ARK BUILD PLC DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2011

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Draft Financial Statements at 30 March 2012 at 10 25 35

ARK BUILD PLC

COMPANY INFORMATION

Directors C Cole

M Finlay K Manning A Stanton

Secretary A Montlake

Company number 03864842

Registered office Unit 12 Loughton Business Centre

Loughton IG10 3SD

Auditors hjs Chartered Accountants and Registered Auditors

12-14 Carlton Place

Southampton Hampshire United Kingdom SO15 2EA

Solicitors H Montlake and Co

197 High Road

Ilford Essex IG1 1LX

DIRECTORS' REPORT

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DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 OCTOBER 2011

The directors present their report and financial statements of the company for the year ended 31 October 2011

PRINCIPAL ACTIVITIES AND REVIEW OF BUSINESS

The principal activity of the company in the year under review was that of general building contractors operating commercially across office, hotel, industrial and residential sectors

We are pleased to report another profitable trading year with increased turnover. In line with our agreed strategy, we have continued to extend our client base and this has been key to providing additional opportunities for tendering and securing work. We will maintain this strategy which we believe will be instrumental in maintaining the growth of the company.

KEY PERFORMANCE INDICATORS

Our sales for 2011 were £7 93 million showing a small increase over 2010 (£7 56m). Margins have been reduced which we believe is a reflection of market forces in a highly competitive environment. However, with continued efficiency throughout the company and by maintaining our aim to produce good quality work first time, we aim to improve margins next year.

STRATEGY

In line with our agreed strategy, we have continued to expand our client base both in terms of markets and geography. This has proved to be highly successful and enabled us to absorb the anticipated downturn in existing client opportunities. We will continue with this strategy which has stood us in good stead over the years and also look to broaden opportunities with existing clients through repeat business.

PRINCIPAL RISKS AND UNCERTAINTIES

As with all commercial companies, the management of the business and the execution of the company's strategy is subject to risk

The key business risks affecting the company are

Depressed Economic Market -

As with the previous year, a depressed economy has had an adverse effect on the whole industry. There are clear signs that too many contractors are chasing too little work and this is reflected in a highly competitive tender environment. Our mitigation has been to ensure a strong balance in our portfolio spreading over all industry sectors and placement on framework agreements with both existing and new clients. This is underpinned by an ethos to win repeat business at every opportunity.

Financially Secure Clients -

Our client base is made up of a number of "Blue Chip" companies and Government bodies with excellent covenants. This minimises our financial risk in the critical period between execution of work and payment.

Control Procedures -

We have a robust procurement process in place to ensure vigilance when choosing our suppliers and subcontractors in order to maintain competitiveness and quality. We routinely monitor the financial wherewithal and quality performance of our sub-contractors and suppliers to marginalise our risk and maintain the quality and delivery expected of us by our exacting clients. This also enables us to forecast with greater accuracy and adjudicate against tenders and future contracts.

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 OCTOBER 2011

Company Governance -

Risks are a constant agenda item and are formally and regularly reviewed by the Board with appropriate processes in place to monitor and mitigate them

PRODUCTIVITY LABOUR

Our labour policy of delivering a large proportion of our service using a highly skilled directly employed workforce continues to give us significant market advantage. This strategy has proved to be extremely beneficial in terms of controlling and achieving the quality of products expected by our clients. We have continued to promote and reward from within which enables us to maintain a highly motivated workforce.

Results and dividends

The results for the year are set out on page 8

No dividends will distributed for the year ended 31 October 2011

Future developments

We go into 2012, again with a strong order book, which gives us confidence that we will continue to grow and develop the business in line with targets

Our primary strategy remains to build relationships with existing and perspective clients and secure repeat work thereby maximising profitability

We will maintain the financial strength of the business by retaining a healthy cash position which will give us the flexibility to pursue exceptional business opportunities as they arise

We will also actively engage in the promotion of our brand through premium service delivery and strategic advertising

Draft Financial Statements at 19 March 2012 at 13 50 15 **ARK BUILD PLC**

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 OCTOBER 2011

Directors

The following directors have held office since 1 November 2010

C Cole M Finlay K Manning A Stanton

Charitable donations	2011	2010
	£	£
During the year the company made the following payments		
Charitable donations	12,885	24,535

Creditor payment policy

The company makes payments to its suppliers within the payment terms agreed on an individual basis Generally, suppliers are paid on normal trading terms with 60 days

Creditor days during the period were 45

Auditors

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

Statement of directors' responsibilities

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare 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,
- 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.

