FINANCIAL STATEMENTS 31 DECEMBER 2013

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COMPANIES HOUSE

STEWART & CO

Chartered Accountants & Statutory Auditor
Knoll House, Knoll Road
Camberley, Surrey
GU15 3SY

FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2013

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STRATEGIC REPORT

YEAR ENDED 31 DECEMBER 2013

PRINCIPAL ACTIVITIES

The principal activity of the group during the year was that of design, manufacture and distribution of professional cleaning equipment and there has been no change during the year.

BUSINESS REVIEW

For the year of 2013 we are pleased to report good sales growth which, in turn, is reflected in a substantial increase in profitability.

The performance of all of the European subsidiaries was both stable and positive.

The only blot on the copybook at the moment is the performance of our South African subsidiary which performed well in sales but due to the weakness of the Rand the exchange rate had a major effect on margins.

Although 2013 has been a good year there are many unknowns in the year to come and especially the new European Eco Design Standards which become compulsory in September 2014. These require a comprehensive revision in product design and performance for the EU sales. Although we are ready for the new standard, resulting in better Numatic products, it will take time for customers to understand and appreciate the many differences involved.

As is always the case, "a busy factory is a happy factory" and we do not see this changing in 2014.

Yes, we are optimistic about the coming year and although we expect the UK economy to show some signs of recovery, we do not expect to see anything but a small improvement Europe-wide as the EU economy is still having problems which will result in some depreciation in the strength of the Euro over the coming year.

As in previous years, the full production stays in Chard with constant employees and management.

Signed by order of the director

MR S WHITLOCK Company Secretary

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Approved by the director on 28 August 2014

DIRECTOR'S REPORT

YEAR ENDED 31 DECEMBER 2013

The director presents his report and the financial statements of the group for the year ended 31 December 2013.

RESULTS AND DIVIDENDS

The profit for the year, after taxation, amounted to £7,636,000. The director has not recommended a dividend.

FINANCIAL INSTRUMENTS

During the year ended 31 December 2013 the company did not use any financial instruments to hedge its risks associated with price, credit, liquidity or cash flow.

DIRECTOR

The director who served the company during the year was as follows:

Mr C R Duncan

DIRECTOR'S RESPONSIBILITIES

The director is responsible for preparing the Strategic Report, Director's Report and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law the director has 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 director 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 the group and of the profit or loss of the group for that year.

In preparing these financial statements, the director is 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 group will continue in business.

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

DIRECTOR'S REPORT (continued)

YEAR ENDED 31 DECEMBER 2013

DISABLED EMPLOYEES

It is the group's policy to consider applications for employment from disabled people on the same basis as other potential employees. Ability and aptitude are the determining factors in the selection, training, career development and promotion of all employees. If an employee becomes disabled during the period of employment the group will, if necessary and to the extent possible, retrain the employee for duties suited to that employee's abilities following disablement.

EMPLOYEE INVOLVEMENT

The group involves employees in the business in various ways. Regular meetings are held between managers and the Union Representatives of staff to discuss any issues arising and the Health and Safety Committee liases with staff. Furthermore, wages are based on a productivity scheme, which involves disclosure to staff of sales performance.

AUDITOR

Stewart & Co are deemed to be re-appointed under section 487(2) of the Companies Act 2006.

The director at the date of the approval of this report confirms that:

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

Registered office: Knoll House

Knoll Road

Camberley

Surrey

GU15 3SY

Signed by order of the director

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MR S WHITLOCK Company Secretary

Approved by the director on 28 August 2014

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDER OF NUMATIC INTERNATIONAL LIMITED

YEAR ENDED 31 DECEMBER 2013

We have audited the group and parent company financial statements ("the financial statements") of Numatic International Limited for the year ended 31 December 2013. 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 shareholder, 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 shareholder 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 shareholder as a body, for our audit work, for this report, or for the opinions we have formed.

RESPECTIVE RESPONSIBILITIES OF DIRECTOR AND AUDITOR

As explained more fully in the Director's Responsibilities Statement set out on page 2, the director is 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 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 director; 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 AUDITOR'S REPORT TO THE SHAREHOLDER OF NUMATIC INTERNATIONAL LIMITED (continued)

YEAR ENDED 31 DECEMBER 2013

OPINION ON FINANCIAL STATEMENTS

In our opinion the financial statements:

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

EMPHASIS OF MATTER - POSSIBLE OUTCOME OF LEGAL PROCEEDINGS

In forming our opinion on the financial statements, which is not qualified, we have considered the adequacy of the disclosures made in note 20 to the financial statements concerning the possible outcome of legal proceedings, alleging the misappropriation of assets owned by Numatic International SAS, a wholly owned subsidiary incorporated in France, where the company is the claimant. The ultimate outcome of the matter cannot presently be determined and full provision has been made for the assets in in question in the financial statements.

