HIGHER KINGS MILL LIMITED
FINANCIAL STATEMENTS

31st MARCH 2015

FOR THE YEAR ENDED



3 Acorn Business Centre Northarbour Road Cosham Portsmouth PO6 3TH



## FINANCIAL STATEMENTS

## YEAR ENDED 31st MARCH 2015

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## **OFFICERS AND PROFESSIONAL ADVISERS**

The board of directors R.C. Martin

P.N. Goh S.H. Lim H. Rohe C.C. Lim

Company secretary M. C. Lim

Registered office Higher Kings Mill

Cullompton Devon EX15 1QJ

Auditor TGS Taylorcocks

Chartered Accountants & Statutory Auditor 3 Acorn Business Centre Northarbour Road

Cosham Portsmouth PO6 3TH

**Bankers** HSBC

**Exeter Commercial Centre** 

Stratus House Emperor Way Exeter Business Park

Exeter EX1 3QS

## STRATEGIC REPORT

#### YEAR ENDED 31st MARCH 2015

#### PRINCIPAL ACTIVITY AND BUSINESS REVIEW

The principal activity of the company during the year was the manufacture of coloured paper and boards for the filing, educational and other speciality markets. The company reported an operating profit for the year of £126,040 (2014 - £208,821). Turnover dropped by just over 3% over the course of the financial year. Sales to UK accounted for 57% of the company's turnover. Sales within the UK increased 8%, but disappointingly dropped 15% to our export customers.

#### **FUTURE DEVELOPMENTS**

We will be focusing on selling our paper and board through new channels both in the UK and overseas. We are also continuing with new product development.

## PRINCIPAL RISKS AND UNCERTAINTIES

The Company's exposure to credit risk arises principally from its receivables from customers. The Company has put in place a tight credit policy and exposure to credit risk is monitored on an ongoing basis.

Another risk is Higher Kings Mill Limited hold stock for customers held against forecasts, but there will be occasions where customers do not call off stock as planned. Aged stock meetings are held with customers in order to mitigate any exposure in this area.

## **KEY PERFORMANCE INDICATORS (KPI'S)**

The Directors of Higher Kings Mill Limited manage the Group's operations at a group level. However, key financial and other performance indicators during the year for Higher Kings Mill Limited were:

	•	2015	2014
Turnover (GBP)		£15,128,203	£15,608,989
Gross profit margin (%)		6.5%	6.7%

#### RESEARCH AND DEVELOPMENT

The company invests in research and development to ensure that the machinery and testing processes is continually updated. A strong commitment to the environment is ingrained throughout the business, which is accredited ISO14001 (Environmental).

#### **EMPLOYMENT OF DISABLED PEOPLE**

It is the company policy to give equality of opportunities when considering applications from disabled people where the job requirements are considered to be within their ability. When existing employees become disabled they are retrained wherever reasonable and practicable. The company tries to provide equal opportunities whenever possible.

Signed on behalf of the directors

P.N. GOH

Director

Approved by the directors on 10th July 2015.

#### **DIRECTORS' REPORT**

#### YEAR ENDED 31st MARCH 2015

The directors present their report and the financial statements of the company for the year ended 31st March 2015.

#### **RESULTS AND DIVIDENDS**

The profit for the year, after taxation, amounted to £126,040. The directors have not recommended a dividend.

## **FINANCIAL INSTRUMENTS**

Details of the company's financial risk management objectives and policies are included in note 13 to the accounts.

#### **DIRECTORS**

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

R.C. Martin

P.N. Goh

S.H. Lim

H. Rohe

C.C. Lim

#### **DIRECTORS' RESPONSIBILITIES**

The directors are responsible for preparing the Strategic Report, 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 then apply them consistently;
- make judgements and accounting 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.

## **DIRECTORS' REPORT (continued)**

## YEAR ENDED 31st MARCH 2015

#### AUDITOR

TGS Taylorcocks are deemed to be re-appointed under section 487(2) of the Companies Act 2006.

