

COMPANIES HOUSE COPY

Volumatic Limited

Report and Financial Statements

Period Ended

31 March 2012

Company Number 01069143

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COMPANIES HOUSE

Volumatic Limited

Report and financial statements for the period ended 31 March 2012

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Directors

J M Summerfield
D M Johnson
C P Amos
J W Harris
R S Stuart

Secretary and registered office

J M Summerfield, Taurus House, Endemere Road, Coventry, CV6 5PY

Company number

01069143

Auditors

BDO LLP, 125 Colmore Row, Birmingham, B3 3SD

Volumatic Limited

Report of the directors for the period ended 31 March 2012

The directors present their report together with the audited financial statements for the period ended 31 March 2012

Results and dividends

The profit and loss account is set out on page 5 and shows the profit for the period

Principal activities, review of business and future developments

On the 30 March 2012 the company was acquired by Project Counter Limited, by virtue of the purchase of the entire issued share capital from Halma PLC

The company's principal activities are the assembly, servicing and distribution of intelligent cash handling products to the banking, leisure and retail industries in the UK, Europe and USA. The company continues to focus on developing products and services that reduce the costs and increase the security of handling cash. There have not been any significant changes in the company's principal activities in the period under review. The directors are not aware, at the date of this report, of any likely major changes in the company's activities in the foreseeable future.

Turnover fell by 43% as the markets we serve continued to postpone investment decisions in light of the continued pressures and uncertainties in the retail and banking sectors.

Despite the downturn in activity during the year the company has continued to invest in Research and Development as shown in note 3 to the accounts. In particular our intelligent cash handling product CCI with its associated software has been well received by the market and since the close of the financial year a major order has been won from a large supermarket chain as well as ongoing trials with other retailers. As a result we expect to see the benefits of this investment in coming years and have seen a significant increase in order levels since the balance sheet date.

Principal risks and uncertainties

Competitive pressure in the company's key markets and the general economic environment are a continuing risk for the company. The company manages these risks by providing added value services to its customers, having fast response times and by maintaining strong relationships with customers.

Some of the company's sales in Europe are made in Euros and it is therefore exposed to the movement in the Euro to Pound exchange rate. Similarly, some of the company's sales in the USA are made in US Dollars and is therefore exposed to the movement in the US Dollar to Pound exchange rate. Forward contracts are taken out to manage this exposure where significant.

Research and development

The company continues to invest in research and development. The directors regard R&D investment as necessary for continuing success in the medium to long term future.

Directors

The directors of the company during the period were

J M Summerfield
D M Johnson
C P Amos
N A Quinn (resigned 30 March 2012)
J W Harris
R S Stuart (appointed 30 March 2012)

Volumatic Limited

Report of the directors for the period ended 31 March 2012 (*continued*)

Directors' responsibilities

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

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

In preparing these financial statements, the directors are required to

- select suitable accounting policies and 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.

Auditors

All of the current directors have taken all the steps that they ought to have taken to make themselves aware of any information needed by the company's auditors for the purposes of their audit and to establish that the auditors are aware of that information. The directors are not aware of any relevant audit information of which the auditors are unaware.

BDO LLP were appointed as auditors during the period and have expressed their willingness to continue in office. A resolution to re-appoint them will be proposed at the annual general meeting.

By order of the board



J M Summerfield

Secretary

20 DECEMBER 2012

Volumatic Limited

Independent auditor's report

To the members of Volumatic Limited

We have audited the financial statements of Volumatic Limited for the 52 week period ended 31 March 2012 which comprise the profit and loss account, the balance sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As explained more fully in the statement of directors' responsibilities, 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 (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the APB's website at www.frc.org.uk/apb/scope/private.cfm.

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 31 March 2012 and of its profit for the period then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the directors' report for the financial period for which the financial statements are prepared is consistent with the financial statements.

