Registered Number 235326

Andrews & Partners Limited
Annual Report and financial statements
for the year ended 31 December 2013

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# Annual report for the year ended 31 December 2013

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## Directors and advisers for the year ended 31 December 2013

#### **Directors**

The directors of the company, who served throughout the year and up to the date of signing the financial statements except where indicated, were:-

WJ Glover

(Chairman)

P Heal

A Radford

M Robson

N K Wright

#### Secretary

N K Wright

#### **Registered Office**

The Clockhouse

Bath Hill

Keynsham

**Bristol** 

**BS31 1HL** 

#### **Independent Auditors**

PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
31 Great George Street
Bristol
BS1 5QD

#### **Solicitors**

Harris and Harris 14 Market Place Wells Somerset

BA5 2RE

#### **Bankers**

Barclays Bank Plc Corporate Banking Centre Bridgewater House Counterslip Finzels Reach Bristol BS1 6BX

### Strategic report for the year ended 31 December 2013

The directors have pleasure in presenting their Strategic report and the audited consolidated financial statements of Andrews & Partners Limited for the year ended 31 December 2013.

#### Principal activities and review of the business

The principal activities of the group are in residential estate agency and residential letting and management. The group maintained ancillary services in surveying and financial services.

Turnover increased 8.6% in 2013 compared to 2012. Each division of the group again managed to increase turnover during the year.

The group profit on ordinary activities before taxation and charitable donations of £1,675,533 was the highest since the record year of 2006. This result represented a 49% improvement on the comparative 2012 figure of £1,127,681. The key performance indicator EBITDA as a % of sales improved from 6.4% in 2012 to 7.5% in 2013.

The Letting and Management division, which benefits from a strong base of recurring revenues, continues to provide quality earnings and was once again the most profitable division within the group making £981,909 profit on ordinary activities before tax in 2013. It provides a healthy balance to the naturally more cyclical sales revenues of the Estate Agency division.

The Estate Agency division sales got off to a slow start in 2013 but activity grew considerably in the residential sales market in the second half of the year and this momentum has continued into 2014. The company increased marketing spend considerably towards the end of the year to take advantage of the improved market. In the short term this contributed to the profit on ordinary activities before tax falling slightly from £278,133 in 2012 to £265,452 in 2013 but did help build a much improved sales pipeline going into 2014. The Estate Agency division looks set to have a very good year in 2014.

The Financial Services division increased sales 13.6% in 2013 compared to 2012 and increased the profit on ordinary activities before tax from £132,136 in 2012 to £205,285 in 2013.

An important contribution to the growth in the group profit was the performance of Landmark Surveyors. This company, launched in 2007, embarked on a scaling up strategy in 2013 to achieve profitability. It achieved a 39% increase in turnover in 2013 compared to 2012 and a profit on ordinary activities before tax of £222,887 compared to a loss in 2012 of £20,669.

Cash flow was strong in 2013 with bank balances increasing £1,963,337 during the year to £8,837,481 at 31 December 2013. This was the highest bank balances figure in the company's history. Debtor days for the group reduced from 24 at 31 December 2012 to 18 at 31 December 2013.

#### Results and dividends

The trading results for the year and the financial position of the company and group are shown in the annexed financial statements. The directors do not recommend the payment of a dividend. The profit for the financial year of £815,251 (2012: profit of £513,760) has been added to reserves.

## Strategic report for the year ended 31 December 2013 (continued)

#### **Principal Risks**

The group takes a proactive approach to risk management with the aim of protecting its' employees and customers and safeguarding the interests of the company and its' shareholders. The most significant external risk factor for the group is UK macroeconomic conditions. This includes the availability and cost of mortgage finance and confidence in the residential property market particularly in the south of England where the majority of branches are located. All these factors influence the volume of transactions in the market. The directors regularly review the market conditions and forward indicators to assess whether any action is required to reduce costs or vary the pace of expansion. In the last year this risk has reduced with market conditions improving and this is benefiting the estate agency, financial services and surveying business. The market conditions are more challenging in the lettings business and cost control will a priority in this division. Internally the principal risk factor is ensuring that sufficient high quality people are recruited, developed and retained. The group invests a considerable amount in recruitment, training and development to mitigate this risk. The culture of the company generates significant loyalty within senior and mid-management.

