# REGISTERED NUMBER: 03025769 (England and Wales)

Strategic Report,

Report of the Directors and

Financial Statements

for the Year Ended

30 June 2015

for

**Rockline Industries Limited** 

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### Rockline Industries Limited

Company Information for the Year Ended 30 June 2015

**DIRECTORS:** 

Randy Rudolph Craig R Roush

**SECRETARY:** 

S D G Ellis

**REGISTERED OFFICE:** 

Heming Road Redditch Worcestershire B98 0DH

**REGISTERED NUMBER:** 

03025769 (England and Wales)

**AUDITORS:** 

Nicklin LLP Chartered Accountants Statutory Auditors Church Court Stourbridge Road Halesowen West Midlands B63 3TT

Strategic Report for the Year Ended 30 June 2015

The directors present their strategic report for the year ended 30 June 2015.

### **REVIEW OF BUSINESS**

The results for the year and financial position of the company are as shown in the annexed financial statements.

The financial results of the company have continued to improve and we can expect to see a period of sustained profitability going forward. The commitment to further capital investment remains a cornerstone of the strategic direction of the business as does the focus on continuous improvement and creative sourcing. Sales growth for the year under review was very strong and this is likely to remain the theme for the year ahead.

### **EMPLOYEES**

The company seeks to ensure that all employees are treated fairly and equally. The company is regularly audited against ethical standards by third party bodies and has had very positive reports at the conclusion of these audits.

The company maintains regular contact with its staff through a combination of monthly workers representative council meetings supplemented by regular presentations to the staff on all aspects of the business.

The company looks to ensure that skills development is available to as many staff as possible and promotes people internally where possible.

The company endeavours to ensure that as far as possible the training, career development and promotion of disabled persons is the same as for other employees. Should employees become disabled, every effort is made to ensure that their employment continues and appropriate retraining is received.

### **KEY PERFORMANCE INDICATORS**

The company uses a wide spectrum of key performance indicators to manage the business. Due to the competitive nature of the industry in which the company operates, these are highly confidential and therefore are not published as part of this report, although they are shared with staff internally and with other key stakeholders.

ON BEHALF OF THE BOARD:

Craig R Roush - Director

Date: 25 august 2015

Report of the Directors for the Year Ended 30 June 2015

The directors present their report with the financial statements of the company for the year ended 30 June 2015.

#### **DIVIDENDS**

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No dividends will be distributed for the year ended 30 June 2015.

#### DIRECTORS

The directors shown below have held office during the whole of the period from 1 July 2014 to the date of this report.

Randy Rudolph Craig R Roush

### STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Report of the Directors 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 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 AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

### **AUDITORS**

The auditors, Nicklin LLP, will be proposed for re-appointment at the forthcoming Annual General Meeting.

ON BEHALF OF THE BOARD:

Craig R Roush - Director

Date: 25 MGUST 2015

Report of the Independent Auditors to the Members of Rockline Industries Limited

We have audited the financial statements of Rockline Industries Limited for the year ended 30 June 2015 on pages five to fifteen. 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 a Report of the Auditors 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 Statement of Directors' Responsibilities set out on page three, 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 Strategic Report and the Report of the Directors 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 30 June 2015 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 Strategic Report and the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements.

### 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.

Harvey Owen FCA (Senior Statutory Auditor)

Leplembe 2015

for and on behalf of Nicklin LLP

Chartered Accountants Statutory Auditors

Church Court Stourbridge Road

Halesowen West Midlands

B63 311

Date:

