Company Registration No. 02623872 (England and Wales)

JBR RECOVERY LIMITED ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2016

COMPANY INFORMATION

Directors

C L Phipps

S L Phipps B J Meddings J S Rutherford S R B Meddings

(Appointed 1 April 2015)

Secretary

J S Rutherford

K R Davies

Company number

02623872

Registered office

Argentor House Oldbury Road West Bromwich B70 9BS

Auditors

UHY Hacker Young Manchester LLP

St James Building 79 Oxford Street Manchester M1 6HT

Business address

Argentor House Oldbury Road West Bromwich B70 9BS

Bankers

Barclays Bank plc 15 Colmore Row Birmingham B3 2BH

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STRATEGIC REPORT

FOR THE YEAR ENDED 31 MARCH 2016

The results for the year show an increase in turnover and cost of sales. This is a reflection of the increase in volumes of high grade materials received. Profit also improved over the previous year.

The impact of the growth of digital photography replacing the traditional photographic film waste continues to be the biggest risk to the business. The higher volumes of high grade material meant there was no change in the overall balance between volumes of materials from the traditional photographic sector and materials from other sources. New sources of materials continue to be explored.

A fall in metal prices (particularly silver) present a risk to the supply volumes of waste to refine, and abnormal increases in fuel costs remain another risk to the business.

The commercial and financial position of the Company at the year end was considered satisfactory by the directors.

The main key performance indicators of the Company are those that relate to intakes of materials for refining, and the Company's processing costs of those materials. Comparisons of the above figures for the last two years are as follows:

Key performance indicators

	2015/16	2014/15
Receipts of materials for refining (tonnes)	3,856	3,846
Production overheads (excluding external costs for non-silver materials)	£2,640,773	£2,704,371
Administration expenses (excluding management fees to holding company)	£1,437,728	£1,438,040
Silver output excluding re-casting work (tonnes)	137.6	60.5
Production overheads per tonne of silver (excluding re-casting work)	£19,186	£44,697
Total overheads per tonne of silver	£29,631	£68,465

By order of the board

J S Rutherford Secretary 28 June 2016

DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2016

The directors present their report and financial statements for the year ended 31 March 2016.

Directors

The directors who held office during the year and up to the date of signature of the financial statements were as follows:

C L Phipps

S L Phipps

B J Meddings

J S Rutherford

S R B Meddings

K R Davies

(Appointed 1 April 2015)

Results and dividends

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

The directors did not recommend the payment of a dividend in the year (2015 - £Nil).

Statement of directors' responsibilities

The directors are responsible for preparing the Strategic Report, 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 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;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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.

Statement of disclosure to auditors

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditors are unaware. Additionally, the directors individually 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.

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2016

Financial instruments

The company has a normal level of exposure to credit, liquidity and cash flow risks arising from its trading activities which are conducted in primarily in sterling. The company is exposed to changes in foreign exchange rates on some of its activity but is able to amend prices where exchange rates change significantly.

The significant risk affecting the company arises from changes in the metal commodity prices. The company does not enter into any specific hedging transactions in respect of this risk but as the company buys and sells in metal commodities, it is able to match its sales and purchases to mitigate the risk.

By order of the board

J S Rutherford Secretary

28 June 2016

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF JBR RECOVERY LIMITED

We have audited the financial statements of JBR Recovery Limited for the year ended 31 March 2016 set out on pages 6 to 19. 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 auditors

As explained more fully in the Directors' Responsibilities Statement set out on page 2, 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 March 2016 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 Strategic Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

INDEPENDENT AUDITOR'S REPORT (CONTINUED) TO THE MEMBERS OF JBR RECOVERY 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.

Mark Røbertson

Senior Statutory Auditor) for and on behalf of

28 June 2016

UHY Hacker Young Manchester LLP Chartered Accountants Statutory Auditor

St James Building 79 Oxford Street Manchester **M1 6HT**

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2016

	Notes	2016 £	2015 £
Turnover Cost of sales	3	48,943,768 (47,185,964)	23,378,758 (21,747,874)
Gross profit		1,757,804	1,630,884
Administrative expenses		(1,537,728)	(1,538,040)
Operating profit	4	220,076	92,844
Interest receivable and similar income Interest payable and similar charges	7 8	2,630 (9,970)	19 (2,062)
Profit before taxation		212,736	90,801
Taxation	9	27,510	146,998
Profit for the financial year	19	240,246	237,799
Total comprehensive income for the year	,	240,246	237,799

