

Brita Manufacturing (UK) Limited

Report and Financial Statements

31 December 2010

WEDNESDAY



AESZJX50

A44

31/08/2011

95

COMPANIES HOUSE

Directors

D Banfield
R Belz
M Hankammer
C West

Secretary

H J Siegrist

Auditors

Ernst & Young LLP
Apex Plaza
Reading RG1 1YE

Bankers

UniCredit Bank AG
Moor House
120 London Wall
London EC2Y 5ET

Registered Office

Brita House
9 Granville Way
Bicester
Oxon OX26 4JT

Directors' report

The directors present their report and financial statements for the year ended 31 December 2010

Results and dividends

The profit for the year, after taxation, amounted to £948,158 (2009 – profit of £845,505) No interim dividends were paid during the year and the directors recommend a final dividend of £1,500,000 be declared for approval at the AGM (2009 – £nil)

Principal activities and review of the business

The principal activity of the company during the year was the manufacture of water filtration cartridges for the Brita Group. The company is one of three main plants for Brita Group and is dependent for sales on demand from the sales and distribution entities within the Group.

Manufactured cartridge volume decreased 7% during the year with efficient allocation of group demand across the group's manufacturing facilities requiring less UK production. Logistics and customisation services sales in 2010 were £1million (2009 – £1.1million). Gross margin % grew from 16.5% to 18%, negating the impact of the reduction in sales. Distribution costs were impacted by increased plant maintenance costs, but the absence of last years one-off costs for the implementation of SAP meant that the operating margin grew to 7%.

The company monitors its production efficiency using KPIs including reject rates and standard costs.

Future developments

The directors aim to maintain the management policies which have resulted in the company's profitable results.

Principal risks and uncertainties

The principal risk to the business is the variability in demand for its products and services from the group's sales and distribution entities, which is itself a function of market demand.

The company is also affected by the raw material prices affecting plastics and other ingredients of its products.

Whilst sales are now priced in sterling, the majority of cost of sales are denominated in euros and this exposure is the most significant financial risk to which the company is exposed. The company uses forward foreign currency contracts to reduce exposure to the variability of foreign exchange rates.

Derivatives – Fair Value

The unrealised gain at 31 December 2010 of derivatives held by the business was as follows:

Forward foreign exchange contracts £99,693 unrealised gain (2009 – unrealised gain of £41,456)

Going concern

The company's business activities, together with the factors likely to affect its future development are discussed elsewhere in this report.

The company has no third party borrowings and during the year repaid most of its loan from its sister company, Brita Water Filter Systems Ltd (BWFS). Should any unanticipated need for funding arise the company is able to borrow funds from its immediate parent company Brita GmbH, which is willing and able to provide support. The company is profitable.

Directors' report (continued)

Going concern (continued)

The company is dependent for its revenues on the level of activity within BWFS and other BRITA group companies and the directors have considered the possibility of change in this demand for the company's resources. Having made due enquiries of other members of the group and considered the business development of its main intercompany customers the directors are satisfied that any foreseeable change in this demand will not significantly adversely affect its performance.

As a result, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the annual financial statements.

Directors

The directors who served the company during the year were as follows:

D Banfield
R Belz
M Hankammer
C West

The company is a wholly owned subsidiary of Brita GmbH. M Hankammer is also a director of the parent company.

Directors' liability

The company has granted an indemnity to one or more of its directors against liability in respect of proceedings brought by third parties, subject to the conditions set out in section 234 of the Companies Act 2006. Such qualifying third party indemnity provision remains in force as at the date of approving the directors' report.

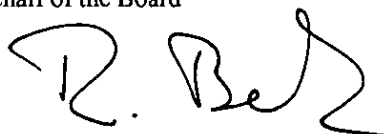
Disclosure of information to the auditors

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information, being information needed by the auditor in connection with preparing its report, of which the auditor is unaware. Having made enquiries of fellow directors and the company's auditor, the directors have taken all the steps that they are obliged to take as directors in order to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

Auditors

A resolution to reappoint Ernst & Young LLP as auditors will be put to the members at the Annual General Meeting.