Profit and Loss Account

for the Year Ended 30 June 2015

		201	15	201	4
	Notes	£	£	£	£
TURNOVER	2		55,575,284	•	48,825,301
Cost of sales			41,262,576		37,841,934
GROSS PROFIT			14,312,708		10,983,367
Distribution costs		1,605,657 10,031,052		1,640,663 9,503,081	
Administrative expenses		10,031,032	11,636,709	9,303,081	11,143,744
			2,675,999		(160,377)
Other operating income			139,325		(49,493)
OPERATING PROFIT/(LOSS)	4		2,815,324		(209,870)
Interest payable and similar charges	5		497,273		320,774
PROFIT/(LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION			2,318,051		(530,644)
Tax on profit/(loss) on ordinary activities	6		<del></del>		<del></del>
PROFIT/(LOSS) FOR THE FINANCIAL YEAR			2,318,051		(530,644)
Deficit brought forward			_(38,447,591)		(39,807,042)
·			(36,129,540)	,	(40,337,686)
Exchange difference on loan Transfer between reserves		,	(1,620,820) 1,311		1,888,552 1,543
DEFICIT CARRIED FORWARD			(37,749,049)		(38,447,591)

# **CONTINUING OPERATIONS**

None of the company's activities were acquired or discontinued during the current year or previous year.

Statement of Total Recognised Gains and Losses for the Year Ended 30 June 2015

	2015 £	2014 £
PROFIT/(LOSS) FOR THE FINANCIAL YEAR Exchange difference on loan	2,318,051 (1,620,820)	(530,644) 1,888,552
TOTAL RECOGNISED GAINS AND LOSSES RELATING TO THE YEAR	<u>697,231</u>	1,357,908
Note of Historical Cost Profits and Losses for the Year Ended 30 June 2015		·
	2015 £	2014 £
REPORTED PROFIT/(LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION Depreciation on revalued amounts	2,318,051 	(530,644) 1,543
HISTORICAL COST PROFIT/(LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION	2,318,051	<u>(529,101</u> )
HISTORICAL COST PROFIT/(LOSS) FOR THE YEAR RETAINED AFTER TAXATION	2,318,051	(529,101)

Balance Sheet 30 June 2015

		201	15	201	4
	Notes	£	£	£	£
FIXED ASSETS	7		10 200 005		10 707 506
Tangible assets	. 7		10,398,965		10,707,506
CURRENT ASSETS					
Stocks	8	7,000,231		6,690,431	•
Debtors	9	11,425,891		9,015,626	
Cash at bank and in hand		1,669,230		597,719	
	•	20,095,352		16,303,776	
CREDITORS				6 400 750	
Amounts falling due within one year	10	7,007,805	•	6,129,750	
NET CURRENT ASSETS			13,087,547	•	10,174,026
TOTAL ASSETS LESS CURRENT LIABILITIES		•	23,486,512		20,881,532
<b>CREDITORS</b> Amounts falling due after more than one year	11		20,910,704		19,002,955
NET ASSETS			2,575,808		1,878,577
CAPITAL AND RESERVES	•			•	
Called up share capital	14		40,086,677		40,086,677
Share premium	15		230,750		230,750
Revaluation reserve	15		7,430		8,741
Profit and loss account			(37,749,049)		(38,447,591)
SHAREHOLDERS' FUNDS	19		2,575,808		1,878,577

Craig R Roush - Director

Cash Flow Statement for the Year Ended 30 June 2015

	Notes	2015 £	2014 £
Net cash inflow from operating activities	1 .	2,417,896	4,473,047
Returns on investments and servicing of finance	2	(497,273)	(320,774)
Capital expenditure	2	(849,112)	(3,162,733)
Increase in cash in the period		1,071,511	<u>989,540</u>

•	•	
Reconciliation of net cash flow to movement in net funds 3		
Increase in cash in the period	<u>1,071,511</u>	989,540
Change in net funds resulting from cash flows	1,071,511	989,540
Movement in net funds in the period Net funds/(debt) at 1 July	1,071,511 597,719	989,540 <u>(391,821</u> )
Net funds at 30 June	1,669,230	597,719

