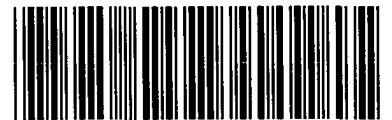


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COMPANY REGISTRATION NUMBER 2329400

VGC CONSTRUCTION LIMITED
FINANCIAL STATEMENTS
31ST DECEMBER 2013

SATURDAY



A16 *A3GBM19K* #216
13/09/2014
COMPANIES HOUSE

ABBOT^S
Chartered Certified Accountants & Statutory Auditor
Printing House
66 Lower Road
Harrow
HA2 0DH

V.G.C. CONSTRUCTION LIMITED

FINANCIAL STATEMENTS

YEAR ENDED 31ST DECEMBER 2013

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V.G.C. CONSTRUCTION LIMITED

DIRECTORS' REPORT

YEAR ENDED 31ST DECEMBER 2013

The directors present their report and the financial statements of the company for the year ended 31st December 2013.

PRINCIPAL ACTIVITIES

The principal activity of the company during the year under review was that of providing specialised construction solutions for building and civil engineering projects.

DIRECTORS

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

Mr. M. J. Fitzpatrick
Mr. L. R. McKidd
Mrs C. M. Pryce
Mr. A. Giannetti

Mr. A. Giannetti retired as a director on 7th March 2014.

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 year.

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.

Each of the persons who is a director at the date of approval of this report confirm that:

- so far as each director is aware, there is no relevant audit information of which the company's auditor is unaware; and
- each director has taken all steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

V.G.C. CONSTRUCTION LIMITED

DIRECTORS' REPORT *(continued)*

YEAR ENDED 31ST DECEMBER 2013

SMALL COMPANY PROVISIONS

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

Registered office:
Cardinal House,
Bury Street,
Ruislip,
HA4 7GD

Signed on behalf of the directors



MR.M.J.FITZPATRICK

Chairman

Approved by the directors on 5th September 2014

V.G.C. CONSTRUCTION LIMITED
INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF
V.G.C. CONSTRUCTION LIMITED
YEAR ENDED 31ST DECEMBER 2013

We have audited the financial statements of V.G.C. Construction Limited for the year ended 31st December 2013 which comprise the Profit and Loss Account, Balance Sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the company's shareholders, 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 shareholders 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 shareholders 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 1, 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. 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 31st December 2013 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 Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

V.G.C. CONSTRUCTION LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF V.G.C. CONSTRUCTION LIMITED *(continued)*

YEAR ENDED 31ST DECEMBER 2013

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; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the directors' report.

Printing House,
66, Lower Road,
Harrow,
HA2 0DH

.....
GARY REDMOND TILL (Senior
Statutory Auditor)
For and on behalf of
ABBOTS
Chartered Certified Accountants
& Statutory Auditor

V.G.C. CONSTRUCTION LIMITED

PROFIT AND LOSS ACCOUNT

YEAR ENDED 31ST DECEMBER 2013

	Note	2013 £	2012 £
TURNOVER		2,176,308	3,905,248
Cost of sales		1,923,173	3,530,426
GROSS PROFIT		253,135	374,822
Administrative expenses		201,512	260,544
OPERATING PROFIT	2	51,623	114,278
Interest payable and similar charges		1,727	2,024
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		49,896	112,254
Tax on profit on ordinary activities	3	11,776	28,292
PROFIT FOR THE FINANCIAL YEAR		38,120	83,962

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 7 to 11 form part of these financial statements.

V.G.C. CONSTRUCTION LIMITED

BALANCE SHEET

31ST DECEMBER 2013

	Note	2013 £	2012 £
FIXED ASSETS			
Tangible assets	4	1,500	4,500
CURRENT ASSETS			
Debtors	5	770,214	1,302,807
Cash at bank and in hand		152,379	102,241
		<u>922,593</u>	<u>1,405,048</u>
CREDITORS: Amounts falling due within one year	6	<u>367,718</u>	<u>891,293</u>
NET CURRENT ASSETS		<u>554,875</u>	<u>513,755</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>556,375</u>	<u>518,255</u>
CAPITAL AND RESERVES			
Called-up equity share capital	9	100	100
Profit and loss account	10	556,275	518,155
SHAREHOLDERS' FUNDS	11	<u>556,375</u>	<u>518,255</u>

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

These accounts were approved by the shareholders and authorised for issue on 5th September 2014, and are signed on their behalf by:


MR. M. J. FITZPATRICK

Company Registration Number: 2329400

The notes on pages 7 to 11 form part of these financial statements.

V.G.C. CONSTRUCTION LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31ST DECEMBER 2013

1. ACCOUNTING POLICIES

Basis of accounting

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

Cash flow statement

The directors have taken advantage of the exemption in Financial Reporting Standard No 1 (Revised 1996) from including a cash flow statement in the financial statements on the grounds that the company is small.

Turnover

The turnover shown in the profit and loss account represents amounts invoiced during the year, exclusive of Value Added Tax.

In respect of long-term contracts and contracts for on-going services, turnover represents the value of work done in the year, including estimates of amounts not invoiced. Turnover in respect of long-term contracts and contracts for on-going services is recognised by reference to the stage of completion.

Fixed assets

All fixed assets are initially recorded at cost.

Depreciation

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows:

Plant & Machinery - over 3 years

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 have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more tax, with the following exceptions:

Provision is made for tax on gains arising from the revaluation (and similar fair value adjustments) of fixed assets, and gains on disposal of fixed assets that have been rolled over into replacement assets, only to the extent that, at the balance sheet date, there is a binding agreement to dispose of the assets concerned. However, no provision is made where, on the basis of all available evidence at the balance sheet date, it is more likely than not that the taxable gain will be rolled over into replacement assets and charged to tax only where the replacement assets are sold.

Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

V.G.C. CONSTRUCTION LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31ST DECEMBER 2013

1. ACCOUNTING POLICIES *(continued)*

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

Financial instruments

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all of its financial liabilities.

Where the contractual obligations of financial instruments (including share capital) are equivalent to a similar debt instrument, those financial instruments are classed as financial liabilities. Financial liabilities are presented as such in the balance sheet. Finance costs and gains or losses relating to financial liabilities are included in the profit and loss account. Finance costs are calculated so as to produce a constant rate of return on the outstanding liability.

Where the contractual terms of share capital do not have any terms meeting the definition of a financial liability then this is classed as an equity instrument. Dividends and distributions relating to equity instruments are debited direct to equity.

2. OPERATING PROFIT

Operating profit is stated after charging:

	2013 £	2012 £
Directors' remuneration	—	—
Depreciation of owned fixed assets	3,000	3,000
Auditor's fees	<u>7,000</u>	<u>7,000</u>

3. TAXATION ON ORDINARY ACTIVITIES

(a) Analysis of charge in the year

	2013 £	2012 £
Current tax:		
UK Corporation tax based on the results for the year at 23.23% (2012 - 24.49%)	<u>11,776</u>	<u>28,292</u>
Total current tax	<u>11,776</u>	<u>28,292</u>

V.G.C. CONSTRUCTION LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31ST DECEMBER 2013

3. TAXATION ON ORDINARY ACTIVITIES *(continued)*

(b) Factors affecting current tax charge

The tax assessed on the profit on ordinary activities for the year is lower than the standard rate of corporation tax in the UK of 23.23% (2012 - 24.49%).

	2013 £	2012 £
Profit on ordinary activities before taxation	<u>49,896</u>	<u>112,254</u>
Profit on ordinary activities by rate of tax	11,591	27,491
Expenses not deductible for tax purposes	1,465	2,063
Capital allowances for period in excess of depreciation	283	184
Marginal relief claimed	<u>(1,563)</u>	<u>(1,446)</u>
Total current tax (note 3(a))	<u>11,776</u>	<u>28,292</u>

4. TANGIBLE FIXED ASSETS

	Plant & Machinery £
COST	
At 1st January 2013 and 31st December 2013	<u>9,000</u>
DEPRECIATION	
At 1st January 2013	4,500
Charge for the year	<u>3,000</u>
At 31st December 2013	<u>7,500</u>
NET BOOK VALUE	
At 31st December 2013	<u>1,500</u>
At 31st December 2012	<u>4,500</u>

5. DEBTORS

	2013 £	2012 £
Trade debtors	423,239	1,145,327
Amounts owed by group undertakings	335,470	149,155
Prepayments	11,505	8,325
	<u>770,214</u>	<u>1,302,807</u>

V.G.C. CONSTRUCTION LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31ST DECEMBER 2013

6. CREDITORS: Amounts falling due within one year

	2013		2012
	£	£	£
Trade creditors	97,331		210,690
Amounts owed to group undertakings	223,974		558,622
Other creditors including taxation and social security:			
Corporation tax	11,776	28,292	
PAYE and social security	7,050	3,139	
VAT	13,764	75,573	
Accruals and deferred income	13,823	14,977	
	<u>46,413</u>		<u>121,981</u>
	<u>367,718</u>		<u>891,293</u>

7. CONTINGENCIES

There is an inter company guarantee between V.G.C. Construction Limited, V.G. Clements (Contractors) Limited, V.G. Clements Limited, VGC Services Limited and VGC Personnel Limited in favour of National Westminster Bank Plc.

There is a guarantee between V. G. C Construction Limited and Ashley Industrial Properties Limited of £2,281,200 payable on demand in favour of National Westminster Bank Plc

8. RELATED PARTY TRANSACTIONS

V.G.C Construction Limited is a 100% owned subsidiary of VGC Group Limited. VGC Group Limited intends to prepare consolidated accounts therefore V.G.C Construction Limited has taken advantage of exemption contained within paragraph 3 (c) of FRS 8 which eliminates the requirement to report related party balances.

VGC group Limited owns 95% of Cole Services Limited. The following transactions took place during the year.

Cole Services Limited

Included within cost of sales and administrative expenses is £24,124 (2012 - £nil) and £8,472 (2012 - £21,041) invoiced by Cole Services Limited respectively.

At the balance sheet date £6,026 (2012 - £11,348) was owed to Cole Services Limited in respect of a short term interest free loan.

9. SHARE CAPITAL

Authorised share capital:

	2013	2012
	£	£
50,000 Ordinary shares of £1 each	<u>50,000</u>	<u>50,000</u>

V.G.C. CONSTRUCTION LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31ST DECEMBER 2013

9. SHARE CAPITAL *(continued)*

Allotted, called up and fully paid:

	2013		2012	
	No	£	No	£
Ordinary shares of £1 each	<u>100</u>	<u>100</u>	<u>100</u>	<u>100</u>

10. PROFIT AND LOSS ACCOUNT

	2013	2012
	£	£
Balance brought forward	518,155	434,193
Profit for the financial year	<u>38,120</u>	<u>83,962</u>
Balance carried forward	<u>556,275</u>	<u>518,155</u>

11. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	2013	2012
	£	£
Profit for the financial year	38,120	83,962
Opening shareholders' funds	<u>518,255</u>	<u>434,293</u>
Closing shareholders' funds	<u>556,375</u>	<u>518,255</u>

12. ULTIMATE PARENT COMPANY

100% of the share capital is owned by VGC Group Limited. The directors consider this to be the ultimate parent company.

The group consolidated accounts can be obtained from the company's registered office; the address is stated on page 2 of these accounts.