Alupack Holdings Limited

Directors' report and consolidated financial statements
31 December 2012

Registered Number - 4316677

Contents

Officers and professional advisers	1
Directors' report	2
Statement of directors' responsibilities in respect of the Directors' Report and the financial statements	4
Independent auditor's report to the members of Alupack Holdings Limited	5
Consolidated profit and loss account	7
Combined statement of movements on reserves and reconciliation of movement in shareholders' funds	8
Consolidated balance sheet	9
Company balance sheet	10
Consolidated cash flow statement	11
Notes	12

Officers and professional advisers

Directors

K Tahmasebi (Executive Chairman)
A McMurray (Non-executive)

Secretary

S G Blaken

Registered office

Isfryn Industrial Estate
Blackmill
Bridgend
Mid Glamorgan
CF35 6EQ

Bankers

Lloyds TSB Bank Plc
Lloyds Court
Milton Keynes
Buckinghamshire
MK9 3EH

Auditor

KPMG LLP
3 Assembly Square
Britannia Quay
Cardiff
CF10 4AX
United Kingdom

Directors' report

The directors present their annual report and the audited financial statements for the year ended 31 December 2012

Principal activities

Alupack Holdings Limited is a holding company The principal activity of its operating subsidiary, Coppice Alupack Limited, is the manufacture and sale of aluminium foil and ovenable board containers, principally for the food industry

Business review

Sales in 2012 were £15 7 million *(2011 £16 0 million)* In very difficult market conditions, the directors consider the results to be satisfactory Cost of raw materials, consumables, transport and energy increased during 2012 without the business being able to pass on all or some of the additional costs in higher selling prices Further, a disruption in the flow of raw materials to the business during the last quarter and the unpredictability of the demand for products caused unscheduled overtime and higher delivery charges Costs also include over £60,000 which are unlikely to be incurred again in 2013 On a positive note , net borrowings at the year end were lower by over £700,000, compared to last year

With the economic outlook uncertain and overcapacity in the market, conditions continue to be challenging However, we remain positive and subject to any unforeseen circumstances, would expect a modest improvement in 2013 The search for opportunities for expansion through acquisition in areas similar or complementary to the business is continuing

The business holds BRC/IOP (British Retail Consortium/Institute of Packaging) accreditation for highest hygiene standards

Financial risk management objectives and policies

The group's activities expose it to a number of financial risks including price risk, credit risk, cash flow risk and liquidity risk The group does not use financial derivatives to manage these risks

Cash flow risk

The group's activities expose it to the financial risks of changes in foreign currency exchange rates The group hedges its major exposure to these risks, by fixing the price of its raw material purchases in sterling at the time of purchase

Credit risk

The group's financial assets are bank balances and cash, trade and other receivables and investments

The group's credit risk is primarily attributable to its trade receivables The amounts presented in the balance sheet are net of allowances for doubtful receivables An allowance for impairment is made where there is an identified loss event which, based on previous experience, is evidence of a reduction in the recoverability of cash flows

The credit risk on liquid funds is limited because the counterparties are banks with high credit-ratings assigned by international credit-rating agencies

The group has no significant concentration of credit risk, with exposure spread over a large number of counterparties and customers The group has obtained credit insurance which covers the majority of the receivables from its customers

Directors' report *(continued)*

Liquidity risk

In order to maintain liquidity to ensure that sufficient funds are available for ongoing operations and future development, the group uses a mixture of long-term and short-term bank borrowings Borrowings bear interest at variable rates and are subject to variations in the Bank of England base interest rate

The group prepares regular rolling cash flow forecasts, which indicate that it has adequate headroom under its working capital facilities after meeting its day to day trading obligations

Price risk

The group is exposed to commodity price risk The group manages its exposure to commodity price risk by fixing the price of contracted purchase commitments in sterling at the time of placing those contracts

Dividends

The company did not declare a dividend for the financial year *(2011 £Nil)*

A dividend of £4,000,000 was declared by the company's wholly-owned subsidiary Coppice Alupack Limited on 18th April 2013 in respect of the year ended 31 December 2012

