



MIRAMAR INVESTMENTS LIMITED
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 NOVEMBER 2012

Company Registration Number 02066785

MIRAMAR INVESTMENTS LIMITED
FINANCIAL STATEMENTS
YEAR ENDED 30 NOVEMBER 2012

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MIRAMAR INVESTMENTS LIMITED
OFFICERS AND PROFESSIONAL ADVISERS
YEAR ENDED 30 NOVEMBER 2012

The board of directors	F C Eliet F R F Singer L J De Viel Castel A P Hurst
Company secretary	F C Eliet
Business address	4 Blackwater Park Holder Road Aldershot Hampshire GU12 4PQ
Registered office	4 Blackwater Park Holder Road Aldershot Hampshire GU12 4PQ
Auditor	RSM Tenon Audit Limited Highfield Court Tollgate Chandlers Ford Eastleigh Hampshire SO53 3TY
Accountants	RSM Tenon Limited Accountants and Business Advisers Highfield Court Tollgate Chandlers Ford Eastleigh Hampshire SO53 3TY
Bankers	Bank of Scotland plc 144/148 High Street Southampton Hampshire SO14 2JF
Solicitors	Paris Smith LLP 1 London Road Southampton Hampshire SO15 2AE

MIRAMAR INVESTMENTS LIMITED
THE DIRECTORS' REPORT
YEAR ENDED 30 NOVEMBER 2012

The directors present their report and the financial statements of the company for the year ended 30 November 2012

Principal activities and business review

The principal activity of the company continues to be that of the manufacture, sale and distribution of packaging materials

The Directors consider the results of the past year to be satisfactory and look forward to further progress in the coming year. The year-on-year increase in operating profit from £918,258 in 2011 to £1,113,510 in 2012 represents a strong performance. This is reflected by the 14.8% ratio of operating profit plus goodwill amortisation plus depreciation to total sales. The resultant cash flow has allowed further reduction in aggregate bank debt. This trading and balance sheet performance provides a solid platform for development.

Results and dividends

The profit for the year, after taxation, amounted to £696,475. Particulars of dividends paid are detailed in note 8 to the financial statements.

Financial risk management objectives and policies

The company finances its operations through a mixture of retained profits and where necessary to fund expansion or capital expenditure programmes through bank borrowings. The management's objectives are to

- retain sufficient liquid funds to enable the company to meet its day to day obligations as they fall due whilst maximising returns on surplus funds, and
- minimise the company's exposure to fluctuating interest rates when seeking new borrowings, and
- match the repayment schedule of any external borrowings or overdrafts with the expected future cash flows expected to arise from the company's trading activities.

The company's borrowings are in variable and fixed rate interest loans eliminating some cash flow risk associated with changing interest payments.

Directors

The directors who served the company during the year were as follows

F C Eliet
F R F Singer
L J De Viel Castel
A P Hurst

MIRAMAR INVESTMENTS LIMITED

THE DIRECTORS' REPORT *(continued)*

YEAR ENDED 30 NOVEMBER 2012

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 those financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent, 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 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.

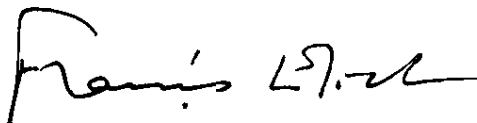
In so far as the directors are, individually, aware

- there is no relevant audit information of which the company's auditor is unaware, and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

Auditor

RSM Tenon Audit Limited are deemed to be reappointed under section 487(2) of the Companies Act 2006.