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 OCTOBER 2011

Statement of disclosure to auditors

So far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware. Additionally, the directors have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditors are aware of that information

On behalf of the board

M Finlay Director

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INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF ARK BUILD PLC

We have audited the financial statements of Ark Build plc for the year ended 31 October 2011 set out on pages 8 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 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 pages 1 - 5, 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 Directors' Report 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 October 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 Directors' Report for the financial year fo which the financial statements are prepared is consistent with the financial statements

Draft Financial Statements at 30 March 2012 at 10 25 35 **ARK BUILD PLC**

INDEPENDENT AUDITORS' REPORT (CONTINUED) TO THE MEMBERS OF ARK BUILD PLC

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

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A Trainor FCCA (Senior Statutory Auditor) for and on behalf of his Chartered Accountants and Registered 19, . 3.2012. Auditors

Chartered Accountants Statutory Auditor

12-14 Carlton Place Southampton Hampshire United Kingdom SO15 2EA

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31 OCTOBER 2011

	Notes	2011 £	2010 £
Turnover	2	7,953,657	7,564,493
Cost of sales		(6,170,250)	(5,190,277)
Gross profit		1,783,407	2,374,216
Administrative expenses		(1,659,136)	(1,778,000)
Operating profit	5	124,271	596,216
Other interest receivable and similar income Interest payable and similar charges	3 4	4,008 (5,641)	(5,493)
Profit on ordinary activities before taxation		122,638	590,723
Tax on profit on ordinary activities	6	(61,451)	(200,484)
Profit for the year	13	61,187	390,239

The profit and loss account has been prepared on the basis that all operations are continuing operations

There are no recognised gains and losses other than those passing through the profit and loss account

BALANCE SHEET

AS AT 31 OCTOBER 2011

		201	11	201	10
	Notes	£	£	£	£
Fixed assets Tangible assets	7		124,425		151,372
Current assets Debtors amounts falling due within one		4 200 002		1,717,701	
year Debtors amounts falling due after more	8	1,206,893		1,717,701	
than one year Cash at bank and in hand	8	324,165 1,175,714		1,417,447	
		2,706,772		3,135,148	
Creditors amounts falling due within one year	9	(1,025,495)		(1,541,734)	
Net current assets			1,681,277		1,593,414
Total assets less current liabilities			1,805,702		1,744,786
Provisions for liabilities	10		(6,789)		(7,059)
			1,798,913		1,737,727
Capital and reserves					
Called up share capital	12		50,000		50,000
Profit and loss account	13		1,748,913		1,687,727
Shareholders' funds	14		1,798,913		1,737,727

Approved by the Board and authorised for issue on 15 March 2012

M Finlay Director

Company Registration No 03864842

CASH FLOW STATEMENT

	£	2011 £	£	2010 £
Net cash (outflow)/inflow from operating activities		(19,438)		98,715
Returns on investments and servicing of finance				
Interest received Interest paid	4,008 (5,477)		(5,493)	
Net cash outflow for returns on investments and servicing of finance		(1,469)		(5,493)
Taxation		(195,532)		(307,581)
Capital expenditure Payments to acquire tangible assets Receipts from sales of tangible assets	(18,031) 3,900		(51,529) 10,050	
Net cash outflow for capital expenditure		(14,131)		(41,479)
Net cash outflow before management of liquid resources and financing		(230,570)		(255,838)
Financing Capital element of hire purchase contracts	(11,163)		(29,231)	
Net cash outflow from financing		(11,163)		(29,231)
Increase in cash in the year		(241,733)		(285,069)