On behalf of the Board



R Belz

Director

Date 28.2.2011

Statement of directors' responsibilities

The directors are responsible for preparing the annual 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 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, 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 proper 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.

Independent auditor's report

to the members of Brita Manufacturing (UK) Limited

We have audited the financial statements of Brita Manufacturing (UK) Limited for the year ended 31 December 2010 which comprise the Profit and Loss Account, the Statement of Total Recognised Gains and Losses, the Balance Sheet, the Statement of Cash Flows and the related notes 1 to 19. 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 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

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

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.

Opinion on the 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 2010 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 for which the financial statements are prepared is consistent with the financial statements.

Independent auditor's report

to the members of Brita Manufacturing (UK) 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, 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



David Brown (Senior Statutory Auditor)
For and on behalf of Ernst & Young LLP (Statutory Auditor)
Reading

Date

28/02/2011

Profit and loss account

for the year ended 31 December 2010

	Notes	2010 £	2009 £
Turnover	2	18,558,458	20,200,295
Cost of sales		15,194,475	16,871,560
Gross profit		3,363,983	3,328,735
Distribution costs		1,430,878	1,214,211
Administrative expenses – general		606,771	531,025
Administrative expenses – SAP ERP implementation		–	371,495
Total Administration Expenses		606,771	902,520
Operating profit	3	1,326,334	1,212,004
Interest receivable and similar income	6	–	274
Interest payable and similar charges	7	(9,016)	(31,980)
		(9,016)	(31,706)
Profit on ordinary activities before taxation		1,317,318	1,180,298
Tax on profit on ordinary items	8	369,160	334,793
Profit retained for the financial year	14	948,158	845,505

All amounts relate to continuing activities

Statement of total recognised gains and losses

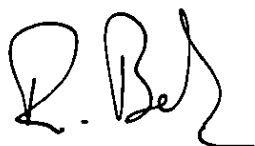
for the year ended 31 December 2010

There are no recognised gains or losses other than the profit of £948,158 attributable to the shareholders of the company for the year ended 31 December 2010 (2009 – profit of £845,505)

Balance sheet

at 31 December 2010

	Notes	2010 £	2009 £
Fixed assets			
Tangible fixed assets	9	2,261,689	2,849,347
Current assets			
Stocks	10	478,107	505,437
Debtors	11	835,789	3,538,266
Cash at bank		2,793,834	31,712
		4,107,730	4,075,415
Creditors amounts falling due within one year	12	1,529,557	2,965,954
Net current assets		2,578,173	1,109,461
Total assets less current liabilities		4,839,862	3,958,808
Provisions for liabilities and charges			
Deferred taxation	8(c)	155,442	222,546
Net assets		4,684,420	3,736,262
Capital and reserves			
Called up share capital	13	700,000	700,000
Profit and loss account	14	3,984,420	3,036,262
Shareholders' funds		4,684,420	3,736,262



R Belz

Director

Date 28.2.2011

Statement of cash flows

for the year ended 31 December 2010

	<i>Notes</i>	<i>2010</i> £	<i>2009</i> £
Net cash inflow from operating activities	15(a)	3,359,671	153,275
Returns on investments and servicing of finance	15(b)	–	274
Taxation	15(c)	(514,114)	(157,935)
Capital expenditure and financial investment	15(d)	(83,435)	(111,224)
Increase/ (decrease) in cash		<u>2,762,122</u>	<u>(115,610)</u>

Reconciliation of net cash flow to movement in net funds

	<i>Notes</i>	<i>2010</i> £	<i>2009</i> £
Increase/ (decrease) in cash		2,762,122	(115,610)
Movement in net funds		<u>2,762,122</u>	<u>(115,610)</u>
Net funds at 1 January	15(e)	31,712	147,322
Net funds at 31 December	15(e)	<u>2,793,834</u>	<u>31,712</u>

