

LDS Test and Measurement Limited

**Directors' report and financial
statements**

Registered number 1539186

31 December 2010



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Officers and professional advisors

Directors

A Rasmussen

L Ronn

J Webster

L Grasty

Secretary

J Brown

Registered office

Jarman Way

Royston, Hertfordshire

SG8 5BQ

Bankers

Barclays Bank Plc

23 High Street

Royston, Bedfordshire

SG8 9AB

National Westminster Bank Plc

15 Bishopsgate, PO Box 34

London, EC2P 2AP

Auditors

KPMG Audit Plc,

37 Hills Road

Cambridge, CB2 1XL

Directors' report

The directors present their directors' report and financial statements for the year ended 31 December 2010

Principal activities

The principal activity of the company is the manufacture and sale of vibration test equipment
The subsidiary undertakings held by the company are listed in note 11 to the financial statements

Business review

Turnover has decreased by 1% compared to 2009, seeing the company stop the downturn felt during 2009, after the downturn in the economy and changes to our group organisation following the acquisition by Spectris Plc. While overall there was no growth in sales, 90% of sales were through Bruel & Kjaer, with 10% sales being on legacy contracts. From an end to end sales view, there was an increase in sales of 15%, while the profit before tax and excluding exceptional items grew by 14%.

Research and development

The company continued to invest in research and development in 2010 £419,000 (2009 £443,000). This has resulted in a number of products being launched recently, which are expected to make significant contributions to the growth of the business. The directors regard investment in this area as a prerequisite for success in the medium to long term future.

Financial risk management objectives and policies

The company's activities expose it to a number of financial risks including price risk, credit risk, cash flow risk and liquidity risk. The company does not enter into the use of financial derivatives.

Cash flow risk

The company's activities expose it primarily to the financial risks of changes in foreign currency exchange rates. The company does not hedge transactions in foreign currencies but maintains bank accounts in foreign currencies in order to match cash inflow in those currencies.

Credit risk

The company's principal financial assets are bank balances and cash and trade and other receivables.

The company's credit risk is primarily attributable to its trade receivables. The amounts presented in the balance sheet are net of allowances for doubtful receivables. The credit risk is managed by reviewing credit worthiness of potential and existing customers using reputable credit agencies, maintaining credit insurance and the use of Letters of Credit.

The company has no significant concentration of credit risk with exposure spread over a large number of counterparties and customers. Loss of key customers is also a key risk to the business. The company manages the risk by developing and maintaining strong relationships with these customers.

Liquidity risk

The company does not have any external debt finance outside the Spectris group of companies. The inter-company debt finance is not interest-bearing.

Foreign exchange risk

Foreign exchange risk on cash is managed by conversion of all foreign currency balances to Sterling at the end of each month, for transfer into the cash pool.

Price risk

The company is exposed to commodity price risk. The company actively negotiates with suppliers to reduce the impact of this risk.

Directors' report (*continued*)

Results and dividends

The profit for the year after taxation was £1,135,000 (2009 £1,221,000) The directors do not recommend the payment of a dividend (2009 £nil)

Directors / Company Secretary

The directors / Company secretary who held office during the year were as follows

A Rasmussen

L Ronn

J Webster

L Grasty

J Brown (Company Secretary)

Disclosure of information to auditors

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the company's auditors are unaware Each director has taken all the steps that he/ she ought to have taken as a director to make himself/ herself aware of any relevant audit information and to establish that the company's auditors are aware of that information

Auditors

Pursuant to Section 487 of the Companies Act 2006, the auditors will be deemed to be reappointed and KPMG Audit Plc will therefore continue in office

By order of the board



L Grasty
Director

Jarman Way
Royston
Hertfordshire
SG8 5BQ

22 June 2011

Statement of directors' responsibilities in respect of the directors' report and the financial statements

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 they have elected to prepare the financial statements in accordance with UK Accounting Standards.

The financial statements are required by law to 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 judgments and 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, and
- 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 proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that its financial statements comply with the Companies Act 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.



KPMG LLP

37 Hills Road
Cambridge
CB2 1XL
United Kingdom

Independent auditors' report to the members of LDS Test and Measurement Limited

We have audited the financial statements of LDS Test and Measurement Limited for the year ended 31 December 2010 set out on pages 7 to 20. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice).

