Registered number: 03528262

AZTEC OILS LIMITED

FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2015

01/08/2015 COMPANIES HOUSE

COMPANY INFORMATION

DIRECTORS

M Lord S Cawood D Ashard

J A Hartshorne (appointed 13 April 2015)

COMPANY SECRETARY

M Lord

REGISTERED NUMBER

03528262

REGISTERED OFFICE

Intake Road

Bolsover Business Park

Bolsover Derbyshire S44 6BB

INDEPENDENT AUDITORS

Shorts

Chartered Accountants & Registered Auditor

2 Ashgate Road Chesterfield Derbyshire S40 4AA

BANKERS

Barclays Bank Plc

CONTENTS

	Page
Strategic report	3 - 4
Directors' report	6
Independent auditors' report	7 - 8
Profit and loss account	9
Balance sheet	10
Cash flow statement	11
Notes to the financial statements	12 - 20

STRATEGIC REPORT FOR THE YEAR ENDED 31 MARCH 2015

INTRODUCTION

The directors present their strategic report for the year ended 31 March 2015.

BUSINESS REVIEW

The business has had a challenging year pushing through a huge increase in turnover albeit at the expense of margin. During the latter part of the year we faced a collapsing oil price which is continuing to affect margins with our larger wholesale customers as competition has forced us to follow the market downward. The weakness of the Euro has also impacted our Irish business where we have experienced increased competition from mainland Europe.

Despite these difficulties we have continued to raise our profile in the industry and captured an increasing amount of business from the competition. Our superior service continues to ensure that we become the lubricant partner of choice for these new customers.

During the year we have introduced a new accounting programme, Sage Line 200, that will give us much better control of managing our costs which should enable us to drive up margin. Implementing the new systems has resulted in an increase in salary costs as three new office positions were created.

The company has continued its programme of integrating Oiline Ltd which has had a negative effect on margin. This has been completed at year end and will show margin benefits in the current trading period.

PRINCIPAL RISKS AND UNCERTAINTIES

The volatile price of oil will always be a major factor but the company monitors the market to rapidly react to changes particularly with our large wholesale customers.

The Euro continues to be a challenge and the introduction of invoicing in this currency has helped us stabilise the business in Ireland.

FINANCIAL KEY PERFORMANCE INDICATORS

The company utilises appropriate financial instruments in order to conduct its business activities.

Price risk, credit risk, liquidity risk and cash flow risk.

The business's principal financial instruments comprise bank balances, bank overdrafts, trade debtors, trade creditors, hire purchase and finance lease agreements. The main purpose of these instruments is to finance the business operations.

In respect of bank balances, the liquidity risk is managed by maintaining a balance between the continuity of funding and flexibility through the use of invoice discounting at market rates of interest.

Trade debtors are managed in respect of credit and Cashflow risk by policies concerning the credit offered to customers and the regular monitoring of amounts outstanding for both time and credit limits. The amounts presented in the balance sheet are net of allowances for doubtful debtors.

Trade creditors liquidity risk is managed by ensuring sufficient funds are available to meet amounts due. It is the company's policy to pay all suppliers within a maximum of 40 days from end of month.

The business is a lessee in respect of finance leased assets. The liquidity risk in respect of these is managed by ensuring that there are sufficient funds to meet the payments.

STRATEGIC REPORT (continued) FOR THE YEAR ENDED 31 MARCH 2015

FUTURE DEVELOPMENTS

The new financial year sees the full inclusion of The West Midland business formerly trading as Oiline Ltd. The company has also purchased the Bolsover site from Welbeck Estates with the option on further land adjoining.

This report was approved by the board on 30 July 2015 and signed on its behalf.

M Lord

Director

DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2015

The directors present their report and the audited financial statements for the year ended 31 March 2015.

DIRECTORS' RESPONSIBILITIES STATEMENT

The directors are responsible for preparing the Strategic report, 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 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 judgments 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.

PRINCIPAL ACTIVITIES

The principal activity of the company throughout the year was the supply of lubricants.

DIRECTORS

The directors who served during the year were:

M Lord S Cawood D Ashard

QUALIFYING THIRD PARTY INDEMNITY PROVISIONS

The directors have been granted a qualifying third party indemnity provision under Section 234 of the Companies Act 2006. The company's indemnity does not provide cover in the event of a director being proved to have acted fraudulently or dishonestly.

DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2015

DISCLOSURE OF INFORMATION TO AUDITORS

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

- so far as that director is aware, there is no relevant audit information of which the company's auditors are unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of
 any relevant audit information and to establish that the company's auditors are aware of that information.