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

BALANCE SHEET

AS AT 31 MARCH 2016

		2016		2016 2015	
	Notes	£	£	£	£
Fixed assets					
Tangible assets	10		1,292,855		1,405,003
Current assets					
Stocks	11	1,456,032		1,230,999	
Work in progress and bullion	12	5,804,906		3,654,480	
Debtors	13	759,946		844,080	
Cash at bank and in hand		1,632,700		1,929,114	
		9,653,584		7,658,673	
Creditors: amounts falling due within one year	14	(5,875,186)		(4,225,584)	
Net current assets			3,778,398		3,433,089
Total assets less current liabilities			5,071,253		4,838,092
Provisions for liabilities	15		(85,048)		(92,133)
Net assets			4,986,205		4,745,959
Net assets		,	=======================================		======
Capital and reserves					
Called up share capital	18		350,000		350,000
Share premium account	••		53,683		53,683.
Capital redemption reserve			240,000		240,000
Profit and loss reserves	19		4,342,522		4,102,276
Total equity			4,986,205		4,745,959
			=======================================		

The financial statements were approved by the board of directors and authorised for issue on 28 June 2016 and are signed on its behalf by:

J S Rutherford **Director**

Company Registration No. 02623872

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2016

	Share capital	Share premium account	Capital redemption reserve	Profit and loss reserves	Total
Notes	£	£	£	£	£
	350,000	53,683	240,000	3,864,477	4,508,160
		-	·	237,799	237,799
	350,000	53,683	240,000	4,102,276	4,745,959
				_	
	-	-	-	240,246	240,246
	350,000	53,683	240,000	4,342,522	4,986,205
	Notes	Capital	Capital premium account	Capital premium redemption account reserve	Notes £

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2016

1 Accounting policies

Company information

JBR Recovery Limited is a company limited by shares incorporated in England and Wales. The registered office is Argentor House, Oldbury Road, West Bromwich, B70 9BS.

The nature of the company's operations and its principal activities during the year was the provision of a waste recovery service to manufacturers and other waste handling companies, whereby waste products are disposed of in an environmentally sound and economic manner and valuable metals such as gold, silver, copper and lead are recovered.

1.1 Accounting convention

The financial statements have been prepared under the historical cost convention, modified to include certain items at fair value, and in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest \mathfrak{L} .

The financial statements have been prepared on the historical cost convention, modified to include the revaluation of freehold properties and to include investment properties and certain financial instruments at fair value. The principal accounting policies adopted are set out below.

These financial statements for the year ended 31 March 2016 are the first financial statements of JBR Recovery Limited prepared in accordance with FRS 102, The Financial Reporting Standard applicable in the UK and Republic of Ireland. The date of transition to FRS 102 was 1 April 2014. The reported financial position and financial performance for the previous period are not affected by the transition to FRS 102.

The company has taken advantage of the reduced disclosure framework in preparing these financial statements as permitted by FRS102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- The requirements of section 7 Cash flows;
- Certain requirements of section 11 Financial Instruments;
- Certain requirements of Section 33 Related Party disclosures.

This information is included in the consolidated financial statements of Phipps and Company Limited as at 31 March 2016 and these financial statements may be obtained from Mathon Court, Mathon, Malvern, Worcestershire, WR13 5NZ.

At the time of approving the financial statements, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

1.2 Turnover

Turnover represents the amounts of metal recovered, recasting charges and other services net of VAT. Turnover is recognised when a right to consideration has been obtained through the performance under each contract. Consideration accrues as activity progresses by reference to the work performed.

Unsold metal is included in work in progress or bullion dependent upon the completion of the refining process and recasting charges are recognised when the work is complete.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2016

1 Accounting policies

(Continued)

1.3 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost of assets less their residual values over their useful lives on the following bases:

Short leasehold land & buildings

10 years straight line basis

Plant & machinery

10% - 33 1/3% on a straight line basis

Fixtures fittings & equipment

, 10% - 33 1/3% on a straight line basis

Motor vehicles

3 years straight line basis

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

1.4 Impairment of fixed assets

At each reporting end date, the company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any).

1.5 Stocks

Stocks of raw materials and consumables are stated at the lower of cost and estimated selling price less costs to complete and sell.

At each reporting date, an assessment is made for impairment. Any excess of the carrying amount of stocks over its estimated selling price less costs to complete and sell is recognised as an impairment loss in profit or loss. Reversals of impairment losses are also recognised in profit or loss.

1.6 Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less.

1.7 Financial instruments

Unless the arrangement constitutes a financing arrangement, debt instruments that are payable or receivable within one year are measured at the undiscounted amount of the cash or other consideration expected to be paid or received.

Other debt instruments are measured at amortised cost using the effective interest method.

Where an arrangement constitutes a financing transaction, the financial asset or liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

1.8 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of direct issue costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2016

1 Accounting policies

(Continued)

1.9 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the profit and loss account, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

1.10 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

1.11 Leases

Rentals payable under operating leases, including any lease incentives received, are charged to income on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the lease asset are consumed.

