COMPANY REGISTRATION NUMBER 02719531

MACOB (SOUTHERN) LIMITED

ABBREVIATED ACCOUNTS

FOR THE PERIOD ENDED

30 SEPTEMBER 2012

FRIDAY

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ABBREVIATED ACCOUNTS

PERIOD FROM 1 JULY 2011 TO 30 SEPTEMBER 2012

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OFFICERS AND PROFESSIONAL ADVISERS

The board of directors Mr R J Roberts

Mr P England Mr G Bettell Mr M S Thomas Mr D M Walters

Company secretary Mr D M Walters

Registered office 2 Oldfield Road

Bocam Park Bridgend CF35 5LJ

Auditor Clay Shaw Thomas Ltd

Chartered Accountants & Statutory Auditor 2 Oldfield Road Bocam Park Bridgend CF35 5LJ

Bankers Barclays Bank plc

Corporate Banking Centre

3rd Floor Windsor Court Windsor Place Cardiff CF10 3ZL

THE DIRECTORS' REPORT

PERIOD FROM 1 JULY 2011 TO 30 SEPTEMBER 2012

The directors have pleasure in presenting their report and the financial statements of the company for the period from 1 July 2011 to 30 September 2012.

ACCOUNTING REFERENCE DATE

The accounting reference date has been changed to September and therefore these accounts are for a fifteen month period

PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The principal activity of the company during the year continued to be that of groundworks and related activities

During the period the company made an operating loss of £161,505 before exceptional items. The directors' have reacted to the market conditions by cutting costs where appropriate to make the business leaner and more efficient while maintaining a stable platform for expansion once the economy recovers. Whilst they expect difficult trading conditions to continue for the foreseeable future they are confident that they can maintain a reasonable share of the contracts available in the sector and return profitable results in the future.

RESULTS AND DIVIDENDS

The loss for the period amounted to £321,214. The directors have not recommended a dividend.

FINANCIAL INSTRUMENTS

The company's operations expose it to a variety of financial risks that include the effects of changes in market prices, credit risk and interest risk. The company has in place a risk management programme that seeks to limit adverse effects on the financial performance of the company. Given the size of the Macob group of companies, the directors have not delegated the responsibility of monitoring financial risk management to a subcommittee of the board. The policies set by the board of directors are implemented by the group's finance department.

DIRECTORS

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

Mr R J Roberts

Mr P England

Mr G Bettell

Mr M S Thomas

Mr D M Walters

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,

THE DIRECTORS' REPORT (continued)

PERIOD FROM 1 JULY 2011 TO 30 SEPTEMBER 2012

- 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.

In so far as the directors are 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.

POST BALANCE SHEET EVENT

There are no post balance sheet events that need to be adjusted for the period ended 30 September 2012.

AUDITOR

Clay Shaw Thomas Ltd are deemed to be re-appointed under section 487(2) of the Companies Act 2006.

Registered office² Oldfield Road Bocam Park Bridgend CF35 5LJ Signed by order of the directors

MR D M WALTERS Company Secretary

Approved by the directors on $\frac{27-6-13}{}$

INDEPENDENT AUDITOR'S REPORT TO MACOB (SOUTHERN) LIMITED

UNDER SECTION 449 OF THE COMPANIES ACT 2006

We have examined the abbreviated accounts, together with the financial statements of Macob (Southern) Limited for the period from 1 July 2011 to 30 September 2012 prepared under Section 396 of the Companies Act 2006.

This report is made solely to the company, in accordance with Section 449 of the Companies Act 2006. Our work has been undertaken so that we might state to the company those matters we are required to state to it in a special 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 for our work, for this report, or for the opinions we have formed

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITOR

The directors are responsible for preparing the abbreviated accounts in accordance with Section 445 of the Companies Act 2006. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts to the Registrar of Companies and whether the abbreviated accounts have been properly prepared in accordance with the regulations made under that section and to report our opinion to you

BASIS OF OPINION

We conducted our work in accordance with Bulletin 2008/4 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 financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts to be delivered are properly prepared.

OPINION

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with Section 445(3) of the Companies Act 2006, and the abbreviated accounts have been properly prepared in accordance with the regulations made under that section.

OTHER INFORMATION

On . . . we reported as auditor to the members of the company on the financial statements prepared under Section 396 of the Companies Act 2006 and our report included the following paragraph.

