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Registration number: 04918173

Bibby Factors Yorkshire Limited

Directors' Report and Financial Statements

for the Year Ended 31 December 2013

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Bibby Factors Yorkshire Limited
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Bibby Factors Yorkshire Limited
Company Information

Directors	Ian Downing Mark Lyndon Storey Edward James Winterton
Company secretary	Bibby Bros. & Co. (Management) Limited
Registered office	105 Duke Street Liverpool L1 5JQ
Auditor	Deloitte LLP Chartered Accountants and Statutory Auditor Liverpool United Kingdom

Bibby Factors Yorkshire Limited
Directors' Report for the Year Ended 31 December 2013

The directors present their report and the financial statements for the year ended 31 December 2013.

Directors of the company

The directors who held office during the year and to the date of this report were as follows:

Ian Downing

Mark Lyndon Storey

Edward James Winterton

Principal activity

The principal activity of the company is debt factoring.

Going concern

The financial statements have been prepared on a going concern basis.

As set out in the Statement of Directors' Responsibilities, in preparing these financial statements the directors are required to prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors of the parent company have considered in detail the Group's forecast performance, as well as its capital and liquidity resources which are available to all of its subsidiaries. The Group's funding facilities were renewed in 2010 until July 2014 and extended to July 2015 and on this basis the directors have a reasonable expectation that, despite uncertain market conditions, the Group has sufficient funding and liquidity facilities to ensure that the company will continue in operational existence for the foreseeable future. Accordingly the directors of the company have adopted the going concern basis in preparing these financial statements.

Directors' liabilities

Enhanced indemnities are provided to the directors of the company by Chartis Insurance UK Limited against liabilities and associated costs which they could incur in the course of their duties to the company. All of the indemnities remain in force as at the date of this Report and Accounts. A copy of each of the indemnities is kept at the registered office address of the company.

Disclosure of information to the auditor

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

- so far as the director 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/she ought to have taken as a director to make himself/herself 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.

Small company provisions

This report has been prepared in accordance with the small companies regime under the Companies Act 2006 and the company is therefore exempt from preparing the strategic report.

Bibby Factors Yorkshire Limited
Directors' Report for the Year Ended 31 December 2013

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Approved by the Board on 21 March 2014 and signed on its behalf by:

Duty Author
For and on behalf of
Bibby Bros. & Co. (Management) Limited
Company secretary

.....
Bibby Bros. & Co. (Management) Limited
Company secretary

Bibby Factors Yorkshire Limited

Statement of Directors' Responsibilities

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent; 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.

Independent Auditor's Report to the Members of Bibby Factors Yorkshire Limited

We have audited the financial statements of Bibby Factors Yorkshire Limited for the year ended 31 December 2013 which comprise the Profit and Loss Account, the Statement of Total Recognised Gains and Losses, the Balance Sheet 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 auditor

As explained more fully in the Statement of Directors' Responsibilities (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. In addition, we read all the financial and non-financial information in the Directors' Report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

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 2013 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
Bibby Factors Yorkshire Limited**

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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; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies exemption in preparing the directors' report and strategic report.


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David Heaton (Senior Statutory Auditor)
For and on behalf of Deloitte LLP,
Chartered Accountants and Statutory Auditor
Liverpool
United Kingdom

21 March 2014

Bibby Factors Yorkshire Limited
Profit and Loss Account for the Year Ended 31 December 2013

	Note	2013 £	2012 £
Turnover	2	5,769,814	6,428,683
Cost of sales		<u>(2,377,622)</u>	<u>(3,324,098)</u>
Operating profit	3	3,392,192	3,104,585
Interest payable and similar charges	6	<u>(445,136)</u>	<u>(432,968)</u>
Profit on ordinary activities before taxation		2,947,056	2,671,617
Tax on profit on ordinary activities	7	<u>(687,346)</u>	<u>(657,130)</u>
Profit for the financial year	14	<u><u>2,259,710</u></u>	<u><u>2,014,487</u></u>

Turnover and operating profit derive wholly from continuing operations.

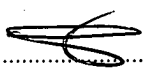
The company has no recognised gains or losses for the year or prior year other than the results above and therefore no Statement of Total Recognised Gains or Losses has been prepared.