Volumatic Limited

Independent auditor's report (*continued*)

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

Bn LLP

*Stephen Ward (senior statutory auditor)
For and on behalf of BDO LLP, statutory auditor
Birmingham
United Kingdom*

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127)

21 December 2012

Volumatic Limited

Profit and loss account for the period ended 31 March 2012

	Note	52 weeks ended 31 March 2012 £	52 weeks ended 2 April 2011 As restated £
Turnover	2	3,868,627	6,793,184
Cost of sales		3,143,286	4,562,069
Gross profit		725,341	2,231,115
Distribution costs		61,768	71,114
Administrative expenses		474,342	777,300
		189,231	1,382,701
Other operating income		2,987	3,576
Operating profit	3	192,218	1,386,277
Other interest receivable and similar income		-	11,822
Interest payable and similar charges	6	(1,094)	(4,821)
Profit on ordinary activities before taxation		191,124	1,393,278
Taxation on profit on ordinary activities	7	3,174	(149,812)
Profit on ordinary activities after taxation		194,298	1,243,466

All amounts relate to continuing activities

All recognised gains and losses in the current and prior period are included in the profit and loss account

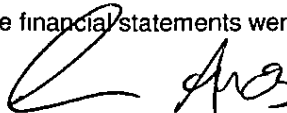
The notes on pages 7 to 22 form part of these financial statements

Volumatic Limited

Balance sheet at 31 March 2012

<i>Company number 01069143</i>					
	Note	31 March 2012	31 March 2012	2 April 2011 As restated	2 April 2011 As restated
		£	£	£	£
Fixed assets					
Tangible assets	10		793,014		331,301
Current assets					
Stocks	11	1,320,545		541,458	
Debtors	12	830,797		1,058,908	
Cash at bank and in hand		386,733		552,702	
		<u>2,538,075</u>		<u>2,153,068</u>	
Creditors: amounts falling due within one year	13	<u>1,417,441</u>		<u>761,701</u>	
Net current assets			<u>1,120,634</u>		<u>1,391,367</u>
Total assets less current liabilities			<u>1,913,648</u>		<u>1,722,668</u>
Creditors: amounts falling due after more than one year	14	15,442		-	
Provisions for liabilities	15	-		18,760	
		<u>15,442</u>		<u>18,760</u>	
			<u>1,898,206</u>		<u>1,703,908</u>
Capital and reserves					
Called up share capital	18	1,000		1,000	
Profit and loss account	19	1,897,206		1,702,908	
Shareholders' funds	20	<u>1,898,206</u>		<u>1,703,908</u>	

The financial statements were approved by the board of directors and authorised for issue on


C P Amos
Director


J M Summerfield
Director

20 December 2012

The notes on pages 7 to 22 form part of these financial statements

Volumatic Limited

Notes forming part of the financial statements for the period ended 31 March 2012

1 Accounting policies

The financial statements which comprise the 52 week period ending 31 March 2012 have been prepared under the historical cost convention and are in accordance with applicable accounting standards

The following principal accounting policies have been applied

Cash flow statement

The company has taken advantage of the exemption conferred by Financial Reporting Standard 1 'Cash Flow Statements (Revised 1996)' not to prepare a cash flow statement on the grounds that at least 90% of the voting rights in the company are controlled within the group headed by Project Counter Limited and the company is included in consolidated financial statements

Turnover

Turnover represents sales to external customers at invoiced amounts less value added tax or local taxes on sales. Turnover from the sale of goods is recognised when the goods are physically delivered to the customer

Depreciation

Tangible fixed assets are stated at cost less depreciation and provision for impairment

Depreciation is provided to write off the cost, less estimated residual values, of all tangible fixed assets, except for investment properties and freehold land, evenly over their expected useful lives. It is calculated at the following rates

Freehold property	- 50 years
Plant, equipment and vehicles	- 8% to 33%

Foreign currency

Foreign currency transactions are translated into sterling at the rates ruling when they occurred. Foreign currency monetary assets and liabilities are translated at the rates ruling at the balance sheet date. Any differences are taken to the profit and loss account