INDEPENDENT AUDITOR'S REPORT TO MACOB (SOUTHERN) LIMITED (continued)

UNDER SECTION 449 OF THE COMPANIES ACT 2006

EMPHASIS OF MATTER - GOING CONCERN

In forming our opinion on the financial statements, which is not qualified, we have considered the adequacy of the disclosures made in the notes to the financial statements concerning the company's ability to continue as a going concern. The Group's forecasts and projections show that it should be able to operate within the level of its current facilities which are due for review in September 2013. No matters have been brought to directors' attention that indicate renewal will not be forthcoming on terms acceptable to the Group The going concern assumption is dependent on the successful renewal of Group bank facilities. The financial statements do not include the adjustments that would result if the company was unable to continue as a going concern

> MR D GWYN J WILLIAMS B A ,F C A (Senior Statutory

2 wills

Auditor)

For and on behalf of **CLAY SHAW THOMAS LTD** Chartered Accountants

& Statutory Auditor

2 Oldfield Road Bocam Park Bridgend CF35 5L1

27-6-13

ABBREVIATED PROFIT AND LOSS ACCOUNT

PERIOD FROM 1 JULY 2011 TO 30 SEPTEMBER 2012

| | Note | Period from 1 Jul 11 to 30 Sep 12 £ | Year to 30 Jun 11 £ |
|--|------|--|-------------------------------------|
| TURNOVER | | 9,007,665 | 7,410,844 |
| Cost of Sales and Other operating income | | 8,073,270 | 6,147,421 |
| Administrative expenses | | 1,295,900 | 1,119,056 |
| OPERATING (LOSS)/PROFIT | 2 | (361,505) | 144,367 |
| Attributable to Operating (loss)/profit before exceptional items Exceptional items | 2 | (161,505) (2 <u>00,000</u>) | 144,367 |
| | | (361,505) | 144,367 |
| Interest payable and similar charges | 5 | 125 | 25 |
| (LOSS)/PROFIT ON ORDINARY ACTIVITIES BEF | ORE | (361,630) | 1 44 ,342 |
| Tax on (loss)/profit on ordinary activities | 6 | (40,416) | 40,416 |
| (LOSS)/PROFIT FOR THE FINANCIAL PERIOD | | (321,214) | 103,926 |

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 period as set out above.

The notes on pages 8 to 14 form part of these abbreviated accounts.

ABBREVIATED BALANCE SHEET

30 SEPTEMBER 2012

| | - | 30 Se | | 30 Jun | 11 |
|--------------------------------|----------|-----------|-----------|------------|-----------|
| | Note | £ | £ | £ | £ |
| FIXED ASSETS | | | | | |
| Tangible assets | 7 | | 1,883 | | 1,797 |
| CURRENT ASSETS | | | | | |
| Stocks | 8 | 81,500 | | 44,475 | |
| Debtors | 9 | 2,224,618 | | 2,042,571 | |
| Cash at bank and in hand | | 2,953,251 | | 3,455,774 | |
| | | 5,259,369 | | 5,542,820 | |
| CREDITORS: Amounts falling due | | 0,200,000 | | 3,3 12,020 | |
| within one year | 10 | 2,535,652 | | 2,497,803 | |
| NET CURRENT ASSETS | | | 2,723,717 | | 3,045,017 |
| TOTAL ASSETS LESS CURRENT LIAI | BILITIES | 5 | 2,725,600 | | 3,046,814 |
| CAPITAL AND RESERVES | | | | | |
| Called-up equity share capital | 11 | | 200,002 | | 200,002 |
| Profit and loss account | 12 | | 2,525,598 | | 2,846,812 |
| SHAREHOLDERS' FUNDS | 13 | | 2,725,600 | | 3,046,814 |

These abbreviated financial statements have been prepared in accordance with the special provisions for medium-sized companies under section 445(3) of the Companies Act 2006.

These abbreviated accounts were approved by the directors and authorised for issue on $\frac{2.7-6-1.3}{2.00}$, and are signed on their behalf by

MR D M WALTERS Director

Company Registration Number: 02719531

The notes on pages 8 to 14 form part of these abbreviated accounts.

NOTES TO THE ABBREVIATED ACCOUNTS

PERIOD FROM 1 JULY 2011 TO 30 SEPTEMBER 2012

1. ACCOUNTING POLICIES

Basis of accounting

The financial statements have been prepared under the historical cost convention

Cash flow statement

The directors have taken advantage of the exemption in Financial Reporting Standard No 1 (revised) from including a cash flow statement in the financial statements on the grounds that the company is wholly owned and its parent publishes a consolidated cash flow statement.

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

25% per annum

Fixtures & Fittings

15% per annum

Equipment

15% per annum

Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items

Long term contracts

The attributable profit on long term contracts is recognised once their outcome can be assessed with reasonable certainty. The profit recognised reflects the proportion of work completed to date on the project.

Costs associated with long term contracts are included in the work in progress to the extent that they cannot be matched with contract work accounted for as turnover. Long term contract balances included in work in progress are stated at cost, after provision has been made for any foreseeable losses and the deduction of applicable payments on account

Full provision is made for losses on all contracts in the year in which the loss is first foreseen

NOTES TO THE ABBREVIATED ACCOUNTS

PERIOD FROM 1 JULY 2011 TO 30 SEPTEMBER 2012

1. ACCOUNTING POLICIES (continued)

Pension costs

The pension costs charged against profits represent the amount of the contributions payable to the scheme in respect of the accounting period

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

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.