Notes to the Cash Flow Statement for the Year Ended 30 June 2015

# 1. RECONCILIATION OF OPERATING PROFIT/(LOSS) TO NET CASH INFLOW FROM OPERATING ACTIVITIES

			2015	2014
			£	£
	Operating profit/(loss)		2,815,324	(209,870)
	Depreciation charges		1,074,998	859,369
	Loss on disposal of fixed assets		82,655	-
	Exchange (loss)/gain on long term loan		(1,620,819)	1,888,552
	Increase in stocks		(309,800)	(1,971,784)
	(Increase)/decrease in debtors		(2,410,265)	482,429
٠	Increase in creditors		2,785,803	3,424,351
	Therease in creditors		2,763,603	_3,727,331
	Net cash inflow from operating activities		2,417,896	4,473,047
2.	ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN T	HE CASH FLOV	N STATEMENT	
			2015	2014
			2013 £	2014 £
	Returns on investments and servicing of finance		, <del>-</del> .	2
	Interest paid		(497,27 <u>3</u> )	(320,774)
	Therese paid		(437,273)	(320,774)
	Net cash outflow for returns on investments and servicin	g of		
	finance		(497,273)	(320,774)
				<u> </u>
	Control companitions			
	Capital expenditure		(007.700)	(2.162.722)
	Purchase of tangible fixed assets		(897,799)	(3,162,733)
	Sale of tangible fixed assets		48,687	
	Net cash outflow for capital expenditure		(849,112)	(3,162,733)
÷	The same of the sa			<u> </u>
3.	ANALYSIS OF CHANGES IN NET FUNDS			At
		At 1.7.14	Cash flow	30.6.15
		AL 1.7.14 £	£	50.6.15 £
	Net cash:	£ .	£	£
•	Cash at bank and in hand	E07 710	1 071 511	1 660 220
	Cash at bank and in hand	597,719	1,071,511	1,669,230
		597,719	1,071,511	1,669,230
		331,123	1,0/1,511	1,000,200
	Total	597,719	1,071,511	1,669,230
	i Ottal		1,0/1,311	1,000,200

Notes to the Financial Statements for the Year Ended 30 June 2015

#### **ACCOUNTING POLICIES** 1.

### **Accounting convention**

The financial statements have been prepared in accordance with applicable accounting standards and under the historical cost convention, except for revalued assets, on a going concern basis. This is on the assumption that the holding company, Rockline Industries Incorporated, continues to provide financial support for the foreseeable future.

#### **Turnover**

Turnover represents net invoiced sales of goods, excluding value added tax.

### Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

2% on cost

Freehold property Improvements to property 2% on cost

- 15% on reducing balance Plant and machinery Fixtures and fittings - 15% on reducing balance

- 33% on cost Computer equipment

The company has adopted the transitional provisions of FRS15 to retain the book value of plant and machinery which were revalued in 1995, but not to adopt a policy of revaluation in the future.

#### **Stocks**

Stocks and work in progress are valued at the lower of cost and net realisable value.

Cost is defined as the standard cost of raw materials and an appropriate proportion of labour and overheads in the case of work in progress and finished goods. Standard costs are regularly reviewed against actual costs and updated as appropriate. Provision is always made for obsolete and slow moving stock.

Net realisable value is defined as selling prices less all costs to completion, selling and distribution.

### Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

### Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

## Hire purchase and leasing commitments

Rentals paid under operating leases are charged to the profit and loss account on a straight line basis over the period of the lease.

### Pension costs and other post-retirement benefits

The company operates a defined contribution pension scheme. Contributions payable to the company's pension scheme are charged to the profit and loss account in the period to which they relate.

#### **TURNOVER** 2.

The turnover and profit (2014 - loss) before taxation are attributable to the one principal activity of the company.

An analysis of turnover by geographical market is given below:

		2015	2014
		£	£
United Kingdom	•	27,901,576	22,400,932
Europe		10,614,087	11,667,712
Rest of the World		17,059,621	14,756,657
	•	55,575,284	48,825,301

