Abbreviated Financial Statements

Year Ended

30 June 2008

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BDO Stoy Hayward
Chartered Accountants

Abbreviated financial statements for the year ended 30 June 2008

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#### **Directors**

R W Stokes

P V Stokes

### Secretary and registered office

I Ball, Unit 142, Hartlebury Trading Estate, Kidderminster, Worcestershire, DY10 4JB

### Company number

1869891

#### **Auditors**

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

#### Independent auditor's report

### Independent auditor's report to Central Weighing Limited under section 247B of the Companies Act 1985

We have examined the abbreviated financial statements which comprise the balance sheet and the related notes together with the financial statements of the company for the year ended 30 June 2008 prepared under section 226 of the Companies Act 1985.

Respective responsibilities of directors and auditors

The directors are responsible for preparing the abbreviated financial statements in accordance with section 246 of the Companies Act 1985. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated financial statements prepared in accordance with sections 246(5) and (6) of the Act to the Registrar of Companies and whether the abbreviated financial statements have been properly prepared in accordance with those provisions and to report our opinion to you.

Our report has been prepared pursuant to the requirements of Section 247B of the Companies Act 1985 and for no other purpose. No person is entitled to rely on this report unless such a person is a person entitled to rely upon this report by virtue of and for the purpose of Section 247B of the Companies Act 1985 or has been expressly authorised to do so by our prior written consent. Save as above, we do not accept responsibility for this report to any other person or for any other purpose and we hereby expressly disclaim any and all such liability.

#### Basis of opinion

We conducted our work in accordance with Bulletin 2006/3 "The special auditor's report on abbreviated accounts in the United Kingdom" issued by the Auditing Practices Board. In accordance with that Bulletin we have carried out the procedures we consider necessary to confirm, by reference to the full financial statements, that the company is entitled to deliver abbreviated financial statements and that the abbreviated financial statements to be delivered have been properly prepared. The scope of our work for the purpose of this report did not include examining or dealing with events after the date of our report on the full financial statements.

#### Opinion

In our opinion the company is entitled to deliver abbreviated financial statements prepared in accordance with sections 246(5) and (6) of the Companies Act 1985, and the abbreviated financial statements have been properly prepared in accordance with those provisions.

BDO STOY HAYWARD LLP Chartered Accountants and Registered Auditors Birmingham

Soo Stantonward CP

20 February 2009

# Balance sheet at 30 June 2008

|                                       | Note | 2008<br>£ | 2008<br>£   | 2007<br>£    | 2007<br>£ |
|---------------------------------------|------|-----------|-------------|--------------|-----------|
| Fixed assets                          |      |           |             |              |           |
| Intangible assets                     | 2    |           | 158,255     |              | 156,235   |
| Tangible assets                       | 3    |           | 69,272      |              | 55,716    |
| Fixed asset investments               | 4    |           | 2           |              | 2         |
|                                       |      |           | <del></del> |              |           |
|                                       |      |           | 227,529     |              | 211,953   |
| Current assets                        |      |           |             |              |           |
| Stocks                                |      | 169,852   |             | 145,979      |           |
| Debtors                               |      | 516,891   |             | 427,383      |           |
| Cash at bank and in hand              |      | 3,753     |             | 2,095        |           |
|                                       |      |           |             |              |           |
|                                       |      | 690,496   |             | 575,457      |           |
| Creditors: amounts falling due within | n    |           |             |              |           |
| one year                              |      | 496,706   |             | 370,060      |           |
|                                       |      |           |             | <del> </del> |           |
| Net current assets                    |      |           | 193,790     |              | 205,397   |
|                                       |      |           |             |              |           |
| Total assets less current liabilities |      |           | 421,319     |              | 417,350   |
|                                       |      |           | <del></del> |              |           |

# Balance sheet at 30 June 2008 (continued)

|   | Note: | 2008<br>£ | 2008<br>£ | 2007<br>£ | 2007<br>£ |
|---|-------|-----------|-----------|-----------|-----------|
| Creditors: amounts falling due after more than one year | 5     | 215,670   |           | 1,639     |           |
| Provisions for liabilities                              |       | 40,000    |           | 36,000    |           |
| Deferred income   |       | 123,114   |           | 117,587   |           |
|   |       |           |           |           |           |
|   |       |           | 378,784   |           | 155,226   |
| Capital and reserves                                    |       |           |           |           | •         |
| Called up share capital                                 | 6     | 900       |           | 1,500     |           |
| Share premium account                                   | 7     | 59,200    |           | 59,200    |           |
| Capital redemption reserve                              | 7     | 380       |           | 300       |           |
| Other reserves  | 7     | (258,073) |           | -         |           |
| Profit and loss account                                 | 7     | 240,128   |           | 201,124   |           |
|   |       |           |           | <u></u>   |           |
| Shareholders' funds                                     |       |           | 42,535    |           | 262,124   |
| ·   |       |           | 404 240   |           | 447.000   |
|   |       |           | 421,319   |           | 417,350   |
|   |       |           |           |           |           |

These financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

The financial statements were approved by the board of directors and authorised for issue on 20 February 2009.