Signed on behalf of the directors


F C Eliet
Director

Approved by the directors on 5/2/13

MIRAMAR INVESTMENTS LIMITED
INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MIRAMAR
INVESTMENTS LIMITED
YEAR ENDED 30 NOVEMBER 2012

We have audited the financial statements of Miramar Investments Limited for the year ended 30 November 2012 on pages 6 to 20. 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 auditor

As explained more fully in the Directors' Responsibilities Statement set out on page 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 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. 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 30 November 2012 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 matters prescribed by the Companies Act 2006

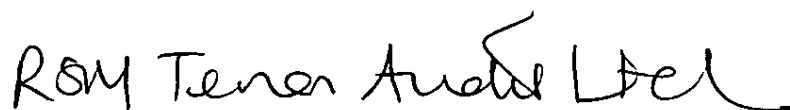
In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

MIRAMAR INVESTMENTS LIMITED
INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MIRAMAR
INVESTMENTS LIMITED *(continued)*
YEAR ENDED 30 NOVEMBER 2012

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



Joanne King, Senior Statutory Auditor
For and on behalf of

RSM Tenon Audit Limited
Statutory Auditor
Highfield Court
Tollgate
Chandlers Ford
Eastleigh
Hampshire
SO53 3TY

12 February 2013

MIRAMAR INVESTMENTS LIMITED
PROFIT AND LOSS ACCOUNT
YEAR ENDED 30 NOVEMBER 2012

	Note	2012 £	2011 £
Turnover	2	13,564,977	13,925,321
Cost of sales		(9,380,068)	(10,067,805)
Gross profit		<u>4,184,909</u>	<u>3,857,516</u>
Distribution costs		(452,667)	(426,590)
Administrative expenses		(2,618,732)	(2,512,668)
Operating profit	3	<u>1,113,510</u>	<u>918,258</u>
Interest payable and similar charges	6	(135,331)	(165,002)
Profit on ordinary activities before taxation		<u>978,179</u>	<u>753,256</u>
Tax on profit on ordinary activities	7	(281,704)	(254,524)
Profit for the financial year		<u><u>696,475</u></u>	<u><u>498,732</u></u>

All of the activities of the company are classed as continuing

The company has no recognised gains or losses other than the results for the year as set out above

The notes on pages 9 to 20 form part of these financial statements

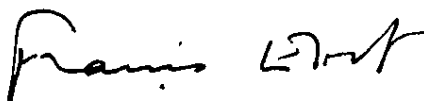
MIRAMAR INVESTMENTS LIMITED

Registered Number 02066785

BALANCE SHEET**30 NOVEMBER 2012**

	Note	2012 £	£	2011 £	£
Fixed assets					
Intangible assets	9		2,160,939		2,405,963
Tangible assets	10		3,273,778		3,436,162
			<u>5,434,717</u>		<u>5,842,125</u>
Current assets					
Stocks	11	636,905		623,934	
Debtors	12	3,522,196		3,662,488	
Cash at bank		167,873		167,303	
			<u>4,326,974</u>	<u>4,453,725</u>	
Creditors: Amounts falling due within one year	13	(5,014,883)		(5,640,169)	
Net current liabilities			(687,909)		(1,186,444)
Total assets less current liabilities			<u>4,746,808</u>		<u>4,655,681</u>
Creditors: Amounts falling due after more than one year	14		(1,525,532)		(1,945,386)
Provisions for liabilities					
Deferred taxation	17		(234,485)		(292,921)
			<u>2,986,791</u>		<u>2,417,374</u>
Capital and reserves					
Called-up share capital	21		181,390		181,390
Share premium account	22		548,493		548,493
Other reserves	22		184,960		184,960
Profit and loss account	22		2,071,948		1,502,531
Shareholders' funds	23		<u>2,986,791</u>		<u>2,417,374</u>

These financial statements were approved by the directors and authorised for issue on 5/2/13, and are signed on their behalf by


