THE FETHER MILES GROUP LIMITED DIRECTORS' REPORT AND UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2014

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COMPANY INFORMATION

Directors K B Fether

R Miles

Secretary R Miles

Company number 03332902

Registered office 29/30 Fitzroy Square

London

Accountants Goodman Jones LLP

29-30 Fitzroy Square

London W1T 6LQ

Bankers Barclays Bank Plc

27 Soho Square

London W1D 3QR

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DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2014

The directors present their report and financial statements for the year ended 31 March 2014.

Principal activities

The principal activities of the company is that of a holding company and property investment.

Directors

The following directors have held office since 1 April 2013:

K B Fether

R Miles

This report has been prepared in accordance with the special provisions relating to small companies within Part 15 of the Companies Act 2006.

On behalf of the board

R Miles

Director

9.714

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2014

| · | Notes | 2014 £ | 2013 £ |
|--|-------|-----------|-----------|
| Turnover | | 115,500 | 146,000 |
| Administrative expenses | | (42,834) | (60,730) |
| Operating profit | 2 | 72,666 | 85,270 |
| Investment income | 3 | 3,419 | - |
| Other interest receivable and similar income | 3 | 12 | 1 |
| Profit on ordinary activities before | | 1 | |
| taxation | | 76,097 | 85,271 |
| Tax on profit on ordinary activities | 4 | (15,903) | (18,418) |
| Profit for the year | 12 | 60,194 | 66,853 |
| | | | |

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

There are no recognised gains and losses other than those passing through the profit and loss account.

BALANCE SHEET AS AT 31 MARCH 2014

| | | 201 | 4 | 201 | 3 |
|---------------------------------------|-------|----------|---------|-------------|----------------|
| | Notes | £ | £ | £ | £ |
| Fixed assets | | | | | |
| Tangible assets | 6 | | 253,637 | | 260,569 |
| Investments | 7 | | - | | 10,528 |
| | | | 253,637 | | 271,097 |
| Current assets | | | | | _, ,,,,,,,, |
| Debtors | 8 | 27,598 | | 4,750 | |
| Cash at bank and in hand | | 34,822 | | 49,341 | |
| | | | | | |
| | | 62,420 | | 54,091 | |
| Creditors: amounts falling due within | | | | | |
| one year | 9 | (29,565) | | (46,890) | |
| Net current assets | | | 32,855 | | 7,201 |
| Total assets less current liabilities | | | 286,492 | | 278,298 |
| rotal assets less current natinties | | | ==== | | ===== |
| | | | | | |
| Capital and reserves | | | | | |
| Called up share capital | 11 | | 1,540 | | 1,540 |
| Other reserves | 12 | | 350 | | 350 |
| Profit and loss account | 12 | | 284,602 | | 276,408 ——— |
| Shareholders' funds | 13 | | 286,492 | | 278,298 |
| | | | | | |

For the financial year ended 31 March 2014 the company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

Directors' responsibilities:

- The members have not required the company to obtain an audit of its financial statements 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 financial statements.

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

Approved by the Board and authorised for issue on ... 9. 7. 14

K B Fether Director

Company Registration No. 03332902

R Miles Director

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2014

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention.

1.2 Turnover

Turnover represents amounts receivable for goods and services net of VAT and trade discounts.

1.3 Tangible fixed assets and depreciation

Tangible fixed assets other than freehold land are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Freehold Property
Fixtures & equipment

Straight line over fifty years

25% Straight line

1.4 Investments

Fixed asset investments are stated at cost less provision for diminution in value.

1.5 Pensions

The company operates a defined contribution scheme for the benefit of its employees. Contributions payable are charged to the profit and loss account in the year they are payable.

1.6 Deferred taxation

Deferred taxation is provided at appropriate rates on all timing differences using the liability method only to the extent that, in the opinion of the directors, there is a reasonable probability that a liability or asset will crystallise in the foreseeable future.

1.7 Group accounts

The financial statements present information about the company as an individual undertaking and not about its group. The company and its subsidiary undertaking comprise a small-sized group. The company has therefore taken advantage of the exemptions provided by section 399 of the Companies Act 2006 not to prepare group accounts.

| 2 | Operating profit | 2014 | 2013 |
|---|--|-------|-------|
| | | £ | £ |
| | Operating profit is stated after charging: | | |
| | Depreciation of tangible assets | 6,932 | 6,932 |
| | Directors' remuneration | 1,320 | 1,320 |
| | · | | |

