Company Registration No 04859829

ALTAVIA HTT LIMITED

Report and Financial Statements

31 December 2011

Deloitte LLP Leeds



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2011 REPORT AND FINANCIAL STATEMENTS

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2011 REPORT AND FINANCIAL STATEMENTS

OFFICERS AND PROFESSIONAL ADVISERS

DIRECTORS

James Reid Robert North Paul D Ballinger Lorenzo Bertagnolio Raphael Palti Laurent Saumon Sebastian Reydon

SECRETARY

James Reid

REGISTERED OFFICE

Unit 4 Park Square Newton Chambers Road Thorncliffe Park Chapeltown Sheffield S35 2PH

AUDITOR

Deloitte LLP Chartered Accountants and Statutory Auditor Leeds

BANKERS

The Royal Bank of Scotland plc Corporate Banking 3rd Floor 2 Whitehall Quay Leeds LS1 4HR

DIRECTORS' REPORT

The directors present their annual report on the affairs of the company, together with the financial statements and auditor's report, for the year ended 31 December 2011

PRINCIPAL ACTIVITY AND BUSINESS REVIEW

Principal activity of the company continued to be that of print management. During the year turnover has increased by £I 2m due to the company having won new contracts and increased sales to existing customers which is forecast to continue to drive growth throughout 2012. The net effect of these new contracts and investing in future growth of the business has led to a decrease in the pre-tax profit to £949,000 (2010: £1,018,000)

The net assets of the company have decreased by £87,000 to £832,000 due to the profit made by the company and the dividend that has been paid

The investment made in the business during the year coupled with the commencement of new customer contracts, gives the Directors confidence over the future prospects of the Company

RESULTS AND DIVIDENDS

The results for the year are set out on page 6

The directors paid a dividend of £775,000 (2010 £622,000)

The key performance indicators of the Company for the financial year were

	2011	2010
Sales growth (1)	5 6%	14 1%
Margin (2)	12 8%	13 3%
Working Capital (3)	£804,000	£888,000

- (1) Sales growth
- (2) Gross profits are as presented in the financial statements
- (3) Net current assets as presented in the financial statements

Sales continued to increase at acceptable levels during the period. Margins have decreased during the year as the company has invested in the future growth of the business.

DIRECTORS

The directors who served during the year and subsequently were as follows

James Reid Robert North Paul D Ballinger Lorenzo Bertagnolio Raphael Palti Laurent Saumon Sebastian Reydon

CHARITABLE AND POLITICAL CONTRIBUTIONS

During the year the company made charitable donations of £260 (2010 £729), principally to local charities serving communities in which the group operates No political donations were made in the year (2010 Nil)

DIRECTORS' REPORT continued

GOING CONCERN

In determining whether the Company's 2011 financial statements can be prepared on a going concern basis, the Directors considered all factors likely to affect its future development, performance and its financial position, including uncertainties relating to cash flows, liquidity position and its trading activities

The key factors considered by the directors were as follows

- the implications of the challenging economic environment and the effect that this has on demand from customers
- the impact of the competitive environment within which the Company operates,
- the credit risk associated with Company's trade receivable balances, and
- the potential actions that could be taken in the event that revenues are worse than expected, to ensure that
 operating profit and cash flows are protected,

After making enquiries, the Directors have formed a judgement, at the time of approving the financial statements, that there is a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. For this reason the Directors continue to adopt the going concern basis in preparing the financial statements.

AUDITOR

Each of the persons who is a director at the date of approval of this report confirms that

- so far each of the directors is aware, there is no relevant audit information of which the company's auditor is unaware, and
- the 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 auditor is aware of that information

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006

Deloitte LLP have indicated their willingness to be reappointed for another term and appropriate arrangements have been put in place for them to be deemed reappointed as auditor in the absence of an Annual General Meeting

Approved by the Board of Directors

and signed on behalf of the Board

James Reid Secretary 23 March 2012

DIRECTORS' RESPONSIBILITIES STATEMENT

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 judgments 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, and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ALTAVIA HTT LIMITED

We have audited the financial statements of Altavia HTT Limited for the year ended 31 December 2011 which comprise the Profit and Loss Account, the Balance Sheet, the Cash Flow Statement and the related notes 1 to 17 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 auditor