Another internal risk factor for the group is dependency on IT systems which could potentially fail leading to interruption of service. All key IT systems are closely monitored to mitigate this risk and business continuity plans are in place to build resilience.

#### **Future developments**

The outlook for 2014 is positive and the strong sales pipelines for estate agency and financial services will ensure a much improved start to the year. There are plans to open at least three new branches organically in the coming year and look for other opportunities for profitable expansion.

By Order of the Board

N K Wright Secretary 5<sup>th</sup> June 2014

### Directors' report for the year ended 31 December 2013

The directors have pleasure in presenting their report and the audited consolidated financial statements of Andrews & Partners Limited and subsidiaries ("The Group") for the year ended 31 December 2013.

#### Registration number

235326

#### **Directors**

The directors who held office during the year and up to the date of signing the financial statements are set out on page 1.

#### Financial risks

The group's turnover is dependent on the volume of activity in the property market which is sensitive to interest rate movements as they affect the cost of borrowing to finance house purchases. During 2013 the Bank of England kept base rates at 0.5% throughout the year. The outlook is for rates to continue at this level in the foreseeable future.

Movements in interest rates also impact the group in terms of the interest receivable on tenants' deposits. Interest receivable earned on clients' monies fell during 2013 due to lower fixed deposit rates being available and this trend is expected to continue in 2014.

#### **Directors' indemnities**

As permitted by the Articles of Association, the directors have the benefit of an indemnity which is a qualifying third party indemnity provision as defined by Section 234 of the Companies Act 2006. The indemnity was in force throughout the last financial year and is currently in force.

#### Directors' responsibilities statement

The directors are responsible for preparing the Strategic Report, 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 prepared the group and parent company 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 group and the company and of the profit or loss of the group for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and 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;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company and the group will continue in business.

## Directors' report for the year ended 31 December 2013 (continued)

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 the group 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 the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

#### Provision of information to auditors

In accordance with Section 418 of the Companies Act 2006, each director in office at the date the directors' report is approved, confirms that:

- (a) so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- (b) he has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

#### **Employment of disabled persons**

Applications for employment by disabled persons are always fully considered, bearing in mind the respective aptitudes and abilities of the applicant concerned. In the event of members of staff becoming disabled every effort is made to ensure that their employment with the group continues. Training, career development and promotion of a disabled person is, as far as possible, identical to that of other employees who are not disabled.

#### **Employee involvement**

The company has continued this year the practice of consulting and keeping employees informed of matters affecting them as employees and the financial and economic factors affecting the performance of the company. This is achieved by the company intranet, regular information sheets circulated to all staff, regular training courses, meetings and conferences. During 2013 every member of staff attended two group strategy update meetings which are aimed at ensuring all staff understand the group strategy.

#### Independent auditors

The auditors, PricewaterhouseCoopers LLP, have indicated their willingness to continue in office and a resolution concerning their appointment will be proposed at the Annual General Meeting.

By Order of the Board

Makyn

N K Wright Secretary 5<sup>th</sup> June 2014

## Independent Auditors' report to the members of Andrews & Partners Limited

#### Report on the financial statements

#### Our opinion

In our opinion the financial statements, defined below:

- give a true and fair view of the state of the group's and of the parent company's affairs as at 31 December 2013 and of the group's profit and cash flows 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.

This opinion is to be read in the context of what we say in the remainder of this report.

#### What we have audited

The group financial statements and parent company financial statements (the "financial statements"), which are prepared by Andrews & Partners Limited, comprise:

- the consolidated and company balance sheet as at 31 December 2013;
- the consolidated profit and loss account, the consolidated note of historical cost profits and losses and the consolidated statement of total recognised gains and losses for the year then ended;
- the consolidated cash flow statement for the year then ended; and
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

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). In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

#### What an audit of financial statements involves

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) ("ISAs (UK & Ireland)"). 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 group's and the parent 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.

## Independent Auditors' report to the members of Andrews & Partners Limited (continued)

#### Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Strategic Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

#### Other matters on which we are required to report by exception

#### Adequacy of accounting records and information and explanations received

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- 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.