NOTES TO THE CASH FLOW STATEMENT

1	Reconciliation of operating profit to net cash inflow/(outflow) from operating activities				2010
	opolating activities			£	£
	Operating profit			124,271	596,216
	Depreciation of tangible assets			41,475	50,457
	(Profit)/loss on disposal of tangible asse	ts		(397)	4,945
	Decrease/(increase) in debtors			186,643	(667,464)
	(Decrease)/Increase in creditors within o	one year		(371,430)	114,561
	Net cash (outflow)/inflow from operat	ing activities		(19,438)	98,715
2	Analysis of net funds	1 November 2010	Cash flow	Other non- cash	31 October 2011
		2010 £	£	£	£
	Net cash	~	~	~	-
	Cash at bank and in hand	1,417,447	(241,733)	-	1,175,714
	Bank deposits Debt	-	-	-	_
	Finance leases	(11,162)	11,162	-	-
	Net funds	1,406,285	(230,571)	-	1,175,714
3	Reconciliation of net cash flow to mo	vement in net funds		2011 £	2010 £
	Decrease in cash in the year Cash outflow from decrease in debt and	Llease financing		(241,733)	(285,069) 29,234
	Cash outliow from decrease in dept and	i icase illialicing		11,162	29,234
	Movement in net funds in the year Opening net funds			(230,571) 1,406,285	(255,835) 1,662,120
				1,175,714	1.406,285

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 OCTOBER 2011

1 Accounting policies

1.1 Accounting convention

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

1 2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), which have been applied consistently (except as otherwise stated)

13 Turnover

Turnover represents net invoiced sales of goods and services, excluding value added tax

14 Tangible fixed assets and depreciation

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

Plant and machinery 25% on reducing balance Fixtures, fittings & equipment 25% on reducing balance Motor vehicles 25% on reducing balance

15 Leasing and hire purchase 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.

Rentals paid under operating leases are charged to the profit and loss account on a straight line basisover the period of the lease

Rentals payable under operating leases are charged against income on a straight line basis over the lease term

16 Long term contracts

Amounts recoverable on long term contracts, which are included in debtors, are stated at the net sales value of the work done after provision for contingencies and anticipated future losses on contracts, less amounts received as progress payments on account Excess progress payments are included in creditors as payments on account

17 Pensions

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

18 Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date. Deferred tax is not discounted

NOTES TO THE FINANCIAL STATEMENTS

2	Turnover		
	Geographical market	Turnover 2011 £	2010 £
	UK	7,953,657	7,564,493
,		7,953,657	7,564,493
	An analysis of turnover by geographical market is given above		
3	Investment income	2011 £	2010 £
	Bank interest	4,008	
		4,008	
4	Interest payable	2011 £	2010 £
	On bank loans and overdrafts Hire purchase interest On overdue tax	164 1,104 4,373	5,493 -
		5,641	5,493
5	Operating profit	2011 £	2010 £
	Operating profit is stated after charging Depreciation of tangible assets Loss on disposal of tangible assets	41,475	50,457 4,945
	Operating lease rentals Fees payable to the company's auditor for the audit of the company's annual	61,046	59,468
	accounts	4,000	4,000
	and after crediting Profit on disposal of tangible assets	(397)	-

NOTES TO THE FINANCIAL STATEMENTS

6	Taxation	2011 £	2010 £
	Domestic current year tax	~	-
	U K corporation tax	61,721	195,532
	Total current tax	61,721	195,532
	Deferred tax		
	Origination and reversal of timing differences	(270)	4,952
		61,451	200,484
	Factors affecting the tax charge for the year		
	Profit on ordinary activities before taxation	122,638	590,723
	Profit on ordinary activities before taxation multiplied by standard rate of UK		
	corporation tax of 26% (2010 - 27 88%)	31,886	164,694
	Effects of		
	Depreciation	10,680	15,446
	Entertainment	25,309	36,545
	Capital allowances	(6,154)	(21,801)
	Other adjustments	-	648
		29,835	30,838
	Current tax charge for the year	61,721	195,532

ARK BUILD PLC NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2011

7	Tangible fixed assets				
		Plant and	Fixtures,	Motor	Total
		machinery	fittings & equipment	vehicles	
		£	£	£	£
	Cost				
	At 1 November 2010	17,000	52,720	276,077	345,797
	Additions	-	3,725	14,306	18,031
	Disposals	-		(11,070)	(11,070)
	At 31 October 2011	17,000	56,445	279,313	352,758
	Depreciation				
	At 1 November 2010	10,874	28,841	154,710	194,425
	On disposals	-	-	(7,567)	(7,567)
	Charge for the year	1,532	6,901	33,042	41,475
	At 31 October 2011	12,406	35,742	180,185	228,333
	Net book value				
	At 31 October 2011	4,594	20,703	99,128	124,425
	At 31 October 2010	6,126	23,880	121,366	151,372

Included above are assets held under finance leases or hire purchase contracts as follows

	Motor vehicles
	£
Net book values	
At 31 October 2011	-
At 31 October 2010	30,816
Depreciation charge for the year	
At 31 October 2011	-
At 31 October 2010	53,997

