

FINANCIAL STATEMENTS

FOR THE YEAR ENDED

**31 DECEMBER 2007** 



Company no 04171695

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## HEATING PLUMBING SUPPLIES LIMITED

## FINANCIAL STATEMENTS

# Heating Plumbing Supplies

## For the year ended 31 December 2007

Company registration number

04171695

Registered office

Unit W

Rich Industrial Estate

Avis Way Newhaven East Sussex BN9 0DU

Directors

R Walker A Curneen P Wilson A Meadows R Swindale

Secretary

A Curneen

Bankers

Lloyds TSB Bank Plc

Solicitors

emw law

Auditors

Grant Thornton UK LLP Registered Auditors Chartered Accountants Northampton

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For the year ended 31 December 2007

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#### REPORT OF THE DIRECTORS



The directors present their report together with the financial statements for the year ended 31 December 2007

#### Principal activity

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The company's principal activity is the wholesale distribution of domestic heating and plumbing appliances and supplies

#### **Business review**

The company continued its growth strategy by opening one new start up site at Portsmouth on 26 November 2007. This brings the number of outlets to 18. Further sales growth is expected by market penetration by the existing branches. During the year the level of new business won was on target.

There was a profit for the year after taxation amounting to £1,448,393 (2006 £1,285,787) The directors recommend dividends absorbing £119,364

#### Financial risk management objectives and policies

Growth in turnover is a key measure of the company's success in winning new business and retaining existing customers. The growth in turnover between 2006 and 2007 was 9%, which was on target. The securing of new business is a critical area if the business is to continue to grow. The number of live trading accounts increased from 1,182 in December 2006 to 1,328 in December 2007.

The company uses various financial instruments including cash, trade debtors, bank overdraft and trade creditors that arise directly from the company's operations

The existence of these financial instruments exposes the company to a number of financial risks, which are described in more detail below

The main risks arising from the company's financial instruments are liquidity risk, interest rate risk and credit risk. The directors review and agree policies for managing each of these risks and they are summarised below

#### Liquidity risk

The company seeks to manage finance risk by ensuring sufficient liquidity is available to meet foreseeable needs

#### Interest rate risk

The company finances its operations through a mixture of retained profits and cash balances. Cash is managed to maximise income from interest while avoiding inherent risk.

#### Credit risk

The company's principal financial assets are stock cash and trade debtors

In order to manage credit risk the directors set limits for customers based on payment history and third party credit references. Credit limits are reviewed by the credit controller and sales director on a regular basis in conjunction with debt ageing and collection history.

#### REPORT OF THE DIRECTORS



#### Key performance indicators

#### Financial

The company measures its financial performance using the following measures

- Operating profit of £2,088k is stated after bad debt charges of £119k yielding a return to turnover of 7 5% (2006 7 3%)
- Debtor days increased from 54 7 in 2006 to 66 0 in 2007
- Stock days remain static at 53

Both stock and debtor days have remained consistent and are within the acceptable range set by the company

#### Directors

The present membership of the Board is set out below. All directors served throughout the year

R Walker

A Curneen

P Wilson

A Meadows

R Swindale

#### 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 financial statements in accordance with United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice). The financial statements are required by law to give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgments and estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements,
- 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 proper accounting records that 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 1985. 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 of directors' responsibilities (continued)

In so far as the directors are aware

- there is no relevant audit information of which the company's auditors are unaware, and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website—Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions

#### **Auditors**

Grant Thornton UK LLP offer themselves for reappointment as auditors in accordance with section 385 of the Companies Act 1985

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BEHALF OF THE BOARD

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R Swindale Director

#### REPORT OF THE INDEPENDENT AUDITOR TO THE MEMBERS OF

#### HEATING PLUMBING SUPPLIES LIMITED

We have audited the financial statements of Heating Plumbing Supplies Limited for the year ended 31 December 2007 which comprise the principal accounting policies, the profit and loss account, the balance sheet, cash flow statement and notes 1 to 24 These financial statements have been prepared under the accounting policies set out therein

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. 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 auditors

The directors' responsibilities for preparing the Report of the Directors and financial statements in accordance with United Kingdom law and Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland)

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the Report of the Directors is consistent with the financial statements.

