Stölzle Flaconnage Limited

Director's report and financial statements Registered number 2973822 31 December 2009

WEDNESDAY



A14

28/07/2010 COMPANIES HOUSE

Stolzle Flaconnage Limited Director's report and financial statements 31 December 2009

Contents

Director's report	1
Statement of director's responsibilities in respect of the director's report and the financial statements	3
Independent auditors report to the members of Stolzle Flaconnage Limited	4
Profit and loss account	6
Balance sheet	7
Cash flow statement	8
Notes	9

1

Director's report

The director presents his director's report and financial statements for the year ended 31 December 2009

Principal activities

The principal activities of the company are the manufacture of glass containers from cosmetic type glass, servicing a niche market for the cosmetic/perfumery and premium spirit sector

To complement these sectors the company also offers an extensive range of decoration techniques to produce added value. The facility offers screen printing, using fully automatic equipment as well as semi-auto equipment, offering a range of material options including organic, ceramic and precious metals. The facility also contains ceramic spray machines along with an acid dipping process, application of both water slide and heat release transfers and application of pressure sensitive labels.

Business review

The profit for the financial year amounted to £299 (2008 £1,814,530)

The director reports a reduction in turnover to £30 4m (2008 £32 5m)

The continued poor worldwide business conditions during 2009 saw an early requirement to have a flexible response to cash management from the company, with a major concentration on stocks and debtor management

During the year, the company took advantage of competitive pricing and lead times to continue the high level of capital investment in plant and equipment of £5 5m, in order to further progress its strategy on product mix changes and internal cost efficiencies

Cost increases were prevalent during the year, predominantly from the energy sector, the effects of which were mitigated wherever possible from cost reduction and supplier negotiations. The company maintains annual contracts for all key products and services

The company expects the forthcoming year to be challenging. The cost savings coupled with the brought forward capital expenditure instigated during 2009, will provide a sound base for trading during the forthcoming year. The company will maintain a clear focus on cash and efficiency management whilst maintaining an agreed programme of capital expenditure of £3.0m.

Proposed Dividend

The directors have declared no dividends in the year (2008 £nil) relating to the ordinary equity shares

Director

The director who held office during the year was as follows

S Clayton

Employees

The company's policy is to consult, discuss and inform its employees, through unions, meetings and notices, on matters likely to affect employees' interests

Registered number 2973822

Director's report (continued)

Political and charitable contributions

The company made no political or charitable contributions in the current or prior year

Disclosure of information to auditors

The director who held office at the date of approval of this director's report confirms that, so far as he is aware, there is no relevant audit information of which the Company's auditors are unaware, and the director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information

Auditors

Pursuant to section 489 of the Companies Act 2006, the auditors will be deemed to be reappointed as independent auditors and KPMG LLP will therefore continue in office

By order of the board

Steve Clayton

Director

10 March 2010

Weeland Road Knottingley West Yorkshire WF11 8AP

Statement of director's responsibilities in respect of the director's report and the financial statements

The director is responsible for preparing the Director's Report and the financial statements in accordance with applicable law and regulations

Company law requires the director to prepare financial statements for each financial year. Under that law he has elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice)

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 director is required to

- select suitable accounting policies and then apply them consistently,
- make judgments and 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, and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business

The director is 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. He has general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

Registered number 2973822



KPMG LLP
1 The Embankment
Neville Street
Leeds
LS1 4DW

Independent auditors' report to the members of Stölzle Flaconnage Limited

We have audited the financial statements of Stolzle Flaconnage Limited for the year ended 31 December 2009 set out on pages 6 to 20. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK 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 page 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 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 web-site at www.trc.org.uk/apb/scope/UKNP

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 2009 and of its profit for the year then ended,
- · have been properly prepared in accordance with UK Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companie Act 2006

Independent auditors' report to the members of Stölzle Flaconnage Limited (continued)

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

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

Johnathan Pass (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
1 The Embankment
Neville Street
Leeds
LS1 4DW

10 March 2010

Profit and loss account

for the year ended 31 December 2009

joi me year enueu 31 December 2007	Note	2009 £	2008 £
Turnover	1	30,404,437	32,474,844
Cost of sales		(25,850,154)	(25,049,005)
Gross profit		4,554,283	7,425,839
Distribution costs		(2,137,497)	(2,189,532)
Administrative expenses		(1,928,317)	(2,403,398)
Operating profit		488,469	2,832,909
Other interest receivable and similar income	5	648	136,236
Interest payable and similar charges	6	(432,322)	(399,110)
Profit on ordinary activities before taxation	2-6	56,795	2,570,035
Tax on profit on ordinary activities	7	(56,496)	(755,505)
Profit for the financial year	17	299	1,814,530

