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Report of the Directors and

Financial Statements for the Year Ended 31 March 2011

for

Direct Trade (Yorkshire) Limited

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Company Information for the Year Ended 31 March 2011

DIRECTORS

Mr S P Green Mrs L J Gornall Mr D A Girling Mr D P Colton

SECRETARY:

Mrs L J Gornall

REGISTERED OFFICE.

Unit 3

Sandall Carr Road Kirk Sandall Doncaster South Yorkshire DN3 1QL

REGISTERED NUMBER

3497488 (England and Wales)

AUDITORS:

Sochall Smith Limited Chartered Accountants & Registered Auditors 4 Park Square Newton Chambers Road

Chapeltown Sheffield South Yorkshire S35 2PH

Report of the Directors for the Year Ended 31 March 2011

The directors present their report with the financial statements of the company for the year ended 31 March 2011

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of manufacturers and distributors of UPVC window frames, doors and conservatories

REVIEW OF BUSINESS

The results for the year and financial position of the company are as shown in the annexed financial statements

The company has achieved a turnover increase of 20% through continuing expansion of its customer base and the geographical areas served, while being able to maintain a steady gross profit margin of 31%. The additional volume has required an increase in staff numbers and related costs resulting in a lower net profit for the year.

The company continues to perform well despite the general economic situation and is able to respond appropriately to movements either way in demand for its products

DIVIDENDS

An interim dividend of £1,200 per share was paid on 31 March 2011. The directors recommend that no final dividend be paid

The total distribution of dividends for the year ended 31 March 2011 will be £60,000

DIRECTOR

Mr S P Green held office during the whole of the period from 1 April 2010 to the date of this report

Other changes in directors holding office are as follows

Mrs L J Gornall, Mr D A Girling and Mr D P Colton were appointed as directors after 31 March 2011 but prior to the date of this report

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Report of the Directors 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.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he or she ought to have taken as a director in order to make himself or herself aware of any relevant audit information and to establish that the company's auditors are aware of that information

Report of the Directors for the Year Ended 31 March 2011

AUDITORS

The auditors, Sochall Smith Limited, will be proposed for re-appointment at the forthcoming Annual General Meeting

ON BEHALF OF THE BOARD:

Mr S P Green - Director

7 October 2011

Report of the Independent Auditors to the Shareholders of Direct Trade (Yorkshire) Limited

We have audited the financial statements of Direct Trade (Yorkshire) Limited for the year ended 31 March 2011 on pages five to seventeen. 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 a Report of the Auditors 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 set out on page two, 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 financial statements to identify material inconsistencies with the audited financial statements. 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 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 matter prescribed by the Companies Act 2006

In our opinion the information given in the Report of the Directors 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

Duncan J Paylor (Senior Statutory Auditor) for and on behalf of Sochall Smith Limited Chartered Accountants & Registered Auditors
4 Park Square
Newton Chambers Road
Chapeltown
Sheffield
South Yorkshire
S35 2PH

7 October 2011

Profit and Loss Account for the Year Ended 31 March 2011

	Notes	2011 £	2010 £
TURNOVER		9,952,320	8,262,172
Cost of sales		6,869,262	5,699,485
GROSS PROFIT		3,083,058	2,562,687
Administrative expenses		2,630,331	2,043,297
OPERATING PROFIT	3	452,727	519,390
Interest receivable and similar income		1,913	8,471
		454,640	527,861
Interest payable and similar charges	4	30,653	24,298
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		423,987	503,563
Tax on profit on ordinary activities	5	107,450	138,324
PROFIT FOR THE FINANCIAL YEAR		316,537	365,239

CONTINUING OPERATIONS

None of the company's activities were acquired or discontinued during the current year or previous year

TOTAL RECOGNISED GAINS AND LOSSES

The company has no recognised gains or losses other than the profits for the current year or previous year

Balance Sheet 31 March 2011

		2011		2010	
	Notes	£	£	£	£
FIXED ASSETS					
Tangible assets	7		773,476		830,188
CURRENT ASSETS					
Stocks	8	298,956		283,477	
Debtors	9	859,403		7 63,537	
Cash at bank and in hand		406,979		312,964	
		1,565,338		1,359,978	
CREDITORS					
Amounts falling due within one year	10	1,310,922		1,315,252	
NET CURRENT ASSETS			254,416		44,726
TOTAL ASSETS LESS CURRENT LIABILITIES			1,027,892		874,914
CREDITORS					
Amounts falling due after more than one year	11		(108,464)		(243,056)
PROVISIONS FOR LIABILITIES	15		(158,121)		(127 088)
NET ASSETS			761,307		504,770
CAPITAL AND RESERVES					50
Called up share capital	16		50		50
Capital redemption reserve	17		50		50
Profit and loss account	17		761,207		504,670
SHAREHOLDERS' FUNDS	20		761,307		504,770