This report is made solely to the company's members, as a body, in accordance with chapter 3 of part 1b 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 Directors' Responsibilities set out on page 4, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing practices Boards (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 web-site 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 December 2010 and of its profit for the year then ended,
- have been properly prepared in accordance with UK Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Independent auditors' report to the members of LDS Test and Measurement Limited *(continued)*

Opinion on other matters 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

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 of the information and explanations we require for our audit

Mark Prince (Senior Statutory Auditor)
for and on behalf of KPMG Audit Plc, Statutory Auditor
Chartered Accountants

Date 22 June 2011

Profit and Loss Account
for the year ended 31 December 2010

	<i>Note</i>	2010 £000	2009 £000
Turnover	2	18,905	19,136
Cost of sales		(15,025)	(13,723)
Gross profit		3,880	5,413
Other operating expenses	3	(2,645)	(4,325)
Operating profit		1,235	1,088
Finance income	4	69	226
Interest payable	5	(6)	-
Exceptional items	15	(177)	183
Profit on ordinary activities before taxation	6	1,121	1,497
Tax credit/(charge) on profit on ordinary activities	9	14	(276)
Profit for the financial year	19 20	1,135	1,221

- 1 The profit and loss account has been prepared on the basis that all operations are continuing operations
- 2 There are no recognised gains and losses other than those passing through the profit and loss account

Balance Sheet

at 31 December 2010

Company registration no. 1539186

	Note	2010 £000	2009 £000	2009 £000
Fixed assets				
Tangible assets	10	2,024		2,431
Investments	11	-		-
		<u>2,024</u>		<u>2,431</u>
Current assets				
Stocks	12	3,445	3,891	
Debtors due within one year	13	23,863	22,834	
Cash at bank and in hand		21	-	
		<u>27,329</u>	<u>26,725</u>	
Creditors amounts falling due within one year	16	<u>(3,727)</u>	<u>(5,112)</u>	
Net current assets			<u>23,602</u>	<u>21,613</u>
Total assets less current liabilities			<u>25,626</u>	<u>24,044</u>
Provision for liabilities	17	(957)		(510)
Net assets		<u>24,669</u>		<u>23,534</u>
Capital and reserves				
Called up share capital	18	351		351
Other reserves	19	5,272		5,272
Profit and loss account	19	19,046		17,911
Shareholders' funds	20	<u>24,669</u>		<u>23,534</u>

These financial statements were approved by the board of directors on its behalf by

and were signed on



L. Grasty
Director

22nd June 2011

Notes

(forming part of the financial statements)

1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the financial statements, except as noted below

Basis of preparation

The financial statements have been prepared in accordance with applicable accounting standards and under the historical cost accounting rules, modified to include the revaluation of certain fixed asset investments

Consolidated financial statements have not been prepared by the company as permitted by Section 400 of the Companies Act 2006 Consolidated results for the company and its subsidiary undertaking are included in the group financial statements of the ultimate holding company Spectris Plc which are available to the public

Under FRS 1 the Company is exempt from the requirement to prepare a cash flow statement on the grounds that a parent undertaking includes the Company in its own published consolidated financial statements

The company's business activities, together with the factors likely to affect its future development and position, are set out in the Business Review section of the Directors' Report on pages 2 to 3

The company participates in the group's centralised treasury arrangements and so shares banking arrangements with its parent and fellow subsidiaries

The company is expected to continue to generate positive cash flows on its own account for the foreseeable future Having regard to this and after consideration of its banking arrangements, the directors have no reason to believe that a material uncertainty exists that may cast significant doubt about the ability of the company to continue as a going concern and thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements

Tangible fixed assets and depreciation

Tangible fixed assets are stated at historic cost net of depreciation and any provision for impairment Depreciation is provided on all tangible fixed assets at rates calculated to write off the cost less estimated residual value of each asset on a straight-line basis over its expected useful life as follows

Plant and machinery	-	3 to 10 years
Computer hardware and software	-	3 to 5 years

Investments

Investments in subsidiary undertakings, associates and joint ventures are stated at cost less amounts written off

Stocks

Stocks are stated at the lower of cost and net realisable value Cost includes materials, direct labour and an attributable proportion of manufacturing overheads based on normal levels of activity Net realisable value is based on estimated selling price less further costs expected to be incurred to completion and disposal Provision is made for obsolete slow-moving or defective items where appropriate

Notes (continued)

Dividends

Dividends unpaid at the balance sheet date are only recognised as a liability at that date to the extent that they are appropriately authorised and are no longer at the discretion of the Company. Unpaid dividends that do not meet these criteria are disclosed in the notes to the financial statements.