2. OPERATING (LOSS)/PROFIT

Operating (loss)/profit is stated after charging:

| | Period from | |
|---|-------------|-----------|
| | 1 Jul 11 to | Year to |
| | 30 Sep 12 | 30 Jun 11 |
| | £ | £ |
| Depreciation of owned fixed assets | 489 | 402 |
| Auditor's remuneration | | |
| - as auditor | 12,500 | 9,500 |
| Exceptional items - related company loan write offs | 200,000 | · – |
| • • • | | |

Financial support provided to related parties has been written off. The resulting write off has been shown as an exceptional debit to the profit and loss and included within administrative expenses.

NOTES TO THE ABBREVIATED ACCOUNTS

PERIOD FROM 1 JULY 2011 TO 30 SEPTEMBER 2012

3. PARTICULARS OF EMPLOYEES

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

| | Period from | |
|---|--------------|-------------|
| | 1 Jul 11 to | Year to |
| | 30 Sep 12 | 30 Jun 11 |
| | No | No |
| Number of production staff | 63 | 28 |
| Number of administration and management | 9 | 5 |
| | | |
| | 72 | 33 |
| | _ | |
| The aggregate payroll costs of the above were | | |
| | Period from | |
| | 1 Jul 11 to | Year to |
| | 30 Sep 12 | 30 Jun 11 |
| | Ě | £ |
| Wages and salaries | 2,547,082 | 2,039,761 |
| Social security costs | 212,862 | 169,998 |
| Other pension costs | 2,360 | 5,400 |
| water particult soom | | |
| | 2,762,304 | 2,215,159 |
| | | |

4. DIRECTORS' REMUNERATION

The directors' aggregate remuneration in respect of qualifying services were

| | Period from | |
|-------------------------|-------------|-----------|
| | 1 Jul 11 to | Year to |
| | 30 Sep 12 | 30 Jun 11 |
| | Ě | £ |
| Remuneration receivable | 181,560 | 320,891 |
| | | |

5. INTEREST PAYABLE AND SIMILAR CHARGES

| | Period from | |
|------------------------------------|------------------|-----------|
| | 1 Jul 11 to | Year to |
| | 30 Sep 12 | 30 Jun 11 |
| | £ | £ |
| Interest payable on bank borrowing | 125 | 25 |
| | _ | |

NOTES TO THE ABBREVIATED ACCOUNTS

PERIOD FROM 1 JULY 2011 TO 30 SEPTEMBER 2012

6. TAXATION ON ORDINARY ACTIVITIES

(a) Analysis of charge in the period

| | Period from 1 Jul 11 to 30 Sep 12 £ | Year to 30 Jun 11 £ |
|---|--|---------------------------|
| Current tax | | |
| UK Corporation tax based on the results for the period at 24% (2011 - 28%) Over/under provision in prior year | - (40,416) | 40,416 |
| Total current tax | (40,416) | 40,416 |

(b) Factors affecting current tax charge

The tax assessed on the (loss)/profit on ordinary activities for the period is lower than the standard rate of corporation tax in the UK of 24% (2011 - 28%)

| | Period from | |
|--|--------------------|-----------|
| | 1 Jul 11 to | Year to |
| | 30 Sep 12 | 30 Jun 11 |
| | £ | £ |
| (Loss)/profit on ordinary activities before taxation | (3 <u>61,630</u>) | 144,342 |
| (Loss)/profit on ordinary activities by rate of tax | (86,791) | 40,416 |
| Adjustments to tax charge in respect of previous periods | (40,416) | - |
| Sundry tax adjusting items | 86,791 | |
| Total current tax (note 6(a)) | (40,416) | 40,416 |

7. TANGIBLE FIXED ASSETS

| | Plant & Machinery £ | Fixtures & Fittings £ | Equipment £ | Total £ |
|--|---------------------------|-----------------------------|----------------|----------------|
| COST At 1 July 2011 Additions | 5,805 _ | 14,049 — | 18,082 575 | 37,936 575 |
| At 30 September 2012 | 5,805 | 14,049 | 18,657 | 38,511 |
| DEPRECIATION At 1 July 2011 Charge for the period | 5,804 - | 13,713 92 | 16,622 397 | 36,139 489 |
| At 30 September 2012 | 5,804 | 13,805 | 17,019 | 36,628 |
| NET BOOK VALUE At 30 September 2012 At 30 June 2011 | <u>1</u> 1 | 244 336 | 1,638 1,460 | 1,883 1,797 |
| | | | | |