F C Eliet
Director

The notes on pages 9 to 20 form part of these financial statements

MIRAMAR INVESTMENTS LIMITED
CASH FLOW STATEMENT
YEAR ENDED 30 NOVEMBER 2012

	Note	2012 £	2011 £
Net cash inflow from operating activities		2,335,732	1,342,391
Returns on investments and Servicing of finance			
Interest paid		(44,749)	(60,187)
Interest element of hire purchase		(90,582)	(104,815)
Net cash outflow from returns on investments and servicing of finance		(135,331)	(165,002)
Taxation		(299,842)	(107,717)
Capital expenditure			
Payments to acquire tangible fixed assets		(123,366)	(192,811)
Receipts from sale of fixed assets		126,506	98,101
Net cash inflow/(outflow) from capital expenditure		3,140	(94,710)
Acquisitions and disposals			
Equity dividends paid		(147,326)	(236,119)
Cash inflow before financing		1,756,373	738,843
Financing			
Repayment of bank loans		(310,715)	(348,571)
Capital element of hire purchase		(624,194)	(576,822)
Net outflow from other long-term creditors		(55,037)	(120,380)
Net cash outflow from financing		(989,946)	(1,045,773)
Increase/(decrease) in cash	24	766,427	(306,930)
Reconciliation of operating profit to net cash inflow from operating activities			
		2012	2011
		£	£
Operating profit		1,113,510	918,258
Amortisation		245,024	245,024
Depreciation		652,295	623,403
Profit on disposal of fixed assets		(25,686)	(44,040)
(Increase)/decrease in stocks		(12,971)	24,530
Decrease/(increase) in debtors		140,292	(719,501)
Increase in creditors		223,268	294,717
Net cash inflow from operating activities		2,335,732	1,342,391

MIRAMAR INVESTMENTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30 NOVEMBER 2012

1. Accounting policies

Basis of accounting

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

Turnover

The turnover shown in the profit and loss account represents amounts receivable for the manufacture, sale and distribution of packaging materials, exclusive of Value Added Tax. Income is recognised on delivery of the goods to the customer

Goodwill

Goodwill is recognised on acquisition at cost, being purchase price, and is carried at cost less amortisation. Where there is any indication of impairment a review is undertaken and provision made as necessary

Amortisation

Amortisation is calculated so as to write off the cost of an asset, net of anticipated disposal proceeds, over the estimated useful economic life of that asset as follows

Goodwill	- 20 years
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Tangible fixed assets

Tangible fixed assets are stated at cost, being purchase price, less accumulated depreciation

Depreciation

Depreciation is calculated so as to write off the cost of an asset, net of anticipated disposal proceeds, over the useful economic life of that asset as follows

Leasehold property	- Over the life of the lease - max 50 years
Plant and machinery	- 6 to 10 years straight line
Fixtures and fittings	- 3 to 10 years straight line and 15% reducing balance
Motor vehicles	- 4 years straight line and 25% reducing balance

Stocks

Stocks are valued at the lower of cost, being purchase price paid, and net realisable value, after making due allowance for obsolete and slow moving items. For work in progress and finished goods, cost is taken as production cost, which includes an appropriate proportion of attributable overheads based on a normal level of activity

Hire purchase agreements

Assets held under hire purchase agreements are capitalised and disclosed under tangible fixed assets at their fair value. The capital element of the future payments is treated as a liability and the interest is charged to the profit and loss account on a straight line basis

MIRAMAR INVESTMENTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30 NOVEMBER 2012

1. Accounting policies *(continued)*

Operating lease agreements

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against profits on a straight line basis over the period of the lease

Pension costs

The company operates a defined contribution pension scheme for employees. The assets of the scheme are held separately from those of the company. The annual contributions payable are charged to the profit and loss account.

Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date, where transactions or events that result in an obligation to pay more or a right to pay less tax in the future have occurred by the balance sheet date with certain limited exceptions.

Deferred tax is calculated on an undiscounted basis at the 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 enacted or substantively enacted at the balance sheet date.

Foreign currencies

Monetary assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Non-monetary assets and liabilities and transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of the transaction. Exchange differences are taken into account in arriving at the operating profit.

Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as either financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

2. Turnover

An analysis of turnover is given below

	2012	2011
	£	£
United Kingdom	<u>13,564,977</u>	<u>13,925,321</u>

MIRAMAR INVESTMENTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30 NOVEMBER 2012

3. Operating profit

Operating profit is stated after charging/(crediting)

	2012	2011
	£	£
Amortisation of intangible assets	245,024	245,024
Depreciation of owned fixed assets	149,059	176,490
Depreciation of assets held under hire purchase agreements	503,236	446,913
Profit on disposal of fixed assets	(25,686)	(44,040)
Auditor's remuneration		
- as auditor	14,500	14,500
- for other services	21,500	21,500
Operating lease costs		
-Plant and machinery	4,761	21,128
Net loss on foreign currency translation	112	536
	<u> </u>	<u> </u>

4. Particulars of employees

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

	2012	2011
	No	No
Number of production staff	73	71
Number of sales staff	6	6
Number of management and administrative staff	18	17
	<u>97</u>	<u>94</u>

The aggregate payroll costs of the above were

	2012	2011
	£	£
Wages and salaries	2,048,791	2,036,228
Social security costs	188,466	209,553
Other pension costs	78,698	68,144
	<u>2,315,955</u>	<u>2,313,925</u>

5 Directors' remuneration

The directors' aggregate remuneration in respect of qualifying services were

	2012	2011
	£	£
Remuneration receivable	95,224	52,884
Value of company pension contributions to money purchase schemes	48,333	35,000
	<u>143,557</u>	<u>87,884</u>

MIRAMAR INVESTMENTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30 NOVEMBER 2012

5. Directors' remuneration (continued)

The number of directors on whose behalf the company made pension contributions was as follows

	2012	2011
	No	No
Money purchase schemes	<u>1</u>	<u>1</u>

6. Interest payable and similar charges

	2012	2011
	£	£
Interest payable on bank borrowing	44,749	60,187
Finance charges	90,582	104,815
	<u>135,331</u>	<u>165,002</u>

7. Taxation on ordinary activities

(a) Analysis of charge in the year

	2012	2011
	£	£
In respect of the year		
UK Corporation tax	337,604	256,269
Under provision in prior year	2,536	-
	<u>340,140</u>	<u>256,269</u>
Deferred tax		
Origination and reversal of timing differences	(58,436)	(1,745)
Tax on profit on ordinary activities	<u>281,704</u>	<u>254,524</u>

MIRAMAR INVESTMENTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30 NOVEMBER 2012

7 Taxation on ordinary activities *(continued)*

(b) Factors affecting current tax charge

The tax assessed on the profit on ordinary activities for the year is higher than the standard rate of corporation tax in the UK of 24.67% (2011 - 26%)

	2012	2011
	£	£
Profit on ordinary activities before taxation	978,179	753,256
Profit on ordinary activities by rate of tax	241,317	195,847
Effects of		
Expenses not deductible for tax purposes	781	643
Excess of depreciation over capital allowances	98,646	61,258
Tax chargeable at lower rates	(3,140)	(1,479)
Adjustments to tax charge in respect of previous periods	2,536	-
Total current tax (note 7(a))	340,140	256,269

8. Dividends

Equity dividends

	2012	2011
	£	£
Paid during the year		
Equity dividends on ordinary shares	127,058	144,909

9. Intangible fixed assets

	Goodwill
	£
Cost	
At 1 December 2011 and 30 November 2012	4,676,906
Amortisation	
At 1 December 2011	2,270,943
Charge for the year	245,024
At 30 November 2012	2,515,967
Net book value	
At 30 November 2012	2,160,939
At 30 November 2011	2,405,963

MIRAMAR INVESTMENTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30 NOVEMBER 2012