1.12 Work in progress and bullion

Bullion represents fully refined metals held on site or held on account at a bullion broker and is valued at the year end spot price of the metals.

Work in progress represents amounts recoverable from metals partly processed at the year end and is valued by reference to the year end spot price of metals less estimated attributable costs and profit to completion.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2016

2 Judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

Critical judgements

The directors did not identify any critical judgments in preparing the accounts apart from those involving estimates disclosed below.

Key sources of estimation uncertainty

The estimates and assumptions which have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities are as follows.

Valuation of work in progress

The work in progress element of the company's overall stock figure involves estimating the grading of the various types of that stock included in work in progress. Estimates are therefore made to reflect the element of profit deferred and the further refining costs required to convert it into bullion. The company uses historical results and applies a consistent method to estimate this, while also reviewing any changes that are required from time to time. In addition, the directors aim to ensure work in progress is kept to a minimum level needed to maximise output. Included in work in progress is £3,739,237 (2015 - £2,751,614) which is valued based on such estimates.

3 Turnover and other revenue

An analysis of the company's turnover is as follows:

, ,	2016	2015
	£	£
Turnover		
Metal sales	48,858,544	23,369,948
Recasting charges	85,224	8,812
	48,943,768	23,378,758
Other significant revenue		
Interest income	2,630	19
	=	

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

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2016

4	Operating profit		
-		2016	2015
	Operating profit for the year is stated after charging/(crediting):	£	£
	Fees payable to the company's auditors for the audit of the company's		
	financial statements	14,900	39,904
	Depreciation of owned tangible fixed assets	221,142	231,061
	Loss on disposal of tangible fixed assets	1,165	-
	Cost of stocks recognised as an expense	44,629,581	19,115,254
	Operating lease charges	194,157	193,148
		====	====

5 Employees

The average monthly number of persons (including directors) employed by the company during the year was:

2015 Number
36
8
44
2015
£
1,368,622
143,479
83,733
1,595,834

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2016

6	Directors' remuneration		
		2016 £	2015 £
	Pomunoration for qualifying convices	205 579	254 450
	Remuneration for qualifying services Company pension contributions to defined contribution schemes	295,578 21,733	254,458 55,726
	, , , , , , , , , , , , , , , , , , ,		
		317,311	310,184
	The number of directors for whom retirement benefits are accruing under amounted to 3 (2015 - 3).	defined contribution	on schemes
	Remuneration disclosed above include the following amounts paid to the hig	hest paid director:	
	Remuneration for qualifying services	87,184	79,074
	Company pension contributions to defined contribution schemes	9,606	9,606
		=	
	Only the directors are considered to be key management personnel.		
7	Interest receivable and similar income		
		2016	2015
		£	£
	Interest income	22	10
	Interest on bank deposits Other interest income	2,608	19
	Other interest modifie		
	Total income	2,630	19
		. =====	====
8	Interest payable and similar charges		
		2016	2015
		£	£
	Interest on bank overdrafts and loans	9,970	2,062
		=	
9	Taxation		
		2016	2015
		£	£
	Current tax		
	Adjustments in respect of prior periods Receipt in respect of group relief	(20.425)	(112,260)
	receipt in respect of group relief	(20,425)	(52,752)
	Total current tax	(20,425)	(165,012)
	•	·	•

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2016

Taxation		(Continued)
Deferred tax		
Origination and reversal of timing differences	2,512	18,014
Changes in tax rates	(9,597)	-
Total deferred tax	(7,085)	18,014
Total tax charge	(27,510)	(146,998)
The charge for the year can be reconciled to the profit per the profit and lo	ss account as follov	vs:
	2016 £	2015 £
Profit before taxation	212,736 ———	90,801
Expected tax charge based on the standard rate of corporation tax in the U	JK	
of 20.00% (2015: 21.00%)	42,547	19,068
Tax effect of expenses that are not deductible in determining taxable profit	685	766
Adjustments in respect of prior years	-	(112,260)
Effect of change in corporation tax rate	(9,597)	-
Permanent capital allowances in excess of depreciation	-	(1,041)
Research and development tax credit	(61,293)	(52,905)
Other tax adjustments	148	(626)
Tax expense for the year	(27,510)	(146,998)
•		