NOTES TO THE ABBREVIATED ACCOUNTS

PERIOD FROM 1 JULY 2011 TO 30 SEPTEMBER 2012

| 8. | STOCKS | | | |
|-----|--|----------|--------------|--------------------|
| | | | 30 Sep 12 | 30 Jun 11 |
| | Stock of materials | | £ 81,000 | £ 44,475 |
| | Work in progress | | 500 | <u>-</u> |
| | | | 81,500 | 44,475 |
| 9. | DEBTORS | | | |
| | | | 30 Sep 12 | 30 Jun 11 |
| | Trade debtors | | £ 8,135 | £ 4,362 |
| | Amounts owed by group undertakings | | 168,067 | 242,946 |
| | Amounts recoverable on long term contract | | 1,754,005 | 1,679,201 |
| | Other debtors | | 294,411 | 114,862 |
| | Directors current accounts | | 2,224,618 | 1,200 2,042,571 |
| | | | 2,224,010 | 2,042,3/1 |
| 10. | CREDITORS: Amounts falling due within | one year | | |
| | | | 30 Sep 12 | 30 Jun 11 |
| | Payments received on account | | £ 472,764 | £ 551,660 |
| | Trade creditors | | 1,202,609 | 1,023,697 |
| | Amounts owed to group undertakings | | 736,007 | 703,257 |
| | Other creditors including taxation and social se | curity. | | 40.416 |
| | Corporation tax Other taxation and social security | | - 8,987 | 40,416 718 |
| | Other creditors | | 102,785 | 168,555 |
| | | | 2,523,152 | 2,488,303 |
| | Accruals and deferred income | | 12,500 | 9,500 |
| | | | 2,535,652 | 2,497,803 |
| 11. | SHARE CAPITAL | | | |
| | Authorised share capital: | | | |
| | | | 30 Sep 12 | 30 Jun 11 £ |
| | 201,000 Ordinary shares of £1 each | | 201,000 | 201,000 |
| | Allotted, called up and fully paid: | | | |
| | | 30 S | ep 12 | 30 Jun 11 |
| | | No | £ | No £ |
| | 200,002 Ordinary shares of £1 each | 200,002 | 200,002 | 200,002 200,002 |

NOTES TO THE ABBREVIATED ACCOUNTS

PERIOD FROM 1 JULY 2011 TO 30 SEPTEMBER 2012

12. PROFIT AND LOSS ACCOUNT

| | Period from | |
|--|-------------------|-----------|
| | 1 Jul 11 to | Year to |
| | 30 Sep 12 | 30 Jun 11 |
| | £ | £ |
| Balance brought forward | 2,846,812 | 2,742,886 |
| (Loss)/profit for the financial period | (321,214) | 103,926 |
| Balance carried forward | 2,525,598 | 2,846,812 |
| RECONCILIATION OF MOVEMENTS IN SHA | AREHOLDERS' FUNDS | |
| | 30 Sep 12 | 30 Jun 11 |
| | £ | £ |
| (Loss)/Profit for the financial period | (321,214) | 103,926 |

14. ULTIMATE PARENT UNDERTAKING

Opening shareholders' funds

Closing shareholders' funds

The ultimate parent undertaking of Macob (Southern) Limited is Macob Property Holdings Limited, a company registered in Wales.

3,046,814

2,725,600

The ultimate controlling party is Mr R J Roberts who has a beneficial interest in 77% of the issued share capital of Macob Property Holdings Limited.

15. GOING CONCERN

13.

Macob (Southern) Limited is a member of the Macob Property Holdings Limited Group. The Group meets its day-today working capital requirements through a consolidated overdraft facility, which is cross guaranteed between the parent company and its subsidiaries. The Group's forecasts and projections, taking into account reasonable possible changes in trading performance, show that it should be able to operate within the level of its current facility. This facility, together with development bank loans will be reviewed in September.

The Group will conclude negotiations with its principal bankers, Barclays Bank Plc in due course Based on discussions held to date about the Groups future borrowing requirements the directors are confident that they can negotiate a medium term loan facility on the next review date in September 2013. In addition, no matters have been brought to their attention that indicate renewal will not be forthcoming on terms acceptable to the Group

The financial statements have been prepared on the going concern basis which assumes that the company and its subsidiaries will continue in operational existence for the foreseeable future. The validity of this assumption depends on the successful conclusion of the negotiations with the group's lender. However, the directors are not aware of any matters to suggest that new terms will not be agreed.

On this basis the directors are of the opinion that, at the time of approving the financial statements, that there is adequate resources to continue in operational existence for the foreseeable future. For this reason the directors continue to adopt the going concern basis for preparing the financial statements.

2,942,888

3,046,814

NOTES TO THE ABBREVIATED ACCOUNTS

PERIOD FROM 1 JULY 2011 TO 30 SEPTEMBER 2012

16. ACCOUNTING REFERENCE DATE

The accounting reference date has been changed to September and therefore these accounts are for a fifteen month period.