Bibby Factors Yorkshire Limited
(Registration number: 04918173)
Balance Sheet at 31 December 2013

	Note	2013 £	2012 £
Fixed assets			
Tangible fixed assets	8	<u>1,244</u>	<u>8,765</u>
Current assets			
Debtors	9	38,972,043	34,655,342
Cash at bank and in hand		<u>1,799,825</u>	<u>1,014,289</u>
		40,771,868	35,669,631
Creditors: Amounts falling due within one year	10	<u>(34,402,401)</u>	<u>(29,464,580)</u>
Net current assets		<u>6,369,467</u>	<u>6,205,051</u>
Total assets less current liabilities		6,370,711	6,213,816
Creditors: Amounts falling due after more than one year	11	<u>(194,204)</u>	<u>(267,019)</u>
Net assets		<u><u>6,176,507</u></u>	<u><u>5,946,797</u></u>
Capital and reserves			
Called up share capital	12	1,750,000	1,750,000
Profit and loss account	14	<u>4,426,507</u>	<u>4,196,797</u>
Shareholder's funds	15	<u><u>6,176,507</u></u>	<u><u>5,946,797</u></u>

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

Approved by the Board on 21 March 2014 and signed on its behalf by:


.....
Ian Downing
Director

Bibby Factors Yorkshire Limited

Notes to the Financial Statements for the Year Ended 31 December 2013

1 Accounting policies

Basis of preparation

The financial statements have been prepared under the historical cost convention and in accordance with applicable law and United Kingdom accounting policies, which have been applied consistently throughout the year and the preceding year.

Exemption from preparing a cash flow statement

The company is exempt from preparing a cash flow statement as 90% or more of the voting rights are held within the group. Consolidated financial statements including the company are publicly available.

Going concern

The financial statements have been prepared on a going concern basis.

As set out in the Statement of Directors' Responsibilities, in preparing these financial statements the directors are required to prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors of the parent company have considered in detail the Group's forecast performance, as well as its capital and liquidity resources which are available to all its subsidiaries. The Group's funding facilities were renewed in 2010 until July 2014 and extended to July 2015 and on this basis the directors have a reasonable expectation that, despite uncertain market conditions, the Group has sufficient funding and liquidity facilities to ensure that the company will continue in operational existence for the foreseeable future. Accordingly the directors of the company have adopted the going concern basis in preparing the financial statements.

Turnover

Turnover represents amounts chargeable, net of value added tax, in respect of the sale of services to customers.

Revenue recognition

The factoring administration fee is recognised in the profit and loss account at the time the debts are factored. Other fees are normally recognised in the profit and loss account at the time the charge is made. However, where fees are charged in respect of non-performing debt, the proportion credited to the profit and loss account is limited to the extent that total recoveries will exceed the debt outstanding.

Depreciation

Depreciation is provided on tangible fixed assets so as to write off the cost or valuation, less any estimated residual value, on a straight line basis over their expected useful economic life, as follows:

Asset class	Depreciation and rate
Office equipment	20% - 33.33%

Bibby Factors Yorkshire Limited

Notes to the Financial Statements for the Year Ended 31 December 2013

..... continued

Deferred tax

Deferred tax is provided in full on timing differences which represent a liability at the balance sheet 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 or expenditure in tax computations in periods different from those in which they are included in the financial statements.

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

Taxation

Tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years or which are never taxable or deductible. Current tax is calculated using rates enacted, or substantively enacted, at the balance sheet date.

Foreign currency

Profit and loss account transactions in foreign currencies are translated into sterling at the exchange rate ruling at the date of the transaction. Assets and liabilities denominated in foreign currencies are translated into sterling at the closing rates at the balance sheet date and the exchange differences are included in the profit and loss account.

Financing

The company finances its operation through overdrafts and loans from its immediate parent undertaking. Interest is charged at base rates plus a small premium.

Operating leases

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

Debtors and creditors

Trade debtors represent the debts assigned under factoring agreements, net of the bad debt provision. The full value of the assigned debt is recognised on the balance sheet as it represents rights or other access to future economic benefits. The corresponding trade creditor recognised represents the difference between the assigned debt and cash advanced to clients net of appropriate factoring fees.

Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities. Where shares are issued, any component that creates a financial liability of the company is presented as a liability in the balance sheet. The corresponding dividends relating to the liability component are charged as interest expense in the profit and loss account.

Bad debts

Bad debts are written off when there is no realistic prospect of recovery. Specific provisions are made to reduce all impaired balances to their expected realisable values. Additional provisions are made for losses not specifically identified based on past experience, knowledge of the group's exposure and other relevant factors. The charge for the year for bad debts is included in cost of sales.

Bibby Factors Yorkshire Limited

Notes to the Financial Statements for the Year Ended 31 December 2013

..... *continued*

Pensions

The company operates a defined contribution pension scheme. Contributions are charged in the profit and loss account as they become payable in accordance with the rules of the scheme.

2 Turnover

Turnover, which is derived from within the United Kingdom, is the factoring income earned. Debts factored during the year were £288,028,000 (2012 - £267,874,000).

3 Operating profit

Operating profit is stated after charging:

	2013 £	2012 £
Operating leases - Other	49	-
Operating leases - Land and buildings	101,892	99,309
Auditor's remuneration - The audit of the company's annual accounts	9,000	8,400
Depreciation of owned assets	<u>7,520</u>	<u>22,495</u>

No fees were paid to the company's auditor for non-audit services in either the current or preceding year.

