

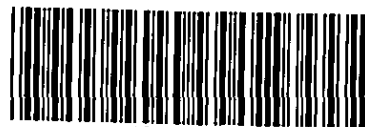
Pioner Fristads (UK) Limited

**Directors' report and financial
statements**

Registered number 3131122

Year ended 31 December 2011

MONDAY



S115BDM8

SCT

24/09/2012

#47

COMPANIES HOUSE

Contents

Company information	1
Directors' report	2
Statement of Directors' responsibilities in respect of the Directors' Report and the financial statements	4
Independent auditor's report to the members of Pioner Fristads (UK) Limited	5
Profit and loss account	7
Balance sheet	8
Notes	9

Company information

Directors	M Busk Andersen R P Wright (appointed 1 September 2011) T W S Rokke A Clarkson (appointed 1 September 2011) M Sternberg P Moore (resigned 1 September 2011)
Secretary	A Clarkson
Company Number	3131122
Registered Office	Kwintet House Sykeside Drive Altham Business Park Altham Accrington BB5 5 YE
Auditors	KPMG LLP Edward VII Quay Navigation Way, Ashton Preston PR2 2YF
Bankers	Nordea Bank Finland Plc London Branch 8 th Floor, City Place House 55 Basinghall Street London EC2V 5NB

Directors' report

The Directors present their annual report and the audited financial statements for the year ended 31 December 2011

Principal activities

The Company's principal activity in the year was the manufacturing and sale of protective clothing and work wear

Business review

The profit for the year after taxation was £428,744 (2010 £123,018) The directors recommend that no dividend be paid in 2011 (2010 £nil)

The Company's financial results for the year were as follows

	2011 £000	2010 £000
Turnover	6,152	5,132
Operating loss	445	144

Future prospects and reorganisation

Subsequent to the year end, on 1 January 2012, the Company's trade and assets were transferred to its parent undertaking, Kwintet UK Limited (formerly Simon Jersey Limited) As a result, all activities in the year are presented as discontinued and the financial statements have not been prepared on a going concern basis (Note 1)

Financial risk management

The Company manages the foreign exchange risk arising from these transactions by actively managing foreign currency purchases

The Company does not have any long term interest rate risk No derivatives instruments are used within the Company

Dividends

The Directors do not recommend the payment of a dividend (2010 nil)

Directors' Report (continued)

Political and charitable contributions

The Company made no political or charitable contributions during the year (2010 nil)

Directors

The Directors of the Company who served throughout the year (unless otherwise stated) are detailed on page 1

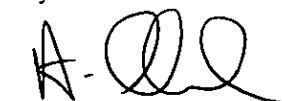
Disclosure of information to auditors

The Directors who held office at the date of approval of this Directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditors are unaware, and each Director has taken all the 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 auditors are aware of that information

Auditors

Pursuant to Section 487 of the Companies Act 2006, the auditors will be deemed to be reappointed and KPMG LLP will therefore continue in office

By order of the board



A Clarkson
Secretary/Director

Kwintet House,
Sykeside Drive,
Altham Business Park,
Altham,
Accrington
BB5 5 YE

17 September 2012

Statement of Directors' responsibilities in respect of the Directors' Report and the financial statements

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 they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice)

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 judgments and 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, and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business. As explained in Note 1, the Directors do not believe that it is appropriate to prepare these financial statements on the going concern basis.

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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.



KPMG LLP

Edward VII Quay
Navigation Way
Preston
PR2 2YF
United Kingdom

Independent auditor's report to the members of Pioneer Fristads (UK) Limited

We have audited the financial statements of Pioneer Fristads (UK) Limited for the year ended 31 December 2011 set out on pages 7 to 15. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice). These financial statements have not been prepared on the going concern basis for the reason set out in Note 1 to the financial statements but under the accounting policies set out therein.

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 auditors' 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 4, 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 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 (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the APB's web-site at www.frc.org.uk/apb/scope/private.cfm

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 December 2011 and of its profit for the year then ended
- have been properly prepared in accordance with UK 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.

Independent auditor's report to the members of Pioner Fristads (UK) Limited
(continued)

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



David Derbyshire (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor

Chartered Accountants

Edward VII Quay,
Navigation Way,
Preston, PR2 2YF

17 September 2012

Profit and loss account
for the year ended 31 December 2011

	<i>Note</i>	2011 £	2010 £
Turnover	<i>1-2</i>	6,151,696	5,132,632
Cost of sales		(5,059,837)	(4,229,586)
Gross profit		1,091,859	903,046
Selling and distribution costs		(133,935)	(134,922)
Administrative expenses		(513,246)	(623,653)
Operating profit	<i>3</i>	444,678	144,471
Interest receivable and similar income	<i>6</i>	689	1,228
Interest payable and similar charges	<i>7</i>	(1,841)	(1,535)
Profit on ordinary activities before taxation		443,526	144,164
Tax on profit on ordinary activities	<i>8</i>	(14,782)	(21,146)
Profit for the financial year	<i>15</i>	428,744	123,018

All of the above relates to discontinued activities (Note 1)