AUDITORS

The auditors, Shorts, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board on 30 July 2015 and signed on its behalf.

M Lord

Director

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF AZTEC OILS LIMITED

We have audited the financial statements of Aztec Oils Limited for the year ended 31 March 2015, set out on pages 9 to 20. 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 shareholders, 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 shareholders 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 shareholders 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, 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 Strategic report and the Directors' 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 March 2015 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 Strategic report and the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF AZTEC OILS 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.

Howard Freeman (Senior statutory auditor)

for and on behalf of **Shorts**

Chartered Accountants Registered Auditor

2 Ashgate Road Chesterfield Derbyshire S40 4AA

30 July 2015

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2015

	Note	2015 £	2014 £
TURNOVER	1,2	11,834,059	8,451,561
Cost of sales		(9,388,051)	(6,476,834)
GROSS PROFIT		2,446,008	1,974,727
Administrative expenses		(2,209,988)	(1,525,648)
OPERATING PROFIT	3	236,020	449,079
Interest payable and similar charges	6	(8,789)	(7,623)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		227,231	441,456
Tax on profit on ordinary activities	7	(73,599)	(62,815)
PROFIT FOR THE FINANCIAL YEAR	15	153,632	378,641

All amounts relate to continuing operations.

There were no recognised gains and losses for 2015 or 2014 other than those included in the Profit and loss account.

The notes on pages 12 to 20 form part of these financial statements.

AZTEC OILS LIMITED REGISTERED NUMBER: 03528262

BALANCE SHEET AS AT 31 MARCH 2015

Note	£	2015 £		2014
		~	£	£
8		1,022,719		861,048
9	1,342,655		1,088,884	
10	2,470,894		2,156,753	
	161,363		5,968	
	3,974,912		3,251,605	
11	(3,264,409)		(2,585,012)	
		710,503	•	666,593
3		1,733,222		1,527,641
12		(123,432)		(82,387)
13		(95,410)		(34,506)
		1,514,380		1,410,748
14		100		100
15		1,514,280		1,410,648
16		1,514,380		1,410,748
	10 11 12 13	10 2,470,894 161,363 3,974,912 11 (3,264,409) 3 12 13	10	10

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 30 July 2015.

M Lord Director

The notes on pages 12 to 20 form part of these financial statements.

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2015

		2015	2014
·	Note	£	£
Net cash flow from operating activities	18	653,582	558,443
Returns on investments and servicing of finance	19	(8,789)	(7,624)
Taxation		(62,814)	(106,264)
Capital expenditure and financial investment	19	(442,244)	(469,188)
Equity dividends paid		(50,000)	(28,000)
CASH INFLOW/(OUTFLOW) BEFORE FINANCING		89,735	(52,633)
Financing	19	65,660	(11,716)
INCREASE/(DECREASE) IN CASH IN THE YEAR		155,395	(64,349)

RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET FUNDS/DEBT FOR THE YEAR ENDED 31 MARCH 2015

	2015	2014
	£	£
Increase/(Decrease) in cash in the year	155,395	(64,349)
Cash (inflow)/outflow from (increase)/decrease in debt and		
lease financing	(65,660)	11,716
CHANGE IN NET DEBT RESULTING FROM CASH FLOWS	89,735	(52,633)
Other non-cash changes	· 1	(1)
MOVEMENT IN NET DEBT IN THE YEAR	89,736	(52,634)
Net debt at 1 April 2014	(122,443)	(69,809)
NET DEBT AT 31 MARCH 2015	(32,707)	(122,443)
		

The notes on pages 12 to 20 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2015

1. ACCOUNTING POLICIES

1.1 Basis of preparation of financial statements

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

1.2 Turnover

Turnover comprises revenue recognised by the company in respect of goods and services supplied during the year, exclusive of Value Added Tax and trade discounts.

1.3 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 of fixed assets, less their estimated residual value, over their expected useful lives on the following bases:

Short-term leasehold property

Plant and machinery Motor vehicles Fixtures and fittings Straight line over the period of the lease

25% reducing balance basis25% reducing balance basis20% reducing balance basis

1.4 Leasing and hire purchase

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible fixed assets. Assets acquired by finance lease are depreciated over the shorter of the lease term and their useful lives. Assets acquired by hire purchase are depreciated over their useful lives. Finance leases are those where substantially all of the benefits and risks of ownership are assumed by the company. 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.

1.5 Stocks

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

1.6 Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation.

A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse.