Notes to the financial statements

at 31 December 2010

1. Accounting policies

Basis of preparation

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

Tangible fixed assets

All fixed assets are initially recorded at cost

Depreciation is provided on all tangible fixed assets, at rates calculated to write off the cost, less estimated residual value based on prices prevailing at the date of acquisition of each asset evenly over its expected useful life, as follows

Plant and machinery	–	over 3 to 8 years
Fixtures and fittings	–	over 10 years
Computer Equipment	–	over 3 years

The carrying values of tangible fixed assets are reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable

Depreciation commences when the asset is brought into use

Stocks

Stock has been valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items

Revenue recognition

Revenue is recognised to the extent that the company obtains the right to consideration in exchange for its performance. Revenue is measured at the fair value of the consideration received, excluding discounts, rebates, VAT and other sales taxes or duty. The following criteria must also be met before revenue is recognised

Sale of goods

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer

Sale of services

Revenue from the provision of logistics and customisation services is recognised by reference to the stage of completion. Stage of completion is measured by reference to labour hours incurred or pallets handled within a period

Notes to the financial statements

at 31 December 2010

1. Accounting policies (continued)

Deferred taxation

Deferred taxation is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or right to pay less or to receive more, tax, with following exception

- Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date

Foreign currencies

Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction

Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the balance sheet date. All differences are taken to the profit and loss account

Where possible, foreign currency exposures are hedged to achieve a rate better than or equal to the budgeted rate for the year, using either economic or financial hedges

Operating leases

Rentals payable under operating leases are charged into the profit and loss account on a straight line basis over the lease term

Pensions

The company's sister company, Brita Water Filter Systems Limited, operates a defined contribution pension scheme to which employees of Brita Manufacturing (UK) Limited can belong. The assets of the scheme are held separately from those of the company in an independently administered fund. The amounts charged to the profit and loss account represent the contributions payable to the scheme in respect of the accounting period

2. Turnover

The turnover shown in the profit and loss account represents amounts invoiced during the year, net of value added tax and trade discounts. Turnover is attributable to the two principal activities of the company being the manufacture of water filtration cartridges and the provision of warehouse services

An analysis of turnover by geographical market is given below

	2010	2009
	£	£
Germany – Goods	17,591,201	19,112,126
Germany – Services	94,768	90,270
United Kingdom – Services	872,489	997,569
Switzerland – Services	–	330
	<u>18,558,458</u>	<u>20,200,295</u>

Notes to the financial statements

at 31 December 2010

3. Operating profit

This is stated after charging

	2010 £	2009 £
Auditors' remuneration – audit of financial statements	10,454	11,000
– taxation services	9,800	6,250
	<u>10,454</u>	<u>11,000</u>
Depreciation of owned fixed assets	671,093	653,498
	<u>671,093</u>	<u>653,498</u>
Operating lease rentals – plant and machinery	35,037	49,614
	<u>35,037</u>	<u>49,614</u>
Net loss on foreign currency translation	12,447	26,896
	<u>12,447</u>	<u>26,896</u>

4. Directors' emoluments

	2010 £	2009 £
Emoluments	85,121	79,847
	<u>85,121</u>	<u>79,847</u>
Company contributions paid to defined contribution pension schemes	6,877	5,882
	<u>6,877</u>	<u>5,882</u>
	<i>No</i>	<i>No</i>
Members of defined contribution pension schemes	1	1
	<u>1</u>	<u>1</u>

Certain directors of the company are also directors or officers of other companies within the Brita GmbH group and remunerated by other group companies. These directors' services to the company do not occupy a significant amount of their time. As such these directors do not consider that they receive any remuneration for their incidental services to the company for the years ended 31 December 2009 and 31 December 2010.