R W Stokes Director

# Notes forming part of the financial statements for the year ended 30 June 2008

#### 1 Accounting policies

The financial statements have been prepared under the historical cost convention.

The following principal accounting policies have been applied:

#### Consolidated financial statements

The company is exempt from the requirement to prepare consolidated financial statements by virtue of section 248 of the Companies Act 1985 as the group it heads qualifies as a small group. These financial statements therefore present information about the company as an individual undertaking and not about its group.

#### Turnover

Turnover represents sales to external customers at invoiced amounts less value added tax.

#### Depreciation

Depreciation is provided to write off the cost, less estimated residual values, of all tangible fixed assets, evenly over their expected useful lives. It is calculated at the following rates:

Plant and machinery Motor vehicles Fixtures and fittings - 20% per annum on reducing balance

25% per annum on straight line basis15% per annum on reducing balance

#### 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.

### 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 dates. Any differences are taken to the profit and loss account.

#### 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 are not discounted.

Notes forming part of the financial statements for the year ended 30 June 2008 (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.

#### Pension costs

Contributions to the company's defined contribution pension scheme are charged to the profit and loss account in the year in which they become payable.

Maintenance contract income receivable in advance

Maintenance contract income receivable in respect of future periods is shown as deferred income and is released to the profit and loss account as the rental period elapses.

#### Deferred development expenditure

Expenditure on pure and applied research is written off in the year in which it is incurred. Development expenditure is written off in the year in which it is incurred, except where it is separately identifiable and relates to a clearly defined project whose outcome can be assessed as profitable, with reasonable certainty. In these circumstances, the expenditure is capitalised as an intangible asset and amortised on the Directors estimate of the benefit accruing, subject to a minimum write down of 25% per annum on cost.

Notes forming part of the financial statements for the year ended 30 June 2008 *(continued)* 

## 2 Intangible fixed assets

|   | Other<br>intangible<br>fixed assets<br>£ |
|---|--|
| Cost At 1 July 2007 Additions Disposals                     | 377,505<br>103,620<br>(74,520)           |
| At 30 June 2008   | 406,605                                  |
| Amortisation At 1 July 2007 Provided for the year Disposals | 221,270<br>101,600<br>(74,520)           |
| At 30 June 2008   | 248,350                                  |
| Net book value<br>At 30 June 2008                           | 158,255                                  |
| At 30 June 2007   | 156,235                                  |

Notes forming part of the financial statements for the year ended 30 June 2008 (continued)

| 3 | Tangible fixed assets                                       |                                    |
|---|---|------------------------------------|
|   |   | Plant and<br>machinery<br>etc<br>£ |
|   | Cost At 1 July 2007 Additions Disposals                     | 308,974<br>27,677<br>(7,250)       |
|   | At 30 June 2008   | 329,401                            |
|   | Depreciation At 1 July 2007 Provided for the year Disposals | 253,258<br>14,120<br>(7,249)       |
|   | At 30 June 2008   | 260,129                            |
|   | Net book value<br>At 30 June 2008                           | 69,272                             |
|   | At 30 June 2007   | 55,716                             |

Notes forming part of the financial statements for the year ended 30 June 2008 (continued)

#### 4 Fixed asset investments

Shares in group undertakings £

Cost

At 1 July 2007 and 30 June 2008

2

Subsidiary undertakings, associated undertakings and other investments

The principal undertakings in which the company's interest at the year end is 20% or more are as follows:

Proportion
of voting
rights and
ordinary
share
capital
held
Nature of business

Subsidiary undertakings

Exactrak Limited (Formerly De-Icing Management Systems 100%

Limited)