We have no exceptions to report arising from this responsibility.

#### Directors' remuneration

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

#### Responsibilities for the financial statements and the audit

#### Our responsibilities and those of the directors

As explained more fully in the Directors' Responsibilities Statement set out on pages 4 and 5, 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 ISAs (UK & Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Fiona Westwood (Senior Statutory Auditor)

for and on behalf of PricewaterhouseCoopers LLP

Chartered Accountants and Statutory Auditors

Bristol 7 Augst 2014

## Consolidated profit and loss account for the year ended 31 December 2013

	Note	2013	2013	2012	2012
		£	£	£	£
Group turnover	2		32,079,933		29,526,058
Administrative expenses			(30,660,231)		(28,683,915)
Other operating income			56,468		48,106
Group operating profit			1,476,170		890,249
Interest receivable and similar income	3	287,475		318,565	
Interest payable and similar charges	3	(88,112)		(81,133)	
			199,363		237,432
Profit on ordinary activities before taxation and charitable donations			1,675,533		1,127,681
Charitable donations	19		(586,437)		(394,688)
Profit on ordinary activities before taxation	3		1,089,096		732,933
Tax on profit on ordinary activities	6		(273,845)		(219,233)
Profit for the financial year	15		815,251		513,760

All results relate to continuing activities.

## Consolidated note of historical cost profits and losses

	2013	2012
	£	£
Reported profit on ordinary activities before taxation	1,089,096	732,993
Difference between a historical cost depreciation charge and the actual depreciation charge for the year calculated on the revalued amount	(30,127)	(30,127)
Historical cost profit on ordinary activities before taxation	1,058,969	702,866
Historical cost profit for the year retained after taxation	785,124	483,633

## Consolidated statement of total recognised gains and losses

	Note	2013	2012
		£	£
Profit for the financial year		815,251	513,760
Revaluation of freeholds	7	369,372	-
Total recognised gains related to the year		1,184,623	513,760

## Consolidated Balance sheet as at 31 December 2013 - company number 235326

•	Note	2013	2013	2012	2012
				Restated	Restated
	··	£	£	£	£
Fixed assets					
Tangible assets	7		6,397,802		5,272,994
Investments	8		80,021		120,021
Current assets			•		
Debtors	9	1,618,053		1,967,302	
Cash at bank and in hand	•	8,837,481		6,874,144	
		10,455,534		8,841,446	
Creditors - amounts falling due within one year	10	(5,623,607)		(4,213,328)	-
Net current assets			4,831,927		4,628,118
Total assets less current liabilities			11,309,750		10,021,133
Creditors - amounts falling due after more than one year	11		(1,229,657)		(1,223,306)
Provision for liabilities	12		(411,219)		(370,644)
Net assets			9,668,874		8,427,183
				_	
Capital and reserves					
Called up share capital	14		146,630		146,630
Revaluation reserve	15		1,430,377		1,373,309
Profit and loss account	15		8,091,867		6,907,244
Total shareholders' funds	16		9,668,874		8,427,183

The financial statements on pages 8 to 30 were approved by the board of directors on 5<sup>th</sup> June 2014 and were signed on its behalf by:

M Robson Director

## Company Balance sheet as at 31 December 2013

- company number 235326

	Note	2013	2013	2012	2012
		£	£	£	£_
Fixed assets					
Investments	8		200,201		200,201
Current assets					
Debtors	9	695,786		946,737	
Cash at bank and in hand		6,382		-	
		702,168		946,737	
Creditors - amounts falling due within one year	10	(60 <sup>1</sup> ,863)		(396,827)	
Net current assets			100,305		549,910
Total assets less current liabilities and net assets			300,506		750,111
Capital and reserves					
Called up share capital	14		146,630		146,630
Profit and loss account	15		153,876		603,481
Total shareholders' funds	16		300,506		750,111

The financial statements on pages 8 to 30 were approved by the Board of Directors on 5<sup>th</sup> June 2014 and were signed on its behalf by:

