Burgess & Leigh Limited

Directors' report and financial statements

For the year ended 31 December 2015

Registered number: 03820303

Company Information

Directors	Richard Eaton Christopher Emmott
Company secretary	Robert Barton
Registered number	03820303
Registered office	Denby Pottery Denby Derbyshire DE5 8NX
Independent auditor	Grant Thornton UK LLP Chartered Accountants & Statutory Auditor Melton Street Euston Square London NW1 2EP
Bankers	Bank of Scotland Butt Dyke House 33 Park Row Nottingham NG1 6GY
Solicitors	Wright Hassall LLP Olympus Avenue Leamington Spa Warwickshire CV34 6BF

Contents

Directors' report
For the year ended 31 December 2015

The directors present their report and the financial statements of Burgess & Leigh Limited ('the company') for the year ended 31 December 2015.

Principal activity

The principal activity of the company is the retailing of premium quality casual tableware worldwide.

Directors

The directors who served during the year were:

Richard Eaton
Christopher Emmott

Directors' responsibilities statement

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 the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. 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 for the company financial statements and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent; and
- 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.

Disclosure of information to auditor

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 auditor is 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 auditor is aware of that information.

Directors' report
For the year ended 31 December 2015

Small company regime

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the board on 29 September 2016 and signed on its behalf.

Christopher Emmott
Director

Grant Thornton

Independent auditor's report to the members of Burgess & Leigh Limited

For the year ended 31 December 2015

We have audited the financial statements of Burgess & Leigh Limited for the year ended 31 December 2015, set out on pages 5 to 12. The financial reporting framework that has been applied in their preparation is applicable law and the United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

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 Auditor

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 Financial Reporting Council'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 Financial Reporting Council's website at www.frc.org.uk/auditscopeukprivate.

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 2015 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Small Entities; 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, based on the work undertaken in the course of the audit, the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements and the Directors' Report has been prepared in accordance with applicable legal requirements. Also, in our opinion, in light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have identified no material misstatements in the Directors' Report.

GrantThornton

Independent auditor's report to the members of Burgess & Leigh Limited
For the year ended 31 December 2015

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.
- the directors were not entitled to prepare the financial statements and the Directors' report in accordance with the small companies regime and to the exemption from the requirement to prepare a strategic report.

Grant Thornton UK LLP

Marc Summers FCA (Senior statutory auditor)
for and on behalf of
Grant Thornton UK LLP
Chartered Accountants
Statutory Auditor
London

29 September 2016

Statement of comprehensive income

For the year ended 31 December 2015

	Note	**2015 £000**	2014 £000
Turnover	2	**2,161**	2,391
Cost of sales		**(1,598)**	(1,859)
Gross profit		**563**	532
Distribution costs		**(132)**	(147)
Administrative expenses		**(1,380)**	(1,223)
Operating loss	3	**(949)**	(838)
Interest payable and expenses		**(3)**	(4)
Loss for the year		**(952)**	(842)

There was no other comprehensive income for 2015 (2014: £NIL).

The notes on pages 8 to 12 form part of these financial statements.

Statement of financial position

As at 31 December 2015

	Note		2015 £000		2014 £000
Fixed assets					
Tangible assets	5		**317**		375
			317		375
Current assets					
Stocks	6	**222**		221	
Debtors: amounts falling due within one year	7	**357**		445	
Cash at bank and in hand	8	**40**		19	
		619		685	
Creditors: amounts falling due within one year	9	**(3,832)**		(3,004)	
Net current liabilities			**(3,213)**		(2,319)
Total assets less current liabilities			**(2,896)**		(1,944)
Net liabilities			**(2,896)**		(1,944)
Capital and reserves					
Profit and loss account			**(2,896)**		(1,944)
			(2,896)		(1,944)

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime and in accordance with the provisions of FRS 102 Section 1A – small entities.

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 29 September 2016.

Christopher Emmott
Director

The notes on pages 8 to 12 form part of these financial statements.

Statement of changes in equity
For the year ended 31 December 2015

	Retained earnings £000	Total equity £000
At 1 January 2015	(1,944)	(1,944)
Comprehensive income for the year		
Loss for the year	(952)	(952)
Total comprehensive income for the year	(952)	(952)
Total transactions with owners	-	-
At 31 December 2015	(2,896)	(2,896)

Statement of changes in equity
For the year ended 31 December 2014

	Retained earnings £000	Total equity £000
At 1 January 2014	(1,102)	(1,102)
Comprehensive income for the year		
Loss for the year	(842)	(842)
Total comprehensive income for the year	(842)	(842)
Total transactions with owners	-	-
At 31 December 2014	(1,944)	(1,944)

The notes on pages 8 to 12 form part of these financial statements.

Notes to the financial statements
For the year ended 31 December 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 Section 1A of FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006.