As explained more fully in the Directors' Responsibilities Statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the 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 annual report to identify 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 December 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 for which the financial statements are prepared is consistent with the financial statements

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

Matthew Hughes, ACA (Senior Statutory Auditor) for and on behalf of Deloitte LLP

Chartered Accountants and Statutory Auditor

Leeds, United Kingdom

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23 March 2012

PROFIT AND LOSS ACCOUNT Year ended 31 December 2011

	Note	2011 £'000	2010 £'000
TURNOVER	2	22,534	21,337
Cost of sales		(19,644)	(18,508)
GROSS PROFIT		2,890	2,829
Distribution costs		(946)	(395)
Administrative expenses		(1,453)	(1,422)
OPERATING PROFIT	3	941	1,012
Other interest receivable and similar income		8	6
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		949	1,018
Tax on profit on ordinary activities	6	(261)	(323)
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION	13	688	695

The accompanying notes are an integral part of this profit and loss account

There are no recognised gains or losses other than as reported above therefore no separate statement of recognised gains and losses has been presented. All results arose from continuing activities

BALANCE SHEET 31 December 2011

	Notes	2011 £'000	2010 £'000
FIXED ASSETS Intangible assets Tangible assets	8 9	10 18	12 19
		28	31
CURRENT ASSETS Debtors Cash at bank and in hand	10	3,682 2,153	4,338 1,508
CREDITORS Amounts falling due within one year	11	5,835 (5,031)	5,846 (4,958)
NET CURRENT ASSETS		804	888
TOTAL ASSETS LESS CURRENT LIABILITIES		832	919
CAPITAL AND RESERVES Called-up share capital Profit and loss account	12 13	1 831	918
SHAREHOLDERS' FUNDS	13	832	919

These financial statements of Altavia HTT Limited (company number 04859829) were approved by the Board of Directors on 23 March 2012

The accompanying notes are an integral part of this balance sheet.

Signed on behalf of the Board of Directors

James Reid

Director

CASHFLOW STATEMENT 31 December 2011

	Note	2011 £'000	2010 £'000
Net cash inflow from operating activities	17	1,901	119
Taxation Capital expenditure and financial investment Equity dividends paid		(483) (6) (775)	(288) (12) (622)
Cash inflow before financing Financing		637	(803)
Increase / (decrease) in cash in the period		645	(797)
ANALYSIS AND RECONCILIATION OF MOVEMEN	T IN NET FUNDS	2011 £'000	2010 £'000
OPENING NET FUNDS Increase in cash in the period		1, 5 08 645	2,305 (797)
CLOSING NET FUNDS		2,153	1,508

NOTES TO THE FINANCIAL STATEMENTS Year ended 31 December 2011

1. ACCOUNTING POLICIES

The principal accounting policies are set out below. The accounting policies have been applied consistently throughout the year and the preceding year.

Basis of accounting

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

The accounts have been prepared on the going concern basis as set out in the directors' report

Turnover

Turnover represents the total invoice value excluding value added tax and trade discounts, of sales made during the year

Revenue is recognised on shipment of goods to customers

Goodwill

Acquired goodwill is written off in equal annual instalments over its estimated useful economic life of 10 years

Tangible fixed assets and depreciation

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

Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows

Fixture, fitting and equipment

25% straight line

Computer equipment

25% straight line

Leasing

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

Taxation

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

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

A net deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as 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 at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date

NOTES TO THE FINANCIAL STATEMENTS Year ended 31 December 2011

1. ACCOUNTING POLICIES (continued)

Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange prevailing at the accounting date. Transactions in foreign currencies are recorded at the date of transactions. All differences are taken to the profit and loss account.