Directors

The directors of the company, who served throughout the financial year, are as shown on page 1

Charitable donations

Charitable donations during the year amounted to £863 *(2011 £655)*

Disclosure of information to auditors

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information

Auditors

Pursuant to Section 487 of the Companies Act 2006, the auditors will be deemed to be reappointed and KPMG LLP will therefore continue in office

By order of the board

S G Blaken
Secretary

Isfryn Industrial Estate
Blackmill
Bridgend
Mid Glamorgan
CF35 6EQ

18th April 2013

Statement of directors' responsibilities in respect of the Directors' Report and the financial statements

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 they have elected to prepare the group and parent company financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice)

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 group and parent company and of their profit or loss for that period In preparing each of the group and parent company 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 group and the parent company will continue in business

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the parent company's transactions and disclose with reasonable accuracy at any time the financial position of the parent company and enable them to ensure that its financial statements comply with the Companies Act 2006 They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the group and to prevent and detect fraud and other irregularities

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

KPMG LLP
3 Assembly Square
Britannia Quay
Cardiff
CF10 4AX
United Kingdom

Independent auditor's report to the members of Alupack Holdings Limited

We have audited the financial statements of Alupack Holdings Limited for the year ended 31 December 2012 set out on pages 7 to 21 The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK 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 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 set out on page 4, 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

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's web-site 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 group's and the parent company's affairs as at 31 December 2012 and of the group's loss for the year then ended,
- have been properly prepared in accordance with UK 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 for which the financial statements are prepared is consistent with the financial statements

Independent auditor's report to the members of Alupack Holdings Limited
(continued)

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 by the parent company, or returns adequate for our audit have not been received from branches not visited by us, or
- the parent company 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

Ian Pennington

Ian Pennington (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
3 Assembly Square
Britannia Quay
Cardiff
CF10 4AX
United Kingdom

18 April 2013

Consolidated profit and loss account

for the year ended 31 December 2012

	Note	2012 £'000	2011 £ 000
Turnover		**15,698**	15,965
Changes in stocks of finished goods		**325**	(278)
Raw materials and consumables		**(10,647)**	(9,746)
Other external charges		**(2,118)**	(2,073)
Staff costs	5	**(2,592)**	(2,538)
Depreciation and amortisation		**(790)**	(793)
Operating (loss)/profit	2	**(124)**	537
Interest payable and similar charges	6	**(207)**	(202)
(Loss)/profit on ordinary activities before taxation		**(331)**	335
Tax on (loss)/profit on ordinary activities	7	**(3)**	(176)
(Loss)/profit for the financial year		**(334)**	159

All activities derive from continuing operations

There have been no recognised gains and losses for the current or the prior financial year other than as stated in the profit and loss account and, accordingly, no separate statement of total recognised gains and losses is presented

Combined statement of movements on reserves and reconciliation of movement in shareholders' funds

for the year ended 31 December 2012

	Share capital £'000	Share premium £'000	Profit and loss account £'000	Total 2012 £'000	Total 2011 £'000
Group					
Balance at 1 January	100	59	2,904	3,063	2,904
(Loss)/profit for the financial year	-	-	(334)	(334)	159
Balance at 31 December	**100**	**59**	**2,570**	**2,729**	**3,063**
Company					
Balance at 1 January	100	59	242	401	562
Loss for the financial year	-	-	(4,203)	(4,203)	(161)
Balance at 31 December	**100**	**59**	**(3,961)**	**(3,802)**	**401**