There were no recognised gains or losses in the year other than those set out in the profit and loss account

There is no difference between the profit disclosed above and the profit under a historical cost basis

A reconciliation of movement in shareholders' funds is given in note 17

In both years trading relates to continuing operations

Balance sheet at 31 December 2009

at 31 December 2009	Note		2009		2008
	1,000	£	£	£	£
Fixed assets					
Tangible assets	9		12,543,312		8,606,395
Current assets					
Stock	10	3,367,798		4,847,326	
Debtors	11	4,292,440		6,605,025	
Cash		1,861,477		137,884	
		9,521,715		11,590,235	
Creditors. amounts falling due within		>,521,713		11,570,255	
one year	12	(13,369,503)		(8,840,078)	
Net current (liabilities)/assets			(3,847,788)		2,750,157
Mer current (nabilities); assets			(3,047,700)		2,730,137
Total assets less current liabilities			8,695,524		11,356,552
Creditors amounts falling after more than one					
year	13		(2,700,000)		(5,778,040)
Provisions for liabilities and charges	14		(728,186)		(311,473)
Net assets			5,267,338		5,267,039
			=====		
Capital and reserves					
Called up share capital	15		1,000,000		1,000,000
Profit and loss account	16		4,267,338		4,267,039
St	1.5				
Shareholders' funds	17		5,267,338		5,267,039
					

These financial statements were approved by the board of directors on 10 March 2010 and were signed on its behalf by:

Steve Clayton

Director

Cash flow statement

for the year ended 31 December 2009

joi me yeur enueu 31 December 2005	Note		2009		_
		£	£	2008 £	£
Net cash inflow from operating activities	19		6,243,262		1,759,465
Return on investments and servicing of finance					
Interest received	5	648		136,236	
Interest paid	б	(432,322)		(399,110)	
Net cash outflow from returns on investment and					
servicing of finance			(431,674)		(262,874)
Taxation paid			(470,000)		(130,655)
Dividend paid			(-,0,000,		(500,000)
Capital expenditure					, , ,
Purchase of tangible fixed assets		(3,703,959)		(4,481,497)	
Net cash outflow for capital expenditure			(3,703,959)		(4,481,497)
Cash inflow/(outflow) before financing			1,637,629		(3,615,561)
Financing					
Increase in loans		1,732,592		5,967,407	
Repayment of loans		(1,646,628)		(891,103)	
Net cash inflow from financing			85,964		5,076,304
Increase/(decrease) in cash	20		1,723,593		1,460,743

Registered number 2973822 8

Notes

(forming part of the financial statements)

1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements

Basis of preparation

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

At 31 December 2009, the company's current liabilities exceed its current assets, but having reviewed profit and cash forecasts with appropriate sensitivities around operational performance, the Director is satisfied that the company has sufficient funds for the foreseeable future and therefore the going concern basis of preparation of the financial statements remains appropriate

As the company is a wholly owned subsidiary of CAG Holding GmbH, the company has taken advantage of the exemption contained in Financial Reporting Standard 8 and has therefore not disclosed transactions or balances with entities which form part of the group. The consolidated financial statements of CAG Holding GmbH, within which this company is included can be obtained from the address given in note 23.

Fixed assets and depreciation

Depreciation is provided to write off the cost less the estimated residual value of tangible fixed assets by equal instalments over their estimated useful economic lives as follows

Plant and machinery - 4 to 25 years

Moulds - 3 years Computer equipment - 4 years

No depreciation is provided on freehold land

Foreign currencies

Transactions in foreign currencies are recorded using the rate of exchange ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated using the rate of exchange ruling at the balance sheet date and the gains or losses on translation are included in the profit and loss account.

Leases

Operating lease rentals are charged to the profit and loss account on a straight line basis over the period of the lease

Pension costs

The company operates a money purchase pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The amount charged to the profit and loss account represents the contributions payable to the scheme in respect of the accounting period.