In addition we report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed

We read the Report of the Directors and consider the implications for our report if we become aware of any apparent misstatements within it

#### Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

## REPORT OF THE INDEPENDENT AUDITOR TO THE MEMBERS OF

#### HEATING PLUMBING SUPPLIES LIMITED

## Opinion

#### In our opinion

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 December 2007 and of its profit for the year then ended,
- the financial statements have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the Report of the Directors is consistent with the financial statements

GRANT THORNTON UK LLP REGISTERED AUDITORS CHARTERED ACCOUNTANTS

Northampton

10 Marh 2008

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#### PRINCIPAL ACCOUNTING POLICIES



#### **BASIS OF PREPARATION**

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

The principal accounting policies of the group are set out below. The policies have remained unchanged from the previous year.

#### **TURNOVER**

Turnover is the revenue arising from the sales of goods. It is stated at the fair value of the consideration receivable, net of value added tax, rebates and discounts

Revenue from the sale of goods is recognised when the significant risks and benefits of ownership of the product have transferred to the buyer, which may be upon shipment, completion of the product or the product being ready for delivery, based on specific contract terms

#### TANGIBLE FIXED ASSETS AND DEPRECIATION

Tangible fixed assets are stated at cost, net of depreciation and any provision for impairment

Depreciation is calculated to write down the cost less estimated residual value of all tangible fixed assets by equal annual instalments over their estimated useful economic lives. The rates generally applicable are

Computer equipment	331/3%
Racking	10%
Premises improvements	10%
Telecommunications	20%

#### **INVESTMENTS**

Investments are included at cost less amounts written off

#### THE COMPANY AS LESSEE

#### Operating lease agreements

Leases where substantially all of the risks and rewards of ownership are not transferred to the company are treated as operating leases. Rentals under operating leases are charged against profits on a straight-line basis over the period of the lease.

Operating lease incentives are recognised, on a straight-line basis, as a reduction of the rental expense over the shorter of the lease term and the period to the first rent review where market rentals will be payable

#### PRINCIPAL ACCOUNTING POLICIES



#### **STOCKS**

Stocks are stated at the lower of cost and net realisable value, after provisions are made in respect of obsolete and slow moving items, based on historical experience of utilisation on a category-by-category basis

Cost of raw materials, consumables and goods for resale is based on purchased cost on a first-in, first-out basis

Cost of work in progress and finished goods is based on the cost of direct materials and labour plus attributable overheads based on normal level of activity, on a first-in, first-out basis

Net realisable value is the estimated selling price less all further costs to complete and all costs to be incurred in marketing, selling and distribution

#### **CURRENT TAX**

The current tax charge is based on the profit for the year and is measured at the amounts expected to be paid based on the tax rates and laws substantively enacted by the balance sheet date. Current and deferred tax is recognised in the profit and loss account for the period except to the extent that it is attributable to a gain or loss that is or has been recognised directly in the statement of total recognised gains and losses.

#### DEFERRED TAX

Deferred tax is recognised on all timing differences where the transactions or events that give the company an obligation to pay more tax in the future, or a right to pay less tax in the future, have occurred by the balance sheet date. Deferred tax assets are recognised when it is more likely than not that they will be recovered. Deferred tax is measured using rates of tax that have been enacted or substantively enacted by the balance sheet date.

#### RETIREMENT BENEFITS

#### Defined contribution pension scheme

The pension costs charged against operating profits are the contributions payable to the scheme in respect of the accounting period. The company accounts for its contributions to the company pension scheme as a defined contribution scheme.

#### FINANCIAL INSTRUMENTS

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into

A financial liability exists where there is a contractual obligation to deliver cash or another financial asset to another entity, or to exchange financial assets or financial liabilities under potentially unfavourable conditions. In addition, contracts which result in the entity delivering a variable number of its own equity instruments are financial liabilities. Shares containing such obligations are classified as financial liabilities.