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

- so far as each director is aware, there is no relevant audit information of which the company's auditor is unaware; and
- each director has taken all steps that they ought to have taken as a director to make themself aware of any relevant audit information and to establish that the company's auditor is aware of that information.

Registered office: Higher Kings Mill Cullompton Devon EX15 1QJ Signed on behalf of the directors

P.N. GOH

Director

Approved by the directors on 10th July 2015.

## INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF HIGHER KINGS MILL LIMITED

#### **YEAR ENDED 31st MARCH 2015**

We have audited the financial statements of Higher Kings Mill Limited for the year ended 31st March 2015 which comprise the Profit and Loss Account, Balance Sheet and the related notes. 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 shareholders, 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 shareholders 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 shareholders as a body, for our audit work, for this report, or for the opinions we have formed.

#### RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITOR

As explained more fully in the Directors' Responsibilities Statement set out on page 3, 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 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 FINANCIAL STATEMENTS**

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31st March 2015 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 Strategic Report and 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 SHAREHOLDERS OF HIGHER KINGS MILL LIMITED (continued)

## YEAR ENDED 31st MARCH 2015

## 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.

JAMES BLAKE ACA (Senior Statutory Auditor)

For and on behalf of

tgs taylorcocks

**Statutory Auditor** 

Office: Portsmouth

Date: 24th July 2015.

## **PROFIT AND LOSS ACCOUNT**

## YEAR ENDED 31st MARCH 2015

	. 14		2015	2014
,	•-	Note	£	£
TURNOVER		2	15,128,203	15,608,989
Cost of sales	1547		14,140,864	14,559,755
GROSS PROFIT			987,339	1,049,234
Administrative expenses			855,368	744,351
Other operating income			(90,855)	(51,569)
OPERATING PROFIT		3	222,826	356,452
Attributable to:				
Operating profit before exceptional item	ns 3		216,621	322,751
Exceptional items	••	3	6,205	33,701
	•		222,826	356,452
Interest receivable	·		2,028	6,109
Interest payable and similar charges		6	(51,209)	(59,968)
PROFIT ON ORDINARY ACTIVITIES BEFORE	TAXATION		173,645	302,593
Tax on profit on ordinary activities		7	47,605	93,772
PROFIT FOR THE FINANCIAL YEAR			126,040	208,821
PROFIT FOR THE FINANCIAL YEAR	* :		126,040	208,82

All of the activities of the company are classed as continuing.

The company has no recognised gains or losses other than the results for the year as set out above.

## **BALANCE SHEET**

## 31st MARCH 2015

•			Nata	2015 £	2014 £
FIXED ASSETS			Note	£	£
Tangible assets	• • •		8	2,788,215	2,976,378
CURRENT ASSETS					
Stocks			9	3,931,413	3,991,093
Debtors		•	10	1,711,105	2,406,999
Cash at bank				605,998	639,319
				6,248,516	7,037,411
CREDITORS: Amounts falling due within one	year ·		11	2,596,859	3,715,527
NET CURRENT ASSETS	• •			3,651,657	3,321,884
TOTAL ASSETS LESS CURRENT LIABILITIES	•			6,439,872	6,298,262
PROVISIONS FOR LIABILITIES					
Deferred taxation			12	106,772	91,202
				6,333,100	6,207,060
CAPITAL AND RESERVES					
Called-up share capital	-		16	5,000,000	5,000,000
Profit and loss account			17	1,333,100	1,207,060
SHAREHOLDERS' FUNDS			18	6,333,100	6,207,060

These financial statements were approved by the directors and authorised for issue on 10th July 2015, and are signed on their behalf by:

P.N. GOH

Company Registration Number: 07735719

#### NOTES TO THE FINANCIAL STATEMENTS

#### YEAR ENDED 31st MARCH 2015

#### 1. ACCOUNTING POLICIES

### **Basis of accounting**

The financial statements have been prepared under the historical cost convention.