10. Tangible fixed assets

	Leasehold Property £	Plant & Machinery £	Fixtures & Fittings £	Motor Vehicles £	Total £
Cost					
At 1 December 2011	666,945	4,132,300	806,317	712,953	6,318,515
Additions	—	161,864	29,569	399,298	590,731
Disposals	—	(87,598)	(335)	(217,708)	(305,641)
At 30 November 2012	<u>666,945</u>	<u>4,206,566</u>	<u>835,551</u>	<u>894,543</u>	<u>6,603,605</u>
Depreciation					
At 1 December 2011	152,744	1,727,530	631,160	370,919	2,882,353
Charge for the year	43,553	391,206	51,742	165,794	652,295
On disposals	—	(15,674)	—	(189,147)	(204,821)
At 30 November 2012	<u>196,297</u>	<u>2,103,062</u>	<u>682,902</u>	<u>347,566</u>	<u>3,329,827</u>
Net book value					
At 30 November 2012	<u>470,648</u>	<u>2,103,504</u>	<u>152,649</u>	<u>546,977</u>	<u>3,273,778</u>
At 30 November 2011	<u>514,201</u>	<u>2,404,770</u>	<u>175,157</u>	<u>342,034</u>	<u>3,436,162</u>

Hire purchase agreements

Included within the net book value of £3,273,778 is £2,399,937 (2011 - £2,466,193) relating to assets held under hire purchase agreements. The depreciation charged to the financial statements in the year in respect of such assets amounted to £503,236 (2011 - £446,913).

11. Stocks

	2012 £	2011 £
Raw materials	78,097	71,728
Finished goods	<u>558,808</u>	<u>552,206</u>
	<u>636,905</u>	<u>623,934</u>

12. Debtors

	2012 £	2011 £
Trade debtors	2,979,350	3,103,045
Prepayments and accrued income	<u>542,846</u>	<u>559,443</u>
	<u>3,522,196</u>	<u>3,662,488</u>

MIRAMAR INVESTMENTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30 NOVEMBER 2012

13. Creditors: Amounts falling due within one year

	2012 £	2011 £
Bank loans and overdrafts	823,810	1,589,667
Trade creditors	2,399,927	2,082,006
Corporation tax	593,873	553,575
PAYE and social security	45,877	49,792
VAT	363,803	374,087
Hire purchase agreements	430,368	529,479
Other creditors	131,781	160,115
Loan notes	—	55,037
Accruals and deferred income	225,444	246,411
	<u>5,014,883</u>	<u>5,640,169</u>

In the prior year, included in other creditors was a balance of £55,037 in respect of loan notes used to finance the acquisition of EXP Group in 2005. These loan notes were repaid during the year.

Net obligations under finance lease and hire purchase contracts are secured by fixed charges on the assets to which they relate.

The bank loans and overdrafts are secured by a fixed and floating charge over all of the assets of the company.

MIRAMAR INVESTMENTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30 NOVEMBER 2012

14 Creditors' Amounts falling due after more than one year

	2012	2011
	£	£
Bank loans	336,607	647,322
Hire purchase agreements	695,612	753,330
	<u>1,032,219</u>	<u>1,400,652</u>
Accruals and deferred income	493,313	544,734
	<u>1,525,532</u>	<u>1,945,386</u>

Within bank loans, £647,321 (2011 - £958,036) is repayable by instalments by December 2014

Net obligations under hire purchase contracts are secured by fixed charges on the assets to which they relate

The bank loans are secured by a fixed and floating charge over all the assets of the company

Analysis of loans

Not wholly repayable within five years by installments

	2012	2011
	£	£
Bank loans and other loans	647,321	1,013,073
Included in current liabilities	(310,714)	(365,751)
	<u>336,607</u>	<u>647,322</u>

Loan maturity analysis

	2012	2011
	£	£
In more than 1 year but not more than 2 years	310,714	310,714
In more than 2 years but not more than 5 years	25,893	336,608
	<u>336,607</u>	<u>647,322</u>

MIRAMAR INVESTMENTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30 NOVEMBER 2012

15. Commitments under hire purchase agreements

Future commitments under hire purchase agreements are as follows

	2012	2011
	£	£
Amounts payable within 1 year	500,482	1,014,654
Amounts payable between 2 to 5 years	783,410	459,376
	<u>1,283,892</u>	<u>1,474,030</u>
Less interest and finance charges relating to future periods	(157,912)	(191,221)
	<u>1,125,980</u>	<u>1,282,809</u>
Hire purchase agreements are analysed as follows		
Current obligations	430,368	529,479
Non-current obligations	695,612	753,330
	<u>1,125,980</u>	<u>1,282,809</u>