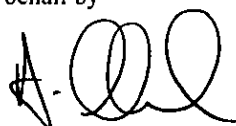
There were no recognised gains or losses in either the current financial year or the preceding financial year except for those shown above

The notes on pages 9 to 15 form part of these financial statements

Balance sheet
At 31 December 2011

	<i>Note</i>	2011		2010	
		£	£	£	£
Fixed assets					
Tangible assets	9		-		2,835
Current assets					
Stock	10	-		19,331	
Debtors	11	1,404,123		1,107,531	
Cash at bank and in hand		859,005		667,697	
		<u>2,263,128</u>		<u>1,794,559</u>	
		<u>(799,698)</u>		<u>(762,708)</u>	
Creditors amounts falling due within one year	12				
Net current assets			1,463,430		1,031,851
Total assets less current liabilities			1,463,430		1,034,686
Net assets			1,463,430		1,034,686
Capital and reserves					
Called up share capital	13	50,002		50,002	
Profit and loss account	14	1,413,428		984,684	
Shareholders' funds	15	1,463,430		1,034,686	

These financial statements were approved by the Board of Directors on ~~17 September~~ 2012 and were signed on its behalf by



A Clarkson
Director

Company registered number 3131122

The notes on pages 9 to 15 form part of these financial statements

Notes

(forming part of the financial statements)

1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the Company's financial statements

Basis of preparation

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

Under Financial Reporting Standard 1 the Company is exempt from the requirement to prepare a cash flow statement on the grounds that a parent undertaking includes the Company in its own published consolidated financial statements

As the Company is a wholly owned subsidiary of Kwintet AB (incorporated in Sweden), the Company has taken advantage of the exemption contained in FRS 8 and has therefore not disclosed transactions or balances with entities which form part of the group. The consolidated financial statements of Kwintet AB, within which this Company is included, can be obtained from the address given in note 18

Going concern

The financial statements have not been prepared on the going concern basis because on 1 January 2012, subsequent to the year end, the Company transferred its trade and net assets to its parent undertaking, Kwintet UK Limited (formerly Simon Jersey Limited). The Company is not anticipated to continue to trade. Based on the disposal value paid to the Company for its trade and net assets, no adjustments were necessary to the amounts at which the Company's assets and liabilities are included in the financial statements at 31 December 2011

Turnover

Turnover is recorded at the fair value of consideration receivable (excluding discounts and value added tax) and is recognised on delivery of the related goods

Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the costs of fixed assets, less their estimated residual value, over their expected useful lives on the following basis

Short term leasehold land and buildings	-	over life of lease
Motor vehicles	-	25% reducing balance
Plant and machinery	-	20% reducing balance
Office equipment	-	20% reducing balance

Foreign currencies

Transactions in foreign currencies are recorded using the rate of exchange ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated using the rate of exchange ruling at the balance sheet date and the gains or losses on translation are included in the profit and loss account

Leases

Operating lease rentals are charged to the profit and loss account on a straight line basis over the period of the lease

Pensions

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 amount charged to the profit and loss account represents the contributions payable to the scheme in respect of the accounting period

Notes (continued)

1 Accounting policies (continued)

Stocks and work in progress

Stocks are stated at the lower of cost and net realisable value. Cost includes all direct expenditure and an appropriate proportion of fixed and variable overheads.

Taxation

The charge for taxation is based on the (loss)/profit for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes. Deferred tax is recognised, without discounting, in respect of all timing differences between the treatment of certain items for taxation and accounting purposes which have arisen but not reversed by the balance sheet date, except as otherwise required by FRS 19.

2 Analysis of turnover

	2011 £000	2010 £000
<i>By geographical market</i>		
United Kingdom	5,885,458	4,904,521
Overseas	266,238	228,111
	<u>6,151,696</u>	<u>5,132,632</u>

3 Profit on ordinary activities before taxation

	2011 £	2010 £
<i>Profit on ordinary activities before taxation is stated after charging/(crediting)</i>		
Depreciation of tangible fixed assets	1,674	2,696
Hire of other assets – operating leases	19,830	64,649
Loss on disposal of tangible fixed assets	192	-
Auditor's remuneration		
- Audit of financial statements	8,680	7,900
- Tax compliance	1,000	1,000
Foreign exchange (gain)/loss	(75,371)	113,290
	<u>(75,371)</u>	<u>113,290</u>

4 Directors' emoluments

	2011 £	2010 £
Directors' emoluments	117,995	61,905
Company contributions to money purchase pension schemes	2,340	3,905
	<u>120,335</u>	<u>65,810</u>

Notes (continued)

5 Staff numbers and costs

The average number of persons employed by the Company (including Directors) during the year, analysed by category, was as follows

	Number of employees	
	2011	2010
Management & administration	6	8

The aggregate payroll costs of these persons were as follows

	2011 £	2010 £
Wages and salaries	290,314	249,014
Social security costs	32,064	28,444
Directors' pension costs	2,341	3,095
Other pension costs	5,815	4,032
	<u>330,534</u>	<u>284,585</u>