M Robson Director

# Consolidated cash flow statement for the year ended 31 December 2013

	2013	2013	2012	2012
	3	£	£	£
Net cash inflow from operating activit	ies	3,625,479		2,177,863
Returns on investments and servicing finance	g of			
Interest received	385,472		315,726	
Interest paid	(88,112)	1	(81,133)	
Charitable donations	(394,688)	1		
Net cash (outflow)/ inflow from return investments and servicing of finance	s on	(97,328)		234,593
Taxation – UK Corporation tax paid		(85,463)		(1,563)
Capital expenditure			ı.	
Payments to acquire tangible fixed asset	ts <b>(1,618,409</b> )	)	(1,213,400)	
Receipts from sale of tangible fixed asse	ets <b>92,247</b>		92,117	
Net cash outflow for capital expenditu	ıre	(1,526,162)		(1,121,283)
Financing -debenture loans		46,811		127,313
Increase in cash in the year		1,963,337		1,416,923
		•		
Reconciliation of net cash flow to movement in net funds				
Increase in cash in the year		1,963,337		1,416,923
Net funds at 1 January		6,874,144		5,457,221
Net funds at 31 December		8,837,481	<u> </u>	6,874,144
1 J	anuary 2013 £	Cash Flow £	31 Dece	ember 2013 £
Cash in hand and at bank	6,874,144	1,963,337		8,837,481
Debt due within one year	(463,760)	(40,460)		(504,220)
Debt due after one year	(1,223,306)	(6,351)		(1,229,657)
	5,187,078	1,916,526		7,103,604
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## Note to the consolidated cash flow statement

### Reconciliation of operating profit to net cash inflow from operating activities

	2013	2012
	£	£
Operating profit	1,476,170	890,249
Depreciation charges	920,575	983,096
Amortisation of investment	40,000	40,000
Revaluation of freeholds	(57,534)	-
Profit on sale of tangible fixed assets	(35,247)	(30,078)
Decrease/(increase) in debtors	145,258	(204,331)
Increase in creditors	1,095,682	463,966
Increase in provision for liabilities and charges	40,575	34,961
Net cash inflow from operating activities	3,625,479	2,177,863

## Notes to the financial statements for the year ended 31 December 2013

### 1. Accounting policies

The financial statements have been prepared on a going concern basis, under the historical cost convention, as modified by the revaluation of certain tangible fixed assets, and in accordance with United Kingdom applicable accounting standards and the Companies Act 2006. A summary of the more important accounting policies, which have been applied consistently other than in respect of client monies, are set out below:

#### **Basis of consolidation**

The consolidated financial statements incorporate audited financial statements of the company and its subsidiaries. Subsidiaries are listed in note 8 to the financial statements. As permitted by S408 of the Companies Act 2006, the parent company's profit and loss account has not been included in these financial statements. The parent company's loss for the financial year was £449,605 (2012: profit of £1,197).

#### **Turnover**

#### a) Estate Agency:

Commission receivable in respect of the sale of property on behalf of clients is recognised in the financial statements on completion of each sale.

#### b) Other Activities:

Turnover represents commission and fees from property letting and management, and commissions from financial services. Initial commission on financial services is recognised as income when the policy goes on risk. A provision is made for future clawbacks of initial commission anticipated to arise in the indemnity period. Renewal commission is recognisable on a received basis. Fees and commissions receivable from clients of the property letting and management business are credited to the profit and loss account on completion of the letting of the property, as rents fall due or over the duration of the management contract.

#### **Fixed assets**

The group has continued to adopt a policy of revaluation for its properties and separates these assets into components where they have significantly difference economic useful lives. Fixed assets are stated at cost or valuation less depreciation calculated on the following basis:

#### a) Freehold premises:

Freehold buildings are depreciated on a straight-line basis over 50 years. Freehold land is not depreciated.

#### b) Short leasehold premises:

Premises with leases with less than 50 years to run are depreciated over the unexpired period of the lease.

## Notes to the financial statements for the year ended 31 December 2013 (continued)

## 1. Accounting policies (continued)

#### c) Furniture and equipment

Furniture and equipment is depreciated on a straight-line basis at varying rates from 20% to 33% per annum.

#### d) Motor vehicles

Owned motor vehicles are depreciated on a straight-line basis over 4 years.