Registered number 2973822

1 Accounting policies (continued)

Stocks

Stocks are stated at the lower of cost and net realisable value. In determining the cost of raw materials consumables and goods purchased for resale, the weighted average purchase price is used. For work in progress and finished goods, cost is taken as production cost, which includes an appropriate proportion of attributable overheads.

Taxation

The charge for taxation is based on the profit for the year and takes into account taxation deferred because of timing differences between the treatment of certain itemsfor taxation and accounting purposes

Deferred tax is recognised in respect of all timing differences between the treatment of certain items for taxation and accounting purposes which have arisen but not reversed by the balance sheet date, except as otherwise required by FRS 19

Turnover

Furnover represents the amounts (excluding value added tax) derived from the provision of goods and services to customers during the year

The turnover and pre tax profit are all attributable to the principal activities.

Cash and liquid resources

Cash for the purpose of the cash flow statement, comprises cash in hand and deposits repayable on demand less overdrafts payable on demand

Classification of financial instruments issued by the Company

Following the adoption of FRS 25 financial instruments issued by the Company are treated as equity (ie, forming part of shareholders funds) only to the extent that they meet the following two conditions

- a) they include no contractual obligations upon the Company to deliver cash or other financial assets or to exchange financial assets or financial liabilities with another party under conditions that are potentially unfavourable to the Company, and
- b) where the instrument will or may be settled in the Company's own equity instruments it is either a nonderivative that includes no obligation to deliver a variable number of the Company's own equity instruments or is a derivative that will be settled by the Company's exchanging a fixed amounts of cash or other financial assets for a fixed number of its own equity instruments

To the extent that this definition is not met the proceeds of issue are classified as a financial liability. Where the instrument so classified takes the legal form of the Company's own shares the amounts presented in these financial statements for called up share capital and share premium exclude amounts in relation to those shares.

Dividends on shares presented within shareholders' funds

Dividends unpaid at the balance sheet date are only recognised as a liability at that date to the extent that they are appropriately authorised and are no longer at the discretion of the Company Unpaid dividends that do not meet these criteria are disclosed in the notes to the financial statements

Registered number 2973822

2 Notes to the profit and loss account

_	visite to the profit this loss account		
		2009 £	2008 £
	Profit on ordinary activities before taxation is stated		
	after charging		
	Auditors remuneration		
	Audit of these financial statements	20,000	20 000
	Amounts receivable by the auditors and their associates in respect of		
	Other services relating to taxation	6,480	6 480
	Depreciation of tangible fixed assets - owned	1,570,982	1 226 151
	Hire of plant and machinery - rentals payable under operating leases	58,924	59 825
	Hire of other assets - operating leases	34,910	29 938
	Net exchange losses	(79,544)	(118 610)
3	Remuneration of directors		
		2009	2008
			£
	Director's emoluments	112,573	108 632

The director is a member of the company's money purchase pension scheme

4 Staff numbers and costs

The average number of persons employed by the company (including directors) during the year, analysed by category was as follows

	Number of employees	
	2009	2008
Works	220	232
Staff	25	28
Executives	12	12
	257	272
The aggregate payroll costs of these persons were as follows		
	2009	2008
	£	£
Wages and salaries	6,964,357	7 439 666
Social security costs	678,202	781 416
Other pension costs (see note 22)	362,092	478 345
	8,004,651	8 699 427
	<u></u>	

5 Other interest receivable and similar income

		2009 £	2008 £
	Exchange gains	-	118,610
	Bank interest	648	17,626
		648	136,236
6	Interest payable and similar charges		
		2009	2008
		£	£
	Exchange losses	22,739	-
	On bank loans and overdrafts	409,583	399,110
		432,322	399,110
		-	

7 Taxation

Analysis of charge/(credit) in year					
	•	2009		c	2008
	£	£		£	£
UK corporation tax					
Current tax on income for the year	(421,139)		601,900		
Adjustments in respect of prior years	60,922		(9,679)		
Total current tax (credit)/charge		(360,217)			592,221
Deferred tax (see note 14)					
Origination/reversal of timing differences	426,107		162,720		
Adjustment in respect of prior years	(9,394)		364		
		416,713			163,084
Tax on profit on ordinary activities		56,496			755,505

7 Taxation (continued)

Factors affecting the tax (credit)/charge for the current year

The current tax (credit)/charge for the year is lower (2008 lower) than the standard rate of corporation tax in the UK, 28% (2008 28%) The differences are explained below,