6 Interest receivable and similar income

	2011 £	2010 £
Interest receivable from bank deposits	689	1,175
Other interest	-	53
	<u>689</u>	<u>1,228</u>

7 Interest payable and similar charges

	2011 £	2010 £
On overdrafts	585	-
Bank charges	1,256	1,535
	<u>1,841</u>	<u>1,535</u>

Notes (continued)

8 Taxation

	2011 £	2010 £
<i>UK corporation tax</i>		
Current tax on income for the year	-	8,046
Adjustments in respect of prior years	14,782	(400)
	<hr/>	<hr/>
Total current tax	14,782	7,646
<i>Deferred tax</i>		
Origination /reversal of timing differences	-	13,500
	<hr/>	<hr/>
Tax on profit on ordinary activities	14,782	21,146
	<hr/>	<hr/>

Factors affecting the tax charge/(credit) for the current year

The current tax charge for the period is lower (2010 lower) than the standard rate of corporation tax in the UK. The differences are explained below

	2011 £	2010 £
<i>Current tax reconciliation</i>		
Profit on ordinary activities before tax	443,526	144,164
	<hr/>	<hr/>
Current tax at 26.49% (2010 28%)	117,490	40,366
<i>Effects of</i>		
Expenses not deductible for tax purposes	202	683
Capital allowances in excess of depreciation	(343)	(284)
Group relief/utilisation of tax losses brought forward	(117,349)	(32,719)
Adjustments in respect of prior periods	14,782	(400)
	<hr/>	<hr/>
Total current tax (see above)	14,782	7,646
	<hr/>	<hr/>

A deferred tax asset of £2,784 (2010 £3,120) arising due to depreciation in excess of capital allowances has not been recognised as there is insufficient evidence that the asset is recoverable

Notes (continued)

9 Tangible fixed assets

	Leasehold property £	Office equipment £	Total £
Cost			
At 1 January 2011	4,873	31,905	36,778
Disposals	-	(1,161)	(1,161)
	<hr/>	<hr/>	<hr/>
At 31 December 2011	4,873	30,744	35,617
	<hr/>	<hr/>	<hr/>
Depreciation			
At 1 January 2011	4,873	29,070	33,943
Charge for the year	-	1,674	1,674
	<hr/>	<hr/>	<hr/>
At 31 December 2011	4,873	30,744	35,617
	<hr/>	<hr/>	<hr/>
Net book value			
At 31 December 2011	-	-	-
	<hr/>	<hr/>	<hr/>
At 31 December 2010	-	2,835	2,835
	<hr/>	<hr/>	<hr/>

10 Stock

	2011 £	2010 £
Goods in transit	-	19,331
	<hr/>	<hr/>

11 Debtors

	2011 £	2010 £
Due within one year		
Trade debtors	1,386,528	1,091,250
Amount owed by group undertakings	7,999	-
Other debtors	9,596	16,281
	<hr/>	<hr/>
	1,404,123	1,107,531
	<hr/>	<hr/>

12 Creditors: amounts falling due within one year

	2011 £	2010 £
Trade creditors	62,275	37,286
Amounts owed to group undertakings	383,030	437,179
Social security and other taxes	294,195	217,833
Accruals and deferred income	60,198	70,410
	<hr/>	<hr/>
	799,698	762,708
	<hr/>	<hr/>

Notes (continued)

13 Called up share capital

	2011 £	2010 £
Allotted, called up and fully paid 50,002 ordinary shares of £1 each	50,002	50,002

14 Reserves

	Profit and loss account 2011 £	Profit and loss account 2010 £
At the beginning of year	984,684	861,666
Profit for the financial year	428,744	123,018
At end of year	1,413,428	984,684

15 Reconciliation of movements in shareholders' funds

	2011 £	2010 £
Profit for the financial year	428,744	123,018
Opening shareholders' funds	1,034,686	911,668
Closing shareholders' funds	1,463,430	1,034,686

16 Commitments

At 31 December the Company had annual commitments under non-cancellable operating leases as follows

	Land & buildings 2011 £	Others 2011 £	Land & buildings 2010 £	Others 2010 £
Expiry date:				
Expiring within 1 year	11,728	8,039	-	3,881
Between 2 and 5 years	-	1,675	42,382	13,934
Greater than 5 years	-	-	-	-
	11,728	9,714	42,382	17,815

17 Pension scheme

The Company operates a defined contribution pension scheme. The pension cost charge for the year represents contributions payable by the Company to the fund and amounted to £8,156 (2010 £7,127)

18 Controlling party

At 31 December 2011, Kwintet Fristads AB (incorporated in Sweden) was the Company's parent undertaking and Kwintet AB (incorporated in Sweden) was the ultimate controlling party. The consolidated accounts of this group are available to the public and may be obtained from Adelgatan 6, SE 211 22, Malmö, Sweden

Notes *(continued)*

19 Subsequent events

Subsequent to the year end, on 1 January 2012, the Company's trade and assets were transferred to its parent undertaking, Kwintet UK Limited (formerly Simon Jersey Limited). As a result, all activities in the year are presented as discontinued and the financial statements have not been prepared on a going concern basis (Note 1)