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ACUMEN DISTRIBUTION LIMITED
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2014

Company Registration No. 01612058 (England and Wales)

TUESDAY



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ACUMEN DISTRIBUTION LIMITED

COMPANY INFORMATION

Directors	J Hodges C Doughty
Secretary	The Oxford Secretariat Limited
Company number	01612058
Registered office	Winter Hill House Marlow Reach Station Approach Marlow Buckinghamshire SL7 1NT
Auditors	Day, Smith & Hunter Batchworth House Batchworth Place Church Street Rickmansworth Herts WD3 1JE
Business address	Acumen House Park Circle Tithe Barn Way Swan Valley Northampton NN4 9BH

ACUMEN DISTRIBUTION LIMITED

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ACUMEN DISTRIBUTION LIMITED

STRATEGIC REPORT

FOR THE YEAR ENDED 31 DECEMBER 2014

The directors present their strategic report and financial statements for the year ended 31 December 2014.

Review of the business

Financial Performance Position of the Company

The profit and loss on page 6 shows turnover of £19,284,991 (2013 - £19,395,917) this produced a profit before taxation of £641,360 (2013 - £477,836).

The balance sheet shows that the company's net assets at the year end have increased from £3,321,244 to £3,729,678. This is due to re-investment of the profits in renewing and increasing the motor vehicle fleet to service existing and increasing business.

Principal risks and uncertainties facing the business

Management continually monitor the key risks facing the company, together with assessing the controls used for managing these risks. The board of directors formally reviews and documents the principal risks facing the business at least annually.

The principal risks and uncertainties facing the company are as follows:

Legislative

The company has systems and procedures in place to ensure compliance with, and to manage, the impact of changes in Government legislation such as the Working Time Directive, TUPE, fuel duty, vehicle operating procedures, environmental and vehicle emission requirements.

Financial and Liquidity

The company's forecasts and projections show that the company should be able to operate within its current facilities for a period of at least the next 12 months. Management continues to monitor and control working capital and capital expenditure requirements very closely.

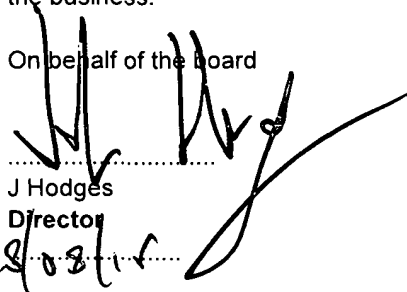
Competitor pressure

The market in which the company operates is considered to be extremely competitive, and therefore competitor pressure could result in losing sales to key competitors. The company manages this risk by providing quality services and maintaining strong relationships with its key customers.

Key performance indicators

Due to the straightforward nature of the business, the company's directors believe that analysis using key performance indicators is not necessary for an understanding of the development, performance or position of the business.

On behalf of the board


.....
J Hodges

Director
28/03/15

ACUMEN DISTRIBUTION LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 DECEMBER 2014

The directors present their report and financial statements for the year ended 31 December 2014.

Results and dividends

The results for the year are set out on page 6.

The directors do not recommend the payment of a final dividend. An interim dividend of £94,382 being £9,438.20 per share was paid during the year.

Directors

The following directors have held office since 1 January 2014:

J Hodges
C Doughty

Financial instruments

Financial Instruments

The company's principal financial instrument comprises of the financing facility held by the Group which at the year end amounted to £5,000,000 and is the main source of funds for financing the group and company's operations.

The company also use hire purchase agreements as a way of financing the purchase of fixed assets which play a key role in the operation of the business.

Auditors

The auditors, Day, Smith & Hunter, are deemed to be reappointed under section 487(2) of the Companies Act 2006.

Statement of directors' responsibilities

The directors are responsible for preparing the Strategic Report, Directors' Report and the financial statements in accordance with applicable law and regulations.

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

ACUMEN DISTRIBUTION LIMITED

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2014

Statement of disclosure to auditors

So far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware. Additionally, the directors have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditors are aware of that information.

On behalf of the board


.....
J Hodges
Director

28/08/15

ACUMEN DISTRIBUTION LIMITED

INDEPENDENT AUDITORS' REPORT

TO THE MEMBER OF ACUMEN DISTRIBUTION LIMITED

We have audited the financial statements of Acumen Distribution Limited for the year ended 31 December 2014 set out on pages 6 to 17. 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 member, 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 member those matters we are required to state to them in an auditors' 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 member 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 Statement set out on pages 2 - 3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Annual Report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2014 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

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

ACUMEN DISTRIBUTION LIMITED

INDEPENDENT AUDITORS' REPORT (CONTINUED)

TO THE MEMBER OF ACUMEN DISTRIBUTION LIMITED

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.

