Report and Financial Statements

Year Ended

31 March 2011

Company Number 2687523

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Report and financial statements for the year ended 31 March 2011

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### **Directors**

J G Krosnar H Krosnar T Krosnar

S J Humphrey

### Company number

2687523

### Secretary and registered office

P A Cochrane

Mannings Heath Road, Poole, Dorset, BH12 4NJ

### **Auditors**

BDO LLP, Arcadia House, Maritime Walk, Ocean Village, Southampton, SO14 3TL

# Report of the directors for the year ended 31 March 2011

The directors present their report together with the audited financial statements for the year ended 31 March 2011

### Business review and principal activities

The principal activity of the company is the manufacture and distribution of cast metal components for the motor industry, in particular, brake discs and drums

### Profits and dividend

The profit for the year after taxation amounted to £1,985,000 (2010 £1,530,000)

The directors proposed and paid a dividend for the year of £Nil (2010 £1,000,000) The retained profit for the financial year of £1,985,000 (2010 £530,000) has been transferred to reserves

#### **Future outlook**

Gross profit has continued to recover as the business benefited from a strong demand from the automotive aftermarket during 2010

During the year the business has seen a sharp increase in steel scrap prices and in order to protect its margins it is very important that these increases are passed on to customers in the form of steel scrap surcharges

The automotive sector in general is continuing to show signs of recovery, with particularly good growth in the aftermarket which is responsible for the majority of the company's sales

The company intends to continue to improve on its environmental impact and to reduce the volume of waste disposed of in landfill sites

### Principal risks and uncertainties

The management of the business and the execution of the company's strategy are subject to a number of risks

The key business risks are associated with the rising prices of metal and escalating energy costs which are not always possible to be passed on through higher sales prices

A significant proportion of the company's revenues are denominated in euros and it is therefore exposed to the movement in the euro to pound exchange rate. These foreign exchange risks are managed through forward exchange contracts which are described below

The company does not have significant levels of external debt and does not therefore face any significant interest rate exposure

# Report of the directors for the year ended 31 March 2011 (continued)

### Key performance indicators 2011

Gross profit % sales	22.00%
Operating profit % sales	8.17%
Debtor days	63
Stock turnover	21

### **Health and Safety**

The company places particular emphasis on Health and Safety and is working towards zero accidents through the introduction of new policies and an improving safety culture

### **Quality standards**

Precision Disc Castings Limited is accredited to ISO 14001 2004, ISO 9001 2000, ISO/TS 16949 2002 and is an Investors in People accredited organisation

### Financial instruments

As almost 80% of the revenue of the group is euro based the group's financial risk management objective is to reduce fluctuations in profitability arising from the movement in sterling and euro exchange rates. The policy of the group is to provide a natural hedge where possible by matching the currencies of purchases and sales in euros, to enter into forward exchange contracts for periods up to 48 months ahead. The company also sells a proportion of currency at the spot rate prevailing at the time of the transaction.

### **Directors**

The directors who served during the year were

J G Krosnar

H Krosnar

T Krosnar

S J Humphrey

Report of the directors for the year ended 31 March 2011 (continued)

### Directors' responsibilities

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. Under that law the directors have elected to prepare 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,
- state whether applicable UK Accounting Standards have been followed, subject to any
  material departures disclosed and explained in the financial statements,
- 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.

#### **Auditors**

All of the current directors have taken all the steps that they ought to have taken to make themselves aware of any information needed by the company's auditors for the purposes of their audit and to establish that the auditors are aware of that information. The directors are not aware of any relevant audit information of which the auditors are unaware

BDO LLP has expressed their willingness to continue in office and a resolution to re-appoint them will be proposed at the annual general meeting

By order of the Board

P A Cochrane Secretary

Date 124 JULY 2011

### Independent auditor's report

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF PRECISION DISC CASTINGS LIMITED

We have audited the financial statements of Precision Disc Castings Limited for the year ended 31 March 2011 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 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 statement of directors' responsibilities, 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 (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 March 2011 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