Finance costs and gains or losses relating to financial liabilities are included in the profit and loss account. The carrying amount of the liability is increased by the finance cost and reduced by payments made in respect of that liability. Finance costs are calculated so as to produce a constant rate of charge on the outstanding liability.

An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities. Dividends and distributions relating to equity instruments are debited directly to reserves.





For the year ended 31 December 2007

	Note	<b>2007</b> 2006
		£ £
Turnover	1	<b>28,036,888</b> 25,658,320
Cost of sales		(20,541,042) (18,953,857)
Gross profit		<b>7,495,846</b> 6,704,463
Other operating charges	2	<b>(5,407,836)</b> (4,825,781)
Operating profit		<b>2,088,010</b> 1,878,682
Interest receivable/(payable)	3	<b>12,206</b> (832)
Profit on ordinary activities before taxation	1	<b>2,100,216</b> 1,877,850
Tax on profit on ordinary activities	5	<b>(651,823)</b> (592,063)
Profit for the financial year	16	<b>1,448,393</b> 1,285,787

There were no recognised gains or losses other than the profit for the financial year

All operations of the entity are classed as continuing

**BALANCE SHEET AT 31 DECEMBER 2007** 



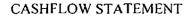
	Note	£	2007 £	£	2006 £
Fixed assets		£	I	£	r
Tangible assets	7		810,831		815,166
Investments	8		1,250		9,725
	v				
			812,081		824,891
Current assets					
Stocks	9	2,970,312		2,749,972	
Debtors	10	4,829,948		3,719,686	
Cash at bank and in hand		955,450		1,294,100	
		8,755,710		7,763,758	
Creditors: amounts falling due					
within one year	11	(4,282,104)		(4,651,136)	
Net current assets			4,473,606		3,112,622
Total assets less current liabilities			5,285,687		3,937,513
Provisions for liabilities and charges	12		(33,314)		(14,169)
Net assets			5,252,373		3,923,344
Capital and reserves					
Called up share capital	15		1,492,050		1,492,050
Share premium account	16		3,250		3,250
Profit and loss account	16		3,757,073		2,428,044
Shareholders' funds	17		5,252,373		3,923,344
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The financial statements were approved by the Board of Directors and authorised for issue on They were signed on its behalf by

Undale lott. March '08

R Swindale Director

The accompanying accounting policies and notes form an integral part of these financial statements



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Fr the year ended 31 December 2007

	Note	2007 £	2006 £
Net cash inflow from operating activities	18	866,759	1,927,216
Returns on investments and servicing of finance Interest paid Interest received		12,206	(1,849) -
Net cash outflow from returns on investments and servicing of finance		12,206	(1,849)
Taxation		(1,003,297)	(360,416)
Capital expenditure and financial investment Purchase of tangible fixed assets		(135,545)	(186,243)
Net cash outflow from capital expenditure and financial investment		(135,545)	(186,243)
Acquisitions and disposals (Purchase)/sale of investments		10,750	-
Net cash inflow from acquisitions and disposals		10,750	_ <del></del>
Equity dividends paid		(89,523)	(89,523)
Increase/(decrease) in cash	18	(338,650)	1,289,185





For the year ended 31 December 2007

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## 1 TURNOVER AND PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

The turnover and profit on ordinary activities before taxation are attributable to the wholesale distribution of domestic and plumbing appliances and supplies

The profit on ordinary activities before taxation is stated after

	2007 £	2006 £
Auditors remuneration		
- audıt	11,100	12,000
- non-audit	3,000	3,000
Depreciation		
Tangible fixed assets, owned	139,880	131,215
Other operating lease rentals	515,462	428,835
Profit on disposal of investment	2,275	
OTHER OPERATING CHARGES  Distribution costs	2007 £ 4,926,267	2006 £ 4,470,061
Administration expenses	649,790	567,352 (211,632)
Other operating income	(168,221)	(211,032)
	5,407,836	4,825,781
INTEREST (RECEIVABLE)/PAYABLE		
	2007	2006
	£	£
Bank interest (receivable)/payable	(12,206)	832