Turnover

Turnover represents amounts receivable for goods and services provided in the normal course of business net of trade discounts, VAT and other sales related taxes. Revenue on product sales is recognised when risk passes to the customer according to the terms of the contract between the company and the customer. Revenue on services is recognised as the services are delivered.

Research and development expenditure

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

Taxation

Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantially enacted by the balance sheet date.

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 that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

Deferred tax is not provided on timing differences arising from the revaluation of fixed assets where there is no commitment to sell the asset or on unremitted earnings of subsidiaries and associates where there is no commitment to remit these earnings.

A net deferred tax asset is regarded as recoverable and therefore recognised only when on the basis of all evidence, it can be regarded as more likely than not there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax is measured on a non-discounted basis.

Pension costs

The pension costs charged in the financial statements represent the contributions payable by the company during the year in accordance with FRS17. The company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund.

Foreign currencies

Transactions in foreign currencies are recorded using the rate of exchange ruling at the date of the transaction or, if hedged forward, at the rate of exchange under the related forward currency contract. Monetary assets and liabilities denominated in foreign currencies are translated using the contracted rate or the rate of exchange ruling at the balance sheet date and the gains or losses on translation are included in the profit and loss account.

Leases

Rentals under operating leases are charged on a straight-line basis over the lease term, even if payments are not made on such a basis. Benefits received and receivable as an incentive to sign an operating lease are similarly spread on a straight-line basis over the lease term except where the period to the review date on which the rent is first expected to be adjusted to the prevailing market rate is shorter than the full lease term, in which case the shorter period is used.

Notes (continued)

2 Analysis of turnover

	2010 £000	2009 £000
United Kingdom	1,846	3,033
Rest of Europe	16,402	9,583
Rest of the World	657	6,520
	<u>18,905</u>	<u>19,136</u>

All turnover of the Company was derived from the Company's principal activity in both the current and preceding financial year. The turnover represents both third party and intercompany.

3 Other operating expenses

	2010 £000	2009 £000
Selling costs	457	745
Research and development expenses	419	443
Administrative expenses	1,769	3,137
	<u>2,645</u>	<u>4,325</u>

4 Finance income

	2010 £000	2009 £000
Interest receivable and similar income	<u>69</u>	<u>226</u>

5 Interest payable

	2010 £000	2009 £000
Interest payable	<u>6</u>	<u>-</u>

Notes (continued)

6 Profit on ordinary activities before taxation

	2010 £000	2009 £000
<i>Profit on ordinary activities before taxation is stated after charging/(crediting)</i>		
Depreciation and other amounts written off tangible fixed assets	571	422
Research and development	419	433
Operating lease rentals	542	553
Exchange (gain)/loss	(14)	460
Auditors remuneration – current auditors		
- audit of these financial statements	44	49
	<u> </u>	<u> </u>

7 Staff costs

The average monthly number of employees (including executive directors) was as follows

	Number of employees	
	2010	2009
Production	91	93
Sales	4	8
Administration	11	16
	<u> </u>	<u> </u>
	106	117
	<u> </u>	<u> </u>

The aggregate remuneration comprised

	2010 £000	2009 £000
Wages and salaries	3,341	3,881
Social security costs	336	419
Other pension costs	163	173
	<u> </u>	<u> </u>
	3,840	4,473
	<u> </u>	<u> </u>

8 Directors' remuneration

The remuneration of the directors was as follows

	2010 £000	2009 £000
Emoluments	102	321
Company contributions to money purchase pension schemes	9	13
	<u> </u>	<u> </u>
	111	334
	<u> </u>	<u> </u>

Notes (continued)

8 Directors' remuneration (continued)

The remuneration of the highest paid director was as follows

	2010 £000	2009 £000
Emoluments	102	121
Company contributions to money purchase pension schemes	9	7
	<u>111</u>	<u>128</u>

The number of directors who were members of pension schemes was as follows

	2010 £000	2009 £000
Company contributions to money purchase pension schemes	<u>1</u>	<u>1</u>

9 Taxation

Analysis of charge in period

	2010 £000	2009 £000
<i>Current tax</i>		
Current UK corporation tax	192	335
Adjustments in respect of prior years	(327)	-
Total current tax	<u>(135)</u>	<u>335</u>
<i>Deferred tax (see note 14)</i>		
Origination/reversal of timing differences	95	(215)
Adjustments in respect of prior periods	18	156
Charge resulting from reduction in tax rate	8	-
Tax (credit)/charge on profit on ordinary activities	<u>(14)</u>	<u>276</u>