### Opinion on other matters 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

Independent auditor's report (continued)

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF PRECISION DISC CASTINGS 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

Christopher Driver (senior statutory auditor)

For and on behalf of BDO LLP, statutory auditor

Southampton

Date 14th July 2011

BDO LLP is a limited liable partnership registered in England and Wales (with registered number OC305127)

# Profit and loss account for the year ended 31 March 2011

	Note	2011 £'000	Restated 2010 £'000
Turnover	1,2	34,005	30,010
Cost of sales		(26,524)	(21,925)
Gross profit		7,481	8,085
Distribution costs Administrative expenses		(1,061) (3,643)	(1,018) (4,989)
Operating profit	3	2,777	2,078
Net interest payable	4	(9)	(11)
Profit on ordinary activities before taxation		2,768	2,067
Taxation on profit from ordinary activities	7	(783)	(537)
Profit on ordinary activities after taxation	17,18	1,985	1,530

The company has no recognised gains or losses other than those reported above and therefore no separate statement of total recognised gains and losses has been prepared

Turnover and operating profit is derived exclusively from continuing activities

The notes on pages 8 to 18 form part of these financial statements

# Balance sheet at 31 March 2011

Company number 2687523	Note	2011 £'000	2011 £'000	2010 £'000	2010 £'000
Fixed assets	2		4.005		4 007
Tangible assets	9		4,005		4,327
Current assets					
Stocks	10	1,398		1,069	
Debtors	11	10,526		4,886	
Cash at bank and in hand		1,118		3,188	
		13,042		9,143	
Creditors: amounts falling due					
within one year	12	(6,941)		(5,285)	
		<del></del>			
Net current assets			6,101		3,858
Total assets less current liabilities			10,106		8,185
Creditors: amounts falling due	40				
after more than one year	13		(47)		-
Provisions for liabilities	15		(89)		(200)
Net assets			9,970		7,985
Capital and reserves					
Called up share capital	16		3,650		3,650
Share premium	17		417		417
Profit and loss account	17		5,903		3,918
Shareholders' funds	17		9,970		7,985

The financial statements were approved by the Board of Directors and authorised for issue on and signed on behalf of the board by

/Dr J G Krosnar Director

The notes on pages 8 to 18 form part of these financial statements

# Notes forming part of the financial statements for the year ended 31 March 2011

### 1 Accounting policies

The financial statements have been prepared under the historical cost convention and in accordance with applicable United Kingdom accounting standards and the Companies Act 2006. The principal accounting policies which the directors have adopted are set out below

#### Turnover

Turnover is based on sales of goods and services at invoice value, excluding value added tax and trade discounts. Revenue is recognised when title passes to the customer, which is either on despatch or on receipt by the customer.

### Depreciation

Depreciation is calculated on a straight line basis so as to write off the cost (original purchase cost plus attributable costs to bring it to its present location) of fixed assets over the period of their expected useful lives. The principal rates used for these purposes are

Freehold buildings Plant and equipment Patterns and tooling 5% - 10% per annum 5% - 33% per annum

20% per annum

No provision for depreciation is made against freehold land

#### Stocks

Stocks are valued at the lower of cost and net realisable value. Cost is based on the cost of purchase on a first in, first out basis. In the case of manufactured products, cost includes all direct expenditure and production overheads based on the normal level of activity. Net realisable value is the price at which stocks can be sold in the normal course of business after allowing for the costs of realisation and, where appropriate, the cost of conversion from their existing state to a finished condition. Provision is made where necessary for obsolescent, slow moving and defective stock.

### Taxation

The charge for taxation is based on the profit for the year and takes into account taxation deferred Deferred tax is recognised on all timing differences, on a non-discounted basis, where the transaction or events that give rise to an obligation to pay more tax in the future, or a right to pay less tax in the future, have occurred by the balance sheet date

A net deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits in the foreseeable future from which the reversal of the underlying timing differences can be deducted

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantially enacted by the balance sheet date

Notes forming part of the financial statements for the year ended 31 March 2011 (continued)

### 1 Accounting policies (continued)

#### Plant hire and leasing transactions

Assets acquired under finance leases or similar agreements are capitalised as fixed assets and depreciation is charged at the appropriate rates. The liabilities relevant to these assets are included in "obligations under finance leases". The rentals payable are apportioned between interest, which is charged to the profit and loss account, and capital which reduces the outstanding obligation.