Notes to the financial statements

at 31 December 2010

5. Staff costs

	2010	2009
	£	£
Wages and salaries	1,336,919	1,414,238
Social security costs	130,151	137,495
Other pension costs	56,230	43,731
	<u>1,523,300</u>	<u>1,595,464</u>

The average monthly number of employees during the year was as follows

	2010	2009
	No	No
Production staff	27	29
Distribution staff	27	26
Administrative staff	5	5
	<u>59</u>	<u>60</u>

6. Interest receivable and similar income

	2010	2009
	£	£
Bank interest receivable	–	274

7. Interest payable and similar charges

	2010	2009
	£	£
Interest payable to fellow subsidiary	9,016	31,979
Other interest payable	–	1
	<u>9,016</u>	<u>31,980</u>

Notes to the financial statements

at 31 December 2010

8. Tax

(a) Tax on profit on ordinary activities

The tax charge is made up as follows

	2010 £	2009 £
<i>Current tax</i>		
UK corporation tax on the profits for the year	443,648	397,016
(Over)/under provision in prior years	(7,384)	12,760
Total current tax (note 8(b))	436,264	409,776
<i>Deferred tax</i>		
Origination and reversal of timing differences	(67,104)	(74,983)
Effect of increased tax rate on opening liability	—	—
Total deferred tax (note 8(c))	(67,104)	(74,983)
Tax on profit on ordinary activities	369,160	334,793

(b) Factors affecting the current tax charge for the year

The tax assessed for the year is higher than the standard rate of corporation tax in the UK of 28% (2009 – 28%) The differences are explained below

	2010 £	2009 £
Profit on ordinary activities before tax	1,317,318	1,180,298
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 28% (2009 – 28%)	368,849	330,483
<i>Effects of</i>		
Expenses not deductible for tax purposes	4,668	3,136
Depreciation in excess of capital allowances	68,912	63,794
(Over)/under provision in prior years	(7,384)	12,760
Other timing differences	1,219	(397)
Current tax for the year (note 8(a))	436,264	409,776

Notes to the financial statements

at 31 December 2010

8. Tax (continued)

(c) Deferred tax

	£
At 1 January 2010	(222,546)
Profit and loss account (note 8 (a))	67,104
At 31 December 2010	(155,442)

The deferred tax liability consists of

	2010 £	2009 £
Accelerated capital allowances	(167,939)	(222,546)
Other timing differences	12,497	–
Provision for deferred tax liabilities	(155,442)	(222,546)

The recent UK Budget announced that the UK rate of corporation tax will reduce by 1% each year for the next 4 years from 28% to 24%, commencing 1 April 2011. As the reduction to 27% was enacted at the balance sheet date, the deferred tax liability has been recognised at a rate of 27%. The potential impact of the reduction in the rate on the deferred liability in respect of accelerated capital allowances is £18,660 and on the deferred tax asset in respect of other timing differences is £1,389.

The effect on the Company of the future reductions in the rate will be reflected in the Company's financial statements in future years, as appropriate, once the proposals have been substantively enacted.

Notes to the financial statements

at 31 December 2010

9. Tangible fixed assets

	<i>Plant and machinery</i> £	<i>Fixtures and fittings</i> £	<i>Total</i> £
At 1 January 2010	5,197,102	58,172	5,255,274
Additions	83,435	–	83,435
At 31 December 2010	5,280,537	58,172	5,338,709
Depreciation			
At 1 January 2010	2,392,152	13,775	2,405,927
Provided during the year	665,256	5,837	671,093
At 31 December 2010	3,057,408	19,612	3,077,020
Net book value			
At 31 December 2010	2,223,129	38,560	2,261,689
At 1 January 2010	2,804,950	44,397	2,849,347

Included in Plant and Machinery is computer equipment with a NBV of £47,241 (2009 £61,750)

Plant & Machinery includes spare parts £194,117 (2009 £162,847), which are non saleable and are currently not in use, therefore not being depreciated

10. Stocks

	<i>2010</i> £	<i>2009</i> £
Raw materials	478,107	505,437

There is no material difference between the balance sheet value of stocks and their replacement cost