OPINION ON OTHER MATTER PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion the information given in the Director's 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 by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of director's remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Knoll House, Knoll Road Camberley, Surrey GU15 3SY

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28 August 2014

DAVID HARTLEY FCA (Senior Statutory Auditor) For and on behalf of STEWART & CO

Chartered Accountants & Statutory Auditor

PROFIT AND LOSS ACCOUNT

YEAR ENDED 31 DECEMBER 2013

	Note	2013	2012
GROUP TURNOVER	2	£000 124,446	£000 110,456
Cost of sales		81,402	72,887
GROSS PROFIT		43,044	37,569
Distribution costs		2,479	2,483
Administrative expenses Other operating income	3	30,060 (187)	29,173 (104)
OPERATING PROFIT	4	10,692	6,017
Non-recurring non operating expenditure in respect of a connected			
company	7	<u> </u>	(1,516)
		10,692	4,501
Interest receivable		25	_
Interest payable and similar charges	8	(403)	(387)
Other finance costs	9	(265)	(4)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	ı	10,049	4,110
Tax on profit on ordinary activities	10	2,413	1,868
PROFIT FOR THE FINANCIAL YEAR	11	7,636	2,242
		· ·	<u> </u>

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

The company has taken advantage of section 408 of the Companies Act 2006 not to publish its own Profit and Loss Account.

GROUP STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES

YEAR ENDED 31 DECEMBER 2013

	2013	2012
	£000	£000
Profit for the financial year		
attributable to the shareholder of the parent company	7,636	2,242
Actuarial gain/(loss) in respect of defined benefit pension scheme	188	(717)
Deferred tax in respect of defined benefit pension scheme	(164)	104
	7,660	1,629
Exchange differences on retranslation of net assets of subsidiary		
undertakings	(363)	(246)
Total gains and losses recognised since the last annual report	7,297	1,383

The notes on pages 11 to 29 form part of these financial statements.

GROUP BALANCE SHEET

31 DECEMBER 2013

		2013		2012
	Note	£000	£000	£000
FIXED ASSETS				:
Intangible assets	12		107	131
Tangible assets	13		29,352	29,442
			29,459	29,573
CURRENT ASSETS				
Stocks	15	18,489		15,488
Debtors	16	18,858		17,776
Cash at bank		16,370		10,267
		53,717		43,531
CREDITORS: Amounts falling due within one				
year	17	20,273		16,863
NET CURRENT ASSETS			33,444	26,668
TOTAL ASSETS LESS CURRENT LIABILITIE	ES		62,903	56,241
CREDITORS: Amounts falling due after more				
than one year	18		5,944	5,847
PROVISIONS FOR LIABILITIES				
Deferred taxation	19		168	137
Other provisions	20		1,933	1,901
NET ASSETS EXCLUDING PENSION LIABIL	ITY		54,858	48,356
Defined benefit pension scheme liability	21		(4,008)	(4,802)
NET ASSETS INCLUDING PENSION LIABILI	TY		50,850	43,554
CAPITAL AND RESERVES				
Called-up equity share capital	25		5,000	5,000
Profit and loss account	26		45,850	38,554
SHAREHOLDER'S FUNDS	27		50,850	43,554

These accounts were approved and signed by the director and authorised for issue on 28 August 2014.

MR C R DUNCAN

The notes on pages 11 to 29 form part of these financial statements.

BALANCE SHEET

31 DECEMBER 2013

		2013		2012
	Note	£000	£000	£000
FIXED ASSETS				
Intangible assets	12		89	97
Tangible assets	13		24,027	24,049
Investments	14		10,167	10,167
			34,283	34,313
CUDDENT ASSETS				
CURRENT ASSETS Stocks	15	12 201		10 427
Debtors	16	13,281		10,437
Cash at bank	10	19,143 15,209		17,608 9,194
Cash at bank		13,209		
		47,633		37,239
CREDITORS: Amounts falling due within one				
year	17	17,487		13,620
NET CURRENT ASSETS			30,146	23,619
TOTAL ASSETS LESS CURRENT LIABILITIE	ES		64,429	57,932
CREDITORS: Amounts falling due after more				
than one year	18		3,952	3,988
PROVISIONS FOR LIABILITIES				
Deferred taxation	19		119	111
NET ASSETS EXCLUDING PENSION LIABIL	ITY		60,358	53,833
Defined benefit pension scheme liability	21		(4,008)	(4,802)
NET ASSETS INCLUDING PENSION LIABILI	ITY ·		56,350	49,031
CAPITAL AND RESERVES				
Called-up equity share capital	25		5,000	5,000
Profit and loss account	26		51,350	44,031
SHAREHOLDER'S FUNDS			56,350	49,031

These accounts were approved and signed by the director and authorised for issue on 28 August 2014.