All lease, rental and hire charges for other assets are written off against trading profits in the period in which they are incurred

### Foreign currencies

Transactions in foreign currencies are translated at the exchange rate ruling at the date of the transaction or, where forward cover contracts have been arranged, at the contracted rate. Monetary assets and liabilities denoted in foreign currencies are retranslated at the exchange rate ruling at the balance sheet date or at the contractual rate if applicable, and any exchange differences arising are taken to the profit and loss account

#### Pension costs

Contributions to the group's defined contribution pension scheme are charged to the profit and loss account in the year in which they become payable

The company is also a member of the defined benefits section of European Automotive Components Group Pension and Life Assurance Scheme Pension contributions for the group scheme are based on pension costs for the group as a whole Consequently, the company is not able to identify its share of the underlying assets and liabilities of the group scheme and charges the contributions to the profit and loss account in the period they relate as though the scheme was a defined contribution scheme

### Cash flow

As permitted by Financial Reporting Standard Number 1 (Revised 1996) issued by the United Kingdom Accounting Standards Board a cash flow statement has not been prepared as a consolidated cash flow statement is included in the group accounts of EURAC Holdings Limited

#### Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

Notes forming part of the financial statements for the year ended 31 March 2011 (continued)

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	2011 £'000	Restated 2010 £'000
United Kingdom Other EU countries Rest of the world Group companies	3,041 13,470 1 17,493	2,961 12,422 - 14,627
	34,005	30,010

The directors believe there is only one class of business which is the manufacture and distribution of cast metal components for the motor industry, in particular, brake discs and drums

The prior year comparative for turnover has been restated to include customer surcharges. These had previously been included within cost of sales, however it is considered more appropriate to include them in turnover. The impact of this change is to increase both turnover and cost of sales by £660,000. There is no impact on gross margin.

### 3 Operating profit

	Operating profit is stated after charging/(crediting)	2011 £'000	2010 £'000
	Depreciation of owned assets Exchange gain Operating lease rentals	896 (278)	973 (396)
	- other assets - plant and machinery Auditors' remuneration	2 25	2 28
	Statutory audit of the company's financial statements Tax services	15 2	15 2
4	Net interest payable	2011 £'000	2010 £'000
	Debt factoring charges (see note 12) Interest payable on bank loans and overdrafts	9	10 1
		9	11

Notes forming part of the financial statements for the year ended 31 March 2011 (continued)

5	Directors' emoluments	2011 £'000	2010 £'000
	Aggregate emoluments	82	67
	Amounts recharged by the immediate parent company for directors' services	394	337
	Company contributions to money purchase pension schemes	3	2
		479	406
	No director (2010 1) had benefits accruing under the defined benefit pension solution 2) had benefits accruing under money purchase pension schemes	cheme and 1 dir	ector (2010
	Highest paid director		
	Total emoluments	82	67

The amounts recharged by the immediate parent company are in respect of the services of Miss H Krosnar and Mr T Krosnar The emoluments of Dr J Krosnar are paid by the immediate parent company. Dr Krosnar's services to this and other fellow group undertakings are of a non-executive nature and his emoluments are deemed to be wholly attributable to his services to the parent company. Accordingly, the above details include no emoluments in respect of Dr J Krosnar.