16 Pensions

The company contributed £78,698 (2011 - £68,144) to the defined contribution pension scheme and the amount outstanding at the year end was £3,757 (2011 - £6,408)

17. Deferred taxation

The movement in the deferred taxation provision during the year was

	2012	2011
	£	£
At 1 December 2011	292,921	294,666
Profit and loss account movement arising during the year	(58,436)	(1,745)
At 30 November 2012	<u>234,485</u>	<u>292,921</u>

The provision for deferred taxation consists of the tax effect of timing differences in respect of

	2012	2011
	£	£
Excess of taxation allowances over depreciation on fixed assets	234,485	292,921
	<u>234,485</u>	<u>292,921</u>

18. Derivatives

The company holds financial instruments that qualify as derivatives in order to manage its interest rate risks arising from its operations

During the year the company repaid a loan which had a fixed interest rate of 7%. The directors believe that the fair value of the fixed interest, the derivative element of this transaction, over the entire loan term was a loss of £78,624 (2011 - £78,624)

MIRAMAR INVESTMENTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30 NOVEMBER 2012

19. Commitments under operating leases

At 30 November 2012 the company had annual commitments under non-cancellable operating leases as set out below

	2012		2011	
	Land and buildings £	Other Items £	Land and buildings £	Other Items £
Operating leases which expire				
Within 1 year	-	-	-	3,303
Within 2 to 5 years	-	8,065	-	8,065
After more than 5 years	503,000	-	503,000	-
	<u>503,000</u>	<u>8,065</u>	<u>503,000</u>	<u>11,368</u>

20 Transactions with the directors

During the year the company made purchases of £13,500 (2011 - £13,500) from Walford Maritime Limited, a company of which A P Hurst is a director. The transaction took place at arms' length. At the year end an amount of £nil (2011 - £387) was outstanding.

During the year total dividends of £127,058 (2011 - £144,909) were paid to Ruskin Investments Limited, a company controlled by F C Eliot and Chapel Street Holdings Limited, a company controlled by F R F Singer. At the year end £211 (2011 - £20,479) was owed to Ruskin Investments Limited in relation to these dividends. This balance is included within other creditors.

21. Share capital

Allotted, called up and fully paid:

	2012		2011	
	No	£	No	£
48,804 Ordinary shares of £1 each	48,804	48,804	48,804	48,804
62,226 Ordinary 'A' shares of £1 each	62,226	62,226	62,226	62,226
8,134 Ordinary 'B' shares of £1 each	8,134	8,134	8,134	8,134
62,226 Ordinary 'C' shares of £1 each	62,226	62,226	62,226	62,226
	<u>181,390</u>	<u>181,390</u>	<u>181,390</u>	<u>181,390</u>

All classes of share rank pari passu in all respects.

MIRAMAR INVESTMENTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30 NOVEMBER 2012

22. Reserves

	Share premium account £	Capital redemption reserve £	Profit and loss account £
Balance brought forward	548,493	184,960	1,502,531
Profit for the year	—	—	696,475
Equity dividends	—	—	(127,058)
Balance carried forward	<u>548,493</u>	<u>184,960</u>	<u>2,071,948</u>

23. Reconciliation of movements in shareholders' funds

	2012 £	2011 £
Profit for the financial year	696,475	498,732
Equity dividends	(127,058)	(144,909)
Net addition to shareholders' funds	569,417	353,823
Opening shareholders' funds	<u>2,417,374</u>	<u>2,063,551</u>
Closing shareholders' funds	<u>2,986,791</u>	<u>2,417,374</u>