4 Particulars of employees

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

	2013 No.	2012 No.
Administration and support	<u>30</u>	<u>38</u>

The aggregate payroll costs were as follows:

	2013 £	2012 £
Wages and salaries	699,687	1,247,487
Social security costs	66,568	112,536
Staff pensions	<u>51,161</u>	<u>37,988</u>
	<u>817,416</u>	<u>1,398,011</u>

Bibby Factors Yorkshire Limited

Notes to the Financial Statements for the Year Ended 31 December 2013

..... *continued*

5 Directors' remuneration

The directors' remuneration for the year was as follows:

	2013 £	2012 £
Remuneration (including money purchase pension scheme contributions)	<u>136,816</u>	<u>107,502</u>

During the year the number of directors who were receiving benefits and share incentives was as follows:

	2013 No.	2012 No.
Accruing benefits under money purchase pension scheme	<u>1</u>	<u>1</u>

6 Interest payable and similar charges

	2013 £	2012 £
Interest on bank borrowings	1,241	3,237
Interest on loans from group undertakings	<u>443,895</u>	<u>429,731</u>
	<u>445,136</u>	<u>432,968</u>

7 Taxation

Tax on profit on ordinary activities

	2013 £	2012 £
Current tax		
Corporation tax charge	684,246	659,130
Deferred tax		
Origination and reversal of timing differences	<u>3,100</u>	<u>(2,000)</u>
Total tax on profit on ordinary activities	<u>687,346</u>	<u>657,130</u>

Factors affecting current tax charge for the year

Tax on profit on ordinary activities for the year is lower than (2012 - higher than) the standard rate of corporation tax in the UK of 23.25% (2012 - 24.5%).

The differences are reconciled below:

Bibby Factors Yorkshire Limited

Notes to the Financial Statements for the Year Ended 31 December 2013

..... *continued*

	2013 £	2012 £
Profit on ordinary activities before taxation	<u>2,947,056</u>	<u>2,671,617</u>
Corporation tax at standard rate	685,191	654,546
Accelerated capital allowances	(863)	1,862
Expenses not deductible for tax purposes	<u>(82)</u>	<u>2,722</u>
Total current tax	<u>684,246</u>	<u>659,130</u>

The standard rate of corporation tax reduced from 24% to 23% with effect from 1 April 2013. Further rate changes were enacted in Finance Act 2013 which will further reduce the rate to 21% from 1 April 2014, and from 21% to 20% with effect from 1 April 2015.

As a result of the UK corporation tax rates, deferred tax balances have been re-measured at 21% on the basis that the temporary differences on which the deferred tax balances have been recalculated are expected to reverse after 1 April 2015 (2012: measured at 23%)

8 Tangible fixed assets

	Office equipment £	Total £
Cost or valuation		
At 1 January 2013	<u>281,794</u>	<u>281,794</u>
Depreciation		
At 1 January 2013	273,029	273,029
Charge for the year	<u>7,521</u>	<u>7,521</u>
At 31 December 2013	<u>280,550</u>	<u>280,550</u>
Net book value		
At 31 December 2013	<u>1,244</u>	<u>1,244</u>
At 31 December 2012	<u>8,765</u>	<u>8,765</u>

Bibby Factors Yorkshire Limited

Notes to the Financial Statements for the Year Ended 31 December 2013

..... *continued*

9 Debtors

	2013	2012
	£	£
Trade debtors	38,896,208	34,601,464
Deferred tax	10,100	13,200
Other debtors	65,735	40,678
	<u>38,972,043</u>	<u>34,655,342</u>

Debtors includes £nil (2012 - £nil) receivable after more than one year.

Deferred tax

Deferred tax is provided at 21.00% (2012 - 23.00%).

The movement in the deferred tax asset in the year is as follows:

	£
At 1 January 2013	13,200
Deferred tax charged to the profit and loss account	<u>(3,100)</u>
At 31 December 2013	<u>10,100</u>

Analysis of deferred tax

	2013	2012
	£	£
Difference between accumulated depreciation and amortisation and capital allowances	<u>10,100</u>	<u>13,200</u>
	<u>10,100</u>	<u>13,200</u>

Bibby Factors Yorkshire Limited

Notes to the Financial Statements for the Year Ended 31 December 2013

..... continued

10 Creditors: Amounts falling due within one year

	2013	2012
	£	£
Trade creditors	16,055,383	14,559,841
Amounts owed to group undertakings and undertakings in which the company has a participating interest	16,519,858	13,572,701
Corporation tax	1,343,376	659,130
Other taxes and social security	236,643	239,744
Other creditors	247,141	433,164
	<u>34,402,401</u>	<u>29,464,580</u>

Bibby Factors Yorkshire Limited

Notes to the Financial Statements for the Year Ended 31 December 2013

..... *continued*

11 Creditors: Amounts falling due after more than one year

	2013 £	2012 £
Bank loans and overdrafts	<u>194,204</u>	<u>267,019</u>

The bank loans are part of a bank facility, expiring in July 2015, which is secured by a fixed and floating charge over the assets of the company with, however, the stipulation that in respect of the book debts the amount recoverable under this security is limited to the amount actually prepaid under factoring agreements. The bank overdrafts and intercompany loans carry interest rates that vary with base rates.