Research and development

Expenditure on pure and applied research is charged to the profit and loss account in the year in which it is incurred

Development costs are also charged to the profit and loss account in the year of expenditure, unless individual projects satisfy all of the following criteria

- the project is clearly defined and related expenditure is separately identifiable,
- the project is technically feasible and commercially viable,
- current and future costs are expected to be exceeded by future sales, and
- adequate resources exist for the project to be completed

In such circumstances the costs are capitalised as intangible assets and amortised through the profit and loss over the estimated economic life of three years

Volumatic Limited

Notes forming part of the financial statements for the period ended 31 March 2012 *(continued)*

1 Accounting policies *(continued)*

Leased assets

Where assets are financed by leasing agreements that give rights approximating to ownership (finance leases), the assets are treated as if they had been purchased outright. The amount capitalised is the present value of the minimum lease payments payable over the term of the lease. The corresponding leasing commitments are shown as amounts payable to the lessor. Depreciation on the relevant assets is charged to the profit and loss account over the shorter of estimated useful economic life and the period of the lease.

Lease payments are analysed between capital and interest components so that the interest element of the payment is charged to the profit and loss account over the period of the lease and is calculated so that it represents a constant proportion of the balance of capital repayments outstanding. The capital part reduces the amounts payable to the lessor.

All other leases are treated as operating leases. Their annual rentals are charged to the profit and loss account on a straight-line basis over the term of the lease.

Stocks

Stocks are valued at the lower of cost and net realisable value. Cost is based on the cost of purchase on a first in, first out basis. Net realisable value is based on estimated selling price less additional costs to completion and disposal.

Financial instruments

Financial assets and financial liabilities are recognised in the Company's balance sheet when the Company becomes party to the contractual provisions of the instrument.

Deferred taxation

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except that

- the recognition of deferred tax assets is limited to the extent that the company anticipates making sufficient taxable profits in the future to absorb the reversal of the underlying timing differences.

Deferred tax balances arising from underlying timing differences in respect of tax allowances on industrial buildings are reversed if and when all conditions for retaining those allowances have been met.

Deferred tax balances are not discounted.

Share-based payment

Until the 30th March 2012, the company was part of the Halma PLC group Performance Share Plan in which the Volumatic Limited employees participated. Awards under this plan were equity-settled and were subject to both market based and non-market based vesting criteria. Their fair value at the date of grant was established by using an appropriate simulation method to reflect the likelihood of market-based performance conditions being met. The fair value was charged to the profit and loss on a straight line basis over the vesting period, with appropriate adjustments being made during this period to reflect expected and actual forfeitures arising from the non market based performance conditions only.

On the 30th March 2012, the company left the Performance Share Plan with Halma PLC. At this date options were outstanding for a single director, however the costs and associated responsibility of these options lies with Halma PLC. Therefore no future contributions are anticipated.

Volumatic Limited

Notes forming part of the financial statements for the period ended 31 March 2012 (continued)

1 Accounting policies (continued)

Pension costs

Until the 30th March 2012, the company made pension contributions to the Halma PLC group pension plan on behalf of its employees. The company made contributions to defined contribution pension plans, which were charged against profits when they became payable. The company also participated in a group-wide defined benefit pension plan. This plan was operated on a basis that did not enable the company to determine its share of the underlying assets and liabilities and accordingly accounted for its contributions as if it was a defined contribution plan.

However, on the 30th March 2012, the company left the group wide pension plans with Halma PLC. On doing so all assets and liabilities were settled and therefore no future contributions are anticipated.

Derivative financial instruments

The company enters into derivative financial instruments to manage its exposure to foreign exchange rate risk, including foreign exchange forward contracts. Further details of derivative financial instruments are disclosed in 'Financial instruments' note to the financial statements.