Alexander Bell FCA (Senior Statutory Auditor)
for and on behalf of Day, Smith & Hunter

28/08/11

Chartered Accountants
Statutory Auditor

Batchworth House
Batchworth Place
Church Street
Rickmansworth
Herts
WD3 1JE

ACUMEN DISTRIBUTION LIMITED**PROFIT AND LOSS ACCOUNT****FOR THE YEAR ENDED 31 DECEMBER 2014**

	Notes	2014 £	2013 £
Turnover	2	19,284,991	19,395,917
Cost of sales		(17,231,498)	(17,589,155)
Gross profit		<u>2,053,493</u>	<u>1,806,762</u>
Administrative expenses		(1,249,424)	(1,259,876)
Other operating income		19,639	30,001
Operating profit	3	<u>823,708</u>	<u>576,887</u>
Investment income	4	2,192	-
Other interest receivable and similar income	4	4,037	105
Interest payable and similar charges	5	(188,577)	(99,156)
Profit on ordinary activities before taxation		<u>641,360</u>	<u>477,836</u>
Tax on profit on ordinary activities	7	(138,444)	(97,581)
Profit for the year	16	<u><u>502,916</u></u>	<u><u>380,255</u></u>

The profit and loss account has been prepared on the basis that all operations are continuing operations.

There are no recognised gains and losses other than those passing through the profit and loss account.

ACUMEN DISTRIBUTION LIMITED

BALANCE SHEET

AS AT 31 DECEMBER 2014

	Notes	2014 £	£	2013 £	£
Fixed assets					
Tangible assets	8	6,396,226		5,971,804	
Investments	9	12,415		10,223	
		<u>6,408,641</u>		<u>5,982,027</u>	
Current assets					
Debtors	10	6,320,973		6,065,104	
Cash at bank and in hand		414,890		336,226	
		<u>6,735,863</u>		<u>6,401,330</u>	
Creditors: amounts falling due within one year	11	(5,054,995)		(5,270,768)	
Net current assets		<u>1,680,868</u>		<u>1,130,562</u>	
Total assets less current liabilities		<u>8,089,509</u>		<u>7,112,589</u>	
Creditors: amounts falling due after more than one year	12	(4,095,269)		(3,602,982)	
Provisions for liabilities	13				
Deferred tax liability		(264,462)		(188,363)	
		<u>3,729,778</u>		<u>3,321,244</u>	
Capital and reserves					
Called up share capital	15	100		100	
Profit and loss account	16	3,729,678		3,321,144	
Shareholder's funds	17	<u>3,729,778</u>		<u>3,321,244</u>	

Approved by the Board and authorised for issue on 28/08/15

J. Hodges
Director

Company Registration No. 01612058

ACUMEN DISTRIBUTION LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2014

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention.

The company has taken advantage of the exemption in Financial Reporting Standard No 1 (Revised 1996) from the requirement to produce a cash flow statement on the grounds that it is a subsidiary undertaking where 90 percent or more of the voting rights are controlled within the group.

1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), which have been applied consistently.

1.3 Turnover

Turnover represents invoiced sales of logistical services, excluding value added tax.

Sales are recognised in the accounting period in which the service is rendered, by reference to completion of the specific transaction.

1.4 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Leasehold land and buildings	Over the period of the lease
Plant and machinery	2 - 10 years on cost
Equipment, fixtures & fittings	2 - 5 years on cost

1.5 Leasing and hire purchase commitments

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible assets and are depreciated in accordance with the company's normal policy. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

Rentals payable under operating leases are charged against income on a straight line basis over the lease term.

1.6 Investments

Fixed asset investments are stated at cost less provision for diminution in value.

1.7 Pensions

The company operates a defined contribution scheme for the benefit of its employees. Contributions payable are charged to the profit and loss account in the year they are payable.

1.8 Deferred taxation

Deferred taxation is provided in full in respect of taxation deferred by timing differences between the treatment of certain items for taxation and accounting purposes. The deferred tax balance has not been discounted.

ACUMEN DISTRIBUTION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2014

2 Turnover

The total turnover of the company for the year has been derived from its principal activity wholly undertaken in the United Kingdom.