24 Notes to the cash flow statement

Reconciliation of net cash flow to movement in net debt

	2012 £	£	2011 £	£
Increase/(decrease) in cash in the period	766,427		(306,930)	
Net cash outflow from bank loans	310,715		348,571	
Cash outflow in respect of hire purchase	624,194		576,822	
Net cash outflow from other long-term creditors	<u>55,037</u>		<u>120,380</u>	
Change in net debt resulting from cash flows	1,756,373		738,843	
New finance leases	(467,365)		(853,467)	
Movement in net debt in the period	<u>1,289,008</u>		<u>(114,624)</u>	
Net debt at 1 December 2011	(3,407,532)		(3,292,908)	
Net debt at 30 November 2012	<u>(2,118,524)</u>		<u>(3,407,532)</u>	

MIRAMAR INVESTMENTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30 NOVEMBER 2012

24. Notes to the cash flow statement *(continued)*

Analysis of changes in net debt

	At 1 December 2011 £	Cash flows £	Other 30 November changes £	At 2012 £
Net cash				
Cash in hand and at bank	167,303	570	–	167,873
Overdrafts	(1,278,953)	765,857	–	(513,096)
	<u>(1,111,650)</u>	<u>766,427</u>	<u>–</u>	<u>(345,223)</u>
Debt				
Debt due within 1 year	(365,751)	55,037	–	(310,714)
Debt due after 1 year	(647,322)	310,715	–	(336,607)
Hire purchase agreements	(1,282,809)	624,194	(467,365)	(1,125,980)
	<u>(2,295,882)</u>	<u>989,946</u>	<u>(467,365)</u>	<u>(1,773,301)</u>
Net debt	<u>(3,407,532)</u>	<u>1,756,373</u>	<u>(467,365)</u>	<u>(2,118,524)</u>

Non-cash transactions

During the year, the company entered into finance lease arrangements in respect of assets with a total capital value at the inception of the lease of £467,365 (2011 - £853,467)

25 Control

The ultimate controlling parties are the directors F C Eliet and F R F Singer by virtue of their shareholdings

MIRAMAR INVESTMENTS LIMITED
MANAGEMENT INFORMATION
YEAR ENDED 30 NOVEMBER 2012

**The following pages do not form part of the statutory financial statements
which are the subject of the independent auditor's report on pages 4 to 5**

MIRAMAR INVESTMENTS LIMITED
DETAILED PROFIT AND LOSS ACCOUNT
YEAR ENDED 30 NOVEMBER 2012

	2012		2011	
	£	£	£	£
Turnover		13,564,977		13,925,321
Cost of sales				
Purchases	7,527,849		8,166,452	
Direct wages	1,233,205		1,281,590	
Employer's national insurance contributions on direct wages	91,668		98,225	
Pension contributions - direct wages	12,445		12,796	
Maintenance of plant and machinery	139,965		128,130	
Plant leasing charges	4,761		21,128	
Depreciation of plant and machinery	370,175		359,484	
		(9,380,068)		(10,067,805)
Gross profit %	30.9%	4,184,909	27.7%	3,857,516
Overheads				
Distribution costs	452,667		426,590	
Administrative expenses	2,618,732		2,512,668	
		(3,071,399)		(2,939,258)
Operating profit		1,113,510		918,258
Interest payable		(135,331)		(165,002)
Profit on ordinary activities		978,179		753,256