1.2 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

Sale of goods

Revenue from the sale of goods is recognised when all of the following conditions are satisfied:

- the company has transferred the significant risks and rewards of ownership to the buyer;
- the company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of revenue can be measured reliably;
- it is probable that the company will receive the consideration due under the transaction;
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

1.3 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

The company adds to the carrying amount of an item of fixed assets the cost of replacing part of such an item when that cost is incurred, if the replacement part is expected to provide incremental future benefits to the company. The carrying amount of the replaced part is derecognised. Repairs and maintenance are charged to profit or loss during the period in which they are incurred.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Plant and machinery	- 15% straight line
Fixtures and fittings	- 15% straight line
Assets under construction	- Depreciated from the date they are brought into use

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised within 'other operating income' in the Statement of comprehensive income.

1.4 Operating leases

Rentals paid under operating leases are charged to the profit or loss on a straight line basis over the period of the lease.

Notes to the financial statements
For the year ended 31 December 2015

1. Accounting policies (continued)

1.5 Stocks

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell. Cost is based on the cost of purchase on a first in, first out basis. Work in progress and finished goods include labour and attributable overheads.

At each reporting date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in profit or loss.

1.6 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

1.7 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

1.8 Financial instruments

The company enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other accounts receivable and payable, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade payables or receivables, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration, expected to be paid or received. However if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Income statement.

1.9 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

1.10 Finance costs

Finance costs are charged to the Income statement over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

2. Turnover

30.5% of the company's turnover (2014 -31.8%) is attributable to geographical markets outside the United Kingdom.

Notes to the financial statements

For the year ended 31 December 2015

3. Operating loss

The operating loss is stated after charging:

	2015 £000	2014 £000
Depreciation of tangible fixed assets	**56**	59

During the year, no director received any emoluments (2014 -£NIL).

4. Employees

The average monthly number of employees, including directors, during the year was 79 (2014 - 78).

5. Tangible fixed assets

	Plant and machinery £000	Fixtures and fittings £000	Other fixed assets £000	Total £000
Cost or valuation				
At 1 January 2015	**449**	**256**	**2**	**707**
Additions	**-**	**-**	**3**	**3**
Disposals	**-**	**(8)**	**-**	**(8)**
Transfers between classes	**4**	**(1)**	**(3)**	**-**
At 31 December 2015	**453**	**247**	**2**	**702**
Depreciation				
At 1 January 2015	**238**	**94**	**-**	**332**
Charge owned for the period	**32**	**24**	**-**	**56**
Disposals	**-**	**(3)**	**-**	**(3)**
At 31 December 2015	**270**	**115**	**-**	**385**
Net book value				
At 31 December 2015	**183**	**132**	**2**	**317**
At 31 December 2014	211	162	2	375

Notes to the financial statements
For the year ended 31 December 2015

6. Stocks

	2015 £000	2014 £000
Raw materials and consumables	73	74
Work in progress	149	147
	222	221

7. Debtors

	2015 £000	2014 £000
Trade debtors	106	223
Amounts owed by group undertakings	242	213
Other debtors	5	2
Prepayments and accrued income	4	7
	357	445

8. Cash and cash equivalents

	2015 £000	2014 £000
Cash at bank and in hand	40	19
	40	19

9. Creditors: Amounts falling due within one year

	2015 £000	2014 £000
Trade creditors	128	180
Amounts owed to group undertakings	3,546	2,598
Taxation and social security	72	74
Finance facility	47	109
Other creditors	39	43
	3,832	3,004

Notes to the financial statements
For the year ended 31 December 2015

10. Contingent liabilities

Guarantees on behalf of group undertakings give rise to a contingent liability to the extent of all monies and other liabilities which are due to the company's asset finance providers. The maximum amount of contingency at the year end was £6,780,000 (2014: £5,366,000).

11. Capital commitments

The company had no capital commitments at 31 December 2015 or 31 December 2014.

12. Commitments under operating leases

At 31 December 2015 the company had future minimum lease payments under non-cancellable operating leases as follows:

	2015 £000	2014 £000
Land and buildings		
Not later than 1 year	**129**	129
Later than 1 year and not later than 5 years	**516**	516
Later than 5 years	**1,990**	2,119
Total	**2,635**	2,764

	2015 £000	2014 £000
Plant and machinery		
Not later than 1 year	**11**	1
Later than 1 year and not later than 5 years	**9**	3
Total	**20**	4

13. General information

The company is a private company limited by shares and incorporated in England. Its registered office is Denby Pottery, Denby, Ripley, DE5 8NX.

The smallest group of undertakings for which consolidated group accounts, which include the company, have been drawn up is headed by Denby Holdings Limited. Denby Holdings Limited has the same registered office as the company.