#### **Cash flow statement**

The directors have taken advantage of the exemption in Financial Reporting Standard No 1 (Revised 1996) from including a cash flow statement in the financial statements on the grounds that the company is wholly owned and its parent publishes a consolidated cash flow statement.

#### **Turnover**

Turnover from the sale of goods in the course of ordinary activities is measured at fair value of the consideration received or receivable, net of returns and allowances, trade discount, volume rebates and VAT.

Turnover is recognised when persuasive evidence exists, usually in the form of an executed sales agreement, that the significant risks and rewards of ownership have been transferred to the customer, and the amount of revenue can be recognised reliably.

#### **Fixed assets**

All fixed assets are initially recorded at cost.

### Depreciation

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows:

Freehold Property - 3% - 10% straight line
Plant & Machinery - 5% - 33% straight line
Motor Vehicles - 25% straight line

Freehold land included within Freehold property is not depreciated. Plant and machinery under construction is not depreciated until the assets are ready for their intended use.

#### **Stocks**

Stock is measured at the lower of cost and net realisable value.

Raw materials and consumables are measured at cost on a FIFO basis, whilst Finished goods and work in progress are measured on a weighted average basis formula. Cost includes expenditure in acquiring the stock, production or conversion costs, and other costs incurred in bringing them to their existing location and condition. In the case of Finished goods and work in progress, cost includes an appropriate share of production overheads based on normal operating capacity.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

Provision is made for obsolete, slow moving or defective items where appropriate.

#### **NOTES TO THE FINANCIAL STATEMENTS**

#### YEAR ENDED 31st MARCH 2015

## 1. ACCOUNTING POLICIES (continued)

## **Operating lease agreements**

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against profits on a straight line basis over the period of the lease.

## **Pension costs**

The company operates a defined contribution pension scheme for employees. The assets of the scheme are held separately from those of the company. The annual contributions payable are charged to the profit and loss account.

#### **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.

## Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of the transaction. Exchange differences are taken into account in arriving at the operating profit.

## **Financial instruments**

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as either 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.

## 2. TURNOVER

The turnover and profit before tax are attributable to the one principal activity of the company.

An analysis of turnover is given below:

		2015	2014
		£	£
United Kingdom		8,675,453	8,025,424
Europe		5,201,184	5,913,399
Rest of the World		1,251,566	1,670,166
	•	15,128,203	15,608,989

## NOTES TO THE FINANCIAL STATEMENTS

## YEAR ENDED 31st MARCH 2015

## 3. OPERATING PROFIT

Operating profit is stated after charging/(crediting):

	2015	2014
	£	£
Depreciation of owned fixed assets	335,962	298,064
Profit on disposal of fixed assets	(4,613)	· <del>-</del>
Auditor's remuneration		
- as auditor	13,770	12,500
Net loss on foreign currency translation	93,611	12,987
Exceptional cost of sales: unwinding of discount received on stock on		
acquisition	(6,205)	(33,701)

## Exceptional cost of sales: Unwinding of discount received on stock on acquisition

On the company's acquisition of the trade and assets of the paper mill operated at Higher Kings Mill by D S Smith Paper Limited, the company acquired an initial stock holding of finished goods, work in progress and raw materials at a significant discount compared to the normal cost of production or purchase. This discount has been recognised as an exceptional item within cost of sales.

## 4. PARTICULARS OF EMPLOYEES

The average number of staff employed by the company during the financial year amounted to:

	2015	2014
	No ·	No
Number of production staff	101	97
Number of administrative staff	9	. 9
	110	106
The aggregate payroll costs of the above were:		
	2015	2014
	£	£
Wages and salaries	2,739,131	2,801,844
Social security costs	244,577	257,974
Other pension costs	97,540	97,156
	3,081,248	3,156,974

The company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The 'Other pension costs' above represents contributions payable by the company to the fund during the period. Contributions amounting to £19,004 (2014 - £17,963) were payable to the fund at the balance sheet date and are included within Other creditors.