For the year ended 31 December 2007

## **DIRECTORS AND EMPLOYEES**

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Staff costs during the year were as follows		
	2007 £	2006 £
Wages and salaries Social security costs Other pension costs	3,372,909 369,560 107,284	3,019,138 331,341 92,143
Other pension costs	3,849,753	3,442,622
The average number of employees of the company during the year was		
	2007 Number	2006 Number
Sales and distribution Administration	87 7	<b>77</b> 7
	94	84
Remuneration in respect of directors was as follows		
	2007 £	2006 £
Emoluments Pension contributions to money purchase pension schemes	515,458 40,200	549,610 36,200
	555,658	585,810
During the year 4 directors (2006 4 directors) participated in money purchase pen-	sion schemes	
The amounts set out above include remuneration in respect of the highest paid dire	ctor as follows	
	2007 £	2006 £
Emoluments Pension contributions to money purchase pension schemes	122,399 10,200	132,020 9,200





For the year ended 31 December 2007

## 5 TAX ON PROFIT ON ORDINARY ACTIVITIES

The tax charge represents

	2007 £	2006 £
Corporation tax at 30% (2006 30%) and total current tax	632,678	571,843
Origination and reversal of timing differences Accelerated capital allowances	10,578 8,567	12,567 7,653
Deferred tax	19,145	20,220
Tax on profit on ordinary activities	651,823	592,063

## Factors affecting the tax charge for the year

The tax assessed for the year is different to the standard rate of corporation tax in the UK of 30% (2006 30%) The differences are explained as follows

	2007 £	2006 £
Profit on ordinary activities before tax	2,100,216	1,877,850
Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 30% (2006 30%)	630,065	563,355
Effect of Expenses not deductible for tax purposes Capital allowances for the period in arrears of depreciation Other timing differences Under provision in prior year	23,403 (6,420) (10,578) (3,792)	28,258 (7,654) (12,566) 450
Current tax charge for the year	632,678	571,843



## NOTES TO THE FINANCIAL STATEMENTS

	For the year ended 31 December 2007		
6	DIVIDEND		
	Dividend on shares classed as equity	2007 £	2006 £
	Accrued at the year end Ordinary shares - proposed final dividend of 8p per share (2006 6p)	119,364	89,523
7	TANGIBLE FIXED ASSETS		
			Office equipment fixtures and fittings
	Cost At 1 January 2007 Additions		1,347,827 135,545
	At 31 December 2007	- -	1,483,372
	Depreciation At 1 January 2007 Provided in the year		532,661 139,880
	At 31 December 2007	- -	672,541
	Net book amount at 31 December 2007	-	810,831
	Net book amount at 31 December 2006	-	815,166
8	FIXED ASSET INVESTMENTS		
			Other investments £
	Cost At 1 January 2007 Disposals		9,725 (8 475)
	At 31 December 2007	- -	1,250
	Net book amount at 31 December 2007	_	1,250
	Net book amount at 31 December 2006	<del>-</del>	9,725





For the year ended 31 December 2007

STOCKS		
	2007 £	200
Finished goods and goods for resale	2,970,312	2,749,97
DEBTORS		
	***	200
	2007 £	200
Trade debtors	4,518,313	3,476,12
Prepayments and accrued income	311,635	243,56
	4,829,948	3,719,68
CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
	2007	200
	£	
Trade creditors	2,935,769	2,921,47
Corporation tax	195,865	566,48
Other taxation and social security	540,973	453,28
Accruals and deferred income	490,133	620,36
Dividend payable	119,364	89,52
	4,282,104	4,651,13
PROVISIONS FOR LIABILITIES AND CHARGES		
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At 1 January 2007		taxation (Note 1
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For the year ended 31 December 2007

#### 13 DEFERRED TAXATION

Deferred taxation provided for in the financial statements is set out below

	2007 £	2006 £
Accelerated capital allowances Other timing differences	77,355 (44,041)	68,788 (54,619)
	33,314	14,169

#### 14 RELATED PARTY TRANSACTIONS

During the year the company made purchases on normal commercial terms of £2,267,846 from United Merchants PLC, a company of which R Walker is a director

At 31 December 2007 the total amount owing by Heating Plumbing Supplies Limited to United Merchants PLC was £152,971 (2006 £130,985)