	2009	2008
	£	£
Current tax reconciliation		
Profit on ordinary activities before tax	56,795	2,570,035
Current tax at 28% (2008 28%)	15,903	719,610
Effects of		
Expenses not deductible for tax purposes	9,359	34,450
Capital allowances for year in excess of depreciation	(423,258)	(153,167)
Utilisation of brought forward tax losses	-	-
Other timing differences	(2,849)	1,007
Industrial buildings allowances	(12,945)	-
UK tax not at standard rate	(7,349)	-
Adjustments to tax charge in respect of previous years	60,922	(9,679)
Total current tax (credit)/charge (see above)	(360,217)	592,221

8 Dividends

The aggregate amount of dividends comprises

	-	-
		
Dividends in respect of the year recognised as a liability at the year end	-	-
	2009 £	2008 £

The aggregate amount of dividends proposed and recognised as liabilities as at the year end is £nil relating to the ordinary equity shares (2008 £ml)

Registered number 2973822

9 Tangible fixed assets

	Land and buildings	Plant, Machinery and Computer Equipment	Moulds	Total
	£	£	£	£
Cost At beginning of year Additions	2,050,000	22,503,720 5,300,751	3,504,305 207,148	28,058,025 5,507,899
At end of year	2,050,000	27,804,471	3,711,453	33,565,924
Depreciation At beginning of year Charge for year	1,510,000	14,704,425 1,422,370	3,237,205 148,612	19,451,630 1,570,982
At end of year	1,510,000	16,126,795	3,385,817	21,022,612
Net book value At 31 December 2009	540,000	11,677,676	325,636	12,543,312
At 31 December 2008	540,000	7,799,295	267,100	8,606,395
	=			

The gross book value of land and buildings includes £540,000 (2008 £540,000) relating to freehold land which is not depreciated

10 Stocks

	2009	2008
	£	£
Raw materials and consumables	1,190,652	1,142,254
Finished goods and goods for resale	2,177,146	3,705,072
	3,367,798	4,847,326

Registered number 2973822

11 Debtors

		2009	2008
		£	£
	Trade debtors	3,263,383	4,676,383
	Amounts owed by group undertakings	327,639	1,355,568
	Corporation tax	229,125	· · ·
	Other debtors	183,664	210,712
	Prepayments and accrued income	288,629	362,362
		4,292,440	6,605,025
12	Creditors: amounts falling due within one year	2009 £	2008 £
	Shares classified as liabilities (note 15)	1,350,000	1,350,000
	Bank loans (see note 13)	4,703,473	1,539,469
	Trade creditors	5,453,717	4,903,429
	Amounts owed to group undertakings	1,032,352	-
	Corporation tax Other creditors and accruals	829,961	601,092 446,088
		13,369,503	8,840,078
13	Creditors. amounts falling due after more than one year Bank loans	2009 £ 2,700,000	2008 £ 5,778,040

Registered number 2973822

13 Creditors: amounts falling due after more than one year (continued)

Bank loans can be analysed as follows

bank round out than you as follows	2009 £	2008 £
Due within one year	4,703,473	1,539,469
Due within one and two years	2,700,000	1,650,354
Due within two and five years	•	4,127,686
	7,403,473	7,317,509
		-

Bank loans include 6 separate loan elements as follows

Element 1 has a total balance of £628,678 outstanding and is repayable in equal monthly instalments over 48 months with the last instalment being due in March 2011. The total loan amount is secured on specific items of plant and machinery.

Element 2 has a total balance of £24,299 outstanding and is repayable in equal monthly instalments over 36 months with the last instalment being due in March 2010. The total loan amount is secured on specific items of plant and machinery

Element 3 has a total balance of £585,773 outstanding and is repayable in equal monthly instalments over 37 months with the last instalment being due in July 2012. The total loan amount is secured on specific items of plant and machinery.

Element 4 has a total balance of £2,923,884 outstanding and is repayable in equal monthly instalments over 48 months with the last instalment being due in March 2013. The total loan amount is secured on specific items of plant and machinery

Element 5 has a total balance of £540,839 outstanding and is repayable in equal monthly instalments over 36 months with the last instalment being due in March 2012. The total loan amount is secured on specific items of plant and machinery.

