

# **Whitlenge Drink Equipment Limited**

Report and Financial Statements

Year Ended

31 December 2012

Company Number 2884087



**Whitlenge Drink Equipment Limited**  
**Report and financial statements**  
**for the year ended 31 December 2012**

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**Directors**

A D Gray  
M D Jones  
M J Kachmer  
G P B Veal

**Secretary and registered office**

Prima Secretary Limited, St Ann's Wharf, 112 Quayside, Newcastle upon Tyne, NE1 3DX

**Company number**

2884087

# **Whitlenge Drink Equipment Limited**

## **Report of the directors for the year ended 31 December 2012**

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The directors present their report together with the financial statements for the year ended 31 December 2012  
The comparative period is for the year ended 31 December 2011

### **Results and dividends**

The Company did not trade during the current or prior period, and hence no profit and loss account has been prepared. This is not expected to change in the future.

The directors do not recommend the payment of a dividend (year ended 31 December 2011 - £nil). No dividends have been paid during the year.

### **Principal activities, trading review and future developments**

The principal activity of the company is that of an investment holding company. The directors do not expect the company to resume operations in the foreseeable future.

### **Directors**

The directors of the company during the year were

A Gray  
M D Jones  
M J Kachmer  
G P B Veal

The Company has qualifying indemnity insurance in place for its directors.

### **Directors' responsibilities**

United Kingdom company law requires the Directors to prepare financial statements for each financial period which give a true and fair view of the state of affairs of the Company as at the end of the financial period 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,
- state whether applicable accounting standards have been followed, and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

**Whitlenge Drink Equipment Limited**  
**Report of the directors**  
**for the year ended 31 December 2012 (Continued)**

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The Directors are responsible for keeping proper accounting records which 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 the system of internal control, for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

**By order of the Board**



A Gray

**Director**

28 March 2013

# Whitlenge Drink Equipment Limited

## Balance sheet at 31 December 2012

<b>Company number 2884087</b>	<b>Note</b>	<b>2012 £'000</b>	<b>2011 £'000</b>
<b>Fixed assets</b>			
Investments	4	14,051	14,051
<b>Creditors: amounts falling due within one year</b>	5	(8,902)	(8,902)
<b>Total assets less current liabilities</b>		<u>5,149</u>	<u>5,149</u>
<b>Capital and reserves</b>			
Called up share capital	6	8,397	8,397
Profit and loss account	7	(3,248)	(3,248)
<b>Shareholders' funds</b>		<u>5,149</u>	<u>5,149</u>

For the year ending 31 December 2012 the company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies

Director's responsibilities,

- The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476,
- The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts

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

The financial statements were approved by the Board of Directors and authorised for issue on 28 March 2013



A Gray

Director

**Whitlenge Drink Equipment Limited**  
**Notes forming part of the financial statements**  
**for the year ended 31 December 2012**

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**1 Accounting policies**

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

The following principal accounting policies have been applied

*Consolidated financial statements*

The company is exempt under section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements as it and its subsidiary undertakings are included in the consolidated financial statements of The Manitowoc Company Inc, a company incorporated in Wisconsin USA which prepares publicly available group financial statements. These financial statements therefore present information about the company as an individual undertaking and not about its group.

*Cash flow statement*

The company has taken advantage of the exemption conferred by Financial Reporting Standard 1 'Cash Flow Statements (Revised 1996)' not to prepare a cash flow statement on the grounds that at least 90% of the voting rights are controlled by the group headed by The Manitowoc Company Inc and the company is included in consolidated financial statements.

*Investments*

Investments are held at cost less impairment

*Financial liabilities and equity*

Financial liabilities and equity are classified according to the substance of the financial instrument's contractual obligations, rather than the financial instrument's legal form.

*Going Concern*

The company has a commitment from its ultimate parent company which confirms that it and its subsidiary companies will not seek repayment of intercompany loans or interest thereon for a period of at least 12 months from the date of this report. As a result, the directors reasonably expect that the company has adequate resources to continue to operate as a going concern for the foreseeable future. Accordingly, the going concern basis is applied in preparing these financial statements.