#### 15 SHARE CAPITAL

200	2006
	£
Authorised	
Ordinary shares of £1 each 1,840,00	00 1,840,000
'A' ordinary shares of £1 each 50,00	50,000
'B' ordinary shares of £1 each 50,00	50,000
'C' ordinary shares of £1 each 50,00	50,000
'D' ordinary shares of £1 each	10,000
2,000,00	2,000,000
Allotted, called up and fully paid	
Ordinary shares of £1 each 1,332,05	<b>50</b> 1,332,050
'A' ordinary shares of £1 each 50,00	50,000
'B' ordinary shares of £1 each 50,00	50,000
'C' ordinary shares of £1 each 50,00	50,000
'D' ordinary shares of £1 each	10,000
1,492,05	1,492,050

## Share rights

All of the shares carry equal rights except in certain circumstances connected with a share sale or listing of the company, the 'A', 'B', 'C' and 'D' ordinary shareholders could be allocated consideration based on the achievement of profit targets before consideration is allocated to the ordinary shareholders





For the year ended 31 December 2007

#### 15 SHARE CAPITAL (CONTINUED)

#### Contingent rights to the allotment of shares

The company has granted options to employees in respect of 240,000 £1 ordinary shares at £1 per share exercisable on the vesting conditions being met. The options vest subject to the achievement of certain profit targets. At the year end the number of options that had vested and remained unexercised was 154,000 (2006 154,000).

## 16 SHARE PREMIUM ACCOUNT AND RESERVES

	Share premium account £	Profit and loss account £
At 1 January 2007	3,250	2,428,044
Profit for the financial year	-	1,448,393
Equity dividends	-	(119,364)
At 31 December 2007	3,250	3,757,073

The balance on the share premium account may not be distributed legally under Section 263 of the Companies Act 1985

## 17 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	2007 £	2006 £
Profit for the financial year	1,448,393	1,285,787
Dividends	(119,364)	(89,523)
Net increase in shareholders' funds Shareholders' funds at 1 January 2007	1,329,029 3,923,344	1 196,264 2,727,080
Shareholders' funds at 31 December 2007	5,252,373	3,923,344

#### 18 NET CASH INFLOW FROM OPERATING ACTIVITIES

	2007 £	2006 £
Operating profit	2,088,010	1 878,682
Depreciation	139,880	131,215
Profit on sale of fixed assets	(2,275)	-
Increase in stock	(220,340)	(686,766)
Increase in debtors	(1,110,262)	(824,586)
(Decrease)/increase in creditors	(28,254)	1 428,671
Net cash inflow from operating activities	866,759	1,927,216





For the year ended 31 December 2007

## 19 RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET FUNDS

	2007 £	2006 £
(Decrease)/increase in cash in the year and change in net funds resulting from cash flows	(338,650)	1,289,185
Net funds at 1 January 2007	1,294,100	4,915
Net funds at 31 December 2007	955,450	1,294,100

#### 20 ANALYSIS OF CHANGES IN NET FUNDS

	At I January		At 31 December	
	2007 £	Cash flow £	2007 £	
Cash at bank and in hand	1,294,100	(338,650)	955,450	

#### 21 CAPITAL COMMITMENTS

The company had no capital commitments at 31 December 2007 or 31 December 2006

#### 22 CONTINGENT LIABILITIES

There were no contingent liabilities at 31 December 2007 or 31 December 2006

#### 23 RETIREMENT BENEFITS

#### **Defined Contribution Pension Scheme**

The company operates a defined contribution pension scheme for the benefit of the employees The assets of the scheme are administered by trustees in a fund independent from those of the company





For the year ended 31 December 2007

## 24 LEASING COMMITMENTS

Operating lease payments amounting to £511,080 (2006 £481,434) are due within one year. The leases to which these amounts relate expire as follows

	Land and buildings	2007 Other	Land and Buildings	2006 Other
	£	£	£	£
Less than one year Between one and five years In five years or more	179,235 221,889	49,897 60,059	15,750 17,500 331,807	7,867 108,510
in the years of more	401,124	109,956	365,057	116,377

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