Notes (continued)

9 Taxation (continued)

The difference between the total current tax shown above and the amount calculated by applying the standard rate of UK corporation tax to the profit before tax is as follows

	2010 £000	2009 £000
Profit on ordinary activities before tax	1,121	1,497
	<u> </u>	<u> </u>
	£000	£000
Tax on profit on ordinary activities at standard UK corporation tax rate of 28% (2009 28%)	314	419
<i>Effects of</i>		
Non taxable income	-	(181)
Expenses not deductible for tax purposes	(27)	187
Capital allowances in deficit of depreciation	62	64
Short-term timing differences	(157)	(154)
Adjustment to tax charge in respect of previous periods	(327)	-
	<u> </u>	<u> </u>
Current tax	(135)	335
	<u> </u>	<u> </u>

The Emergency Budget on 22 June 2010 announced that the UK corporation tax rate will reduce from 28% to 24% over a period of 4 years from 2011. The first reduction in the UK corporation tax rate from 28% to 27% was substantively enacted on 20 July 2010 and will be effective from 1 April 2011. This will reduce the company's future current tax charge accordingly. It has not yet been possible to quantify the full anticipated effect of the announced further 3% rate reduction, although this will further reduce the company's future current tax charge and reduce the company's deferred tax asset accordingly.

Notes (continued)

10 Tangible fixed assets

	Plant and machinery	Computer hardware	Computer software	Assets in course of construction	Leasehold Buildings	Total
	£000	£000	£000	£000	£000	£000
Cost						
At beginning of year	1,806	134	800	30	1,577	4,347
Additions	55	54	-	-	55	164
Transfer	-	-	-	(30)	30	-
At end of year	1,861	188	800	-	1,662	4,511
Depreciation						
At beginning of year	1,183	71	508	-	154	1,916
Charge for year	121	26	136	-	111	394
Impairment losses	-	32	145	-	-	177
At end of year	1,304	129	789	-	265	2,487
Net book value						
At 31 December 2010	557	59	11	-	1,397	2,024
At 31 December 2009	623	63	292	30	1,423	2,431

11 Fixed asset investments

Subsidiary undertakings

	Total £000
Cost or valuation and net book value	
At 31 December 2009 and at 31 December 2010	-

The company has the following subsidiary undertakings

	Country of incorporation	Holding	Percentage
LDS Test and Measurement Sarl	France	Ordinary shares	100%

Notes (continued)

11 Fixed asset investments (continued)

LDS Test and Measurement Inc (incorporated in the USA) and LDS Test and Measurement GmbH (incorporated in Germany) were sold during 2009 to Bruel & Kjaer Inc (29th May 2009 generating no profit or loss) and Bruel & Kjaer GmbH (29th August 2009 generating a profit of £648,000) respectively

During 2009 the decision was taken to sell the trade and assets of LDS Test and Measurement Sarl within the Spectris group and close down the LDS French operation. The resultant profits from sale less the costs of closure of the operation has reduced the net assets position of LDS Test and Measurement Sarl to nil and accordingly the carrying value of the investment in LDS Sarl of £465,000 held in the LDS Test and Measurement Limited books has been written down to nil

12 Stocks

	2010 £000	2009 £000
Raw materials and consumables	1,762	1,879
Work in progress	1,319	1,285
Finished goods and goods for resale	364	727
	<u>3,445</u>	<u>3,891</u>

There is no material difference between the balance sheet value of stocks and their replacement cost

13 Debtors amounts falling due within one year

	2010 £000	2009 £000
Trade debtors	298	1,304
Amounts owed by group undertakings	22,666	20,545
Deferred tax asset (see note 14)	201	322
Other debtors	470	377
Prepayments and accrued income	228	286
	<u>23,863</u>	<u>22,834</u>

Included within amounts owed by group undertakings is £8,553,000 (2009 £5,603,000) that has been paid into the Spectris group cash pool

Notes (continued)

14 Deferred tax asset

	2010	2009
	£000	£000
At 1 January 2010	322	263
(Charge)/credit to profit and loss account	(121)	59
	<u>201</u>	<u>322</u>
At 31 December 2010	201	322
The deferred tax asset is analysed as follows		
	2010	2009
	£000	£000
Capital allowances less than depreciation	1	91
Short term timing differences	200	231
	<u>201</u>	<u>322</u>