MR C R DUNCAN

Company Registration Number: 773331

GROUP CASH FLOW CASH FLOW STATEMENT

YEAR ENDED 31 DECEMBER 2013

	Note	2013 £000	2012 £000
NET CASH INFLOW FROM OPERATING ACTIVITIES	28	10,173	6,150
RETURNS ON INVESTMENTS AND SERVICING OF FINANCE	28	(378)	(387)
TAXATION	28	(2,005)	(1,642)
CAPITAL EXPENDITURE AND FINANCIAL INVESTMENT	28	(2,253)	(1,947)
CASH INFLOW BEFORE FINANCING		5,537	2,174
FINANCING	28	82	(2)
INCREASE IN CASH	28	5,619	2,172

The notes on pages 11 to 29 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2013

1. ACCOUNTING POLICIES

Basis of accounting

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

Basis of consolidation

The consolidated financial statements incorporate the financial statements of the company and all group undertakings. These are adjusted, where appropriate, to conform to group accounting policies. Acquisitions are accounted for under the acquisition method and goodwill on consolidation is capitalised and written off over five years from the year of acquisition. The results of companies acquired or disposed of are included in the profit and loss account after or up to the date that control passes respectively. As a consolidated profit and loss account is published, a separate profit and loss account for the parent company is omitted from the group financial statements by virtue of section 408 of the Companies Act 2006.

Turnover

The turnover shown in the profit and loss account represents amounts invoiced during the year, exclusive of Value Added Tax.

Research and development

Research and development expenditure is written off in the year in which it is incurred.

Goodwill

Positive purchased goodwill arising on acquisitions is capitalised, classified as an asset on the Balance Sheet and amortised over its estimated useful life up to a maximum of 15 years. This length of time is presumed to be the maximum useful life of purchased goodwill because it is difficult to make projections beyond this period. Goodwill is reviewed for impairment at the end of the first full financial year following each acquisition and subsequently as and when necessary if circumstances emerge that indicate that the carrying value may not be recoverable.

Amortisation

Amortisation 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:

Goodwill

5 or 15 years

Patents

Between 10 and 20 years straight line

Fixed assets

All fixed assets are initially recorded at cost.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2013

1. ACCOUNTING POLICIES (continued)

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

- 2% per annum straight line (France 15 years)

Plant & Machinery

On a straight line monthly basis over the first 6 years to 10% of cost, thereafter its value in use is reassessed on an annual basis and 20% reducing balance (France over 5 and 10 years straight line)

Computer Equipment

On a straight line basis over the first 3 years to 10% of cost, thereafter its value in use is reassessed on an annual basis (France

between 3 and 5 years straight line)

Motor Vehicles

20%-33% per annum straight line

Tooling

- On a straight line monthly basis over 4 to 10 years

Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Work in progress

Work in progress is valued on the basis of direct costs plus attributable overheads based on normal level of activity. Provision is made for any foreseeable losses where appropriate. No element of profit is included in the valuation of work in progress.

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 and other post-retirement benefits

The group operates a defined benefit pension scheme for employees. The assets of the scheme are held separately from those of the group.

Current service costs, past service costs and gains and losses on settlements and curtailments are charged to the profit and loss account. Past service costs are recognised over the vesting period or immediately if the benefits have vested. When a settlement (eliminating all obligations for benefits already accrued) or a curtailment (reducing future obligations as a result of a material reduction in the scheme membership or a reduction in future entitlement) occurs, the obligation and related plan assets are re-measured using current actuarial assumptions and the resultant gain or loss is recognised in the profit and loss account during the period in which the settlement or curtailment occurs.

The interest cost and the expected return on assets are shown as a net amount in the profit and loss account as other finance costs or income. Actuarial gains and losses are recognised immediately in the statement of total recognised gains and losses.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2013

1. ACCOUNTING POLICIES (continued)

Pension scheme assets are valued at fair value at the balance sheet date. Fair value is based on market price information and in the case of quoted securities is the published bid price. Pension scheme liabilities are measured on an actuarial basis using the projected unit method and are discounted to their present value using a rate equivalent to the current rate of return on a high quality corporate bond of equivalent currency and term to the scheme liabilities. Pension scheme deficits are recognised in full on the balance sheet, net of related deferred tax.