### 6 Employee information

The average number of persons employed by the company including executive directors during the year was

	2011 Number	2010 Number
Production Administration and distribution	175 8	172 8
	-	
	183	180

Notes forming part of the financial statements for the year ended 31 March 2011 (continued)

### 6 Employee information (continued)

The costs incurred in respect of these employees were

	2011 £'000	2010 £'000
Wages and salaries	5,441	5,165
Social security costs	552	522
Other pension costs (note 20)	173	185
	6,166	5,872

EURAC Limited, the company's immediate parent undertaking, made contributions of £872,897 (2010 £851,844) to the group defined benefit scheme. These contributions were recharged to the company as part of the management fee

### 7 Taxation on profit from ordinary activities

The tax charge represents UK corporation tax and is based on the result for the year and comprises

	2011 £'000	2011 £'000	2010 £'000	2010 £'000
Current tax	2000	2000		2000
UK corporation tax at 28% (2010 28%)	894		761	
Adjustment in respect of prior years – corporation tax	-		(52)	
Total current tax		894	<del></del>	709
Deferred tax (note 15)				
Deferred taxation Origination and reversal of timing differences Changes in tax rate	(108) (3)		(172)	
		(111)		(172)
Tax charge on profit on ordinary activities		783		537

Notes forming part of the financial statements for the year ended 31 March 2011 *(continued)* 

### 7 Taxation on profit from ordinary activities (continued)

The tax assessed for the year is higher than the standard rate of corporation tax in the UK. The differences are explained below

	P		
		2011 £'000	2010 £'000
	Profit on ordinary activities before tax	2,768	2,067
	Profit on ordinary activities at the standard rate of corporation tax in the		
	UK of 28% (2010 - 28%)	775	579
	Fixed asset timing differences	108	133
	Other timing differences	-	38
	Expenses not deductible for tax purposes	11	11
	Over provision in respect of previous years	-	(52)
	Current tax charge for year	894	709
8	Dividends	2011	2010 £'000
		€,000	£ 000
	Equity - Ordinary		
	Interim dividend - nil pence per share (2010 27 4 pence)	-	1,000

Notes forming part of the financial statements for the year ended 31 March 2011 (continued)

9	Tangible assets	Freehold land and buildings £'000	Plant and equipment £'000	Total £'000	
	Cost or valuation At 1 April 2010 Additions Disposals	2,989 - -	14,501 574 (242)	17,490 574 (242)	
	At 31 March 2011	2,989	14,833	17,822	
	Depreciation At 1 April 2010 Charge for the year Disposals	885 42	12,278 854 (242)	13,163 896 (242)	
	At 31 March 2011	927	12,890	13,817	
	Net book value At 31 March 2011	2,062	1,943	4,005	
	At 31 March 2010	2,104	2,223	4,327	
	Plant and equipment includes office equipment and patterns and tooling assets				
10	Stock		2011	2010	
	Consignment stock Raw materials and sundry stocks Finished goods		£'000 95 707 596	<b>£'000</b> 73 428 568	
			1,398	1,069	

In accordance with the provisions of FRS 5, included in stock is £94,575 (2010 £73,390) in relation to raw materials held by the company under consignment. This stock remains under the legal title of the supplier. No deposit is paid on the consignment stock and payment is made with usage. An equivalent liability is also included within trade creditors.

Notes forming part of the financial statements for the year ended 31 March 2011 (continued)

11	Debtors: Amounts falling due within one year				
•	Dobtot of Famounto faming and within one year	2011	2010		
		£,000	£'000		
		1.000	£ 000		
	Trade debtors *	2,596	1,834		
	Amounts due from group undertakings	7,466	2,770		
	Other debtors	2	17		
	Other taxes recoverable	462	265		
	Other taxes recoverable	402	203		
		<del></del>			
		10,526	4,886		
	* Trade debtors includes £72,692 (2010 £147,844) of factored debt (se	ee note 12)	<del></del>		
	Amounts due from group undertakings are unsecured, interest free and repayable on demand				
12	Creditors amounts falling due within one year				
	• .	2011	2010		
		€,000	£'000		
	Amounts due in respect of factored receivables*	73	148		
	Amounts due in respect of factored receivables* Loans	73 40	148 8		

37

491

894

1,041

6,941

66

547

859

709

5,285

Included within other creditors is an amount of £384,730 (2010 £389,651) in respect of taxation and social security

Amounts due to group undertakings are unsecured, interest free and repayable on demand

Amounts due to group undertakings

Accruals and deferred income

Other creditors

Corporation tax

Lloyds TSB Bank plc has a legal charge over certain land and buildings owned by the company, in respect of group borrowing facilities (see note 19)

<sup>\*</sup> Amounts due in respect of factored receivables represent the cash drawn down under the invoice discounting agreement with Lloyds TSB Bank plc, and is repayable after the 6 months notice period has expired. The debt is secured by way of a cross guarantee between High Precision Machining Limited, Precision Disc Castings Limited and EURAC Limited.