3 Operating profit

	2014 £	2013 £
Operating profit is stated after charging:		
Depreciation of tangible assets	1,221,840	604,289
Operating lease rentals		
- Plant and machinery	1,020,889	1,120,306
- Other assets	150,012	171,926
and after crediting:		
Profit on disposal of tangible assets	(68,376)	(18,634)

Auditors' remuneration

Fees payable to the company's auditor for the audit of the company's annual accounts	21,800	22,000
Non-audit fees	30,350	8,235
	52,150	30,235

4 Investment income

	2014 £	2013 £
Income from fixed asset investments	2,192	-
Bank interest	67	105
Other interest	3,970	-
	6,229	105

5 Interest payable

	2014 £	2013 £
On bank loans and overdrafts	35,186	33,310
Hire purchase interest	153,391	65,846
	188,577	99,156

ACUMEN DISTRIBUTION LIMITED**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)****FOR THE YEAR ENDED 31 DECEMBER 2014**

6	Dividends	2014	2013
		£	£
	Ordinary interim paid	94,382	19,377
		<u> </u>	<u> </u>
7	Taxation	2014	2013
		£	£
	Domestic current year tax		
	U.K. corporation tax at 20.99% (2013 - 24.45%)	44,258	(51,702)
	Payment in respect of group relief	18,087	-
		<u> </u>	<u> </u>
	Total current tax	62,345	(51,702)
	Deferred tax		
	Origination and reversal of timing differences	76,099	149,283
		<u> </u>	<u> </u>
		138,444	97,581
		<u> </u>	<u> </u>
	Factors affecting the tax charge for the year		
	Profit on ordinary activities before taxation	641,360	477,836
		<u> </u>	<u> </u>
	Profit on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 20.99% (2013 - 24.45%)	134,630	116,821
		<u> </u>	<u> </u>
	Effects of:		
	Non deductible expenses	7,817	13,410
	Depreciation add back	256,480	148,051
	Capital allowances	(335,564)	(330,535)
	Tax losses utilised	(18,645)	-
	Dividends and distributions received	(460)	-
	Other tax adjustments	18,087	551
		<u> </u>	<u> </u>
		(72,285)	(168,523)
		<u> </u>	<u> </u>
	Current tax charge/(credit) for the year	62,345	(51,702)
		<u> </u>	<u> </u>

ACUMEN DISTRIBUTION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2014

8 Tangible fixed assets

	Leasehold land and buildings £	Plant and machinery £	Equipment, fixtures & fittings £	Total £
Cost				
At 1 January 2014	328,690	7,351,298	201,684	7,881,672
Additions	-	2,248,425	124,771	2,373,196
Disposals	-	(779,847)	-	(779,847)
At 31 December 2014	328,690	8,819,876	326,455	9,475,021
Depreciation				
At 1 January 2014	285,805	1,509,537	114,526	1,909,868
On disposals	-	(52,913)	-	(52,913)
Charge for the year	17,074	1,160,222	44,544	1,221,840
At 31 December 2014	302,879	2,616,846	159,070	3,078,795
Net book value				
At 31 December 2014	25,811	6,203,030	167,385	6,396,226
At 31 December 2013	42,885	5,841,761	87,158	5,971,804

Included above are assets held under finance leases or hire purchase contracts as follows:

	Plant and machinery £
Net book values	
At 31 December 2014	5,546,041
At 31 December 2013	4,902,655
Depreciation charge for the year	
At 31 December 2014	861,091
At 31 December 2013	424,564

ACUMEN DISTRIBUTION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2014

9 Fixed asset investments

	Listed investments £
Cost	
At 1 January 2014	10,223
Additions	2,192
	<hr/>
At 31 December 2014	12,415
	<hr/>
Net book value	
At 31 December 2014	12,415
	<hr/>
At 31 December 2013	10,223
	<hr/>
	<hr/>
	Market value
	£
At 31 December 2014	12,831
	<hr/>
At 31 December 2013	14,498
	<hr/>
	<hr/>

10 Debtors	2014 £	2013 £
Trade debtors	4,417,699	3,994,774
Amounts owed by parent and fellow subsidiary undertakings	1,102,560	1,217,316
Corporation tax	-	119,262
Other debtors	164,880	147,912
Prepayments and accrued income	635,834	585,840
	<hr/>	<hr/>
	6,320,973	6,065,104
	<hr/>	<hr/>

Amounts falling due after more than one year and included in the debtors above are:

	2014 £	2013 £
Amounts owed by group undertakings	1,037,264	1,134,861
	<hr/>	<hr/>

ACUMEN DISTRIBUTION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2014

11 Creditors: amounts falling due within one year	2014 £	2013 £
Net obligations under hire purchase contracts	1,144,373	1,115,830
Trade creditors	1,774,712	1,806,321
Amounts owed to parent and fellow subsidiary undertakings	10,546	10,546
Corporation tax	44,258	-
Other taxes and social security costs	320,787	182,840
Other creditors	1,605,811	2,000,650
Accruals and deferred income	154,508	154,581
	<u>5,054,995</u>	<u>5,270,768</u>

The company has access to group financing facilities with Barclays Bank Plc of up to £5,000,000. At 31 December 2014 the company had drawn down £1,503,306 (2013: £1,921,911) under the facility. This liability is included within other creditors.