#### Revaluation reserve

Increases in valuations arising on the revaluation of tangible fixed assets are taken to the revaluation reserve. Any decreases in valuations are taken to the revaluation reserve to the extent that the individual properties have been revalued upwards previously.

#### **Deferred taxation**

Provision is made for deferred taxation on all material timing differences. Deferred tax assets are recognised where their recovery is considered more likely than not. Deferred tax assets and liabilities have not been discounted.

#### **Operating leases**

Payments under operating leases are expensed when incurred. Premiums paid under operating leases to secure a leasehold property are capitalised within fixed assets and amortised over the life of the lease.

#### Pension scheme arrangements

The company provides defined contribution post retirement benefits to its current employees. The defined contributions are recognised on an accruals basis.

#### Charitable donations

Charitable donations are recognised when payable.

#### **Associated companies**

Associated companies are accounted for under the equity method of accounting. Any goodwill arising on the acquisition of associated companies is amortised over 5 years.

#### **Client monies**

In the financial statements for the year ended 31 December 2012 the consolidated balance sheet included a client monies asset of £10,118,171 and an equal amount as a creditor due to clients. The directors now consider that these amounts are not assets of the group, rather belonging to the clients who pay the deposits, and therefore the client monies asset and creditor are no longer included in the balance sheet of the group and the company. The balance sheet of the group and the company at 31 December 2012 has been restated to exclude client monies and the creditor due to clients of £10,118,171.

# Notes to the financial statements for the year ended 31 December 2013 (continued)

## 2. Group turnover

Turnover arises wholly in the UK and represents amounts receivable for services provided to third parties and comprises:

	2013	2012
	£	£
Estate agency	15,191,316	14,155,154
Letting and management	11,400,558	11,074,233
Surveying	3,320,350	2,388,340
Financial services	2,167,709	1,908,331
·	32,079,933	29,526,058

# Notes to the financial statements for the year ended 31 December 2013 (continued)

## 3. Profit on ordinary activities before taxation

• .		
	2013	2012
	£	£
Estate Agency	265,452	278,133
Financial services	205,285	132,136
Letting and management	981,909	738,081
Surveying	222,887	(20,669)
Charitable donations	(586,437)	(394,688)
Profit on ordinary activities before taxation	1,089,096	732,993
And is stated after charging/(crediting):		
Interest payable on:		
- other loans	88,112	81,133
Interest receivable on:	_	
-corporation tax	65	-
- bank deposits	287,410	318,565
Interest receivable	287,475	318,565
Profit on sale of fixed assets	(35,247)	(30,082)
Depreciation	920,575	983,096
Operating lease charges - Land and Buildings	1,150,388	1,145,842
Services provided by the company's auditors:		
Fees payable for the audit of the parent and group financial statements	4,000	4,000
Fees payable for the audit of subsidiaries	28,120	27,200
Fees payable for tax compliance	26,700	27,400
Fees payable for other services required by legislation	8,310	8,250

# Notes to the financial statements for the year ended 31 December 2013 (continued)

## 4. Staff costs

### (a) Staff costs (including directors' remuneration comprise):

	2013	2012
	£	£
Wages and salaries	17,551,283	16,012,461
Social security costs	1,867,144	1,724,092
Other pension costs	594,974	577,153
	20,013,401	18,313,706

## (b) The full time equivalent monthly average number of persons employed by the group was:

	2013	2012
	Number	Number
Estate agency	238	223
Lettings	190	192
Surveying	27	.23
Financial services	20	20
Administration and support	65	57
	540	515

# Notes to the financial statements for the year ended 31 December 2013 (continued)

## 5. Directors' emoluments (Company)

	2013	2012
	£	£
Aggregate emoluments	669,773	565,990
Company contribution paid to:		
Defined contribution pension scheme	43,000	73,906
Number of directors to whom retirement benefits are accruing under the defined contribution pension scheme	2	2
Highest paid director	£	£
Aggregate emoluments	406,611	318,391
Company contribution paid to:		
Defined contribution pension scheme	17,500	50,656

