Directors' report and financial statements

for the year ended 31 December 2012

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#### Company information

Directors

H J G A Holkenborg

M J Wijgman J G Hazekamp G M Schram Resigned 31 December 2012

Resigned 31 January 2012 Appointed 1 May 2012 Appointed 1 May 2012

Secretary

D J Lewis

Company number

06161156

Registered office

**Emstrey House** 

Shrewsbury Business Park

Shrewsbury SY2 6LG

Auditors

Caerwyn Jones Emstrey House

Shrewsbury Business Park

Shrewsbury SY2 6LG

Business address

12 Rorrington

Chirbury Shropshire SY15 6BX

Bankers

**HSBC Bank Plc** 

23 Broad Street Welshpool Powys SY21 7RN

### Contents

	Page
Directors' report	1 - 2
Auditors' report	3 - 4
Profit and loss account	5
Balance sheet	6
Notes to the financial statements	7 - 12

## Directors' report for the year ended 31 December 2012

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

#### Principal activity

The principal activity of the company is to supply and maintain systems for recycling and processing waste

#### Directors

The directors who served during the year are as stated below

H J G A Holkenborg Resigned 31 December 2012 M J Wijgman Resigned 31 January 2012

J G Hazekamp Appointed 1 May 2012 G M Schram Appointed 1 May 2012

#### 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 year. In preparing these financial statements, the directors are required to

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

In so far as the directors are aware

- there is no relevant audit information (information needed by the company's auditors in connection with preparing their report) of which the company's auditors are unaware, and
- the directors have taken all the steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information

#### Auditors

Caerwyn Jones are deemed to be reappointed in accordance with Section 487(2) of the Companies Act 2006

This report has been prepared in accordance with the special provisions for small companies under Part 15 of the Companies Act 2006

# Directors' report for the year ended 31 December 2012

### continued

This report was approved by the Board on 24 May 2013 and signed on its behalf by

D J Lewis

Secretary

# Independent auditor's report to the shareholders of BOA Recycling (UK) Limited

We have audited the financial statements of BOA Recycling (UK) Limited for the year ended 31 December 2012 which comprise the Profit and Loss Account, the Balance Sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (Effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities)

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 auditors' 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 1 - 2, 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 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 (APB'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 2012 and of its profit for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities, 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, or
- the directors were not entitled to prepare the financial statements and the directors' report in accordance with the small companies regime

# Independent auditor's report to the shareholders of BOA Recycling (UK) Limited

continued

D C Blofield BSc FCA MEWI (senior statutory auditor)
For and on behalf of Caerwyn Jones
Chartered Accountants and

Registered Auditors 24 May 2013 Emstrey House Shrewsbury Business Park Shrewsbury SY2 6LG

# Profit and loss account for the year ended 31 December 2012

		2012	2011
	Notes	£	£
Turnover	2	773,294	685,221
Cost of sales		(534,673)	(450,821)
Gross profit		238,621	234,400
Administrative expenses		(202,524)	(216,949)
Operating profit	3	36,097	17,451
Other interest receivable and similar income Interest payable and similar charges		2 -	2 (1)
Profit on ordinary activities before taxation		36,099	17,452
Tax on profit on ordinary activities	5	(7,689)	(4,049)
Profit for the year	12	28,410	13,403
Retained profit brought forward		19,763	6,360
Retained profit carried forward		48,173	19,763

## Balance sheet as at 31 December 2012

Notes £ £ £ £  Fixed assets Tangible assets 6 790 1,78	'84
	184
Tangible assets         6         790         1,76	784
Current assets	
Stocks 19,375 49,270	
Debtors 7 162,970 218,258	
Cash at bank and in hand 37,834 25,612	
220,179 $293,140$	
Creditors: amounts falling due within one year 8 (172,506) (274,704)	
Net current assets 47,673 18,43	136
Total assets less current liabilities 48,463 20,23	220
Provisions for liabilities 9 (190) (3)	357)
Net assets 48,273 19,8	363
Capital and reserves	
Called up share capital 11 100 1	100
Profit and loss account 12 48,173 19,76	763
Shareholders' funds 48,273 19,80	363

These financial statements have been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 and the Financial Reporting Standard for Smaller Entities (effective April 2008) relating to small companies

The financial statements were approved by the Board on 24 May 2013 and signed on its behalf by

J G Hazekamp

Director

Registration number 06161156

The notes on pages 7 to 12 form an integral part of these financial statements.

# Notes to the financial statements for the year ended 31 December 2012

#### 1. Accounting policies

#### 1.1. Accounting convention

The financial statements are prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

#### 1.2. Turnover

Turnover represents the total invoice value, excluding value added tax, of sales made during the year and derives from the provision of goods falling within the company's ordinary activities

#### 1.3. Tangible fixed assets and depreciation

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

Plant and machinery

25% straight line

Fixtures, fittings

and equipment

25% straight line

#### 1.4. Leasing

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

#### 1.5. Stock and work in progress

Stock and work in progress are valued at the lower of cost and net realisable value

#### 1.6. Deferred taxation

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 have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more, tax

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

#### 1.7. 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 the transactions. All differences are taken to the Profit and Loss account.