The financial statements were approved by the Board of Directors on 7 October 2011 and were signed on its behalf by

Mr S P Green - Director

Cash Flow Statement for the Year Ended 31 March 2011

		2011		2010	
	Notes	£	£	£	£
Net cash inflow from operating activities	1		755,683		627 802
Returns on investments and servicing of finance	2		(28,740)		(15,827)
Taxation			(104,593)		(21,252)
Capital expenditure	2		(174,403)		(379,282)
Equity dividends paid			(60,000)		(266,730)
			387,947		(55 289)
Financing	2		(293,932)		171,933
Increase in cash in the period			94,015		116,644
Reconciliation of net cash flow to movement in net debt	3				
Increase In cash in the period Cash outflow/(inflow) from decrease/(increase) in debt and lease		94,015		116,644	
financing		207,553		(16,934)	
Change in net debt resulting from cash flows			301,568		99,710
Movement in net debt in the period Net debt at 1 April			301,568 (187,395)		99,710 (287,105)
Net funds/(debt) at 31 March			114,173		(187,395)

Notes to the Cash Flow Statement for the Year Ended 31 March 2011

1 RECONCILIATION OF OPERATING PROFIT TO NET CASH INFLOW FROM OPERATING ACTIVITIES

	2011	2010
	£	£
Operating profit	452,727	519,390
Depreciation charges	220,139	184,094
Loss on disposal of fixed assets	10,977	4,553
Increase in stocks	(15,479)	(70,200)
Increase in debtors	(95,866)	(90,916)
Increase in creditors	183,185	80,881
Net cash inflow from operating activities	755,683	627,802
ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THE CASH	FLOW STATEMENT	
	2011	2010
	£	£
Returns on investments and servicing of finance	~	
Interest received	1,913	8,471
Interest paid	(468)	(2,564)
Interest element of hire purchase payments	(30,185)	(21,734)
Net cash outflow for returns on investments and servicing of finance	(28,740)	(15,827)
Capital expenditure		
Purchase of tangible fixed assets	(191,718)	(392,554)
Sale of tangible fixed assets	17,315	13,272
Net cash outflow for capital expenditure	(174,403)	(379,282)
		
Financing		
Capital repayments in year	(177,554)	46,933
Amount introduced by directors	-	125,000
	/11/ 3EO)	

(116,378)

(293,932)

171,933

2

Amount withdrawn by directors

Net cash (outflow)/inflow from financing

Notes to the Cash Flow Statement for the Year Ended 31 March 2011

3 ANALYSIS OF CHANGES IN NET DEBT

	At 1/4/10	Cash flow	At 31/3/11
Net cash	£	£	£
Cash at bank and in hand	312,964	94,015	406,979
	312,964	94,015	406,979
Debt			
Hire purchase Debts falling due	(449,605)	156,799	(292,806)
within one year	(50,754)	50,754	-
	(500,359)	207,553	(292,806)
Total	(187,395)	301,568	114,173

Notes to the Financial Statements for the Year Ended 31 March 2011

ACCOUNTING POLICIES

Accounting convention

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

Turnover

1

Turnover represents net sales of goods despatched in the period, excluding value added tax and trade discounts and derives from the ordinary activities of the business

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life or, if held under a finance lease, over the lease term, whichever is the shorter

Leasehold property

- Over the term of the lease

Plant and machinery

- 20% on reducing balance

Fixtures and fittings

- 25% on cost and 25% on reducing balance

Motor vehicles

- 25% on cost

Property, plant and equipment is stated at cost, less accumulated depreciation

Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items

Deferred tax

Deferred tax is provided in full in respect of all timing differences that have originated, but are not reversed at the balance sheet date except for

- revaluation gains and losses unless, by the balance sheet date, the company has entered into a binding agreement to sell the asset and has revalued the asset to the selling price, and
- taxable gains arising on revaluations or sales if it is more likely than not that the gain will be rolled over into a replacement asset

Deferred tax assets are recognised in respect of losses where it is considered more likely than not that future profits will be available for offset

Hire purchase and leasing commitments

Assets obtained under hire purchase contracts or finance leases are capitalised in the balance sheet. Those held under hire purchase contracts are depreciated over their estimated useful lives. Those held under finance leases are depreciated over their estimated useful lives or the lease term, whichever is the shorter.