The provision of winter maintenance systems

Central Measurement and Control Limited

100%

**Dormant** 

Unless otherwise stated, the following figures have been extracted from unaudited financial statements for the year ended 30 June 2008:

|   | Aggregate share | capital and |                                       |        |
|---|-----------------|-------------|---------------------------------------|--------|
|   | reserves        |             | Profit for the year                   |        |
|   | 2008 2007       |             | 2008 2007 2008                        | 2007   |
|   | £               | 3           | £                                     | 3      |
| Subsidiary undertakings                 |                 |             |                                       |        |
| Exactrak Limited (Formerly De-Icing     |                 |             |                                       |        |
| Management Systems Limited)             |                 |             |                                       |        |
| - ,                                     | 83,482          | 56,824      | 26,658                                | 53,309 |
| Central Measurement and Control Limited | (4,350)         | (4,350)     | -                                     | -      |
|   |                 |             | · · · · · · · · · · · · · · · · · · · |        |

## 5 Creditors: amounts falling due after more than one year

Included is £210,865 which represents the element due after one year of the present value of the liability due on inception of the share purchase agreement (see note 7).

Notes forming part of the financial statements for the year ended 30 June 2008 (continued)

#### 6 Share capital

|                            | , Authorised |           | Allotted, called up and fully paid |           |
|----------------------------|--------------|-----------|------------------------------------|-----------|
|                            | 2008<br>£    | 2007<br>£ | 2008<br>£                          | 2007<br>£ |
| Ordinary shares of £1 each | 10,000       | 10,000 、  | 900                                | 1,500     |

On 28 November 2007 the company entered into an agreement with Mr P S Jackson for the purchase of a proportion of its own shares. The agreement provides for the ultimate purchase of 600 Ordinary Shares of £1 each for a total consideration of £375,000. The shares represent 40% of the company's called up share capital. The purpose of the agreement is to allow Mr P S Jackson to withdraw from participation in the ownership of the company.

In accordance with FRS 25 this transaction was treated as a financial liability of the company and £600 of share capital was transferred to liabilities. At 30 June 2008 £80 of share capital had been redeemed, leaving £520 as a liability. See also Note 16.

#### 7 Reserves

| ·  | Share premium account £ | Capital redemption reserve £ | Other<br>reserves<br>£ | Profit and loss account |
|--|-------------------------|------------------------------|------------------------|-------------------------|
| At 1 July 2007                             | 59,200                  | 300                          | -                      | 201,124                 |
| Profit for the year                        | •                       | -                            | -                      | 111,663                 |
| Dividends                                  | -                       | -                            | -                      | (34,000)                |
| Transfer of present value of liability for |                         |                              |                        | ` , ,                   |
| purchase of own shares                     | -                       | -                            | (296,732)              | -                       |
| Transfer for shares redeemed during the    |                         |                              | ,                      |                         |
| year                                       | -                       | _                            | 38.659                 | (38,659)                |
| Purchase of own shares during the year     |                         | 80                           |                        | -                       |
| <b>,</b>                                   |                         | ·                            |                        |                         |
| At 30 June 2008                            | 59,200                  | 380                          | (258,073)              | 240,128                 |
|  | <del>=</del>            |                              |                        |                         |

As shown in note 15, on 28 November 2007 the company entered into an agreement with Mr P S Jackson for the purchase of 600 of its own ordinary shares of £1 each for a total consideration of £375,000. The shares are to be purchased in tranches of forty for a purchase price of £25,000 at 6 monthly intervals commencing on 1 December 2007 and finishing on 1 December 2014.

In accordance with FRS 25, at the inception of this agreement an amount of £296,732 was transferred from other reserves to liabilities representing the present value of the liability at that time of the total consideration due under the agreement. The discount rate used was 7.25% being the rate at which the company had access to overdraft facilities.

During the year 80 ordinary shares of £1 each were redeemed for a consideration of £50,000. A transfer of £38,659 was made from other reserves to profit and loss account representing the present value of the liability as previously calculated. The balance of £11,341 representing the discount on the original calculation of the liability has been charged to profit and loss account in arriving at the profit for the year.

Notes forming part of the financial statements for the year ended 30 June 2008 (continued)

### 8 Related party disclosures

Controlling parties

The company is controlled by R W Stokes who is a director of the company.

Related party transactions and balances

During the year the company sold goods amounting to £104,380 (2007 - £51,777) to £xactrak Limited (Formerly De-icing Management Systems Ltd), a subsidiary. In addition the company charged Exactrak Limited £46,800 (2007 - £46,800) for management services provided.

The company's purchases also includes £24,000 (2007 - £24,000) of technical support fees for services relating to Research and Development provided by Exactrak Limited.

As at 30 June 2008, debtors include £41,035 (2007 - £20,102) due from Exactrak Limited, which is considered fully recoverable.

R W Stokes has given a personal guarantee of £40,000 to secure bank borrowings.