## Notes to the financial statements for the year ended 31 December 2013 (continued)

## 6. Tax on profit on ordinary activities

·	2013	2012
	£	£
UK corporation tax charge based on the profit for the year adjusted for tax purposes		
- current year at 23.25% (2012: 24.5%)	167,881	94,106
- adjustments in respect of previous periods	(30)	(482)
Total current tax charge	167,851	93,624
Deferred tax - prior year (note 13)	1,794	(11,610)
- effect of rate change (note 13)	17,389	22,190
- current year (note 13)	86,811	115,029
Tax on profit on ordinary activities	273,845	219,233

The tax for the year is lower than the standard rate of corporation tax in the UK of 23.25% (2012: 24.5%). The differences are explained below:

•	2013	2012
	£	£
Profit on ordinary activities at the UK tax rate at 23.25% (2012: 24.5%)	253,201	179,583
Effects of:		
Expenses not deductible for tax purposes	(3,801)	22,665
Accelerated capital allowances/other timing differences	(86,301)	(56,025)
Tax at marginal rates	(4,010)	(2,909)
Amortisation of investment	9,300	9,795
Utilisation of losses	(508)	(59,003)
Adjustments in respect of previous periods	(30)	(482)
Total current tax charge	167,851	93,624

During the year, the reduction in the UK main corporation tax rate from 24% to 23% that was substantively enacted on 3 July 2012 was effective from 1 April 2013. A further reduction in the main rate has been substantively enacted to reduce the rate from 23% to 21% from 1 April 2014 and to

# Notes to the financial statements for the year ended 31 December 2013 (continued)

## 6. Tax on profit on ordinary activities (continued)

20% from 1 April 2015. As the reductions were substantively enacted at the balance sheet date the relevant deferred tax balances have been re-measured at 20%.

Based on the current capital investment plans, the group expects to continue to be able to claim capital allowances in excess of depreciation in future years at a similar level to the current year.

## 7. Tangible assets

The group	Freehold	Short leasehold	Furniture and	Motor	
	premises	premises	equipment	vehicles	Total
	£	£	£	£	£
At cost/valuation				ı	
At 1 January 2013	3,012,966	285,069	5,117,339	2,539,053	10,954,427
Additions	-	-	995,772	622,637	1,618,409
Disposals	-	-	-	(538,977)	(538,977)
Revaluation adjustment	424,334		-	_	424,334
At 31 December 2013	3,437,300	285,069	6,113,111	2,622,713	12,458,193
Analysis				-	
At cost	-	234,569	6,113,111	2,622,713	8,970,393
At valuation	3,437,300	50,500	-	_	3,487,800
	3,437,300	285,069	6,113,111	2,622,713	12,458,193
Accumulated depreciation	_		- "	· - ·	
1 January 2013	59,639	112,557	4,108,513	1,400,724	5,681,433
Charge for year	~	20,513	433,727	466,335	920,575
Disposals	~	-	-	(481,978)	(481,978)
Written back on revaluation	(59,639)	-	-	-	(59,639)
31 December 2013	-	133,070	4,542,240	1,385,081	6,060,391
Net book amounts					
31 December 2013	3,437,300	151,999	1,568,560	1,237,631	6,397,802
31 December 2012	2,953,327	172,512	1,008,826	1,138,329	5,272,994
				<del>.</del>	

## Notes to the financial statements for the year ended 31 December 2013 (continued)

### 7. Tangible assets (continued)

The group's freehold properties are formally revalued every five years and subject to an impairment review in the intervening years. They were last formally revalued at 31 December 2013 on the basis of open market value by Colliers International who are independent qualified valuers. The valuations were undertaken in accordance with the Appraisal and Valuation Manual of the Royal Institute of Chartered Surveyors in the United Kingdom. These valuations have been incorporated into the financial statements and the resulting revaluation adjustments have been taken both to the revaluation reserve and the profit and loss account

At 31 December 2013 the historical cost of the revalued freehold premises was £2,259,543 (2012: £2,259,543) and short leasehold premises £50,500 (2012: £50,500). At 31 December 2013 the historical net book value of the revalued freehold premises was 1,368,508 (2012: £1,398,636) and short leasehold premises £36,095 (2012: £37,536).