Deferred taxation is calculated using the rate of 27% (2009 28%) which became effective from 1 April 2011 as this is the rate which is expected to apply if the asset were to crystallise

15 Exceptional items

	2010	2009
	£000	£000
Impairment of the SAP fixed asset	(177)	-
Profit on disposal of LDS GmbH	-	648
Impairment of investment in LDS Sarl	-	(465)
	<u>(177)</u>	<u>183</u>
Total Exceptional Items	(177)	183

16 Creditors: amounts falling due within one year

	2010	2009
	£000	£000
Bank loan and overdraft	-	285
Payments received in advance	250	396
Trade creditors	2,329	2,315
Amounts owed to group undertakings	73	915
Other taxation and social security	102	102
Accruals and deferred income	973	1,099
	<u>3,727</u>	<u>5,112</u>

Notes (continued)

17 Provisions for liabilities

	Warranty provision £000
At beginning of year	510
Provision utilised during the year	(228)
Charged to the profit and loss for the year	675
	<hr/>
At end of year	957
	<hr/>

The warranty provision is established to recognise known and expected claims against delivered products within the contractual warranty period for such sales. The expenditure is expected to be incurred within 12 months of the balance sheet date. There is a specific provision for a known customer issue of £635,000, which represents the full potential exposure to the company.

18 Called up share capital

	2010 £000	2009 £000
<i>Authorised</i>		
10,076,440 Ordinary shares of £0.05 each	504	504
159,274 deferred shares of £1 each	159	159
	<hr/>	<hr/>
	663	663
	<hr/>	<hr/>
<i>Allotted, called up and fully paid</i>		
4,992,060 Ordinary shares of £0.05 each	250	250
101,201 deferred shares of £1 each	101	101
	<hr/>	<hr/>
	351	351
	<hr/>	<hr/>

The deferred shares were issued at par on 1 March 1984 by converting existing £1 ordinary shares and re-designating them as deferred shares.

The deferred shares carry no voting rights or dividends but on winding up the holders shall be entitled out of the surplus of assets of the company to a return of capital paid up by them after a total of £40,000,000 has been distributed in such a winding up in respect of ordinary shares.

Notes (continued)

19 Reserves

	Other reserves	Profit and loss account
	£000	£000
At beginning of year	5,272	17,911
Profit for the year	-	1,135
At end of year	5,272	19,046

20 Reconciliation of movements in shareholders' funds

	2010 £000	2009 £000
Profit for the financial year	1,135	1,221
Opening shareholders' funds	23,534	22,313
Closing shareholders' funds	24,669	23,534

21 Pension arrangements

The Company operates a defined contribution pension scheme for its employees. The assets of the scheme are held separately from those of the Company in independently administered funds. The pension cost for defined contribution scheme, which represents the contribution payable by the Company amounted to £163,000 during the year (2009: £173,000). There were no outstanding or prepaid contributions at either the beginning or end of the financial year.

22 Related party disclosures

As a subsidiary undertaking of Spectris Plc, the company has taken advantage of the exemption in FRS 8 Related Party Disclosures from disclosing transactions with other members of the group headed by Spectris Plc.

Notes (continued)

23 Financial commitments

Capital commitments at the end of the financial year are as follows

	2010 £000	2009 £000
Contracted but not provided for	-	34

Annual commitments under non-cancellable operating leases are as follows

	2010 Land and buildings £000	Other £000	2009 Land and buildings £000	Other £000
Operating leases which expire				
Within one year	-	-	-	37
In the second to fifth years inclusive	-	19	-	48
Over five years	476	-	476	-
	<u>476</u>	<u>19</u>	<u>476</u>	<u>85</u>

24 Post balance sheet events

There have been no post balance sheet events in 2011 that would need disclosure

25 Ultimate parent company and parent undertaking of larger group of which the company is a member

The directors regard Spectris Plc, a company incorporated in the United Kingdom, as the ultimate parent company and the ultimate controlling party

Spectris Plc is the parent company of the largest group of which the company is a member and for which the group financial statements are drawn up. No other group financial statements include the results of LDS Test and Measurement Limited. Copies of the financial statements of Spectris Plc are available from Station Road, Egham, Surrey, TW20 9NP.