Notes to the Financial Statements - continued for the Year Ended 30 June 2015

#### 3. **STAFF COSTS**

3.	STAFF CUSIS	2015	2014
		2015 £	2014 £
	Wages and salaries	6,968,769	6,739,470
	Social security costs	578,568	554,363
	Other pension costs	202,821	159,097
•			
		7,750,158	<u>7,452,930</u>
	•		
	The average monthly number of employees during the year was as follows:		•
	The average monthly number of employees during the year was as follows.	2015	2014
		2013	2021
	Administrative	13	13
	Manufacturing	<u> 268</u>	<u>250</u>
		281	263
4.	OPERATING PROFIT/(LOSS)		
	The operating profit (2014 - operating loss) is stated after charging/(crediting):		
		2015	2014
	•	2015 £	2014 £
	Hire of plant and machinery	160,978	145,996
	Depreciation - owned assets	1,074,998	859,372
	Loss on disposal of fixed assets	82,655	-
	Auditors' remuneration	9,992	9,504
	Exchange loss/(gain)on monetary assets and liabilities	(139,325)	49,493
	Operating lease rentals - plant	176,262	123,192
	Directors' remuneration	_	_
	$\cdot$		
_			
5.	INTEREST PAYABLE AND SIMILAR CHARGES	2015	2014
		2013 F	£
	Bank interest	11,545	9,008
•*	Loan	485,728	<u>311,766</u>
		497,273	<u>320,774</u>

#### 6. **TAXATION**

**Analysis of the tax charge**No liability to UK corporation tax arose on ordinary activities for the year ended 30 June 2015 nor for the year ended 30 June 2014.

Notes to the Financial Statements - continued for the Year Ended 30 June 2015

### 6. TAXATION - continued

## Factors affecting the tax charge

The tax assessed for the year is lower than the standard rate of corporation tax in the UK. The difference is explained below:

Profit/(loss) on ordinary activities before tax	2015 £ 2,318,051	2014 £ (530,644)
Profit/(loss) on ordinary activities multiplied by the standard rate of corporation tax in the UK of 21% (2014 - 23%)	486,791	(122,048)
Effects of:  Expenses not deductible for tax purposes Capital allowances in excess of depreciation Exchange gain/(loss) on loan not taxable Tax losses carried forward	(307,086) (340,372) 160,667	1,149 (386,744) 434,367 <u>73,276</u>
Current tax charge	-	

# Factors that may affect future tax charges

The company has tax losses of £34M (2014 - £33M) to carry forward at the year end. No deferred tax asset has been recognised in respect of these losses as they are unlikely to be recovered in the foreseeable future.

### 7. TANGIBLE FIXED ASSETS

	Freehold property £	Assets in course of construction £	Improvements to property £
COST OR VALUATION	_		
At 1 July 2014	3,912,236	38,248	2,911,961
Additions Transfer of assets		897,799 (924,290)	19,099
Transier of assets	•	(321,230)	15,055
At 30 June 2015	3,912,236	11,757	2,931,060
<b>DEPRECIATION</b> At 1 July 2014 Charge for year Eliminated on disposal	1,176,777 82,586	- - -	534,538 58,415
At 30 June 2015	1,259,363	· <u>-</u> .	592,953
NET BOOK VALUE At 30 June 2015	2,652,873	11,757	2,338,107
At 30 June 2014	2,735,459	38,248	2,377,423

Notes to the Financial-Statements - continued for the Year Ended 30 June 2015

8.

# 7. TANGIBLE FIXED ASSETS - continued

	Plant and machinery £	Fixtures and fittings £	Computer equipment	Totals £	
COST OR VALUATION At 1 July 2014 Additions Disposals	12,917,473 - (893,166)	361,300 - -	850,055 - -	20,991,273 897,799 (893,166)	
Transfer of assets	898,676	<del></del>	6,515	<del></del>	
At 30 June 2015	12,922,983	361,300	856,570	20,995,906	
<b>DEPRECIATION</b> At 1 July 2014 Charge for year Eliminated on disposal	7,563,507 823,890 (761,824)	298,520 9,417 	710,425 100,690	10,283,767 1,074,998 (761,824)	
At 30 June 2015	7,625,573	307,937	811,115	10,596,941	
NET BOOK VALUE At 30 June 2015	5,297,410	53,363	45,455	10,398,965	
At 30 June 2014	5,353,966	62,780	139,630	10,707,506	
Cost or valuation at 30 June 2015 is represe	nted by:	Freehold property	Assets in course of construction	Improvements to property	
Cost	:	£ 3,912,236	£ 11,757	£ 2,931,060	
Valuation in 1995	Plant and machinery £ 213,000	Fixtures and fittings	Computer equipment £	Totals £ 213,000	
Cost	12,709,983	361,300	856,570 856,570	20,782,906 20,995,906	
Cost			12,709,984	12,704,473	
Aggregate depreciation			7,544,951	7,359,249	
STOCKS			2015 £	2014 £	
Raw materials Finished goods			3,619,862 3,380,369	3,379,695 3,310,736	
			7,000,231	6,690,431	

**DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR** 

Notes to the Financial Statements - continued for the Year Ended 30 June 2015

	•		2015	2014
			£	£
	Trade debtors		9,391,488	7,728,643
	Amounts owed by group undertakings		1,788,319	1,179,173
	Prepayments and accrued income		246,084	107,810
			11,425,891	9,015,626
10.	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR			
			2015	2014
		• •	£	£
	Trade creditors		5,279,624	4,514,874

			· · · · · · · · · · · · · · · · · · ·
11.	CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR	•	
	•	2015	2014
		£	£
	Loan from holding company	20,910,704	19.002.955

The loan is interest bearing at 0.1% over the rate of borrowing by the parent company. There are no fixed terms of repayment.

610,788

1,117,393

7,007,805

463,893

1,150,983

6,129,750

### 12. OPERATING LEASE COMMITMENTS

Social security and other taxes

Accrued expenses

The following operating lease payments are committed to be paid within one year:

•	Other oper 2015	rating leases 2014 £
Expiring: Within one year Between one and five years	20,225 103,705	12,800 84,489
	123,930	97,289

### 13. **SECURED DEBTS**

The following secured debts are included within creditors:

·	2015	2014
	£	£
Loan from holding company	20,910,704	19,002,955

Rockline Industries Inc.holds a floating debenture in respect of their loan to the company.

### 14. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:				
Number: Class:		Nominal	2015	2014
	•	value:	£	£
40,086,677 Ordinary		£1	40,086,677	40,086,677

Notes to the Financial Statements - continued for the Year Ended 30 June 2015

### 15. **RESERVES**

	Share premium £	Revaluation reserve £	Totals £
At 1 July 2014 Transfer between reserves	230,750	8,741 (1,311)	239,491 (1,311)
At 30 June 2015	230,750	<u>7,430</u>	238,180

### 16. PENSION COMMITMENTS

The company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund which amounted to £202,821 (2014 £159,097).

### 17. RELATED PARTY DISCLOSURES

### **Rockline Industries Inc.**

Parent company

During the year the company entered into transactions with Rockline Industries Inc. These transactions amounted to sales of £14,422.350 (2014 £10,920,931) and interest payable of £485,728 (2014 £311,766). Plant was sold to Rockline Industries Inc during the year for net book value of £51,155 (2014 £Nil)

•	2015	2014
	£	£
Amount due to related party at the balance sheet date	19,374,253	17,852,851

### **Rockline Hong Kong**

Trading branch of Rockline Industries Inc.

During the year the company entered into transactions with Rockline HongKong. These transactions amounted to sales of £484,009 (2014 £71,337).

	2015	2014
	£	£
Amount due from related party at the balance sheet date	<u>251,868</u>	29,069

### 18. ULTIMATE CONTROLLING PARTY

والشأيوفون بالنج

The ultimate controlling party is Rockline Industries Inc.

Rockline Industries Inc, a company incorporated in the United States of America, has a principal place of business at PO Box 1007, 4343 S.Taylor Drive, Sheboygan, WI 53082-1007, USA.

2015

2014

### 19. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	2015	2014
	£	£
Profit/(loss) for the financial year	2,318,051	(530,644)
Other recognised gains and losses relating to the year (net)	(1,620,820)	1,888,552
	•	
Net addition to shareholders' funds	697,231	1,357,908
Opening shareholders' funds	1,878,577	520,669
	<del></del>	
Closing shareholders' funds	2,575,808	1,878,577