12 Share capital

Allotted, called up and fully paid shares

	2013		2012	
	No.	£	No.	£
Ordinary shares of £1 each	<u>1,750,000</u>	<u>1,750,000</u>	<u>1,750,000</u>	<u>1,750,000</u>

13 Dividends

	2013 £	2012 £
Dividends paid		
Current year interim dividend paid	<u>2,030,000</u>	<u>2,006,000</u>

14 Reserves

	Profit and loss account £
At 1 January 2013	4,196,797
Profit for the year	2,259,710
Dividends	<u>(2,030,000)</u>
At 31 December 2013	<u>4,426,507</u>

Bibby Factors Yorkshire Limited

Notes to the Financial Statements for the Year Ended 31 December 2013

..... *continued*

15 Reconciliation of movement in shareholder's funds

	2013	2012
	£	£
Profit attributable to the shareholder of the company	2,259,710	2,014,487
Dividends	(2,030,000)	(2,006,000)
Net addition to shareholder's funds	229,710	8,487
Shareholder's funds at 1 January	5,946,797	5,938,310
Shareholder's funds at 31 December	<u>6,176,507</u>	<u>5,946,797</u>

16 Pension schemes

Defined contribution pension scheme

The company operates a defined contribution pension scheme. The pension cost charge for the year represents contributions payable by the company to the scheme and amounted to £51,161 (2012 - £37,988).

Contributions totalling £nil (2012 - £nil) were payable to the scheme at the end of the year and are included in creditors.

Defined benefit pension schemes

The company participates in the Bibby Line Group Pension Scheme (the "Scheme"), a defined benefit pension scheme. The assets of the Scheme are held separately from those of the sponsoring and participating employers and are invested with an insurance company. The company is unable to identify its share of the underlying assets and liabilities of the scheme as a significant number of members who are deferred or pensioners within the scheme relate to businesses that are no longer part of the group. The Scheme was closed to new entrants from 1 April 2000 and to accruals for existing members from 30 September 2011.

The company made contributions of £nil (2012 - £nil) to the scheme during the year.

Contributions payable to the pension scheme at the end of the year are £nil (2012 - £nil).

Financial Reporting Standard 17 Disclosures

As noted above and under accounting policies, the company participates in the Scheme. As part of the information disclosed under Financial Reporting Standard 17 in the ultimate holding company's accounts, a net deficit of £12,719,000 (2012 - £14,782,000) is noted. Further information can be found in the financial statements of the ultimate holding company.

Bibby Factors Yorkshire Limited

Notes to the Financial Statements for the Year Ended 31 December 2013

..... continued

17 Commitments

Operating lease commitments

As at 31 December 2013 the company had annual commitments under non-cancellable operating leases as follows:

Operating leases which expire:

	2013	2012
	£	£
Land and buildings		
Within one year	-	101,891
Within two and five years	101,891	-
	<u>101,891</u>	<u>101,891</u>
Other		
Within one year	-	10,191
Within two and five years	21,397	12,102
Over five years	585	-
	<u>21,982</u>	<u>22,293</u>

Other commitments

The company had not entered into any capital, nor other financial commitments, as at the year end (2012 - none).

18 Related party transactions

As a wholly-owned subsidiary undertaking of Bibby Group of Factors Limited, which produces consolidated financial statements which are publicly available, the company has taken advantage of the exemption in FRS8 "Related Party Disclosures" from disclosing transactions with other members of the group headed by Bibby Line Group Limited.

Bibby Factors Yorkshire Limited

Notes to the Financial Statements for the Year Ended 31 December 2013

..... continued

19 Control

The company is a wholly owned subsidiary undertaking of Bibby Group of Factors Limited, whose ultimate parent undertaking is Bibby Line Group Limited.

The largest group in which the results of the company are consolidated is that headed by Bibby Line Group Limited. The smallest group in which they are consolidated is that headed by Bibby Group of Factors Limited.

Copies of the Group financial statements may be obtained from Bibby Line Group Limited, 105 Duke Street, Liverpool L1 5JQ.

Group website address: www.bibbylinegroup.co.uk