Bank facilities are secured by way of a debenture and an unlimited guarantee from Acumen Automotive Logistics Limited and Acumen Logistics Group Limited.

12 Creditors: amounts falling due after more than one year	2014 £	2013 £
Net obligations under hire purchase contracts	<u>4,095,269</u>	<u>3,602,982</u>
Net obligations under finance lease and hire purchase contracts are secured by fixed charges on the assets concerned.		
Net obligations under hire purchase contracts		
Repayable within one year	1,144,373	1,115,830
Repayable between one and five years	4,095,269	3,602,982
	<u>5,239,642</u>	<u>4,718,812</u>
Included in liabilities falling due within one year	<u>(1,144,373)</u>	<u>(1,115,830)</u>
	<u>4,095,269</u>	<u>3,602,982</u>

ACUMEN DISTRIBUTION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2014

13 Provisions for liabilities

	Deferred tax liability £
Balance at 1 January 2014	188,363
Profit and loss account	76,099
Balance at 31 December 2014	<u>264,462</u>

The deferred tax liability is made up as follows:

	2014 £	2013 £
Accelerated capital allowances	<u>264,462</u>	<u>188,363</u>

14 Retirement Benefits

Defined contribution scheme

The company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund.

At 31 December 2014 contributions amounting to £8,681 (2013 - £4,951) were payable to the fund and were included in other creditors.

	2014 £	2013 £
Contributions payable by the company for the year	<u>38,868</u>	<u>24,003</u>

15 Share capital

	2014 £	2013 £
Allotted, called up and fully paid		
100 Ordinary 'A' shares of £1 each	<u>100</u>	<u>100</u>

ACUMEN DISTRIBUTION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2014

16 Statement of movements on profit and loss account

	Profit and loss account £
Balance at 1 January 2014	3,321,144
Profit for the year	502,916
Dividends paid	(94,382)
Balance at 31 December 2014	<u>3,729,678</u>

17 Reconciliation of movements in Shareholder's funds

	2014 £	2013 £
Profit for the financial year	502,916	380,255
Dividends	(94,382)	(19,377)
Net addition to shareholders' funds	<u>408,534</u>	<u>360,878</u>
Opening Shareholder's funds	3,321,244	2,960,366
Closing Shareholder's funds	<u>3,729,778</u>	<u>3,321,244</u>

18 Financial commitments

At 31 December 2014 the company was committed to making the following payments under non-cancellable operating leases in the year to 31 December 2015:

	Land and buildings		Other	
	2014	2013	2014	2013
	£	£	£	£
Operating leases which expire:				
Within one year	-	-	390,312	5,268
Between two and five years	152,950	152,950	172,155	685,268
	<u>152,950</u>	<u>152,950</u>	<u>562,467</u>	<u>690,536</u>

ACUMEN DISTRIBUTION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2014

19 Directors' remuneration	2014	2013
	£	£
Remuneration for qualifying services	192,764	161,177
Company pension contributions to defined contribution schemes	16,468	15,500
	<u>209,232</u>	<u>176,677</u>

The number of directors for whom retirement benefits are accruing under defined contribution schemes amounted to 2 (2013 - 2).

20 Employees

Number of employees

The average monthly number of employees (including directors) during the year was:

	2014	2013
	Number	Number
Office and management	20	24
Operational	123	135
	<u>143</u>	<u>159</u>

Employment costs

	2014	2013
	£	£
Wages and salaries	3,401,459	3,723,301
Social security costs	321,988	349,606
Other pension costs	38,868	24,003
	<u>3,762,315</u>	<u>4,096,910</u>

21 Control

During the current and previous years, the ultimate and immediate parent company of Acumen Distribution Limited was Acumen Logistics Group Limited, a company registered in England and Wales. Acumen Logistics Group Limited is the parent of the smallest and largest group for which consolidated accounts are prepared and of which the company is a member.

Acumen Logistics Group Limited was controlled throughout the current and previous years by its director, Mr J Hodges, by virtue of his 100% shareholding.

During the year dividends of £94,382 (2013: £19,377) were paid to Acumen Logistics Group Limited.

22 Related party relationships and transactions

ACUMEN DISTRIBUTION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2014

22 Related party relationships and transactions

(Continued)

Advantage has been taken of the exemptions under paragraph 3(c) of the Financial Reporting Standard 8 available to subsidiary companies not to disclose related party transactions with group undertakings.

The company paid a licence fee of £6,960 (2013: £6,960) to J Hodges, a director, in respect of office accommodation.

The company paid rent of £22,950 (2013: £22,759) to Acumen Partners LLP and the Trustees of C Doughty Private Pension in respect of a property owned by those two entities. J Hodges is a partner in Acumen Partners LLP. C Doughty is a director of the company and a trustee of the pension fund.