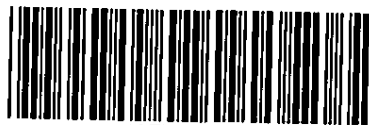


JOT001  
PAF 2 .

**JOTUL (UK) LIMITED**  
**REPORT OF THE DIRECTORS AND**  
**FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31ST DECEMBER 2009**

FRIDAY



\*AZY4HHU3\*

A54

26/02/2010

229

COMPANIES HOUSE

Ormerod Rutter Limited  
Registered Auditor  
The Oakley  
Kidderminster Road  
Droitwich  
Worcestershire  
WR9 9AY

# **JOTUL (UK) LIMITED**

## **CONTENTS OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER 2009**

	<b>Page</b>
<b>Company Information</b>	<b>1</b>
<b>Report of the Directors</b>	<b>2 to 3</b>
<b>Report of the Independent Auditors</b>	<b>4</b>
<b>Profit and Loss Account</b>	<b>5</b>
<b>Balance Sheet</b>	<b>6</b>
<b>Notes to the Financial Statements</b>	<b>7 to 12</b>
<b>Trading and Profit and Loss Account</b>	<b>13</b>

**JOTUL (UK) LIMITED**  
**COMPANY INFORMATION**  
**FOR THE YEAR ENDED 31ST DECEMBER 2009**

<b>DIRECTORS:</b>	Mr E Moe Mr N S Sloane Mr G C Hjortaas R Christensen
<b>SECRETARY:</b>	Gray's Inn Secretaries Limited
<b>REGISTERED OFFICE:</b>	Five Chancery Lane Cliffords Inn London EC4A 1BU
<b>REGISTERED NUMBER:</b>	03879828 (England and Wales)
<b>AUDITORS:</b>	Ormerod Rutter Limited Registered Auditor The Oakley Kidderminster Road Droitwich Worcestershire WR9 9AY
<b>BANKERS:</b>	Den Norske Bank 20 St Dunstan's Hill London EC3R 8HY

## **JOTUL (UK) LIMITED**

### **REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31ST DECEMBER 2009**

The directors present their report with the financial statements of the company for the year ended 31st December 2009

#### **PRINCIPAL ACTIVITY**

The principal activity of the company in the year under review was that of the import and distribution of heating appliances

#### **REVIEW OF BUSINESS**

The directors consider the profit achieved on ordinary activities before taxation to be particularly satisfactory given the current economic climate

#### **DIVIDENDS**

No dividends will be distributed for the year ended 31st December 2009

#### **FUTURE DEVELOPMENTS**

The directors are looking forward to another profitable year

#### **DIRECTORS**

The directors shown below have held office during the whole of the period from 1st January 2009 to the date of this report

Mr E Moe  
Mr N S Sloane  
Mr G C Hjortaas  
R Christensen

#### **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.

**JOTUL (UK) LIMITED**

**REPORT OF THE DIRECTORS  
FOR THE YEAR ENDED 31ST DECEMBER 2009**

**AUDITORS**

The auditors, Ormerod Rutter Limited, will be proposed for re-appointment at the forthcoming Annual General Meeting

**ON BEHALF OF THE BOARD:**

A handwritten signature in black ink, appearing to read 'N. S. Sloane', written in a cursive style.

Mr N S Sloane - Director

21st January 2010

## **REPORT OF THE INDEPENDENT AUDITORS TO THE SHAREHOLDERS OF JOTUL (UK) LIMITED**

We have audited the financial statements of Jotul (UK) Limited for the year ended 31st December 2009 on pages five to twelve. 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 Sections 495 and 496 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 two, 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 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.

### **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 31st December 2009 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.

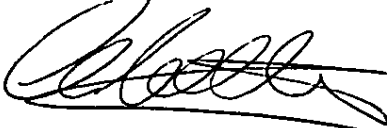
### **Opinion on other matter prescribed by the Companies Act 2006**

In our opinion the information given in the 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.