MIRAMAR INVESTMENTS LIMITED
NOTES TO THE DETAILED PROFIT AND LOSS ACCOUNT
YEAR ENDED 30 NOVEMBER 2012

	2012		2011
	£	£	£
Distribution costs			
Diesel costs	291,974		290,898
Other transport costs	22,411		17,326
Repairs and maintenance	58,986		61,341
Carriage outwards	73,485		65,211
Miscellaneous transport	(288,327)		(283,333)
Commercial vehicle sundries	46,998		46,208
Depreciation of fixtures and fittings	46,868		48,094
Depreciation of motor vehicles	166,547		147,187
Depreciation of office equipment	33,725		33,658
	<u>452,667</u>		<u>426,590</u>
Administrative expenses			
Personnel costs			
Directors salaries	77,633		36,900
Directors national insurance contributions	7,781		2,093
Directors pension contributions	48,333		35,000
Wages and salaries	737,953		717,738
Employers national insurance contributions	89,017		109,235
Staff pension contributions	17,920		20,348
		978,637	921,314
Establishment expenses			
Rent, rates and water	639,353		619,631
Light and heat	155,848		138,958
Insurance	175,307		162,748
Repairs and maintenance	28,917		26,073
		999,425	947,410
General expenses			
Motor expenses	49,429		56,263
Travel and subsistence	10,397		11,410
Telephone	38,621		55,997
Computer running costs	32,316		34,657
Printing	26,907		33,051
Stereos	14,031		(1,707)
Sundry expenses	72,360		73,704
Subscriptions	14,901		15,086
Advertising	8,406		5,526
Legal and professional fees	5,969		10,251
Consultancy fees	39,626		40,901
Auditors remuneration	36,000		36,000
Amortisation	245,024		245,024
Depreciation of relocation costs	34,980		34,980
Profit on disposal of fixed assets	(25,686)		(44,040)
		603,281	607,103
Carried forward	<u>2,581,343</u>		<u>2,475,827</u>

MIRAMAR INVESTMENTS LIMITED
NOTES TO THE DETAILED PROFIT AND LOSS ACCOUNT
YEAR ENDED 30 NOVEMBER 2012

	2012		2011	
	£	£	£	£
Administrative expenses (continued)				
Brought forward		2,581,343		2,475,827
Financial costs				
Bad debts written off	14,899		12,525	
Bank charges	22,378		23,780	
Foreign currency losses	112		536	
		<u>37,389</u>		<u>36,841</u>
		<u>2,618,732</u>		<u>2,512,668</u>
Interest payable				
Bank interest payable		44,749		60,187
Hire purchase and finance lease charges		90,582		104,815
		<u>135,331</u>		<u>165,002</u>

MIRAMAR INVESTMENTS LIMITED
MANAGEMENT BALANCE SHEET
30 NOVEMBER 2012

	2012		2011	
	£	£	£	£
Fixed assets				
Intangible assets		2,160,939		2,405,963
Tangible assets		3,273,778		3,436,162
		<u>5,434,717</u>		<u>5,842,125</u>
Current assets				
Stocks	636,905		623,934	
Trade debtors	2,979,350		3,103,045	
Prepayments and accrued income	542,846		559,443	
Cash at bank and in hand	167,873		167,303	
	<u>4,326,974</u>		<u>4,453,725</u>	
Creditors: amounts falling due within one year				
Bank loans and overdrafts	823,810		1,589,667	
Trade creditors	2,399,927		2,082,006	
Corporation tax	593,873		553,575	
PAYE and NI	45,877		49,792	
VAT liability	363,803		374,087	
Hire purchase agreements	430,368		529,479	
Amounts payable to shareholder	211		20,479	
Other creditors	131,570		139,636	
Loan notes	—		55,037	
Accruals and deferred income	225,444		246,411	
	<u>5,014,883</u>		<u>5,640,169</u>	
Net current liabilities		(687,909)		(1,186,444)
Total assets less current liabilities		<u>4,746,808</u>		<u>4,655,681</u>
Creditors: amounts falling due after more than one year				
Bank loans	(336,607)		(647,322)	
Hire purchase agreements	(695,612)		(753,330)	
Accruals and deferred income	(493,313)		(544,734)	
		<u>(1,525,532)</u>		<u>(1,945,386)</u>
Provisions for liabilities				
Deferred taxation		(234,485)		(292,921)
Net assets		<u>2,986,791</u>		<u>2,417,374</u>

MIRAMAR INVESTMENTS LIMITED
MANAGEMENT BALANCE SHEET
30 NOVEMBER 2012

	2012		2011	
	£	£	£	£
Capital and reserves				
Called up share capital		181,390		181,390
Share premium account		548,493		548,493
Profit and loss account		2,071,948		1,502,531
Capital redemption reserve		184,960		184,960
		<u>2,986,791</u>		<u>2,417,374</u>