No provision has been made for deferred tax on gains recognised on revaluing property to its market value or on the sale of properties where potentially taxable gains have been rolled over into replacement assets. Such tax would become payable only if the property were sold without it being possible to claim rollover relief. The total amount unprovided for is £113,749 (2012: £23,000). At present it is not envisaged that any tax will become payable in the foreseeable future.

There were no capital commitments at 31 December 2013 (31 December 2012: nil).

## Notes to the financial statements for the year ended 31 December 2013 (continued)

#### 8. Fixed asset investments

The group	2013	2012
	£	£
At 1 January 2013		
- Net assets	•	-
- Goodwill	120,021	160,021
Net book amount at 1 January 2013	120,021	160,021
Accumulated amortisation		
- Goodwill	(40,000)	(40,000)
At 31 December 2013		
- Net assets	-	-
- Goodwill	80,021	120,021
Net book amount at 31 December 2013	80,021	120,021
	Country of incorporation	Nature of
Name of associate:		business
Mortgage Options (Partnership Division) Limited	UK	Financial services

The investment in associated company is stated at the net of the group's interest in the net assets of the associated company. The investment in Mortgage Options (Partnership Division) Limited was made when one of the company's subsidiary companies, Andrews Estate Agency Limited, acquired 21% of the ordinary shares, and 100% of the preference shares, of the associated company on 27 October 2010. Mortgage Options (Partnership Division) Limited prepares its annual financial statements to 31 December each year, with the first set of financial statements prepared for the period ending on 31 December 2011. For the purposes of accounting for the associated company in the company's group financial statements, the group has obtained unaudited financial statements for the associated company for the year ended 31 December 2013. The goodwill arising on the acquisition of the interest in an associated company is being amortised on a straight line basis over 5 years from 1 January 2011. The directors believe that the carrying value of the investments is supported by their underlying net assets.

# Notes to the financial statements for the year ended 31 December 2013 (continued)

The Company subsidiaries

At 1 January 2013 and 31 December 2013 200,201

The subsidiaries, all of which have been consolidated, wholly owned and incorporated in England and Wales are:

	Proportion of nominal value of shares held		Nature of Business
	By the Company	By the Group	
	%	%%	
Andrews Estate Agents Limited	.100	100	Estate Agents
Andrews Letting and Management Limited	100	100	Letting Agents
Andrews Pension Trust Limited	100	100	Pension Trustee
Andrews Financial Services	0 .	100	Financial Services
Landmark Surveyors Limited	100	100	Surveying
Andrews ESOP Limited	100	100	ESOP Trustee

### 9. Debtors

	2013	2012
•	£	£
The Group		
Trade debtors	903,374	1,007,621
Other debtors	40,705	172,423
Prepayments and accrued income	551,821	559,111
Deferred tax asset (note 13)	122,153	228,147
	1,618,053	1,967,032
The Company		
Amounts owed by subsidiary undertakings	695,786	946,737

Shares in

## Notes to the financial statements for the year ended 31 December 2013 (continued)

## 10. Creditors - Amounts falling due within one year

	2013	2012
	£	£
The Group		
Trade creditors	683,155	436,112
Outstanding pension contributions	156,525	120,267
Corporation tax	165,994	83,606
Other taxation and social security	1,729,504	1,444,117
Proposed gift aid donation	586,437	394,688
Debenture loan	21,500	20,000
Loan repayments due within 12 months	482,720	443,760
Accruals and deferred income	1,797,772	1,270,778
	5,623,607	4,213,328

The debenture loan is secured on two of the freeholds of the company. Repayment of capital is over 20 years from July 2012 to June 2031. However, unless renegotiated and specifically extended, full repayment is due on 30 June 2016. Interest is charged at a fixed rate of 5.825%.

The other loans are secured against the motor vehicles of the company. Repayment of capital and interest is made on a monthly basis until 2015. Interest payable on these loans is fixed over the duration of the loans and averages 3.1%.