Deferred tax assets and liabilities are discounted.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2015

1. ACCOUNTING POLICIES (continued)

1.7 Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at rates of exchange ruling at the balance sheet date.

Transactions in foreign currencies are translated into sterling at the rate ruling on the date of the transaction.

Exchange gains and losses are recognised in the Profit and loss account.

1.8 Pensions

The company operates a defined contribution pension scheme and the pension charge represents the amounts payable by the company to the fund in respect of the year.

1.9 Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as either financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

2. TURNOVER

3.

The whole of the turnover is attributable to the one principal activity of the company.

A geographical analysis of turnover is as follows:

	2015 £	2014 £
United Kingdom Rest of European Union Rest of world	9,269,567 2,541,759 22,733	6,550,367 1,876,587 24,607
	11,834,059	8,451,561
OPERATING PROFIT		•
The operating profit is stated after charging/(crediting):		
	2015 £	2014 £
Depreciation of tangible fixed assets: - owned by the company - held under finance leases Difference on foreign exchange Loss on sale of tangible assets	214,036 62,224 17,156 4,313	160,183 40,075 (802) 3,942

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2015

١.	STAFF COSTS			
	Staff costs, including directors' remuneration, were as follows:			
		2015	2	2014
		£		£
	Wages and salaries	970,131		,855
	Social security costs	89,871		,473
	Other pension costs	193,950		,431
		1,253,952	780	,759
	The average number of employees, including the directors, during the	ear was as follo	ows:	
		2015	2	2014
		No.		No.
		42	-	34
	DIRECTORS' REMUNERATION			
		2015	,	2014
		2015 £	•	2014 £
	Remuneration	106,653	84	,650
	Company pension contributions to defined contribution pension schemes	173,520	4	,800
	During the year retirement benefits were accruing to 3 directors contribution pension schemes.	(2014 - 3) in	respect of de	efine
i .	INTEREST PAYABLE			
		2015	2	2014
		£		£
	On bank loans and overdrafts	1,386		992
	On finance leases and hire purchase contracts	7,403	6	,522
	Other interest payable	-		109
		8,789	7	,623
		Ť		

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2015

7.	TAXATION		
		2015 £	2014 £
	Analysis of tax charge in the year		
	Current tax (see note below)		
	UK corporation tax charge on profit for the year	12,695	62,815
	Deferred tax (see note 13)		
	Origination and reversal of timing differences	60,904	-
	Tax on profit on ordinary activities	73,599	62,815

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2014 - lower than) the standard rate of corporation tax in the UK of 20% (2014 - 23%). The differences are explained below:

	2015 £	2014 £
Profit on ordinary activities before tax	227,231	441,456
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 20% (2014 - 23%)	45,446	101,535
Effects of:		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment Capital allowances for year in excess of depreciation Adjustments to tax charge in respect of prior periods Marginal relief	7,562 (37,602) (2,711) -	(29,809) - (8,911)
Current tax charge for the year (see note above)	12,695	62,815

Factors that may affect future tax charges

There are no factors, other than as provided above, that may affect future tax charges.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2015

8.	TANGIBLE FIXED ASSETS					
	•	Short-term leasehold property £	Plant and machinery £ "	Motor vehicles £	Fixtures and fittings	Total £
	Cost					
	At 1 April 2014 Additions Disposals	322,748 87,561	917,149 192,823 -	288,406 160,884 (41,800)	48,234 20,176 -	1,576,537 461,444 (41,800)
	At 31 March 2015	410,309	1,109,972	407,490	68,410	1,996,181
	Depreciation					
	At 1 April 2014 Charge for the year On disposals	68,372 41,031	477,184 156,750 -	132,590 73,297 (18,287)	37,343 ² 5,182 -	715,489 276,260 (18,287)
	At 31 March 2015	109,403	633,934	187,600	42,525	973,462
	Net book value		•			
	At 31 March 2015	300,906	476,038	219,890	25,885	1,022,719
	At 31 March 2014	254,376	439,965	155,816	10,891	861,048
	The net book value of assets held un follows: Motor vehicles				2015 £ 186,667	2014 £ 120,222
9.	STOCKS					
					2015	2014
	Raw materials			1,3	£ 842,655 ————	£ 1,088,884
10.	DEBTORS					
					2015 £	2014 £
	Trade debtors Amounts owed by related undertaking Other debtors	gs		2,3	889,948 22,750 58,196	2,002,033 153,570 1,150
				2,4		2,156,753
					 =	