Derivatives are initially recognised at fair value at the date a derivative contract is entered into and are subsequently remeasured to their fair value at each balance sheet date. A derivative with a positive fair value is recognised as a financial asset whereas a derivative with a negative fair value is recognised as a financial liability. The resulting gain or loss is recognised in the profit and loss account.

A derivative is presented as a non-current asset or a non-current liability if the remaining maturity of the instrument is more than 12 months and it is not expected to be realised or settled within 12 months. Other derivatives are presented as current assets or current liabilities.

2 Turnover

	52 weeks ended 31 March 2012 £	52 weeks ended 2 April 2011 £
Analysis by geographical market		
United Kingdom	2,634,908	5,517,722
Europe	856,052	1,092,046
Rest of the world	377,667	183,416
	<hr/>	<hr/>
	3,868,627	6,793,184
	<hr/>	<hr/>

Turnover is wholly attributable to the principal activity of the company.

Volumatic Limited

Notes forming part of the financial statements
for the period ended 31 March 2012 (continued)

3 Operating profit

	52 weeks ended 31 March 2012 £	52 weeks ended 2 April 2011 £
This is arrived at after charging/(crediting)		
Research and development - current period's expenditure	431,374	456,786
- amortisation of capitalised expenditure	-	85,428
Depreciation of tangible fixed assets	182,006	183,408
Profit on disposal of tangible fixed assets	(2,114)	(2,632)
Hire of plant and machinery - operating leases	14,300	14,300
Exchange differences	11,835	18,909
Auditor's remuneration		
Fees payable for the audit of the company's annual accounts	12,000	12,762
Other services	2,000	4,500
	<u> </u>	<u> </u>

4 Employees

Staff costs (including directors) consist of

	52 weeks ended 31 March 2012 £	52 weeks ended 2 April 2011 £
Wages and salaries	1,047,540	912,885
Social security costs	127,565	86,552
Other pension costs	82,504	262,628
Share based payments	2,770	21,519
	<u> </u>	<u> </u>
	1,260,379	1,283,584
	<u> </u>	<u> </u>

The average number of employees (including directors) during the period was 29 (2011 - 27)

Volumatic Limited

Notes forming part of the financial statements
for the period ended 31 March 2012 (*continued*)

5 Directors' remuneration

	52 weeks ended 31 March 2012 £	52 weeks ended 2 April 2011 £
Directors' emoluments	438,074	234,688
Company contributions to money purchase pension schemes	6,476	30,441
	<u>444,550</u>	<u>265,129</u>

The total amount payable to the highest paid director in respect of emoluments was £138,803 (2011 - £83,665)

The cost for directors who were also directors of Halma PLC, the former parent company, were borne by Halma PLC. The allocation of their remuneration in respect of services to the company was £nil (2011 - £nil)

Previously the services of one of the company's directors was provided under an agreement with the former immediate holding company. The total costs incurred under this agreement were £20,604 (2011 - £82,415)

6 Interest payable and similar charges

	52 weeks ended 31 March 2012 £	52 weeks ended 2 April 2011 £
Overdrafts	1,094	23
Change in fair value of derivative financial instruments	-	4,798
	<u>1,094</u>	<u>4,821</u>

Volumatic Limited

Notes forming part of the financial statements
for the period ended 31 March 2012 (*continued*)

7 Taxation on profit on ordinary activities

	52 weeks ended 31 March 2012 £	52 weeks ended 2 April 2011 As restated £
<i>UK Corporation tax</i>		
Current tax on profits of the period	54,357	361,853
Adjustment in respect of previous periods	-	(211,806)
	<hr/>	<hr/>
Total current tax	54,357	150,047
	<hr/>	<hr/>
<i>Deferred tax</i>		
Origination and reversal of timing differences	(12,170)	7,150
Adjustment in respect of previous periods	(47,578)	(5,940)
Effect of changes in tax rate	2,217	(1,445)
	<hr/>	<hr/>
Movement in deferred tax provision	(57,531)	(235)
	<hr/>	<hr/>
Taxation on profit on ordinary activities	(3,174)	149,812
	<hr/>	<hr/>