The overseas subsidiary undertakings make contributions (where applicable) on behalf of their employees into private funds, contributions to these schemes are charged to the profit and loss account as they are incurred.

The parent undertaking also operates a defined contribution self-administered scheme for directors, contributions to this scheme are charged to the profit and loss account as they are incurred.

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, with the following exceptions:

Provision is made for tax on gains arising from the revaluation (and similar fair value adjustments) of fixed assets, and gains on disposal of fixed assets that have been rolled over into replacement assets, only to the extent that, at the balance sheet date, there is a binding agreement to dispose of the assets concerned. However, no provision is made where, on the basis of all available evidence at the balance sheet date, it is more likely than not that the taxable gain will be rolled over into replacement assets and charged to tax only where the replacement assets are sold.

Deferred tax assets are recognised only to the extent that the director considers that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax is measured 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 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.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2013

ACCOUNTING POLICIES (continued)

Investments

Investments held as fixed assets are stated at cost, provision is made for impairment where there is felt to be a permanent diminution in value of the underlying net assets.

2. **TURNOVER**

The turnover for the year was derived from the group's principal activity. In the opinion of the director all geographical markets are supplied under similar terms conditions and prices, and the products supplied form one class of business. Inter group trading is eliminated on consolidation. The director considers that any further disclosure in terms of turnover analysis would be commercially sensitive and therefore prejudicial to the group.

3. OTHER OPERATING INCOME

	Other operating income	2013 £000 187	2012 £000 104
4.	OPERATING PROFIT		
	Operating profit is stated after charging/(crediting):		
٠		2013 £000	2012 £000
	Amortisation of intangible assets	18	9
	Depreciation of owned fixed assets	2,322	2,296
	(Profit)/Loss on disposal of fixed assets	(35)	47
	Operating lease costs:		
	- Plant and equipment	360	342
	Net loss/(profit) on foreign currency translation	270	(160)
	Auditor's remuneration - audit of the financial statements	64	61
	Auditor's remuneration - other fees	99	110

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2013

4. OPERATING PROFIT (continued)

Stewart & Co

	2013 £000	2012 £000
Auditor's remuneration - audit of the financial statements	64	61
Overseas auditors		
	2013 £000	2012 £000
Auditor's remuneration - other fees:		
- Local statutory audit of subsidiary	99	110

5. PARTICULARS OF EMPLOYEES

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

Number of production staff Number of administrative staff	2013 No 651 234 885	2012 No 626 224 850
The aggregate payroll costs of the above were:	,	
Wages and salaries Social security costs Other pension costs	2013 £000 28,420 1,817 1,648 31,885	2012 £000 26,168 1,687 2,085 29,940

Other pension costs are amounts charged to operating profit and do not include amounts credited to finance income and charged to finance costs (see note 9), and amounts recognised in the statement of recognised gains and losses.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2013

6. DIRECTOR'S REMUNERATION

The director's aggregate remuneration in respect of qualifying services were:

	2013	2012
	£000	£000
Remuneration receivable	440	425

7. NON-RECURRING NON OPERATING EXPENDITURE IN RESPECT OF A CONNECTED COMPANY

During the prior year the parent company was obliged to meet a financial guarantee towards the borrowings of a previous subsidiary company, Chalon UK Limited, also controlled by C R Duncan and now disposed of in its entirety. The amount is a one off, non-trading expense and had been written off in 2012 and the group has no future exposure in this respect.

8. INTEREST PAYABLE AND SIMILAR CHARGES

	Other similar charges payable	2013 £000 403	2012 £000 387
9.	OTHER FINANCE COSTS		
	Net finance costs in respect of defined benefit pension schemes	2013 £000 (265)	2012 £000 (4)
10.	TAXATION ON ORDINARY ACTIVITIES		
	(a) Analysis of charge in the year		
	Current tax:	2013 £000	2012 £000
	UK Taxation In respect of the year:		
	UK Corporation tax based on the results for the year at 23% (2012 - 24%)	1,808	1,388
	Foreign tax Current tax on income for the year	386	368
	Total current tax	2,194	1,756
	Deferred tax:		
	Origination and reversal of timing differences	219	112
	Tax on profit on ordinary activities	2,413	1,868

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2013

10. TAXATION ON ORDINARY ACTIVITIES (continued)

(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 23% (2012 - 24%).