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2015

11.	CREDITORS: Amounts falling due within one year		
		2015 £	2014 £
	Bank loans and overdrafts Net obligations under finance leases and hire purchase contracts Trade creditors Amounts owed to related undertakings Corporation tax Other taxation and social security Other creditors Accruals and deferred income	10,179 60,460 1,025,937 29,180 12,695 63,712 2,031,687 30,559	7,526 38,497 836,531 - 62,815 58,501 1,574,030 7,112
		3,264,409	2,585,012
	The company has given a cross guarantee and debenture to the bank company and of related companies Lubricant Holdings (Midlands) Limit		
12.	CREDITORS: Amounts falling due after more than one year		
	Amounts failing due after more than one year	2015 £	2014 £
	Bank loans Net obligations under finance leases and hire purchase contracts	4,313 119,119	16,000 66,387
		123,432	82,387
	Obligations under finance leases and hire purchase contracts, included	above, are payabl	e as follows:
		2015 £	2014 £
	Between one and five years	119,119	66,387
13.	DEFERRED TAXATION		
-		2015	2014
	At beginning of year	£ 34,506	£ 34,506
	Charge for year (P&L)	60,904	
	At end of year	95,410	34,506

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2015

13.	DEFERRED TAXATION (continued)		
	The provision for deferred taxation is made up as follows:		
		2015 £	2014 £
	Accelerated capital allowances	95,410	34,506
14.	SHARE CAPITAL	2015	2014
		£	£
	Allotted, called up and fully paid 100 Ordinary shares of £1 each	100	100
	100 Ordinary shares of £1 each		=====
15.	RESERVES		
			Profit and loss account £
	At 1 April 2014 Profit for the financial year		1,410,648 153,632
	Dividends: Equity capital		(50,000)
	At 31 March 2015		1,514,280
16.	RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS		
		2015 £	2014 £
	Opening shareholders' funds	1,410,748	1,060,107
	Profit for the financial year Dividends (Note 17)	153,632 (50,000)	378,641 (28,000)
	Closing shareholders' funds	1,514,380	1,410,748
17.	DIVIDENDS		
		2015 £	2014 £
	Dividends paid on equity capital	50,000	28,000

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2015

18. NET CASH FLOW FROM OPERATING ACTIVITIES		
	2015 £	2014 £
Operating profit Depreciation of tangible fixed assets Loss on disposal of tangible fixed assets Increase in stocks Increase in debtors Decrease in amounts owed by associates	236,020 276,260 4,313 (253,770) (444,961) 130,820	449,079 200,258 3,942 (438,046) (514,126)
Increase in creditors	704,900	857,336
Net cash inflow from operating activities	653,582	558,443
19. ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN CASH FL	OW STATEMEN	т
	2015 £	2014 £
Returns on investments and servicing of finance		
Interest paid Hire purchase interest	(1,386) (7,403)	(1,102) (6,522)
Net cash outflow from returns on investments and servicing of finance	(8,789)	(7,624)
	2015 £	2014 £
Capital expenditure and financial investment		
Purchase of tangible fixed assets Sale of tangible fixed assets	(461,444) 19,200	(471,943) 2,755
Net cash outflow from capital expenditure	(442,244)	(469,188)
	2015 £	2014 £
Financing		
Repayment of loans New/(repayment of) finance leases	(9,035) 74,695	(8,806) (2,910)
Net cash inflow/(outflow) from financing	65,660	(11,716)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2015

20. ANALYSIS OF CHANGES IN NET DEBT

	1 April 2014	Cash flow	non-cash changes	31 March 2015
	£	£	£	£
Cash at bank and in hand	5,968	155,395	-	161,363
Debt:				
Debts due within one year Debts falling due after more than	(46,024)	(65,660)	41,046	(70,638)
one year	(82,387)	-	(41,045)	(123,432)
Net debt	(122,443)	89,735	1	(32,707)
				

21. RELATED PARTY TRANSACTIONS

The company was under the control of M Lord throughout the year.

M Lord is also a director and shareholder of the following companies:

Lubricant Holdings (Midlands) Limited - 100% shareholding Oiline Limited - Lubricant Holdings (Midlands) Limited has a 50% holding.

During the year, Aztec Oils Limited made sales of £1,213,750 (2014: £403,444) to Oiline Limited. These were all arms length transactions made in the normal course of the company's business.

Included within debtors is £22,750 (2014: £102,750) owing from Lubricant Holdings (Midlands) Limited, and £nil (2014: £50,820) to Oiline Limited.

Included withing creditors is £29,180 (2014: £nil) owing to Oiline Limited.