The interest element of these obligations is charged to the profit and loss account over the relevant period. The capital element of the future payments is treated as a liability

Obligations under operating lease commitments are charged to the profit and loss account as they are incurred

Pension costs and other post-retirement benefits

The company operates a defined contribution pension scheme Contributions payable to the company's pension scheme are charged to the profit and loss account in the period to which they relate

Notes to the Financial Statements - continued for the Year Ended 31 March 2011

2	STAFF COSTS	2011	2010
	Wages and salaries Social security costs Other pension costs	£ 2,382,750 225,647 36,000	£ 1,960,235 189,734 36,000
		2,644,397	2,185,969
	The average monthly number of employees during the year was as follows	2011	2010
	Management Administration Factory	24 23 67	21 20 57
		114	98
3	OPERATING PROFIT		
	The operating profit is stated after charging		
		2011 £	2010 £
	Depreciation - owned assets Depreciation - assets on hire purchase contracts	73,505 146,633	75,615 108,479
	Loss on disposal of fixed assets	10,977	4,553
	Auditors' remuneration	9,120	8,385
	Operating leases Hire of plant and machinery Operating leases Hire of other assets	61,310 152,500	49,086 143,830
	Director's remuneration	29,546	36,080
	Director's pension contributions to money purchase schemes	36,000	36,000
	The number of directors to whom retirement benefits were accruing was as follows		
	Money purchase schemes	<u>1</u>	
4	INTEREST PAYABLE AND SIMILAR CHARGES	2011	2010
	Local	£ 468	£
	Loan Hire purchase	30,185	2,564 21,734
		30,653	24,298

Notes to the Financial Statements - continued for the Year Ended 31 March 2011

5 **TAXATION**

Analysis of the tax charge The tax charge on the profit on ordinary activities for the year was as follows		
The tax charge on the profit of ordinary activities for the year was as follows	2011 £	2010 £
Current tax UK corporation tax	106,417	104,593
Deferred tax	1,033	33,731
Tax on profit on ordinary activities	107,450	138,324

UK corporation tax has been charged at 28% (2010 - 28%)

Factors affecting the tax charge
The tax assessed for the year is lower than the standard rate of corporation tax in the UK. The difference is explained below

	Profit on ordinary activities before tax	2011 £ 423,987	2010 £ 503,563
		===	====
	Profit on ordinary activities		
	multiplied by the standard rate of corporation tax		
	in the UK of 28% (2010 - 28%)	118,716	140,998
	Effects of		
	Expenses not deductible for tax purposes	6,623	5,607
	Capital allowances for period in excess of depreciation	(476)	(23,459)
	Marginal relief	(18,446)	(18,553)
	Current tax charge	106,417	104,593
6	DIVIDENDS		
		2011	2010
		£	£
	Ordinary shares of £1 each		
	Interim	60,000	266,730

Notes to the Financial Statements - continued for the Year Ended 31 March 2011

7 TANGIBLE FIXED ASSETS

		Fixtures		
Leasehold property £	Plant and machinery £	and fittings £	Motor vehicles £	Totals £
_			-	_
21,728	1,128,979	291,587	205,553	1,647,847
-	77,027	68,396	46,295	191,718
<u> </u>	(25,569)	(2,995)	(48,662)	(77,226)
21,728	1,180,437	356,988	203,186	1,762,339
				·
6,574	561,818	152,850	96,417	817,659
3,373	125,357	49,961	41,447	220,138
-	(17,379)	(686)	(30,869)	(48,934)
9,947	669,796	202,125	106,995	988,863
11,781	510,641	154,863	96,191	773,476
15,154	567,161	138,737	109,136	830,188
	21,728 21,728 21,728 6,574 3,373 9,947	property £ £ 21,728	Leasehold property Plant and machinery and fittings £ £ £ 21,728 1,128,979 291,587 - 77,027 68,396 - (25,569) (2,995) 21,728 1,180,437 356,988 6,574 561,818 152,850 3,373 125,357 49,961 - (17,379) (686) 9,947 669,796 202,125 11,781 510,641 154,863	Leasehold property Plant and machinery and fittings Motor vehicles £ £ £ £ 21,728 1,128,979 291,587 205,553 - 77,027 68,396 46,295 - (25,569) (2,995) (48,662) 21,728 1,180,437 356,988 203,186 6,574 561,818 152,850 96,417 3,373 125,357 49,961 41,447 - (17,379) (686) (30,869) 9,947 669,796 202,125 106,995 11,781 510,641 154,863 96,191

Fixed assets, included in the above, which are held under hire purchase contracts are as follows