Volumatic Limited

Notes forming part of the financial statements for the period ended 31 March 2012 (continued)

7 Taxation on profit on ordinary activities (continued)

The tax assessed for the period is higher than/lower than the standard rate of corporation tax in the UK applied to profit before tax. The differences are explained below

	52 weeks ended 31 March 2012 £	52 weeks ended 2 April 2011 As restated £
Profit on ordinary activities before tax	191,124	1,393,278
Profit on ordinary activities at the standard rate of corporation tax in the UK of 26% (2011 - 28%)	49,692	390,118
Effect of		
Expenses not deductible for tax purposes	6,491	-
Depreciation for period in excess/(deficit) of capital allowances	13,846	(32,431)
Adjustment to tax charge in respect of previous periods	-	414
Research and development tax credit	-	(19,512)
Other permanent differences	-	(7,628)
Other timing differences	626	31,306
Adjustments in respect of prior periods	-	(212,220)
Enhanced expenditure relief	(16,298)	-
Current tax charge for the period	54,357	150,047

8 Dividends

	52 weeks ended 31 March 2012 £	52 weeks ended 2 April 2011 £
Ordinary shares		
Interim paid of £nil (2011 - £1,111 11) per share	-	1,000,000

Volumatic Limited

Notes forming part of the financial statements
for the period ended 31 March 2012 (*continued*)

9 Intangible fixed assets

	Development costs £
<i>Cost or valuation</i>	
At 3 April 2011	775,162
Disposals	(1,490)
	<hr/>
At 31 March 2012	773,672
	<hr/>
<i>Amortisation</i>	
At 3 April 2011	775,162
Disposals	(1,490)
	<hr/>
At 31 March 2012	773,672
	<hr/>
<i>Net book value</i>	
At 31 March 2012	-
	<hr/>
At 2 April 2011	-
	<hr/>

Volumatic Limited

Notes forming part of the financial statements
for the period ended 31 March 2012 (*continued*)

10 Tangible fixed assets

	Freehold land and buildings £	Plant, equipment and vehicles £	Total £
<i>Cost</i>			
At 3 April 2011	-	1,886,569	1,886,569
Additions	515,000	127,406	642,406
Disposals	-	(244,946)	(244,946)
	<hr/>	<hr/>	<hr/>
At 31 March 2012	515,000	1,769,029	2,284,029
	<hr/>	<hr/>	<hr/>
<i>Depreciation</i>			
At 3 April 2011	-	1,555,268	1,555,268
Provided for the period	10,300	171,706	182,006
Disposals	-	(246,259)	(246,259)
	<hr/>	<hr/>	<hr/>
At 31 March 2012	10,300	1,480,715	1,491,015
	<hr/>	<hr/>	<hr/>
<i>Net book value</i>			
At 31 March 2012	504,700	288,314	793,014
	<hr/>	<hr/>	<hr/>
At 2 April 2011	-	331,301	331,301
	<hr/>	<hr/>	<hr/>

11 Stocks

	31 March 2012 £	2 April 2011 £
Raw materials and consumables	1,034,095	355,612
Finished goods and goods for resale	286,450	185,846
	<hr/>	<hr/>
	1,320,545	541,458
	<hr/>	<hr/>

There is no material difference between the replacement cost of stocks and the amounts stated above

Volumatic Limited

Notes forming part of the financial statements
for the period ended 31 March 2012 (*continued*)

12 Debtors

	31 March 2012 £	2 April 2011 £
Amounts receivable within one year		
Trade debtors	730,712	845,036
Amounts owed by group undertakings	-	92,909
Other debtors	2,386	-
Prepayments and accrued income	58,928	120,963
	<hr/>	<hr/>
	792,026	1,058,908
Amounts receivable after more than one year		
Deferred taxation (see note 15)	38,771	-
	<hr/>	<hr/>
Total debtors	830,797	1,058,908
	<hr/>	<hr/>