	2013	2012
•	£	£
The Company		
Amounts owed to group undertakings	11,168	1
Proposed gift aid donation	586,437	394,688
Bank loans and overdraft	-	1,138
Accruals and deferred income	4,258	1,000
	601,863	396,827

# Notes to the financial statements for the year ended 31 December 2013 (continued)

### 11. Creditors – Amounts falling due after more than one year

The Group	2013	2012
	£	£
Debenture loan – amount due between one and two years	22,500	21,000
Debenture loan – amount due between one and two years	606,372	630,163
Other loans – amount due between one and two years	338,634	327,486
Other loans – amount due between two and five years	262,151	244,657
	1,229,657	1,223,306

### 12. Provisions for liabilities

The Group	Clawback Provision (Note (i)) £	Surveying Claims (Note (ii)) £	Total £
At 1 January 2013	222,393	148,251	370,644
Utilised in the year	(58,981)	(58,347)	(117,328)
Provided in the year	59,590	98,313	157,903
At 31 December 2013	223,002	188,217	411,219

#### (i) Clawbacks

Provision is made for future clawbacks of initial financial services commission anticipated to arise in the indemnity period.

#### (ii) Surveying claims

Provision was made for compensation payable in respect of claims arising from residential surveys carried out by Landmark Surveyors Limited.

# Notes to the financial statements for the year ended 31 December 2013 (continued)

## 13. Deferred taxation

Breakdown of deferred tax debtor in note 9:

	2013	2012
	£	£
The Group		
Accelerated capital allowances	29,151	326,179
Losses	61,697	12,025
Other timing differences	31,305	(110,057)
	122,153	228,147
Reconciliation of movement in deferred tax during the year:  At 1 January 2013		228,147
Profit and loss – prior year (note 6)		(1,794)
Profit and loss – current year (note 6)		(86,811)
Effect of rate change (note 6)		(17,389)
At 31 December 2013		122,153

# Notes to the financial statements for the year ended 31 December 2013 (continued)

## 14. Called up share capital

The Group and the Company

	Ordinary shares of 50p each	
	Number	£
Allotted, issued and fully paid:		· ·
At 1 January 2013 and 31 December 2013	293,260	146,630

### 15. Reserves

	Group	Company	Group
	Profit & Loss Account £	Profit & Loss Account £	Revaluation Reserve £
At 1 January 2013	6,907,244	603,481	1,373,309
Revaluation	369,372	-	57,068
Profit/(loss) for the financial year	815,251	(449,605))	-
At 31 December 2013	8,091,867	153,876	1,430,377

# Notes to the financial statements for the year ended 31 December 2013 (continued)

## 16. Reconciliation of movements in shareholders' funds

#### The Group

	2013	2012
	<b>£</b>	£
Opening shareholders' funds	8,427,183	7,913,423
Profit for the financial year	815,251	513,760
Revaluation of freeholds	426,440	-
Net addition to shareholders' funds	1,241,691	513,760
Closing shareholders' funds	9,668,874	8,427,183
The Company		
	2013	2012
	£	£
Opening shareholders' funds	750,111	1,047,202
Loss for the financial year	(449,605)	(297,091)
Net deduction from shareholders' funds	(449,605)	(297,091)
Closing shareholders' funds	300,506	750,111

## Notes to the financial statements for the year ended 31 December 2013 (continued)

### 17. Operating lease commitments

Operating lease annual charges not provided for in the group financial statements terminate as follows:

	2013	2012
	Land and	Land and
	Buildings	Buildings
	£	£
Expiring within one year	442,830	358,630
Expiring between one and five years	499,077	576,837
Expiring after five years	163,794	163,794
	1,105,701	1,099,261

The company itself had no operating lease commitments at 31 December 2013 (2012: nil).

### 18. Ultimate parent undertaking and controlling party

The company's ultimate parent undertaking and controlling party is the charity Andrews Charitable Trust, which holds 72.5% of the allotted share capital of Andrews & Partners Limited. There were no amounts due to or from Andrews Charitable Trust at the balance sheet date.

## 19. Related party disclosure

The company made charitable donations to the three shareholding charitable trusts as follows:

	2013	2012
	£	£
Andrews Charitable Trust	425,460	286,346
Christian Book Promotion Trust	91,987	61,910
Christian Initiative Trust	68,990	46,432
	586,437	394,688

The company is exempt under the terms of Financial Reporting Standard 8 from disclosing related party transactions and balances with entities that are part of the Andrews & Partners Limited group that have been eliminated on consolidation.