Notes forming part of the financial statements for the year ended 31 March 2011 (continued)

13	Creditors: amounts falling due after more than one year	2011	2010
		£'000	£,000
	Loans	47	-
		47	
	Loans		
	Within one year	40	-
	In more than one year, but not more than two years	30	-
	In more than two years, but not more than five years	17	-
		87	
14	Financial commitments		
	At 31 March 2011 the company had annual commitments on assets other the non-cancellable operating leases as follows	nan land and b	uildings under
		2011	2010
	Expiry date	5,000	£'000
	Within one year	7	
	Between two and five years	20	30
		27	30
15	Provisions for liabilities		
			Deferred
			taxation £'000
	At 1 April 2010		200
	Movement in the year (note 7)		(111)
	Balance at 31 March 2011		89
	The analysis of deferred taxation is as follows		
		2011	2010
		€,000	5,000
	Capital allowances in excess of depreciation	149	262
	Short term timing differences	(60)	(62)
		89	200

Notes forming part of the financial statements for the year ended 31 March 2011 *(continued)* 

16	Called up share capital	2011 £'000	2010 £'000
	Allotted, issued, called up and fully paid	2 000	£ 000
	Equity 3,650,000 ordinary shares of £1 each	3,650	3,650
17	Reserves	Share	Profit and loss
		premium £'000	reserve £'000
	At 1 April 2010 Profit for the financial year	417	3,918 1,985
	At 31 March 2011	417	5,903
18	Reconciliation of movements in shareholders' funds	2011	2010
		€,000	£'000
	Profit for the financial year Dividends	1,985 -	1,530 (1,000)
	Net increase in shareholders' funds Opening shareholders' funds	1,985 7,985	530 7,455
	Closing shareholders' funds	9,970	7,985

### 19 Contingent liabilities

The company has given a guarantee secured on all of its assets for the bank borrowing facilities of the other members of the EURAC Limited group

Notes forming part of the financial statements for the year ended 31 March 2011 (continued)

#### 20 Pension costs

The company is a member of the defined benefit and the defined contribution sections of the European Automotive Components Limited Group Pension and Life Assurance Scheme

This is a multi-employer scheme including employees of other group companies. It is not considered possible to allocate the scheme's assets and liabilities relating to the defined benefit section between the various member companies and accordingly the defined benefit section is accounted for as though it were a defined contribution scheme.

The relevant disclosures required under FRS 17 for the defined benefit section can be found in the financial statements of the ultimate parent undertaking, EURAC Holdings Limited

The pension cost for the year is summarised below

	2011 £'000	2010 £'000
Pension contributions paid		
Defined contribution section (note 6)	173	185

EURAC Limited, the company's immediate parent undertaking, made contributions of £873,000 to the group defined benefit scheme. These contributions were recharged to the company as part of the management fee. It is expected that the contributions will be £898,000 next year.

### 21 Ultimate parent company

EURAC Limited, a company registered in England, is the company's immediate parent company

EURAC Holdings Limited, a company registered in England, is the company's ultimate parent undertaking and controlling party

EURAC Holdings Limited is the smallest and largest company to prepare group accounts and copies can be obtained from the company secretary, EURAC Holdings Limited, Mannings Heath Road, Poole, Dorset, BH12 4NJ

### 22 Related party transactions

No disclosure has been made of transactions with entities that are wholly owned by EURAC Holdings Limited Group and are included in the consolidated group accounts, as is permitted by the exemptions available under FRS8