	2013	2012
Profit on ordinary activities before taxation	£000 10,049	£000 4,110
Profit on ordinary activities by rate of tax	2,311	986
Expenses not deductible for tax purposes	39	567
Capital allowances for period in excess of depreciation	38	29
Tax chargeable at lower rates	19	28
Overseas taxation	386	368
Tax adjustment for overseas subsidiaries	(166)	(73)
Tax adjustment for pension costs under FRS17	(224)	(149)
Sundry tax adjusting items	(209)	-
Total current tax (note 10(a))	2,194	1,756

11. PROFIT ATTRIBUTABLE TO MEMBERS OF THE PARENT COMPANY

The profit dealt with in the financial statements of the parent company was £7,296,000 (2012 - £2,311,000).

12. INTANGIBLE FIXED ASSETS

Group	Patents
COST	0003
At 1 January 2013	174
Additions	1
Exchange adjustments	<u>(7)</u>
At 31 December 2013	168
	-
AMORTISATION	
At 1 January 2013	43
Charge for the year	
At 31 December 2013	61
NET BOOK VALUE	
At 31 December 2013	107
-At 31 December 2012	131

NUMATIC INTERNATIONAL LIMITED NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2013

12. INTANGIBLE FIXED ASSETS (continued)

Company	Patents £000
COST	
At 1 January 2013 and 31 December 2013	136
AMORTISATION	
At 1 January 2013	39
Charge for the year	8
At 31 December 2013	47
NET BOOK VALUE	
At 31 December 2013	89
At 31 December 2012	97

13. TANGIBLE FIXED ASSETS

Group	Freehold Property £000	Plant & Machinery £000	Fixtures & Fittings £000	Motor Vehicles £000	Tooling £000	Total £000
COST						
At 1 Jan 2013	27,337	11,913	3,608	696	7,693	51,247
Additions	124	1,226	424	74	456	2,304
Disposals	_	(62)	(93)	(26)	(6)	(187)
Exchange						
adjustments	84	(41)	(48)	(87)	2	(90)
At 31 Dec 2013	27,545	13,036	3,891	657	8,145	53,274
DEPRECIATION						
At 1 Jan 2013	5,300	8,518	2,586	396	5,005	21,805
Charge for the	,	,	,		,	,
year	569	681	409	103	560	2,322
On disposals	_	(68)	(89)	(13)	_	(170)
Exchange						
adjustments	20	(2)	(28)	(27)	2	(35)
At 31 Dec 2013	5,889	9,129	2,878	459	5,567	23,922
NET BOOK VALU	JE					
At 31 Dec 2013	21,656	3,907	1,013	198	2,578	29,352
At 31 Dec 2012	22,037	3,395	1,022	300	2,688	29,442

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2013

13. TANGIBLE FIXED ASSETS (continued)

Company	Freehold Property £000		Fixtures & Fittings £000	Motor Vehicles £000	Tooling £000	Total £000
COST						
At 1 Jan 2013	22,304	10,234	2,500	53	7,582	42,673
Additions	. 39	842	353	_	436	1,670
Disposals		(19)	(58)	_		(77)
At 31 Dec 2013	22,343	11,057	2,795	53	8,018	44,266
DEPRECIATION						
At 1 Jan 2013	4,076	7,672	1,887	48	4,941	18,624
Charge for the						
year	422	425	294	3	547	1,691
On disposals		(18)	(58)	_		(76)
At 31 Dec 2013	4,498	8,079	2,123	51	5,488	20,239
NET BOOK VALI	UE					
At 31 Dec 2013	17,845	2,978	672	2	2,530	24,027
At 31 Dec 2012	18,228	2,562	613	5	2,641	24,049

14. INVESTMENTS

Company	Group companies £000
COST At 1 January 2013 and 31 December 2013	10,167
NET BOOK VALUE At 31 December 2013 and 31 December 2012	10,167

NUMATIC INTERNATIONAL LIMITED NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2013

Proportion

	Country of incorporation	Holding	of voting rights and shares held	Nature of business
Subsidiary undertak	ings			
All held by the compa	ny:			
Numatic	•	Ordinary		
International SAS	France	shares	100%	Sales and distribution
Numatic		Ordinary	•	
International GmbH	Germany	shares	100%	Sales and distribution
Numatic		Ordinary		
International B.V.	Holland	shares	100%	Sales and distribution
Numatic				
International		Ordinary		
(Proprietary) Ltd	South Africa	shares	100%	Sales and distribution
Numatic				
International		Ordinary		
Schweiz AG	Switzerland	shares	100%	Sales and distribution

It must be emphasised that in aggregate the value of the investments in Numatic International SAS, Numatic International B.V. and Numatic International (Proprietary) Ltd are disproportionate to their net asset value by £8,015,000. It is the company's policy to fully capitalise start up costs, working capital requirements and wherever possible the provision of freehold premises. All subsidiaries are held for the long term and are expected, if they are not already, to provide a meaningful return on the capital employed. Furthermore the net asset values of the subsidiary undertakings do not include internally generated goodwill. Accordingly no impairments have been made.