13 Creditors amounts falling due within one year

	31 March 2012 £	2 April 2011 £
Trade creditors	555,650	309,441
Amounts owed to group undertakings	617,451	51,185
Corporation tax	52,802	44,659
Other taxation and social security	41,253	77,211
Derivative financial instruments	-	4,955
Other creditors	70,741	-
Accruals and deferred income	79,544	274,250
	<hr/>	<hr/>
	1,417,441	761,701
	<hr/>	<hr/>

Volumatic Limited

Notes forming part of the financial statements
for the period ended 31 March 2012 (*continued*)

14 Creditors: amounts falling due after more than one year

	31 March 2012 £	2 April 2011 £
Deferred Income	14,748	-
Other creditors	694	-
	<hr/>	<hr/>
	15,442	-
	<hr/>	<hr/>

15 Provisions for liabilities

	Deferred taxation £
At 3 April 2011	18,760
Utilised in period	(12,170)
Released in the period	(45,361)
	<hr/>
Transferred to debtors (see note 12)	(38,771)
	38,771
	<hr/>
At 31 March 2012	-
	<hr/>

Deferred taxation

	31 March 2012 £	2 April 2011 £
Accelerated capital allowances	(36,191)	22,706
Sundry timing differences	(2,580)	(3,946)
	<hr/>	<hr/>
	(38,771)	18,760
	<hr/>	<hr/>

Volumatic Limited

Notes forming part of the financial statements for the period ended 31 March 2012 (continued)

16 Pensions

The company participated within the Halma Group pension plan, which operated both defined benefit and defined contribution sections. The company is unable to identify its share of the underlying assets and liabilities of the defined benefit section and accordingly has historically accounted for the defined benefit section as if it were a defined contribution scheme. The assets of the pension scheme are separately held in trustee administered funds.

The pension cost relating to the defined benefit scheme was assessed in accordance with the advice of independent qualified actuaries. Independent valuations affecting the Company were carried out as at 1 December 2008 and updated to 2 April 2011 by an independent qualified actuary.

The total defined benefit pension cost of the Company was £66,373 (2011: £250,246). Retirement benefits are accruing to three directors (2011: two) under this scheme. As at the 2 April 2011 the deficit on the Halma group pension plan was £29.475m with a related deferred tax asset of £7.664m. Further disclosures relating to the pension scheme deficit can be found in the accounts of Halma PLC.

As part of the acquisition the Company entered into a Scheme Apportionment Arrangement with Halma PLC outlining that the Company would pay a scheme apportionment arrangement share rather than its liability share. This apportionment share would be £1, with the remainder of the liability being apportioned to the Principal Employer, Halma PLC. As part of the Sale and Purchase Agreement, Halma PLC has agreed to indemnify the Company from demands, costs and liabilities of the pension scheme.

Defined Contribution Scheme

The total cost recognised in the profit and loss account in respect of the defined contribution scheme was £16,131 (2011: £12,382).

Following the acquisition of the Company by Project Counter Limited on the 30 March 2012 the Company ceased to participate in the Halma Group pension plan, ordinarily resulting in the Company becoming liable for its apportionment of the scheme liabilities under Section 75 of the Pensions Act 1995.

17 Prior period adjustment

The adjustment to the prior period reflects amounts received from HMRC in respect of group relief dating back to 2008 and earlier.