Pensions

The company operates a defined contribution pension scheme. The amount charged to the profit and loss account in respect of pension costs is the contributions 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

2.	TURNOVER		
	Geographical market	2011 £'000	2010 £'000
	UK	19,816	19,815
	Europe	2,718	1,522
		22,534	21,337
	All sales arose from the company's principle activity		_
3.	OPERATING PROFIT		
	Operating profit is stated after charging / (crediting)		
		2011 £'000	2010 £'000
	Amortisation and other amounts written off intangible fixed assets	2	2
	Depreciation and other amounts written off tangible fixed assets	8	12
	Exchange differences	(14)	(3)
	Operating lease rentals		
	– land and buildings	68	56
	- Motor vehicles	23	30
	Auditor remuneration	12	12
	The analysis of auditor's remuneration is as follows:		
		2011 £'000	2010 £'000
	Fees payable to the company's auditor for the audit of the company's financial statements	12	12

NOTES TO THE FINANCIAL STATEMENTS Year ended 31 December 2011

4 INFORMATION REGARDING DIRECTORS AND EMPLOYEES

INPORTION REGARDING DIRECTORS AND EMILOTEES		
The average monthly number of employees (including directors) was 19 (2010 1	4)	
Their aggregate remuneration comprised	2011 £'000	2010 £'000
Wages and salaries	1,133	994
Social security costs	137	117
Other pension costs	65	50
	1,335	1,161
The remuneration of the directors was as follows		
	2011 £'000	2010 £'000
Remuneration and other emoluments	437	411
Pension contributions	38	35
	475	446
Highest-paid director		
The above amounts for remuneration include the following in respect of the higher	st paid director.	
	2011 £'000	201 0 £'000
Emoluments and other benefits	200	186
Pension contributions	19	19
	219	205
Pensions		
Number of directors whom retirement benefits are accruing under a money purcha	ase scheme	
	2011	2010
	Number	Number
Money purchase scheme	3	3

5. PENSION COSTS

The company operates a defined contribution pension scheme in respect of the employees and the directors of the company. The scheme and its assets are held by independent managers. The pension charge represents contributions due from the company and amounted to £54,500 (2010 £50,000)

There was ml outstanding as at the balance sheet date (2010 £14,000)

NOTES TO THE FINANCIAL STATEMENTS Year ended 31 December 2011

6. TAX ON PROFIT ON ORDINARY ACTIVITIES

The tax charge comprises

	2011 £'000	2010 £'000
Current tax UK corporation tax	257	288
Total current tax charge	257	288
Adjustment to tax charge in respect of previous periods	4	35
Tax on profit on ordinary activities	261	323
from 1 An		

The differences between the total current tax shown above and the amount calculated by applying the standard rate of UK corporation tax to the profit before tax is as follows

	2011 £'000	2010 £'000
Profit on ordinary activities before tax	949	1,018
Tax on profit on ordinary activities at standard UK corporation tax rate of 26.5% ($2010-28\%$)	251	285
Effects of: Expenses not deductible for tax purposes	5	7
Depreciation in excess of capital allowances Utilisation of tax losses Adjustment to tax charge in respect of previous periods	4	(4) 35
Current tax charge for period	261	323

Factors that may affect future tax charges

A potential deferred tax asset of £2,000 (2010 £2,000) relating to fixed asset timing differences and other short term differences has not been recognised on the grounds that it is not deemed recoverable under Financial Reporting Standard No 19

7. DIVIDENDS

	2011 £'000	2010 £'000
Amounts recognised as distributions to equity holders in the year: Interim dividend paid for the year ended 31 December 2011 of 807 3p (2010		
647 9p)	775	622

The final dividend for the year ended 31 December 2011 has yet to be finalised and has not been included as a liability in these financial statements

NOTES TO THE FINANCIAL STATEMENTS Year ended 31 December 2011

8. INTANGIBLE ASSETS

8.	INTANGIBLE ASSETS			
				Goodwill £'000
	Cost			
	At 1 January 2011 and 31 December 2011			22
	Depreciation			10
	At 1 January 2011			10 2
	Charge for the year			
	At 31 December 2011			12
	Net book value			10
	At 31 December 2011			10
	At 31 December 2010			12
9.	TANGIBLE FIXED ASSETS			
		Fixtures,		
		fittings and	Computer	
		equipment £'000	equipment £'000	Total £'000
	Cost			
	At 1 January 2011	21	68 4	89 6
	Additions	2		
	At 31 December 2011	23	72	95
	Depreciation			
	At 1 January 2011	17	53	70
	Charge for the year	1	6	7
	At 31 December 2011	18	59	<u>77</u>
	Net book value			
	At 31 December 2011	5	13	18
	At 31 December 2010	4	15	19
10.	DEBTORS			
			2011	2010
			£'000	£'000
	Trade debtors		3,453	4,061
	Amounts owed by group undertakings		30	31
	Other debtors		107	97
	Prepayments and accrued income		92	149
			3,682	4,338