## NOTES TO THE FINANCIAL STATEMENTS

## YEAR ENDED 31st MARCH 2015

## 5. DIRECTORS' REMUNERATION

The directors' aggregate remuneration in respect of qualifying services were:

	Remuneration receivable	2015 £ 58,735	2014 £ 57,045
6.	INTEREST PAYABLE AND SIMILAR CHARGES		
•	Other similar charges payable	2015 £ 51,209	2014 £ 59,968
7.	TAXATION ON ORDINARY ACTIVITIES		
	(a) Analysis of charge in the year	·	
		2015 £	2014 £
	Current tax:		
	In respect of the year:		
	UK Corporation tax based on the results for the year at 21% (2014 - 23%) Under/(over) provision in prior year	30,281 1,754	46,903 (6,352)
	Total current tax	32,035	40,551
	Deferred tax:		
	Origination and reversal of timing differences (note 12) Capital allowances	15,570	53,221
	Tax on profit on ordinary activities	47,605	93,772

## (b) Factors affecting current tax charge

The tax assessed on the profit on ordinary activities for the year is lower than the standard rate of corporation tax in the UK of 21% (2014 - 23%).

Profit on ordinary activities before taxation		2015 £ 173,645	2014 £' 302,593
Profit on ordinary activities by rate of tax		36,465	69,596
Fixed asset timing differences		(23,500)	(45,679)
Expenses not deductible for tax purposes		17,316	22,986
Under/(Over) provision in prior year		1,754	(6,352)
Total current tax (note 7(a))	4	32,035	40,551

## NOTES TO THE FINANCIAL STATEMENTS

## YEAR ENDED 31st MARCH 2015

## 8. TANGIBLE FIXED ASSETS

		Freehold Property £	Plant & Machinery £	Motor Vehicles £	Total £
	COST				
	At 1st April 2014	1,649,590	1,666,264	222,536	3,538,390
	Additions	: <b>42,515</b>	81,602	31,019	155,136
	Disposals	<u> </u>		(29,347)	(29,347)
	At 31st March 2015	1,692,105	1,747,866	224,208	3,664,179
	DEPRECIATION		•		
	At 1st April 2014	156,980	350,418	54,614	562,012
	Charge for the year	91,360	188,860	55,742	335,962
	On disposals			(22,010)	(22,010)
	At 31st March 2015	248,340	539,278	88,346	875,964
	NET BOOK VALUE				
	At 31st March 2015	1,443,765	1,208,588	135,862	2,788,215
	At 31st March 2014	1,492,610	1,315,846	167,922	2,976,378
9.	STOCKS				
				2015	2014
				£	£
	Raw materials, consumables and work in	progress		1,338,237	1,294,082
	Finished goods			2,593,176	2,697,011
				3,931,413	3,991,093
10.	DEBTORS				
	·			2015	2014
				£	£
	Trade debtors			1,349,165	1,520,541
	Amounts owed by group undertakings			231,592	575,453
	Corporation tax repayable			4,719	43,097
	VAT recoverable			27,595 45	85,322 1,411
	Other debtors Prepayments and accrued income			45 97,989	181,175
	repayments and accided income			1,711,105	2,406,999
				-	

#### NOTES TO THE FINANCIAL STATEMENTS

#### YEAR ENDED 31st MARCH 2015

## 11. CREDITORS: Amounts falling due within one year

	2015	2014
•	£	£
Trade creditors	1,078,342	1,467,988
Amounts owed to group undertakings	902,177	1,546,162
PAYE and social security	59,093	55,690
Other creditors	18,272	17,481
Accruals and deferred income	538,975	628,206
	2,596,859	3,715,527

### 12. DEFERRED TAXATION

The movement in the deferred taxation provision during the year was:

	2015	2014
	£	£
Provision brought forward	91,202	37,981
Profit and loss account movement arising during the year	15,570	53,221
Provision carried forward	106.772	91,202
1 TOVISION CATTICA TOT WATA		

The provision for deferred taxation consists of the tax effect of timing differences in respect of:

	2015	2014
	·£	£
Excess of taxation allowances over depreciation on fixed assets	106,772	91,202
	106,772	91,202

## 13. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The company holds or issues financial instruments in order to achieve three main objectives, being:

- (a) to finance its operations;
- (b) to manage its exposure to interest and currency risks arising from its operations and from its sources of finance; and
- (c) for trading purposes.

