92,214	(3)
			====

7	Dividends	2014 £	2013 £
	Dividends on equity shares: Ordinary interim paid	227,500	22,500
	Dividends on non-voting shares:	227,000	22,500
	Non-voting interim paid	53,524	43,524
		204.024	66.004
		281,024 	66,024
8	Cost At 1 January 2014 Additions		Patents £ 29,395 44,269
	At 31 December 2014		73,664
	Amortisation		
	At 1 January 2014 & at 31 December 2014		6,194
	Net book value		
	At 31 December 2014		67,470 ————
	At 31 December 2013		23,201

		Leasehold	Plant and	Fixtures,	Motor	Total
		land and buildings		fittings and equipment	vehicles	iotai
		£	£	£	£	£
Cost	t					
At 1	January 2014	52,486	2,530,461	367,231	153,249	3,103,427
Addi	tions	-	37,810	13,444	117,567	168,821
Disp	osals			-	(73,693)	(73,693)
At 31	1 December 2014	52,486	2,568,271	380,675	197,123	3,198,555
Dep	reciation					
At 1	January 2014	52,486	1,566,942	335,875	107,240	2,062,543
On d	lisposals	-	-	-	(73,693)	(73,693)
Char	rge for the year	-	97,000	18,000	38,852	153,852
At 3	1 December 2014	52,486	1,663,942	353,875	72,399	2,142,702
Net	book value	 -				
At 31	1 December 2014	-	904,329	26,800	124,724	1,055,853
At 31	1 December 2013	-	963,519	31,356	46,009	1,040,884
	ided above are assets held					
Inclu	add above are assets field	l under finance leases	s or hire purc	hase contracts	as follows:	Motor
		l under finance leases	s or hire purc	hase contracts	as follows:	Motor vehicles £
Net 1	book values	l under finance leases	s or hire purc	hase contracts	as follows:	vehicles £
Net 1		l under finance lease:	s or hire purc	hase contracts	as follows:	vehicles
Net 1 At 31	book values	under finance lease:	s or hire purc	hase contracts	as follows:	vehicles £
Net I At 31 At 31	book values 1 December 2014 1 December 2013 reciation charge for the y		s or hire purc	hase contracts	as follows:	vehicles £ 124,724 46,009
Net 1 At 31 At 31	book values 1 December 2014 1 December 2013		s or hire purc	hase contracts	as follows:	vehicles £ 124,724

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2014

10 S	Stocks and work in progress	2014 £	2013 £
R	Raw materials and consumables	352,425	301,255
٧	Vork in progress	290,679	288,017
F	inished goods and goods for resale	793,029	596,912
		1,436,133	1,186,184
11 🖸	Debtors	2014 £	2013 £
τ	rade debtors	1,576,920	1,021,120
	Other debtors	32,667	22,416
·P	Prepayments and accrued income	95,821	149,924
		1,705,408	1,193,460
12 C	Creditors: amounts falling due within one year	2014 £	2013 £
			24.444
	let obligations under hire purchase contracts	44,926 1,151,858	31,111 845,133
	Corporation tax	92,214	045,135
	Other taxes and social security costs	165,396	131,280
	Directors' current accounts	80,491	10,491
	Other creditors	762,300	601,351
	Accruals and deferred income	266,648	177,915
		2,563,833	1,797,281

Net obligations under hire purchase contracts are secured against the assets to which they relate. Included within other creditors are amounts secured upon the net debtors of the company totalling £762,300 (2013 - £598,147).

13	Creditors: amounts falling due after more than one year	2014 £	2013 £
	Net obligations under hire purchase contracts	54,660	20,976
•	Net obligations under hire purchase contracts Repayable within one year Repayable between one and five years Included in liabilities falling due within one year	44,926 54,660 99,586 (44,926)	31,111 20,976 ————————————————————————————————————
4.4	Net obligations under hire purchase contracts are secured against the assets to	-	
14	Share capital	2014 £	2013 £
	Allotted, called up and fully paid 1,000 Ordinary shares of £1 each 1 Non voting share of £1 each	1,000 1	1,000 1
		1,001	1,001
15	Statement of movements on profit and loss account		Profit and loss account £
	Balance at 1 January 2014 Profit for the year Dividends paid		1,581,842 354,322 (281,024)
	Balance at 31 December 2014		1,655,140

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2014

16	Reconciliation of movements in Shareholders' funds	2014	2013
		£	£
	Profit/(Loss) for the financial year	354,322	(19,780)
	Dividends	(281,024)	(66,024)
	Net addition to/(depletion in) shareholders' funds	73,298	(85,804)
	Opening Shareholders' funds	1,582,843	1,668,647
	Closing Shareholders' funds	1,656,141	1,582,843
•			

17 Financial commitments

At 31 December 2014 the company was committed to making the following payments under non-cancellable operating leases in the year to 31 December 2015:

	Land and buildings		Other	
	2014	2013	2014	2013
	£	£	£	£
Operating leases which expire:				
Within one year	-	-	870	2,662
Between two and five years	139,404	110,841	36,615	43,536
	139,404	110,841	37,485	46,198

18 Provisions for liabilities

	Deferred tax liability £
Balance at 1 January 2014 & at 31 December 2014	140,000
The deferred tax liability is made up as follows:	

	2014	2013 £
Accelerated capital allowances	140,000 ————	140,000

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2014

19	Capital commitments	2014 £	2013 £
	At 31 December 2014 the company had capital commitments as follows:	2	~
	Contracted for but not provided in the financial statements	143,644	
20	Directors' remuneration	2014 £	2013 £
	Remuneration for qualifying services	123,194	112,627
21	Employees		
	Number of employees The average monthly number of employees (including directors) during the year was:		
	,	2014 Number	2013 Number
	Directors	3	3
	Admininstration and sales Production	24 29	26 28
		56	57
	Employment costs	2014 £	2013 £
	Wages and salaries Social security costs	1,740,783 170,484	1,577,689 168,927
		1,911,267	1,746,616

22 Control

In the opinion of the directors there is no controlling party.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2014

23 Related party relationships and transactions

Loans from directors

Transactions in relation to loans from directors during the year are outlined in the table below:

Description	% Rate	Opening Balance £	Amounts Advanced £	Interest Charged £	Amounts Repaid £	Closing Balance £
Mr A Bamforth		1,504	35,000	-	-	36,504
Mrs E Bamforth	-	-	35,000	-	-	35,000
Mr P Van Ruiten	-	8,987	-	-	-	8,987
		10,491	70,000		-	80,491

The above amounts are included within Creditors: amounts due within one year; Directors' current accounts.

Dividends to directors

The following directors were paid dividends during the year as outlined in the table below:

	2014	2013
	£	£
Mr A Bamforth	103,750	11,250
Mrs E Bamforth	103,750	11,250
Mr P Van Ruiten	53,524	43,524
	261,024	66,024
	 =	===

Geospec Limited (Geospec)

Geospec is a company controlled by a close family member of Mrs E Bamforth, a director of the company. During the year the company made recharges to Geospec amounting to £152,024 (2013 - £178,836) and received repayments from Geospec amounting to £141,773 (2013 - £139,859). At the balance sheet date Geospec owed the company £32,667 (2013 - £22,416) included within Debtors; Other debtors.