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2014

| 3 | Investment income | 2014 £ | 2013 £ |
|---|---|---------------|---------------|
| | Income from shares in group undertakings | 12,947 | - |
| | Income from other fixed asset investments | (9,528) | - |
| | Bank interest | 1 | 1 |
| | Other interest | 11 | |
| | | 3,431 | 1 |
| 4 | Taxation | 2014 | 2013 |
| | Demostic current year toy | £ | £ |
| | Domestic current year tax U.K. corporation tax | 15,903 | 18,418 |
| | O.R. corporation tax | 15,905 | |
| | Total current tax | 15,903 | 18,418 |
| | | | ==== |
| | Factors affecting the tax charge for the year | | |
| | Profit on ordinary activities before taxation | 76,097 ——— | 85,271 ——— |
| | Profit on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 20.00% (2013 - 20.00%) | 15,219 | 17,054 |
| | Effects of: | | |
| | Depreciation add back | 1,387 | 1,387 |
| | Capital allowances | (19) | (23) |
| | Loss on disposal of subsidiary | 1,906 | - |
| | Dividends and distributions received | (2,590) | |
| | | 684 | 1,364 |
| | Current tax charge for the year | 15,903 | 18,418 |
| 5 | Dividends | 2014 | 2013 |
| | | £ | £ |
| | Ordinary interim paid | 52,000 | 33,000 |
| | | | ==== |

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2014

| 6 | Tangible fixed assets | | | |
|---|------------------------------------|-----------------------------|-------------------------------|-------------|
| | · | Land and buildings | Plant and machinery etc | Total |
| | | £ | £ | £ |
| | Cost | | | |
| | At 1 April 2013 & at 31 March 2014 | 346,605 | 2,757 | 349,362 |
| | Depreciation | | | |
| | At 1 April 2013 | 86,037 | 2,756 | 88,793 |
| | Charge for the year | 6,932 | - | 6,932 |
| | At 31 March 2014 | 92,969 | 2,756 | 95,725 |
| | Net book value | | | |
| | At 31 March 2014 | 253,636 | 1 | 253,637 |
| | At 31 March 2013 | ===== 260,568 | 1 | 260,569 |
| | | | | |

7 Fixed asset investments

| | Shares in group undertakings £ |
|------------------------------------|---|
| Cost | |
| At 1 April 2013 | 37,238 |
| Disposals | (37,238) |
| At 31 March 2014 | |
| Provisions for diminution in value | |
| At 1 April 2013 | 26,710 |
| On disposals | (26,710) |
| At 31 March 2014 | • |
| Net book value | |
| At 31 March 2014 | - |
| At 31 March 2013 | 10,528 |
| | |

An application has been made to have FM Design Limited struck off.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2014

| 8 | Debtors | 2014 £ | 2013 £ |
|----|---|-----------------------|------------------|
| | Amounts owed by group undertakings and undertakings in which the company has a participating interest Other debtors | - 27,598 | 4,750 - |
| | | 27,598 | 4,750 |
| | | ==20- | |
| 9 | Creditors: amounts falling due within one year | 2014 £ | 2013 £ |
| | Trade creditors | 3,504 | - |
| | Taxation and social security Other creditors | 15,936 10,125 | 18,476 28,414 |
| | | 29,565 | 46,890 |
| 10 | Pension and other post-retirement benefit commitments Defined contribution | | |
| | | 2014 £ | 2013 £ |
| | Contributions payable by the company for the year | 1,320 | 1,320 ——— |
| 11 | Share capital | 2014 £ | 2013 £ |
| | Allotted, called up and fully paid | | |
| | 795 A Ordinary shares of £1 each | 795 | 795 |
| | 605 B Ordinary shares of £1 each | 605 | 605 |
| | 800 AA Ordinary shares of 10p each 600 BB Ordinary shares of 10p each | 80 60 | 80 60 |
| | | 1,540 | 1,540 |
| | | | === |

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2014

| 12 | Statement of movements on reserves | | |
|----|---|---------------------------------------|------------------------------------|
| | | Other reserves (see below) £ | Profit and loss account £ |
| | · | L | £. |
| | Balance at 1 April 2013 | 350 | 276,408 |
| | Profit for the year | - | 60,194 |
| | Dividends paid | - | (52,000) |
| | Balance at 31 March 2014 | 350 | 284,602 |
| | Other reserves | | |
| | Capital redemption reserve Balance at 1 April 2013 & at 31 March 2014 | 350 | |
| | balance at 1 April 2013 & at 31 Maich 2014 | ==== | |
| 13 | Reconciliation of movements in shareholders' funds | 2014 £ | 2013 £ |
| | Profit for the financial year | 60,194 | 66,853 |
| | Dividends | (52,000) | (33,000) |
| | Net addition to shareholders' funds | 8,194 | 33,853 |
| | Opening shareholders' funds | 278,298 | 244,445 |
| | Closing shareholders' funds | 286,492 | 278,298 |
| | | | |

14 Contingent liabilities

On 27 June 1997 the company entered into a composite guarantee with Barclays Bank Plc whereby there is a right of set off between all bank accounts held by the group companies. At 31 March 2014 the group's net bank borrowings amounted to £Nil (2013: £Nil).

15 Control

The company is controlled by K.B. Fether and R. Miles.

16 Related party relationships and transactions

Included in turnover is a management charge of £1,490 (2013: £4,750) made to FM Design Ltd.