	•	Fixtures		
	Plant and	and	Motor	
	machinery	fittings	vehicles	Totals
	£	£	£	£
COST				
At 1 April 2010	581,637	122,475	127,715	831,827
Additions	73,000	-	27,445	100,445
Disposals	(12,980)	·	(18,718)	(31,698)
At 31 March 2011	641,657	122,475	136,442	900,574
DEPRECIATION				
At 1 April 2010	167,764	46,684	36,622	251,070
Charge for year	94,075	19,810	32,748	146,633
Eliminated on disposal	(6,334)	-	(4,290)	(10,624)
At 31 March 2011	255,505	66,494	65,080	387,079
NET BOOK VALUE				
At 31 March 2011	386,152	55,981	71,362	513,495
At 31 March 2010	413,873	75,791	91,093	580,757
	<u>———</u>			

Notes to the Financial Statements - continued for the Year Ended 31 March 2011

8 STOCKS

		2011 £	2010 £
	Raw materials	175,986	195,886
	Work in progress	33,004	31,737
	Finished goods	89,966	55,854
		298,956	283,477
9	DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
9	DEBIORS' AMOUNTS FALLING DUE WITHIN ONE TEAR	2011	2010
		£	£
	Trade debtors	732,776	625,240
	Prepayments & accrued income	126,627	138,297
	Frepayments & accrued income	120,027	130,297
		859,403	763,537
10	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
		2011	2010
		£	£
	Bank loans and overdrafts (see note 12)	-	50,754
	Hire purchase contracts (see note 13)	184,342	206,549
	Trade creditors	698,509	606,626
	Corporation tax	106,417	104,593
	Social security and other taxes	235,128	156,780
	Director's current account	8,622	125,000
	Accrued expenses	77,904	64,950
		1,310,922	1,315,252
11	CREDITORS AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR		
• •	CHESTIONS INTOVITO PRESENT DE L'ANTONE HIMTONE LEM	2011	2010
		£	£
	Hire purchase contracts (see note 13)	108,464	243,056
12	LOANS		
	An analysis of the maturity of loans is given below		
		2011	2010
		£	£
	Amounts falling due within one year or on demand		
	Bank loans	-	50,754

Notes to the Financial Statements - continued for the Year Ended 31 March 2011

13 OBLIGATIONS UNDER HIRE PURCHASE CONTRACTS AND LEASES

14

15

			Hire purchase contracts	
			2011	2010
			£	£
Net obligations repayable			104 242	206 640
Within one year Between one and five years			184,342 108,464	206,549 243,056
between one and two years				
			292,806	449,605
The following operating lease payments are	e committed to be paid with	nin one year		
	Land build		Other operating	
			leas	ies
	2011	2010	2011	2010
	£	£	£	£
Expiring			4 #3 #	611
Within one year Between one and five years	152,500	152,500	4,735 56,774	611 28,521
Between one and five years		132,300		
	152,500	152,500	61,509	29,132
SECURED DEBTS				
The following secured debts are included v	within creditors			
			2011	2010
			£	£
Bank loans			-	50,754
Hire purchase contracts			292,806	449,605
			292,806	500,359
Hire purchase loans are secured on the asse	ets to which they relate			
PROVISIONS FOR LIABILITIES				
			2011	2010
Deferred tax			£ 63,121	£ 62,088
Future dilapidations			95,000	65,000
			158,121	127,088
			1.00,141	

Notes to the Financial Statements - continued for the Year Ended 31 March 2011

15 PROVISIONS FOR LIABILITIES - continued

		Future
	Deferred	dılapıdatı
	tax	ons
	£	£
Balance at 1 April 2010	62,088	65,000
Accelerated capital allowances	1,033	-
Accrued in period	•	30,000
		
Balance at 31 March 2011	63,121	95,000

Future dilapidations are accruing at £2,500 per month on the leasehold property and will become payable when the lease expires in 2014

16 CALLED UP SHARE CAPITAL

Allotted, issu	ed and fully paid			
Number	Class	Nominal	2011	2010
		value	£	£
100	Ordinary	£l	50	50

17 RESERVES

RESERVES			
	Profit	Capital	
	and loss	redemption	
	account	reserve	Totals
	£	£	£
At 1 April 2010	504,670	50	504,720
Profit for the year	316,537		316,537
Dividends	(60,000)		(60,000)
At 31 March 2011	761,207	50	761,257

18 RELATED PARTY DISCLOSURES

At 31 March 2011 the company owed £8,622 (2010 £125,000) to the director, Mr S P Green

A dividend of £60,000 was paid to Mr S P Green in the year

19 ULTIMATE CONTROLLING PARTY

The company's issued share capital is under the ultimate control of Mr S P Green, a director

Notes to the Financial Statements - continued for the Year Ended 31 March 2011

20 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	2011	2010
	£	£
Profit for the financial year	316,537	365,239
Dividends	(60,000)	(266,730)
Net addition to shareholders' funds	256,537	98,509
Opening shareholders' funds	504,770	406,261
Closing shareholders' funds	761,307	504,770
		