Mr G T Rutter FCA (Senior Statutory Auditor)  
for and on behalf of Ormerod Rutter Limited  
Registered Auditor  
The Oakley  
Kidderminster Road  
Droitwich  
Worcestershire  
WR9 9AY

24th January 2010

**JOTUL (UK) LIMITED**  
**PROFIT AND LOSS ACCOUNT**  
**FOR THE YEAR ENDED 31ST DECEMBER 2009**

	Notes	2009 £	2008 £
<b>TURNOVER</b>	2	4,236,751	4,289,278
Cost of sales		3,166,605	3,051,305
<b>GROSS PROFIT</b>		1,070,146	1,237,973
Administrative expenses		840,450	1,004,492
<b>OPERATING PROFIT</b>	4	229,696	233,481
Interest receivable and similar income		69	4,972
		229,765	238,453
Interest payable and similar charges	5	4,204	25,088
<b>PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		225,561	213,365
Tax on profit on ordinary activities	6	72,845	64,789
<b>PROFIT FOR THE FINANCIAL YEAR AFTER TAXATION</b>		152,716	148,576

**CONTINUING OPERATIONS**

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

**TOTAL RECOGNISED GAINS AND LOSSES**

The company has no recognised gains or losses other than the profits for the current year or previous year

The notes form part of these financial statements

**JOTUL (UK) LIMITED****BALANCE SHEET  
31ST DECEMBER 2009**

	Notes	2009 £	£	2008 £	£
<b>FIXED ASSETS</b>					
Tangible assets	7		75,240		71,965
<b>CURRENT ASSETS</b>					
Stocks	8	291,871		513,794	
Debtors	9	751,646		816,733	
Cash at bank and in hand		255,771		167,583	
		<u>1,299,288</u>		<u>1,498,110</u>	
<b>CREDITORS</b>					
Amounts falling due within one year	10	824,315		1,172,578	
<b>NET CURRENT ASSETS</b>			<u>474,973</u>		<u>325,532</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>			550,213		397,497
<b>PROVISIONS FOR LIABILITIES</b>	14		<u>7,197</u>		<u>7,197</u>
<b>NET ASSETS</b>			<u>543,016</u>		<u>390,300</u>
<b>CAPITAL AND RESERVES</b>					
Called up share capital	15		200,000		200,000
Profit and loss account	16		343,016		190,300
<b>SHAREHOLDERS' FUNDS</b>	20		<u>543,016</u>		<u>390,300</u>

The financial statements were approved by the Board of Directors on 21st January 2010 and were signed on its behalf by



Mr N S Sloane - Director



# JOTUL (UK) LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER 2009

### 1 ACCOUNTING POLICIES

#### **Accounting convention**

The financial statements have been prepared under the historical cost convention and applicable accounting standards. There were no material departures from those standards.

#### **Financial Reporting Standard Number 1**

Exemption has been taken from preparing a cash flow statement on the grounds that the parent company includes the subsidiary in its published financial statements.

#### **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:

Improvements to property	- 20% on cost
Plant and machinery	- 10% on cost
Fixtures and fittings	- 20% on cost and 10% on cost
Exhibition costs	- 33% on cost

#### **Stocks**

Stocks and work in progress are valued at the lower of cost and net realisable value after making due allowance for obsolete and slow moving stocks. Cost includes all direct costs incurred in bringing it to its present location.

#### **Deferred tax**

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

#### **Research and development**

Expenditure on research and development is capitalised where it is expected to generate future economic benefits. Amortisation is charged over its expected useful life once the project is completed.

#### **Foreign exchange**

Although the parent company is based in Norway, all transactions with the company for the year have been conducted in pounds sterling.

Other transactions in foreign currencies are translated into sterling at the rates 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**

Assets obtained under hire purchase contracts or finance leases are capitalised in the balance sheet. Those held under hire purchase contracts are depreciated over their estimated useful lives. Those held under finance leases are depreciated over their estimated useful lives or the lease term, whichever is the shorter.

The interest element of these obligations is charged to the profit and loss account over the relevant period. The capital element of the future payments is treated as a liability.

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.

**JOTUL (UK) LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS - continued  
FOR THE YEAR ENDED 31ST DECEMBER 2009**

**2 TURNOVER**

The turnover and profit before taxation are attributable to the one principal activity of the company

**3 STAFF COSTS**

	2009	2008
	£	£
Wages and salaries	461,217	477,271
Other pension costs	14,440	14,515
	<u>475,657</u>	<u>491,786</u>

The average monthly number of employees during the year was as follows

	2009	2008
Administration	6	6
Works	4	4
	<u>10</u>	<u>10</u>

**4 OPERATING PROFIT**

The operating profit is stated after charging

	2009	2008
	£	£
Hire of plant and machinery	1,596	1,588
Depreciation - owned assets	28,622	28,134
Auditors' remuneration	3,220	3,680
	<u>128,428</u>	<u>154,756</u>