Volumatic Limited

Notes forming part of the financial statements
for the period ended 31 March 2012 (*continued*)

18 Share capital

	31 March 2012 £	2 April 2011 £
<i>Allotted, called up and fully paid</i>		
900 Ordinary shares of £1 each	900	900
100 Preference shares of £1 each	100	100
	<hr/>	<hr/>
	1,000	1,000
	<hr/>	<hr/>

The preference shares are presented as equity and included as called-up share capital in the balance sheet as the shares are non-convertible, irredeemable and there is no obligation to pay dividends to the preference shareholders

19 Reserves

	Profit and loss account £
At 3 April 2011 as previously stated	1,490,688
Prior year adjustment	212,220
	<hr/>
At 3 April 2011 as restated	1,702,908
Profit for the period	194,298
	<hr/>
At 31 March 2012	1,897,206
	<hr/>

Volumatic Limited

Notes forming part of the financial statements
for the period ended 31 March 2012 (*continued*)

20 Reconciliation of movements in shareholders' funds

	31 March 2012 £	2 April 2011 £
Profit for the period	194,298	1,243,466
Dividends	-	(1,000,000)
	<hr/>	<hr/>
Net additions to shareholders' funds	194,298	243,466
	<hr/>	<hr/>
Opening shareholders' funds as previously stated	1,491,688	1,460,442
Prior year adjustment	212,220	-
	<hr/>	<hr/>
Opening shareholders' funds as restated	1,703,908	1,460,442
	<hr/>	<hr/>
Closing shareholders' funds	1,898,206	1,703,908
	<hr/>	<hr/>

21 Commitments under operating leases

The company had annual commitments under non-cancellable operating leases as set out below

	Other 31 March 2012 £	Other 2 April 2011 £
Operating leases which expire		
Within one year	7,377	-
In two to five years	-	14,300
	<hr/>	<hr/>

Volumatic Limited

Notes forming part of the financial statements for the period ended 31 March 2012 *(continued)*

22 Related party disclosures

Up until the 30 March 2012 the company was a wholly owned subsidiary of Halma PLC and has taken advantage of the exemption conferred by Financial Reporting Standard 8 'Related party disclosures' not to disclose transactions with Halma PLC or other wholly owned subsidiaries within the group, up to the point of disposal

Since the 30 March 2012 the company has been a wholly owned subsidiary of Project Counter Limited and has taken advantage of the exemption conferred by Financial Reporting Standard 8 'Related party disclosures' not to disclose transactions with Project Counter Limited or other wholly owned subsidiaries within the group

23 Ultimate parent company and parent undertaking of larger group

Until the 30 March 2012 the company was a subsidiary of Halma PLC, at which point the company was acquired by Project Counter Limited. The results of the company from the beginning of the financial period and the 30 March 2012 are included within the consolidated financial statements of the group headed by Halma PLC. The accounts of Halma PLC can be obtained from the Company Secretary, Misbourne Court, Rectory Way, Amersham, Bucks, HP7 0DE

From the 30 March 2012 the company has been a subsidiary of Project Counter Limited, incorporated within the United Kingdom, which is the largest and smallest group in which the results of the company are consolidated. The accounts of this company are available to the public and may be obtained from Companies House

Volumatic Limited

Notes forming part of the financial statements for the period ended 31 March 2012 (*continued*)

24 Share based payments

Up to the 30 March 2012, the company participated in the Halma PLC share based payment scheme. The amount charged in the profit and loss in respect of share-based payment schemes was £2,770 (2011 - £21,519)

Share incentive plan

Shares awarded under this plan are purchased in the market by the Plan's trustees at the time of the award and are held in trust until their transfer to qualifying employees, which is conditional upon completion of three years' service. The costs of providing this plan are recognised in the Profit and Loss Account over the three year vesting period.

The Halma PLC group operates a performance share plan in which the company's employees participated. Awards made under the Plan vest after three years on a sliding scale subject to the group's relative Total Shareholder Return against the FTSE 250 excluding financial companies, combined with an absolute Return on Total Invested Capital measure.

The fair value of the returns was calculated using an appropriate simulation method to reflect the likelihood of the market-based performance conditions, which attach to half of the award, being met.

	52 weeks ended 2 April 2011 £
Expected volatility (%)	27
Expected life (years)	3
Share price on date of grant (p)	281
Fair value per option (%)	67
Fair value per option (P)	188

The option price was nil