NOTES TO THE FINANCIAL STATEMENTS

8	Debtors	2011 £	2010 £
	Trade debtors Amounts recoverable on long term contracts Called up share capital not paid Other debtors	967,611 152,146 23,848 387,453	1,429,158 253,853 23,848 10,842
		1,531,058	1,717,701
	Amounts falling due after more than one year and included in the debtors above	e are	
		2011 £	2010 £
	Other debtors	324,165	
9	Creditors: amounts falling due within one year	2011 £	2010 £
	Net obligations under hire purchase contracts Trade creditors Corporation tax Other taxes and social security costs Directors' current accounts Other creditors Accruals and deferred income	197,781 61,721 287,332 34,583 444,078	11,162 449,635 195,532 287,994 47,713 549,698
	Net obligations under hire purchase contracts Repayable within one year Finance charges and interest allocated to future accounting periods	-	11,162 ————————————————————————————————————

NOTES TO THE FINANCIAL STATEMENTS

10	Provisions for liabilities		Deferred tax liability £
	Balance at 1 November 2010 Profit and loss account		7,059 (270)
	Balance at 31 October 2011		6,789
	The deferred tax liability is made up as follows		
		2011 £	2010 £
	Accelerated capital allowances	6,789	7,059
11	Pension and other post-retirement benefit commitments		
	The company operates a defined contributions scheme in respect of its employ assets are held by independent managers. The pension charge represents company and amounted to £128,000 (2010 £44,350)	rees The s contributions	cheme and its due from the
		2011 £	2010 £
	Contributions payable by the company for the year	128,000	44,350
12	Share capital	2011 £	2010 £
	Allotted, called up and fully paid 50,000 Ordinary Shares of £1 each	50,000	50,000
13	Statement of movements on profit and loss account	١	Profit and loss account
			£
	Balance at 1 November 2010 Profit for the year		1,687,726 61,187
	Balance at 31 October 2011		1,748,913

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 OCTOBER 2011

14	Reconciliation of movements in shareholders' funds	2011 £	2010 £
	Profit for the financial year Opening shareholders' funds	61,187 1,737,727	390,239 1,347,488
	Closing shareholders' funds	1,798,913	1,737,727

15 Contingent liabilities

During the course of the year the company has entered into guarantees with some of their customers totalling £352,648

16 Financial commitments

At 31 October 2011 the company was committed to making the following payments under non-cancellable operating leases in the year to 31 October 2012

		Land and buildings		Other	
		2011	2010	2011	2010
		£	£	£	£
	Operating leases which expire Within one year In over five years	- 60,000	- 60,000	- -	11,162 -
		60,000	60,000	-	11,162
17	Directors' remuneration			2011 £	2010 £
	Remuneration for qualifying services			544,882	326,833
	Remuneration disclosed above include the following amounts paid to the highest paid director				
	Remuneration for qualifying services			270,382	

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 OCTOBER 2011

18 Employees

Number of employees

The average monthly number of employees (including directors) during the year was

	2011 Number	2010 Number
Trades	73	73
Directors	4	3
		76
Employment costs	2011 £	2010 £
Wages and salaries	2,593,665	2,527,751
Social security costs	271,951	269,664
Other pension costs	128,000	44,350
	2,993,616	2,841,765

19 Control

The company is under the control of M J Finlay, a director of the company, due to his majority shareholding

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 OCTOBER 2011

20 Related party relationships and transactions

Beachview Corporation Limited

During the year under review the company has traded with Beachview Corporation Limited, a company which M J Finlay is a director and holds all of the issued share capital

The company has purchased services to the value of £122,840 (2010 £285,844) inclusive of VAT

The balance owing at the end of the year to Beachview Corporation Limited is £nil(2010 £nil)

Robert Joseph Developments Limited

Robert Joseph Developments Limited is a company which M J Finlay and C Cole are directors and M J Finlay holds a majority shareholding

The company has purchased services to the value of £nil (2010 £nil) inclusive of VAT from Robert Joseph Developments Limited

The balance owing at the end of the year, to Robert Joseph Developments Limited is £nil (2010 £nil)

Pension scheme

During the year the company loaned the Ark Build Executive Pension Scheme £360,000. This is repayable over 10 years and at the balance sheet date £354,974 was due from the pension scheme to the company Interest is charged at a commercial rate.