Element 6 has a total balance of £2,700,000 outstanding and is repayable in full due on 15th May 2011. The loan is secured by a first legal mortgage over the site at Weeland Road, Knottingley

Interest charged on the above loans was charged at an average rate of 5 5% during the year

Registered number 2973822

14 Provisions for liabilities and charges

	2009	2008
	£	£
Deferred taxation		
At beginning of year	311,473	148 389
Charge for the year in the profit and loss account	416,713	163 084
At end of year	728,186	311 473
	=	=
The balance comprises the following		
Accelerated capital allowances	661,071	247 207
Other Liming differences	67,115	64 266
Deferred tax liability	728,186	311 473

15 Called up share capital

	2009	2008
	£	£
Authorised	1 000 000	1 000 000
Equity 1 000 000 Ordinary shares of £1 each	1,000,000	1 000 000
Non-equity 600 000 Ordinary redeemable B shares of £1 each Non-equity 750 000 Ordinary redeemable A shares of £1 each	600,000 750,000	750 000
Twi equity 750 000 Ordinary redeemanders shared or as each		
	2,350,000	2 350 000
Allotted, called up and fully paid		
Equity 1 000 000 Ordinary shares of £1 each	1,000,000	1 000 000
Non-equity 600 000 Ordinary redcemable B shares of £1 each	600,000	600 000
Non-equity 750 000 Ordinary redeemable A shares of £1 each	750,000	750 000
	· · · · · · · · · · · · · · · · · · ·	
	2,350,000	2 350 000
		
Shares classified as hability	1,350,000	1 350 000
Shares classified as shareholders, funds	1,000,000	1 000 000
		
	2,350,000	2 350 000
		

The redeemable shares are redeemable at par and at the option of the shareholder as follows

600 000 redeemable B shares at any time up to 31 December 2012

750 000 redeemable A shares at any time up to 31 December 2012

Redeemable shares carry no voting rights no rights to receive dividends and do not entitle the holder to receive repayment of capital in priority to the holders of other classes of shares

16 Reserves

	Profit and
	loss account
	£
At beginning of year	4 267 039
Profit for the year	299
	
At end of year	4 267 338

17 Reconciliation of movement in shareholders' funds

	2009 £	2008 £
Profit for the financial year	299	1,814,530
		
Net addition to shareholders' funds	299	1,814,530
Opening shareholders' funds	5,267,039	3,452,509
Closing shareholders' funds	5,267,338	5,267,039

18 Commitments

Capital commitments at the end of the financial year for which no provision has been made, are as follows

	2009 £	2008 £
Contracted	131,830	792,515

19 Reconciliation of operating profit to net cash inflow from operating activities

	2009	2008
	£	£
Operating profit	488,469	2,832,909
Depreciation charge	1,570,982	1,226,151
Decrease/(increase) in stocks	1,479,528	(1,280,385)
Decrease/(increase) in debtors	2,541,710	(1,509,462)
(Decrease)/increase in creditors	162,573	490,252
Net cash inflow from operating activities	6,243,262	1,759,465

Registered number 2973822

21

20 Reconciliation of net cash flow to movements in net debt

					£
	Increase in eash in the year Cash inflow from increase in d	lcbi			1 723 593 (85 964)
					1 637 629
	Movement in net debt in the Net debt at 31 December 2008	year			(7 179 625)
	Net debt at 31 December 2009	,			(5,541,996)
1	Analysis of net debt				
		At beginning of vear £	Cash flow	Other movement £	At end of year £
	Cash in hand Overdrafts	137 884	1 723 593	-	1,861,477 -
		137 884	1 723 593		1,861,477
	Debt due after one year Debt due within one year	(5 778 040) (1 539 469)	(1 625 433) 1 539 469	4 703 473 (4 703 473)	(2,700,000) (4,703,473)
	Lotal	(7 179 625)	1 637 629	-	(5,541,996)

22 Pension scheme

The company operates a money purchase pension scheme. The pension cost charge for the year represents contributions payable by the company to the fund and amounted to £62 092 (2008 £478 348).

There were no outstanding or prepaid contributions at either the beginning or end of the financial year

23 Ultimate parent company and parent undertaking of larger group of which the company is a member

The company is a subsidiary undertaking of Stolzle Oberglas GmbH incorporated in Austria

The largest group in which the results of the company are consolidated is that headed by Stolzle Oberglas GmbH. The consolidated accounts of this group are available to the public and may be obtained from

Mag Johann Stadler CAG Holding Gesellschaft mbH Werkstraße 1 A-3182 Marktl AUSTRIA

Registered number 2973822