Consolidated balance sheet
at 31 December 2012

	Note	2012 £'000	2011 £'000
Fixed assets			
Intangible assets	*8*	**3,052**	3,385
Tangible assets	*9*	**3,916**	4,077
		6,968	7,462
Current assets			
Stocks	*11*	**1,410**	2,625
Debtors	*12*	**3,320**	2,698
Cash at bank and in hand		**842**	124
		5,572	5,447
Creditors amounts falling due within one year	*13*	**(3,150)**	(3,144)
Net current assets		**2,422**	2,303
Total assets less current liabilities		**9,390**	9,765
Creditors· amounts falling due after more than one year	*14*	**(6,500)**	(6,500)
Provisions for liabilities	*15*	**(161)**	(202)
Net assets		**2,729**	3,063
Capital and reserves			
Called up share capital	*16*	**100**	100
Share premium account		**59**	59
Profit and loss account		**2,570**	2,904
Shareholders' funds		**2,729**	3,063

These financial statements were approved by the board of directors on 18th April 2013 and were signed on its behalf by

K Tahmasebi
Director

Company balance sheet
at 31 December 2012

	Note	2012 £'000	2011 £'000
Fixed assets			
Investment in subsidiaries	*10*	**5,171**	9,209
Current assets			
Debtors	*12*	**4,920**	4,920
Creditors: amounts falling due within one year	*13*	**(51)**	(51)
Net current assets		**4,869**	4,869
Total assets less current liabilities		**10,040**	14,078
Creditors: amounts falling due after more than one year	*14*	**(13,842)**	(13,677)
Net (liabilities)/assets		**(3,802)**	401
Capital and reserves			
Called up share capital	*16*	**100**	100
Share premium account		**59**	59
Profit and loss account	*3*	**(3,961)**	242
Shareholders' funds		**(3,802)**	401

These financial statements were approved by the board of directors on 18th April 2013 and were signed on its behalf by

K Tahmasebi
Director

Consolidated cash flow statement

for the year ended 31 December 2012

	Note	2012 £'000	2011 £'000
Net cash inflow from operating activities	20	**1,346**	1,021
Returns on investments and servicing of finance			
Interest paid		**(207)**	(202)
Net cash outflow from returns on investments and servicing of finance		**(207)**	(202)
Taxation			
Corporation tax paid		**(142)**	(316)
		(142)	(316)
Capital expenditure and financial investment			
Payments to acquire tangible fixed assets		**(297)**	(134)
Receipts from sales of tangible fixed assets		**18**	12
Net cash outflow from capital expenditure and financial investment		**(279)**	(122)
Net cash inflow before financing		**718**	381
Financing			
Net loans repaid (net of issue costs)		-	(244)
Net cash outflow from financing		-	(244)
Increase in cash in the year	21,22	**718**	137

Notes
(forming part of the financial statements)

1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the financial statements

Basis of preparation

The financial statements are prepared on the going concern basis in accordance with applicable accounting standards and under the historical cost accounting rules

The company has taken advantage of the exemption contained in Financial Reporting Standard No 8 and has therefore not disclosed transactions or balances with entities which form part of the group

Basis of consolidation

The consolidated financial statements incorporate the financial statements of the company and all of its subsidiary undertakings

Under section 408 of the Companies Act 2006 the company is exempt from the requirement to present its own profit and loss account The amount of the profit or loss for the financial year dealt with in the accounts of Alupack Holdings Limited is disclosed in note 3 of these financial statements

Goodwill

Purchased goodwill (representing the excess of the fair value of the consideration given over the fair value of the separate net assets acquired) arising on consolidation is capitalised and amortised by equal annual instalments over its estimated useful life of 20 years

Investments

Fixed asset investments are stated at cost less provision for impairment

Notes *(continued)*

2 Operating profit

	2012	2011
	£'000	£'000
Operating profit is after charging/(crediting)		
Goodwill amortisation	**333**	333
Depreciation and amounts written off tangible fixed assets	**457**	460
Profit on disposal of fixed assets	**(17)**	(2)
Foreign exchange differences	**6**	2
Auditor's remuneration		
audit services	**16**	17
taxation services	**3**	3

3 Company profit and loss account

The directors have relied upon the exemptions contained within section 408 of the Companies Act 2006 in not presenting the profit and loss account of Alupack Holdings Limited The loss shown in the separate financial statements of the company for the year is £4,203,000 *(2011 £161,000)*