#### 2 Turnover

Turnover attributable to geographical markets outside the United Kingdom amounted to 19% for the year

# Notes to the financial statements for the year ended 31 December 2012

### continued

3. Operating profit	2012 £	2011 £
Operating profit is stated after charging		
Depreciation and other amounts written off tangible assets	994	991
Auditors' remuneration (Note 4)	2,305 =====	2,195
and after crediting		
Net foreign exchange gain	<u>11,570</u>	===
4. Auditors' remuneration		
	2012	2011
	£	£
Auditors' remuneration - audit of the financial statements	<u>2,305</u>	2,195
5. Tax on profit on ordinary activities		
Analysis of charge in period	2012	2011
	£	£
Current tax		
UK corporation tax	7,856	4,105
Total current tax charge	7,856	4,105
Deferred tax		
Timing differences, origination and reversal	(238)	(36)
Effect of changes in tax rates	71	(20)
Total deferred tax	(167)	(56)
Tax on profit on ordinary activities	7,689	4,049

# Notes to the financial statements for the year ended 31 December 2012

### continued

6	Tangible fixed assets		Fixtures, fittings and equipment	Total £
	Cost			
	At 1 January 2012	3,269	1,168	4,437
	At 31 December 2012	3,269	1,168	4,437
	Depreciation			
	At 1 January 2012	1,951		2,653
	Charge for the year	817	177	994
	At 31 December 2012	2,768	879	3,647
	Net book values		· ———	
	At 31 December 2012	501	289	790
	At 31 December 2011	1,318	466	1,784
7.	Debtors		2012 £	2011 £
	Trade debtors		158,065	209,607
	Other debtors		138	7,679
	Prepayments and accrued income		4,767	972
			162,970	218,258
			====	
8.	Creditors: amounts falling due within one year		2012 £	2011 £
	within one year		*	•
	Trade creditors		13,901	13,510
	Amounts owed to group undertaking		120,723	222,902
	Corporation tax		7,856	4,105
	Other taxes and social security costs Other creditors		27,063 773	32,112
	Accruals and deferred income		2,190	2,075
			172,506	274,704
			<u> </u>	

# Notes to the financial statements for the year ended 31 December 2012

### continued

### 9. Provisions for liabilities

		Deferred taxation (Note 10) £	Total £
	At 1 January 2012	357	357
	Movements in the year	(167)	(167)
	At 31 December 2012	<u>190</u>	190
10.	. Provision for deferred taxation	2012 £	2011 £
	Accelerated capital allowances	190	357
	Provision for deferred tax	190	357
	Provision at 1 January 2012  Deferred tax credit in profit and loss account	357 (167)	
	Provision at 31 December 2012	190	
11	Share capital	2012 £	2011 £
	Authorised	~	~
	1,000 Ordinary shares of £1 each	1,000	1,000
	Allotted, called up and fully paid 100 Ordinary shares of £1 each	100	100
	Equity Shares		
	100 Ordinary shares of £1 each	100	100

# Notes to the financial statements for the year ended 31 December 2012

#### continued

12.	Reserves	Profit and loss			
		account	Total		
		£	£		
	At 1 January 2012	19,763	19,763		
	Profit for the year	28,410	28,410		
	At 31 December 2012	48,173	48,173		

#### 13. Financial commitments

At 31 December 2012 the company had annual commitments under non-cancellable operating leases as follows

	2012	2011
	£	£
Expiry date:		
Between one and five years	5,327	1,459

#### 14. Related party transactions

The company is a wholly owned subsidiary of BOA Recycling Equipment BV

During the year, the company made sales to BOA Recycling Equipment BV of £53,511 (2011 - £78,643, received commission of Nil (2011 - £30,686) and recharged expenses of £45,819 (2011 - £6,420)

The company purchased goods and services during the year from BOA Recycling Equipment BV of £336,765 (2011 - £347,696)

Included in creditors due within one year is an amount of £120,729 (2011 - £222,902) due to BOA Recycling Equipment BV

BOA Recycling Equipment BV is a subsidiary of VADEB Technologies BV

# Notes to the financial statements for the year ended 31 December 2012

continued

#### 15. Ultimate parent undertaking

The ultimate parent undertaking is Stibbe Participaties BV, a company incorporated in the Netherlands

Consolidated accounts of the immediate parent undertaking, BOA Recycling Equipment BV, are available to the public from

Binnenhaven 43, Enschede, The Netherlands, 7547 BG

### 16. Controlling interest

The company is a wholly owned subsidiary of BOA Recycling Equipment BV, a company incorporated in the Netherlands

The ultimate parent undertaking is Stibbe Participaties BV, a company incorporated in the Netherlands