In addition, various financial instruments (e.g. trade debtors, trade creditors, accruals and prepayments) arise directly from the company's operations.

Transactions in financial instruments result in the company assuming or transferring to another party one or more of the financial risks described below.

#### Credit risk

The company monitors credit risk closely and considers that its current policies of credit checks meets its objectives of managing exposure to credit risk.

The company has no significant concentrations of credit risk. Amounts shown in the balance sheet best represent the maximum credit risk exposure in the event other parties fail to perform their obligations under financial instruments.

## NOTES TO THE FINANCIAL STATEMENTS

#### YEAR ENDED 31st MARCH 2015

# 13. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

#### **Currency risk**

The company is exposed to foreign currency risk on sales and purchases that are denominated in a currency other than pound sterling (£).

The company minimises the foreign exchange exposure where possible by matching foreign currency income with foreign currency costs. The company does not consider it necessary to enter into foreign exchange contracts in managing its foreign exchange risk resulting from cash flows from transactions denominated in foreign currency, given the nature of the business for the time being.

#### Fair values of financial assets and liabilities

An assessment of the fair value of the company's financial instruments held for financing purposes has been undertaken as at 31st March 2015. No material differences exist between book and fair value.

## 14. COMMITMENTS UNDER OPERATING LEASES

At 31st March 2015 the company had annual commitments under non-cancellable operating leases as set out below.

	Assets other than Land and buildings	
	2015	2014
	£	£
Operating leases which expire:		
Within 1 year	2,237	-
Within 2 to 5 years	624	14,786
	2,861	14,786

## 15. RELATED PARTY TRANSACTIONS

As a wholly owned subsidiary of Asia File Corporation Bhd, the company is exempt from the requirements of FRS8 to disclose transactions with other members of the group.

## 16. SHARE CAPITAL

## Allotted, called up and fully paid:

	2015		2014	
	No	£	No	£
Ordinary shares of £1 each Non Redeemable Preference shares of £1	1,200,000	1,200,000	1,200,000	1,200,000
each	3,800,000	3,800,000	3,800,000	3,800,000
	5,000,000	5,000,000	5,000,000	5,000,000

Ordinary shares are entitled to receive a dividend, voted at general meetings and are entitled to capital on the winding up or sale of the company. Non Redeemable Preference shares are entitled to a dividend at a rate of 1.75 per cent, the company has the right to accumulate or defer any dividend right at their discretion.

## NOTES TO THE DETAILED PROFIT AND LOSS ACCOUNT

## YEAR ENDED 31st MARCH 2015

## 17. PROFIT AND LOSS ACCOUNT

		•• •	2015	2014
			£	£
	Balance brought forward	• • •	1,207,060	998,239
	Profit for the financial year	· ·	126,040	208,821
	Balance carried forward		1,333,100	1,207,060
18.	RECONCILIATION OF MOVEMENTS	IN SHAREHOLDERS' FUNDS		
18.	RECONCILIATION OF MOVEMENTS	IN SHAREHOLDERS' FUNDS	2015	2014
18.	RECONCILIATION OF MOVEMENTS	IN SHAREHOLDERS' FUNDS	2015 £	2014 £
18.	RECONCILIATION OF MOVEMENTS  Profit for the financial year	IN SHAREHOLDERS' FUNDS		
18.		IN SHAREHOLDERS' FUNDS	£	£

## 19. ULTIMATE PARENT COMPANY

The ultimate parent company is Asia File Corporation Bhd, a company incorporated in Malaysia. The consolidated accounts for the Group can be obtained from Plot 16, Kawasan Perindustrian Bayan Lepas, Phase IV, MK12, Bayan Lepas 11900 Penang, Malaysia.