A dividend of £4,000,000 was declared by the company's wholly-owned subsidiary, Coppice Alupack Limited on 18th April 2013

The company audit fee is borne by its subsidiary, Coppice Alupack Limited

4 Directors' emoluments

	2012	2011
	£'000	£'000
Directors' emoluments	**150**	179
Money purchase pension scheme contributions	**27**	27
	177	206

Retirement benefits are accruing to one director *(2011 one)* under money purchase schemes

Notes *(continued)*

1 Accounting policies *(continued)*

Tangible fixed assets

Tangible fixed assets are stated at cost, less accumulated depreciation Depreciation is calculated so as to write off the cost or valuation of the tangible fixed assets, on a straight-line basis, to their estimated residual value over the expected useful economic lives of the assets concerned The principal rates are as follows

Freehold buildings	-	50 years
Plant and machinery	-	5-15 years
Office furniture and equipment	-	2 years
Motor vehicles	-	3 years

No depreciation is provided on freehold land

Stocks

Stocks are stated at the lower of cost and net realisable value Cost includes materials and, where appropriate, an attributable proportion of direct labour and production overheads

Taxation

Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date

Deferred taxation is provided in full on timing differences that result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in the financial statements

Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered Deferred tax assets and liabilities are not discounted

Turnover

Turnover represents the value of goods and services invoiced to customers during the period, net of any returns and rebates, and excludes any value added tax thereon It primarily arises in the United Kingdom and Europe Revenue is recognised on the despatch of goods The directors consider turnover to arise from one class of business, the group's principal activity

Pension costs

Retirement benefits for eligible employees are funded by contributions from the group and employees to a separate defined contribution pension scheme The amount charged to the profit and loss account in respect of pension costs is the contribution payable in the year Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments in the balance sheet

Foreign currency

Transactions denominated in foreign currencies are translated into sterling at the rates ruling at the dates of the transactions Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are translated at the rates ruling at that date These translation differences are dealt with in the profit and loss account

Notes *(continued)*

5 Staff numbers and costs

The average number of persons employed by the group (including directors) during the year, analysed by category, was as follows

	2012	2011
	No	No
Production	**104**	109
Administration	**13**	12
	117	121

The aggregate payroll costs of these persons were as follows

	2012	2011
	£'000	£ 000
Wages and salaries	**2,280**	2,228
Social security costs	**200**	197
Other pension costs (note 19)	**112**	113
	2,592	2,538

6 Interest payable and similar charges

	2012	2011
	£'000	£'000
Bank and other loans and overdrafts	**207**	202

Notes *(continued)*

7 Taxation

Analysis of charge/(credit) in period

	2012 £'000	2011 £'000
Current taxation		
UK corporation tax	**44**	212
Adjustment in respect of prior periods	**-**	(1)
Total current tax	**44**	211
Deferred tax		
Origination/reversal of timing differences	**(41)**	(35)
Total deferred tax	**(41)**	(35)
Tax on profit on ordinary activities	**3**	176

Factors affecting the tax charge for the current year

The current tax charge for the year is higher *(2011 higher)* than the standard rate of corporation tax in the UK of 24 5% *(2011 26 5%)* The differences are explained below

	2012 £'000	2011 £'000
(Loss)/profit on ordinary activities before tax	**(331)**	335
Tax on (loss)/profit on ordinary activities before tax at 24 5% *(2011 26 5%)*	**(81)**	89
Factors affecting charge for the year·		
Expenses not deductible for tax purposes	**82**	81
Capital allowances in excess of depreciation	**43**	42
Adjustment in respect of prior periods	**-**	(1)
Current tax charge for the year (see above)	**44**	211

Notes *(continued)*

8 Intangible fixed assets

Group	Goodwill £'000
Cost	
At 1 January 2012 and at 31 December 2012	6,650
Amortisation	
At 1 January 2012	3,265
Charge for the year	333
At 31 December 2012	3,598
Net book value	
At 31 December 2012	**3,052**
At 31 December 2011	3,385