All subsidiary undertakings are involved in the sale and distribution of group and associated products.

All subsidiary undertakings are included in the consolidated accounts.

15. STOCKS

	Group		Company	
	2013	2012 ⁻	2013	2012
	£000	£000	£000	£000
Raw materials	8,762	7,087	8,762	7,087
Work in progress	1,096	950	1,096	950
Finished goods	8,601	· 7,421	3,393	2,370
Small tools	30	30	30	30
	18,489	15,488	13,281	10,437

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2013

16. DEBTORS

	Group		Company				
	2013	2013	2013	2013 2012		2013	2012
	£000	£000	£000	£000			
Trade debtors	14,597	13,560	9,302	8,514			
Amounts owed by group undertakings	_	_	9,139	8,671			
Other debtors	3,472	3,650	· -	1			
Deferred taxation (Note 19)	_	8	_	_			
Prepayments and accrued income	789	558	702	422			
	18,858	17,776	19,143	17,608			

17. CREDITORS: Amounts falling due within one year

Group		Company	
2013	2012	2013	2012
£000	£000	£000	£000
2,266	1,797	1,763	1,087
8,153	7,099	7,500	6,498
952	788	1,008	788
1,459	1,286	1,304	1,086
1,251	1,305	3	<u> </u>
6,192	4,588	5,909	4,161
20,273	16,863	17,487	13,620
	2013 £000 2,266 8,153 952 1,459 1,251 6,192	2013 2012 £000 £000 2,266 1,797 8,153 7,099 952 788 1,459 1,286 1,251 1,305 6,192 4,588	2013 2012 2013 £000 £000 £000 2,266 1,797 1,763 8,153 7,099 7,500 952 788 1,008 1,459 1,286 1,304 1,251 1,305 3 6,192 4,588 5,909

18. CREDITORS: Amounts falling due after more than one year

Group		Company	
2013	2012	2013	2012
£000	£000	£000	£000
5,944	5,847	3,952	3,988
	2013 £000	2013 2012 £000 £000	2013 2012 2013 £000 £000 £000

19. DEFERRED TAXATION

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

	Group		Company	
	2013	2012	2013	2012
	£000	£000	£000	£000
Provision brought forward	129	148	111	148
Increase/(Decrease) in provision	39	<u>(19)</u>	8	(37)
Provision carried forward	168	129	119	111

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2013

19. DEFERRED TAXATION (continued)

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

Group	2	2013	2012	
	Provided £000	Unprovided £000	Provided £000	Unprovided £000
Excess of taxation allowances over				
depreciation on fixed assets	119	-	111	-
Other timing differences	49	. -	18	-
_				
	168		129	-

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

Company	2	2013	2012		
		Unprovided		Unprovided	
Excess of taxation allowances over	£000	000£	£000	£000	
depreciation on fixed assets	119	_	111	_	
r					

20. OTHER PROVISIONS

Grou	ıp .	Compa	any
2013	2012	2013	2012
£000	£000	£000	£000
1,933	1,901	-	-

During 2009 irregular activities by former management were identified in Numatic International SAS, a wholly owned subsidiary incorporated in France, and there are currently legal proceedings in progress alleging the misappropriation of the subsidiary's assets, where the company is the claimant. The value of the assets that the company is trying to recover stands at £2,525,000, for which full provision was made in the financial statements for the year ended 31 December 2008. This figure consists of several transactions covering the two periods preceding this date. The results included in these financial statements in respect of Numatic International SAS are a £324,000 gain (2012: £204,000 gain) and £2,043,000 net assets (2012: £1,619,000 net assets). This is after a £nil gain (2012: £nil gain) and net liability £1,933,000 (2012: £1,901,000) in respect of the provision.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2013

21. PENSIONS AND OTHER POST RETIREMENT BENEFITS

The group operates a number of pension schemes for its employees.

Defined benefit pension scheme (company only)

Employees contribute 7% of salary (2012: 7%) with the balance of required contributions being met by the company (15% of pensionable salaries at the balance sheet date). An actuary reviews the assets and liabilities of the scheme on a triennial basis for funding purposes, the last valuation being as at 1 April 2012. Interim valuations will continue to be performed at the end of each accounting year for the purposes of FRS 17 disclosures.