11. Debtors

	<i>2010</i> £	<i>2009</i> £
Amounts owed by group undertakings	817,202	3,523,873
Other debtors	4,014	7,172
Prepayments and accrued income	14,573	7,221
	835,789	3,538,266

Notes to the financial statements

at 31 December 2010

12. Creditors: amounts falling due within one year

	2010	2009
	£	£
Trade creditors	374,886	500,737
Amounts owed to group undertakings	335,693	1,319,866
Corporation tax	230,989	308,733
Other taxation	431,319	692,748
Accruals and deferred income	156,670	143,870
	<u>1,529,557</u>	<u>2,965,954</u>

13. Issued share capital

	No	2010	No	2009
		£		£
<i>Allotted, called up and fully paid</i>				
Ordinary shares of £1 each	700,000	<u>700,000</u>	700,000	<u>700,000</u>

14. Reconciliation of shareholders' funds and movements on reserves

	Share capital	Profit and loss account	Total share-holders' funds
	£	£	£
At 1 January 2009	700,000	2,190,757	2,890,757
Profit for the year	–	845,505	845,505
At 1 January 2010	<u>700,000</u>	<u>3,036,262</u>	<u>3,736,262</u>
Profit for the year	–	948,158	948,158
At 31 December 2010	<u>700,000</u>	<u>3,984,420</u>	<u>4,684,420</u>

Notes to the financial statements

at 31 December 2010

15. Notes to the statement of cashflows

(a) Reconciliation of operating profit to net cash inflow from operating activities

	2010 £	2009 £
Operating Profit	1,326,334	1,212,004
Depreciation	671,093	653,498
Decrease / (increase) in stocks	27,330	180,775
Decrease/ (increase) in debtors	2,702,477	(3,471,466)
(Decrease)/ increase in creditors	(1,367,563)	1,578,464
Net cash inflow from operating activities	<u>3,359,671</u>	<u>153,275</u>

(b) Returns on investments and servicing of finance

	2010 £	2009 £
Interest received	–	274
	<u>–</u>	<u>274</u>

(c) Taxation

	2010 £	2009 £
Corporation tax paid	(514,114)	(157,935)
	<u>(514,114)</u>	<u>(157,935)</u>

(d) Capital expenditure

	2010 £	2009 £
Payments to acquire tangible fixed assets	(83,435)	(111,224)
	<u>(83,435)</u>	<u>(111,224)</u>

(e) Analysis of changes in net funds

	At 1 January 2010 £	Cash Inflows £	At 31 December 2010 £
Cash at bank and in hand	31,712	2,762,122	2,793,834
	<u>31,712</u>	<u>2,762,122</u>	<u>2,793,834</u>

Notes to the financial statements

at 31 December 2010

16. Commitments under operating leases

At 31 December 2010 the company had annual commitments under non-cancellable operating leases as set out below

	2010 £	2009 £
Operating Leases which expire		
Within one year	–	5,969
In two to five years	37,789	17,456
	<u>37,789</u>	<u>23,425</u>

17. Derivatives

The company purchases forward foreign currency contracts to hedge currency exposure on firm future commitments. The fair values of the derivatives held at the balance sheet date, determined by reference to their market values, are as follows

	2010 £	2009 £
Forward foreign currency contracts	3,099,692	2,387,782
	<u>3,099,692</u>	<u>2,387,782</u>

18. Related party transactions

The company is a wholly owned subsidiary of Brita GmbH and is included in the company's consolidated financial statements. Accordingly, the company has taken advantage of the exemption in FRS 8 from disclosing transactions with wholly owned fellow subsidiary companies of the Brita GmbH Group.

19. Ultimate parent undertaking and controlling party

The ultimate holding company and controlling party is Hanvest Holding GmbH, a company incorporated in Germany. The only company in the group preparing group financial statements is Brita GmbH (Brita Manufacturing (UK) Limited's immediate parent). They are not available to the public.