9 Tangible fixed assets

Group	Freehold land and buildings £'000	Plant and machinery £'000	Office furniture and equipment £'000	Motor vehicles £'000	Total £'000
Cost					
At 1 January 2012	3,937	9,306	133	179	13,555
Additions	-	230	-	67	297
Disposals	-	-	-	(65)	(65)
At 31 December 2012	3,937	9,536	133	181	13,787
Depreciation					
At 1 January 2012	1,024	8,216	117	121	9,478
Charge for the year	77	320	11	49	457
Disposals	-	-	-	(64)	(64)
At 31 December 2012	1,101	8,536	128	106	9,871
Net book value					
At 31 December 2012	**2,836**	**1,000**	**5**	**75**	**3,916**
At 31 December 2011	2,913	1,090	16	58	4,077

Notes *(continued)*

10 Fixed asset investments

	2012	2011
	£'000	£'000
Company		
Investment in subsidiaries at 1 January 2012	**9,209**	9,209
Provision	**(4,038)**	-
Investment in subsidiaries at 31 December 2012	**5,171**	9,209

The investment in subsidiaries represents 100% of the issued share capital of Coppice Group Limited, acquired on 8 March 2002, and 100% of the issued share capital of Coppice Alupack Limited, acquired in December 2003

A provision has been made against the carrying value of the investment in Coppice Group Limited to reduce its carrying value to the value of net assets at 31 December 2012

The company's subsidiary undertakings, all of which are wholly owned and are registered and operate in England and Wales, are as follows

Subsidiary undertaking	**Principal activity**
Coppice Alupack Limited	Manufacture and sale of aluminium foil and ovenable board containers
Coppice Group Limited	Dormant
Harcourt Group Limited *	Dormant
Coppice Foil Containers Limited *	Dormant
Coppice Alupack (Birmingham) Limited *	Dormant

* Not held directly by Alupack Holdings Limited

11 Stocks

	2012	2011
	£'000	£'000
Group		
Raw materials and consumables	**1,097**	1,987
Finished goods and goods for resale	**313**	638
	1,410	2,625

12 Debtors

	Group 2012 £'000	Company 2012 £'000	Group 2011 £'000	Company 2011 £'000
Trade debtors	**3,180**	-	2,618	-
Amounts owed by group undertakings	-	**4,919**	-	4,919
Other debtors	**70**	**1**	4	1
Prepayments and accrued income	**70**	-	76	-
	3,320	**4,920**	2,698	4,920

Notes *(continued)*

13 Creditors: amounts falling due within one year

	Group 2012 £'000	**Company 2012 £'000**	Group 2011 £'000	Company 2011 £'000
Trade creditors	**2,210**	**2**	2,196	2
Other creditors, including taxation and social security	**410**	**49**	641	49
Corporation tax	**43**	**-**	142	-
Accruals and deferred income	**487**	**-**	165	-
	3,150	**51**	3,144	51

The bank loans and overdrafts are secured by fixed and floating charges over the assets of the Group

14 Creditors: amounts falling due after more than one year

	Group 2012 £'000	**Company 2012 £'000**	Group 2011 £'000	Company 2011 £ 000
Bank and other loans	**6,500**	**6,500**	6,500	6,500
Amounts owed to group undertakings	**-**	**7,342**	-	7,177
	6,500	**13,842**	6,500	13,677
Maturity of bank and other loans				
Between two and five years	**6,500**	**6,500**	6,500	6,500
	6,500	**6,500**	6,500	6,500

Bank and other loans represent the subordinated loan of £6,500,000 *(2011 £6,500,000)*, repayable in instalments by agreement between the company and the loan note holder, bearing interest at commercial rates, being bank base rate plus 2 5% per annum

Notes *(continued)*

15 Provisions for liabilities

	Deferred tax £'000
Group	
At 1 January 2012	202
Credit for the year	(41)
At 31 December 2012	**161**