The actuarial assessment considers the assets and liabilities at the date of calculation and forecasts assets and liabilities in the future according to a set of assumptions, the most important of which are the rate of return on the assets and the rate of increase in remuneration and pensions.

At the date of the last full valuation in 2012, the actuarial valuation of the assets was £36,014,000 and of the liabilities £43,670,000, representing a shortfall of £7,656,000 and a funding level of 82%. This underfunding is being reduced by adjusting the employer's deficit-contribution £729,000 per annum (increasing by 3% compound on 1 January 2015 and each subsequent 1 January) for the year to 31 December 2014 and thereafter. The employer's contribution to provide benefits accruing in the future was adjusted to 15% of pensionable salaries.

The position will be reviewed at the next actuarial valuation, which should have an effective date not more than three years from the date of the latest valuation.

The amounts recognised in the profit and loss account are as follows:

	2013 £000	2012 £000
Amounts credited to operating profit: Current service cost	(981)	(947)
	`	`—´
Total operating credit	(981)	(947)
Amounts included in other finance cost:		
Expected return on scheme assets	2,208	1,911
Interest on scheme liabilities	(<u>1,943</u>)	(1,907)
Other finance cost	265	4
Total credit to the profit and loss account	(716)	(943)

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2013

21. PENSIONS AND OTHER POST RETIREMENT BENEFITS (continued)

The total operating credit is recognised in the following line items in the profit and loss account:

	2013	2012.
·	€000	£000
Cost of sales	(976)	(620)
Total operating credit	(976)	(620)

Other finance cost is included in the profit and loss account within interest payable and similar charges.

Actuarial gains of £188 (2012: losses £717) have been recognised in the statement of total recognised gains and losses.

The amounts recognised in the balance sheet are as follows:

	2013	2012
	£000	£000
Present value of unfunded obligations	(5,073)	(6,237)
Related deferred tax asset	1,065	1,435
Net pension liability	(4,008)	(4,802)

Changes in the present value of the defined benefit obligation scheme are as follows:

	2013	2012
	£000	£000
Opening defined benefit obligation	43,974	40,544
Current service cost	981	947
Interest on scheme liabilities	1,943	1,907
Actuarial loss	1,612	1,441
Contributions by scheme participants	464	470
Benefits paid	(1,065)	(1,335)
Closing defined benefit obligation	47,909	43,974

The defined benefit obligation may be analysed between wholly unfunded and wholly or partly funded schemes as follows:

	2013	2012
	000£	£000
Funded	42,836	37,737
Unfunded	5,073	6,237
	47,909	43,974
		

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2013

21. PENSIONS AND OTHER POST RETIREMENT BENEFITS (continued)

Changes in the fair value of scheme assets are as follows:

	2013	2012
	000£	£000
Opening fair value of scheme assets	37,737	34,404
Expected return on scheme assets	2,208	1,911
Contributions by scheme participants	464	470
Actuarial gain	1,800	724
Benefits paid	(1,065)	(1,335)
Other	1,692	1,563
Closing fair value of scheme assets	42,836	37,737

The fair value of the major categories of scheme assets as a percentage of total scheme assets are as follows:

	2013	2012
	%	%
European equities	81.00	79.00
European bonds	18.00	20.00
Cash	1.00	1.00

The principal actuarial assumptions as at the balance sheet date were:

	2013	2012
	%	%
Discount rate	4.60	4.40
Expected return on scheme assets	6.20	5.80
Rate of increase in salaries	3.90	3.30
Rate of increase in pensions in payment	3.30	2.80
Inflation	3.40	2.80

Amounts for the current and previous four periods are as follows:

	2013	2012	2011	. 2010	2009
	£000	£000	£000	£000	£000
Defined benefit obligation	(47,909)	(43,974)	(40,544)	(36,778)	(33,042)
Fair value of scheme assets	42,836	37,737	34,404	32,228	26,467
Deficit in the scheme	(5,073)	(6,237)	(6,140)	(4,550)	(6,575)

Other pension schemes

The overseas subsidiary undertakings make contributions into employees' personal pension schemes.

Total pension costs

The pension cost charge represents contributions payable by the group to the funds and amounted to £1,649,000 (2012: £2,085,000), including contributions payable by overseas subsidiary undertakings.

All contributions deducted from employees and payable by the employer have been paid to the UK schemes.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2013

22. SECURITY

Bank borrowings covering the bank treasury loan and the overdraft facility are secured by specific legal charges over freehold land and property.