**2 Directors**

The directors were not remunerated for their services to the company (2011 - £nil). The company does not have any employees other than the directors (2011 - none).

**3 Profit from ordinary activities**

The company has not entered into any transaction giving rise to any profit or loss during the current or preceding period and accordingly no profit and loss account has been prepared.

**Whitlenge Drink Equipment Limited**  
**Notes forming part of the financial statements**  
**for the year ended 31 December 2012 (Continued)**

**4 FIXED ASSET INVESTMENTS**

	31 December 2012 £'000	31 December 2011 £'000
Subsidiary undertakings at cost	14,477	14,477
Less provision for impairment	(2,198)	(2,198)
	<u>12,279</u>	<u>12,279</u>
Loans to group undertakings	1,772	1,772
	<u>14,051</u>	<u>14,051</u>

	Country of Incorporation	Principal activity	Holding %	Issued share capital
Whitlenge Acquisition Limited	Great Britain	Holding of listed and unlisted investments	100%	150,000 A ordinary shares of £1 each
			100%	775,000 B ordinary shares of £1 each
			100%	75,000 C ordinary shares of £1 each
			100%	20,000 redeemable 12% preference shares of £100 each
Manitowoc Beverage Systems Limited	Great Britain	Factoring and manufacture of drink dispense equipment	100%	406,500,000 ordinary shares of 1p each
SAW Technologies Limited	Great Britain	Design and development of drink dispense equipment	100%	500,000 deferred shares of £1 each
			100%	20,000 ordinary shares of £1 each
Homark Holdings Limited	Great Britain	Holding company for The Homark Group Limited	100%	200,000 ordinary shares of £1 each
			100%	132,985 A ordinary shares of £1 each
			100%	420,000 10 5% preference shares of £1 each
The Homark Group Limited	Great Britain	Non-trading company	100%	1,546,779 ordinary shares of £1 each

The Company has waived its rights to all dividends due from its subsidiary undertakings in the current and previous period

The Company's interest in the shares of Manitowoc Beverage Systems Limited is held by Whitlenge Acquisition Limited

The Company's interest in the shares of The Homark Group Limited is held by Homark Holdings Limited

# Whitlenge Drink Equipment Limited

Notes forming part of the financial statements  
for the year ended 31 December 2012 (Continued)

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

	2012 £'000	2011 £'000
Amounts owed to group undertakings	8,902	8,902

The other group companies have agreed not to require repayment of the amounts due within 12 months of signing the annual financial statements. Other than this commitment there are no fixed repayment terms of these amounts.

## 6 Share capital

	2012 Number	2011 Number	2012 £'000	2011 £'000
Ordinary shares of £1 each	10,000,000	10,000,000	10,000	10,000
<b>Authorised</b>				
	2012 Number	2011 Number	2012 £'000	2011 £'000
Ordinary shares of £1 each	8,397,000	8,397,000	8,397	8,397

### Allotted, called up and fully paid

	2012 Number	2011 Number	2012 £'000	2011 £'000
Ordinary shares of £1 each	8,397,000	8,397,000	8,397	8,397

## 7 Reserves

	Profit and loss account £
At 1 January 2012	5,149
At 31 December 2012	5,149

## 8 Related party transactions

The company has taken advantage of the exemption granted by paragraph 3(c) of FRS 8 "Related Party Disclosures" not to disclose transactions with undertakings which are part of The Manitowoc Company Inc as the consolidated financial statements in which the company is included are publicly available.

## 9 Immediate and ultimate parent company

The ultimate parent company and controlling entity is The Manitowoc Company Inc, a company incorporated in Wisconsin USA. The Manitowoc Company Inc is the smallest and largest group of undertakings for which group financial statements are prepared and are publicly available. The immediate parent company is Enodis Group Limited, a company incorporated in England and Wales. Copies of the financial statements of The Manitowoc Company Inc can be obtained from the Secretary at 2400 South 44<sup>th</sup> Street, PO Box 66, Manitowoc, WI 54221-0066 USA.