The amounts of deferred taxation provided in the financial statements are as follows

	2012 £'000	2011 £'000
Accelerated capital allowances	**164**	206
Short-term timing differences	**(3)**	(4)
	161	202

A reduction in the rate from 26% to 25% (effective from 1 April 2012) was substantively enacted on 5 July 2011, and further reductions to 24% (effective from 1 April 2012) and 23% (effective from 1 April 2013) were substantively enacted on 26 March 2012 and 3 July 2012 respectively

This will reduce the company's future current tax charge accordingly The deferred tax asset at 31 December 2012 has been calculated based on the rate of 23% substantively enacted at the balance sheet date

The 2012 Autumn statement on 5 December 2012 announced that the UK corporation tax rate will reduce to 21% by 2014 It has not yet been possible to quantify the full anticipated effect of the announced further 2% rate reduction, although this will further reduce the company's future current tax charge and reduce the company's deferred tax asset accordingly

16 Called up share capital

	2012 £	2011 £
Authorised called up, allotted and fully paid		
65,001 "A" ordinary shares of £1 each	**65,001**	65,001
34,999 "B" ordinary shares of £1 each	**34,999**	34,999
	100,000	100,000

The rights attached to the "A" and "B" ordinary shares rank pari passu in all respects except in circumstances where certain conditions with regards to the financial performance of the company have not been met or the holders of the "B" ordinary shares are in material breach of the agreement between the shareholders of the company, when the holders of the "A" ordinary shares can exercise any and all rights including any voting rights attached to the "B" ordinary shares In addition, if the holders of "A" ordinary shares wish to transfer their shares in the company to a third party, then the holders of such "A" ordinary shares have the option to require the holders of "B" ordinary shares to transfer all their shares in the company on the same terms to the same third party

Notes *(continued)*

17 Capital commitments

	Group 2012 £'000	Company 2012 £'000	Group 2011 £'000	Company 2011 £'000
Amounts contracted for, but not provided	**29**	**-**	-	-

18 Contingent liabilities

Under group banking arrangements, the company has given guarantees, together with certain other group companies, in respect of bank loans and short-term bank borrowings of other group companies which, at 31 December 2012, amounted to £Nil *(2011 £Nil)*

19 Pensions

The group operates a defined contribution pension scheme through Friends Life The pension cost charge for the year represents contributions payable by the group to the scheme and amounted to £112,000 *(2011 £113,000)*

No pension contributions were outstanding at the year end or at the end of 2011

20 Reconciliation of operating profit to net cash inflow from operating activities

	2012 £'000	2011 £'000
Operating (loss)/profit	**(124)**	537
Goodwill amortisation	**333**	333
Depreciation	**457**	460
Profit on sale of tangible fixed assets	**(17)**	(2)
Decrease/(increase) in stocks	**1,215**	(699)
(Increase)/decrease in debtors	**(622)**	144
Increase in creditors	**104**	248
Net cash inflow from operating activities	**1,346**	1,021

Notes *(continued)*

21 Analysis of net debt

	At 1 January 2012 £'000	Net cash flows £'000	**At 31 December 2012 £'000**
Cash at bank and in hand	124	718	**842**
Debt due after one year	(6,500)	-	**(6,500)**
Net debt	(6,376)	718	**(5,658)**

22 Reconciliation of net cash flow to movement in net debt

	2012 £'000	2011 £'000
Increase in cash in the year	**718**	137
Cash outflow from decrease in debt	**-**	244
Change in net debt resulting from cash flows	**718**	381
Net debt at start of the year	**(6,376)**	(6,757)
Net debt at end of the year	**(5,658)**	(6,376)

23 Related party transactions

Included within bank and other loans is £6,500,000 *(2011 £6,500,000)* payable to Lloyds Development Capital, a related party by way of share ownership Further detail is provided in note 15

24 Ultimate parent undertaking and controlling party

Alupack Holdings Limited is the parent company of the smallest and largest group which prepares group financial statements The directors consider there to be no ultimate controlling party