23. COMMITMENTS UNDER OPERATING LEASES

At 2013 the group had annual commitments under non-cancellable operating leases as set out below.

Group	2013		2012	
•	Land and		Land and	
	buildings	Other items	buildings	Other items
	£000£	£000	£000	£000
Operating leases which expire:				
Within 1 year	204	405	228	356
Within 2 to 5 years	704	513	1,119	1,301
After more than 5 years	-	21	-	<u>-</u>
				
	908	939	1,347	1,657

24. RELATED PARTY TRANSACTIONS

The company was under the control of Mr C R Duncan throughout the current and previous year. Mr C R Duncan is the director and sole shareholder.

25. SHARE CAPITAL

Allotted, called up and fully paid:

	2013		2012	
	No	£000	No	£000
Ordinary shares of £1 each	5,000,000	5,000	5,000,000	5,000

26. RESERVES

Group	Profit and loss
	account
	£000
Balance brought forward	38,554
Profit for the year	7,636
Exchange differences on retranslation of net assets of subsidiary undertakings	(364)
Defined benefit pension scheme	24
Balance carried forward	45,850

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2013

26. RESERVES (continued)

Company	Profit and loss
	account
	£000
Balance brought forward	44,031
Profit for the year	7,296
Defined benefit pension scheme	23
Balance carried forward	51,350

27. RECONCILIATION OF MOVEMENTS IN SHAREHOLDER'S FUNDS

2013	2012
£000	£000
7,636	2,242
24	(613)
(364)	(259)
7,296	1,370
43,554	42,184
50,850	43,554
	£000 7,636 24 (364) 7,296 43,554

28. NOTES TO THE CASH FLOW STATEMENT

RECONCILIATION OF OPERATING PROFIT TO NET CASH INFLOW FROM **OPERATING ACTIVITIES**

	2013 £000	2012 £000
Operating profit	10,692	6,017
Amortisation	18	9
Depreciation	2,322	2,296
(Profit)/Loss on disposal of fixed assets	(35)	47
Increase in stocks	(3,001)	(763)
(Increase)/decrease in debtors	(1,090)	1,852
Increase/(decrease) in creditors	2,777	(968)
Non-recurring non operating expenditure in respect of a connected	ŕ	, ,
company	_	(1,516)
Increase/(decrease) in provisions	32	(40)
Exchange differences arising on consolidation	(364)	(259)
Exchange rate adjustments on fixed assets	63	` 99 [°]
FRS17 adjustment reversal	(1,241)	(624)
Net cash inflow from operating activities	10,173	6,150

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2013

28. NOTES TO THE CASH FLOW STATEMENT (continued)

RETURNS ON INVESTMENTS AND SERVICING OF FINANCE

	2013 £000	2012 £000
Interest received	25	
Interest paid	(403)	(387)
Net cash outflow from returns on investments and servicing of finance	(378)	(387)
TAXATION		·
	2013	2012
Taxation	£000 (2,005)	£000 (1,642)
CAPITAL EXPENDITURE		
	2013	2012
Payments to acquire intangible fixed assets	£000 (1)	£000 (17)
Payments to acquire tangible fixed assets	(2,304)	(1,956)
Receipts from sale of fixed assets	52	<u> 26</u>
Net cash outflow from capital expenditure	(2,253)	(1,947)
FINANCING		
	2013	2012
	£000	£000
Increase in/(repayment of) bank loans	82	(2)
Net cash inflow/(outflow) from financing	<u>82</u>	(2)
RECONCILIATION OF NET CASH FLOW TO MOVEM	IENT IN NET FUN	DS
	2013	2012
	£000 £000	£000
•	5,619	2,172
Net cash (inflow) from/outflow from bank loans	(82)	2
	5,537	2,174
Change in net funds	5,537	2,174
Net funds at 1 January 2013	2,623	449
Net funds at 31 December 2013	8,160	2,623

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2013

28. NOTES TO THE CASH FLOW STATEMENT (continued)

ANALYSIS OF CHANGES IN NET FUNDS

	At	•	At
	1 Jan 2013	Cash flows	31 Dec 2013
•	£000	£000	£000
Net cash:			
Cash in hand and at bank	10,267	6,103	16,370
Overdrafts	(1,782)	(484)	(2,266)
	8,485	5,619	14,104
Debt:	. ——		
Debt due within 1 year	(15)	15	
Debt due after 1 year	(5,847)	(97)	(5,944)
•	$(\overline{5,862})$	(82)	(5,944)
Net funds	2,623	5,537	8,160
	<u> </u>	<u> </u>	