NOTES TO THE FINANCIAL STATEMENTS Year ended 31 December 2011

11. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2011 £'000	2010 £'000
Trade creditors Amounts owed to group undertakings	4,067 211	3,751 277
Corporation tax	62	288
Other taxation and social security	38	31
Accruals and deferred income	653	611
	5,031	4,958
12. CALLED-UP SHARE CAPITAL		
	2011	2010
	£	£
Authorised		
960 ordinary shares of £1 each	960	960
Allotted, called-up and fully paid		
960 ordinary shares of £1 each	960	960
13. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS'FUNDS		
	2011 £'000	2010 £'000
Profit for the financial year	688	695
Dividends (note 7)	(775)	(622)
Net (reduction in) / addition to shareholders' funds	(87)	73
Opening shareholders' funds	919	846
Closing shareholders' funds	832	919

14. FINANCIAL COMMITMENTS

At 31 December 2011 the company had annual commitments under non-cancellable operating leases as follows

	Land and buildings		Other	
	2011 £'000	2010 £'000	2011 £'000	2010 £'000
Expiry date				
Within one year	-	56	5	24
Between one and five years	68	-	20	2
	68	56	25	26

NOTES TO THE FINANCIAL STATEMENTS Year ended 31 December 2011

15. RELATED PARTY TRANSACTIONS

During the year the Company made sales and purchases in the ordinary course of business to/from the companies shown below. These amounts all relate to trading balances.

2011 Analysis				
Related party	Relationship	Nature of transaction	Amount Dr/(Cr) £000's	Year-end Dr/(Cr) £000's
Altavia SA	Parent company	Goodwill on investment	•	(22)
Altavia SA	Parent company	Management charges	(296)	(28)
Altavia SA	Parent company	Interest on current a/c	5	1
Altavia Belgium	Associated undertaking	Sale of services	4	1
Altavia Belgium	Associated undertaking	Purchase of services	(26)	-
Altavia Paris	Associated undertaking	Sale of services	5	-
Altavia Paris	Associated undertaking	Purchase of services	(8)	-
Altavia Connect	Associated undertaking	Purchase of services	(235)	(67)
Altavia Connect	Associated undertaking	Sale of services	12	-
Altavia Germany	Associated undertaking	Purchase of services	(41)	-
Altavia Poland	Associated undertaking	Purchase of services	(1)	-
Altavia Europe	Associated undertaking	Purchase of services	(244)	(94)
Altavia Europe	Associated undertaking	Sale of services	315	28
2010 Analysis				
Related party	Relationship	Nature of transaction	Amount Dr/(Cr) £000's	Year-end Dr/(Cr) £000's
Altavia SA	Parent company	Goodwill on investment	-	(22)
Altavia SA	Parent company	Management charges		
Altavia Deutschland	Associated undertaking	Sale of services	245	(54)
Altavia Paris	Associated undertaking	Sale of services	(4)	-
Altavia Connect	Associated undertaking	Purchase of services Sale of services	(10)	-

16. ULTIMATE PARENT AND CONTROLLING PARTY

The company's immediate / ultimate parent company and controlling party is Altavia Europe SA, a company incorporated in France Copies of the consolidated financial statement, in which the company is included, are available from its registered office 1 rue Rembrandt, 75008, Paris, France

Altavia Europe SA is the smallest and the largest group for which group accounts are prepared and which includes Altavia HTT Limited in its consolidated financial statements

On 29 April 2011 Altavia Europe SA increased its interest in the Company from 80 per cent to 90 per cent of the issued share capital of the Company Altavia Europe SA controls the Company as a result of controlling, directly, 90% per cent of the issued share capital of the Company.

NOTES TO THE FINANCIAL STATEMENTS Year ended 31 December 2011

17. RECONCILIATION OF OPERATING PROFITS TO OPERATING CASHFLOWS

	2011	2010 £'000
	£,000	£ 1000
Operating profit	941	1,012
Depreciation and amortisation	10	14
Decrease /(mcrease) in debtors	656	(1,440)
Increase in creditors	300	543
Foreign exchange	(6)	(10)
Net cash inflow from operating activities	1.901	119
116t Cash milow from operating activities		