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2016

10	Tangible fixed assets		-1			
		Short leasehold land & buildings	Plant & machinery	Fixtures I fittings & equipment	Motor vehicles	Total
		£	£	£	£	£
	Cost					
	At 1 April 2015	254,222	5,297,323	218,663	16,927	5,787,135
	Additions	-	117,775	1,563	-	119,338
	Disposals	-	(154,996)	-	(16,927)	(171,923)
	At 31 March 2016	254,222	5,260,102	220,226	-	5,734,550
	Depreciation and impairment					
	At 1 April 2015	206,622	3,973,620	198,128	3,762	4,382,132
	Depreciation charged in the year	8,204	203,231	6,886	. 2,821	221,142
	Eliminated in respect of disposals	-	(154,996)	-	(6,583)	(161,579)
	At 31 March 2016	214,826	4,021,855	205,014	-	4,441,695
	Carrying amount					
	At 31 March 2016	39,396	1,238,247	15,212		1,292,855
	At 31 March 2015	47,600	1,323,703	20,535	13,165	1,405,003
11	Stocks					
					2016 £	2015 £
	Raw materials and consumables				1,456,032	1,230,999
12	Work in progress and bullion					
12	work in progress and bullion				2016	2015
					£	£
	Bullion				1,087,363	609,402
	Work in progress				4,717,543	3,045,078
					5,804,906	3,654,480
						====

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2016

13	Debtors		2046	2045
	Amounts falling due within one year:		2016 £	2015 £
	Amounts tuning due within one year.		-	~
	Trade debtors		60,292	143,166
	Corporation tax recoverable	•	-	191,559
	Amounts due from subsidiary undertakings		20,425	52,752
	Other debtors		357,060	273,850
	Prepayments and accrued income		322,169	182,753
		•	759,946	844,080
14	Creditors: amounts falling due within one year			
			2016	2015
			£	£
	Trade creditors		5,637,552	3,925,795
	Amount due to parent undertaking		-	120,000
	Other taxation and social security		42,029	48,601
	Other creditors		8,440	10,065
	Accruals and deferred income		187,165	121,123
			5,875,186	4,225,584
15	Provisions for liabilities			
			2016	2015
			£	£
	Deferred tax liabilities	16	85,048	92,133

16 Deferred taxation

Deferred tax assets and liabilities are offset where the company has a legally enforceable right to do so. The following is the analysis of the deferred tax balances (after offset) for financial reporting purposes:

•	Liabilities 2016	Liabilities 2015
Balances:	£	£
Accelerated capital allowances	86,377	93,934
Other timing differences	(1,329)	(1,801)
	85,048	92,133
		

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2016

16	Deferred taxation	(Continued)	
	Movements in the year:	2016 £	
	Liability at 1 April 2015 Charge to profit or loss	92,133 2,512	
	Effect of change in tax rate - profit or loss	(9,597)	
	Liability at 31 March 2016	85,048	

17 Retirement benefit schemes

Defined contribution schemes

The company operates a defined contribution pension scheme for all qualifying employees. The assets of the scheme are held separately from those of the company in an independently administered fund.

The charge to profit and loss in respect of defined contribution schemes was £77,571 (2015 - £83,733).

18 Share capital

	2016	2015 £
	£	
Ordinary share capital		
Issued and fully paid		
350,000 Ordinary shares of £1 each	350,000	350,000

Share capital - represents the nominal value of shares that have been issued. The company has one class of share which does not carry the right to a fixed dividend.

19 Reserves

Share premium

Represents the excess over nominal value received on the issue of share capital. Any transaction costs associated with the issuing of shares are deducted from the share premium.

Capital redemption reserve

This reserve records the nominal value of shares repurchased by the company.

Profit and loss reserves

Profit and loss account - includes all current and prior period profits and losses net of dividends paid.

20 Financial commitments, guarantees and contingent liabilities

The company has entered into a Composite Accounting Agreement dated 2 December 2005 whereby, in certain circumstances, the bank may utilise the bank balances of the company and apply them in reduction of liabilities of parties to the agreement. At 31 March 2016, the maximum potential liability under this agreement was £1,768,039 (2015: £2,025,936).

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2016

21 Operating lease commitments

Lessee

22

At the reporting end date the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

	2016	2015
·	£	£
Within one year	179,627	171,777
Between two and five years	159,360	332,930
In over five years	-	8,250
		
	338,987	512,957
		
Capital commitments		
	2016	2015
	£	£
At 31 March 2016 the company had capital commitments as follows:		•
Contracted for but not provided in the financial statements:		•
Acquisition of property, plant and equipment	-	12,353

23 Related party transactions

The company has taken advantage of the exemptions available in FRS102 not to disclose transactions with group companies which are wholly owned members of the group.

24 Controlling party

The immediate parent company and the ultimate parent company is Phipps and Company Limited, a company registered in England and Wales.

Phipps and Company Limited prepares group financial statements and copies can be obtained from the registered office at Mathon Court, Mathon, Malvern, Worcestershire, WR13 5NZ.