The number of directors to whom retirement benefits were accruing was as follows

Money purchase schemes	<u>1</u>	<u>1</u>
------------------------	----------	----------

**5 INTEREST PAYABLE AND SIMILAR CHARGES**

	2009	2008
	£	£
Bank interest	4,204	25,080
Hire purchase interest	-	8
	<u>4,204</u>	<u>25,088</u>

# JOTUL (UK) LIMITED

## NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31ST DECEMBER 2009

### 6 TAXATION

#### Analysis of the tax charge

The tax charge on the profit on ordinary activities for the year was as follows

	2009 £	2008 £
Current tax		
UK corporation tax	62,803	63,919
Under/over provision	10,042	870
	<u>72,845</u>	<u>64,789</u>
Tax on profit on ordinary activities	<u>72,845</u>	<u>64,789</u>

#### Factors affecting the tax charge

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

	2009 £	2008 £
Profit on ordinary activities before tax	<u>225,561</u>	<u>213,365</u>
Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 28% (2008 - 30%)	63,157	64,010
Effects of Expenses not deductible for tax purposes in excess of depreciation	(354)	(91)
Under/over provision	<u>10,042</u>	<u>870</u>
Current tax charge	<u>72,845</u>	<u>64,789</u>

### 7 TANGIBLE FIXED ASSETS

	Improvements to property £	Plant and machinery £	Fixtures and fittings £	Exhibition costs £	Totals £
<b>COST</b>					
At 1st January 2009	36,601	87,979	81,386	17,450	223,416
Additions	16,845	10,346	4,707	-	31,898
	<u>53,446</u>	<u>98,325</u>	<u>86,093</u>	<u>17,450</u>	<u>255,314</u>
At 31st December 2009	53,446	98,325	86,093	17,450	255,314
<b>DEPRECIATION</b>					
At 1st January 2009	18,819	66,907	48,276	17,450	151,452
Charge for year	8,724	10,546	9,352	-	28,622
	<u>27,543</u>	<u>77,453</u>	<u>57,628</u>	<u>17,450</u>	<u>180,074</u>
At 31st December 2009	27,543	77,453	57,628	17,450	180,074
<b>NET BOOK VALUE</b>					
At 31st December 2009	<u>25,903</u>	<u>20,872</u>	<u>28,465</u>	<u>-</u>	<u>75,240</u>
At 31st December 2008	<u>17,782</u>	<u>21,072</u>	<u>33,110</u>	<u>-</u>	<u>71,964</u>

**JOTUL (UK) LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS - continued  
FOR THE YEAR ENDED 31ST DECEMBER 2009**

**8 STOCKS**

	2009	2008
	£	£
Stocks	291,871	513,794

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

	2009	2008
	£	£
Trade debtors	706,525	797,707
Amounts owed by group undertakings	2,192	2,192
Prepayments and accrued income	42,929	16,834
	<u>751,646</u>	<u>816,733</u>

**10 CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	2009	2008
	£	£
Bank loans and overdrafts (see note 11)	-	37,557
Trade creditors	599,792	838,526
Tax	62,803	64,025
Social security and other taxes	10,776	11,639
VAT	6,554	10,938
Other creditors	-	5,163
Accruals and deferred income	144,390	204,730
	<u>824,315</u>	<u>1,172,578</u>

**11 LOANS**

An analysis of the maturity of loans is given below

	2009	2008
	£	£
Amounts falling due within one year or on demand		
Bank overdrafts	-	37,557

**12 OPERATING LEASE COMMITMENTS**

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

	Land and buildings		Other operating leases	
	2009	2008	2009	2008
	£	£	£	£
Expiring				
Within one year	-	-	-	9,174
Between one and five years	51,252	51,252	-	-
	<u>51,252</u>	<u>51,252</u>	<u>-</u>	<u>9,174</u>

# JOTUL (UK) LIMITED

## NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31ST DECEMBER 2009

### 13 SECURED DEBTS

The following secured debts are included within creditors

	2009 £	2008 £
Bank overdraft	-	37,557

### 14 PROVISIONS FOR LIABILITIES

	2009 £	2008 £
Deferred tax	7,197	7,197

		Deferred tax £
Balance at 1st January 2009		7,197
Balance at 31st December 2009		7,197

### 15 CALLED UP SHARE CAPITAL

Allotted, issued and fully paid Number	Class	Nominal value £1	2009 £	2008 £
200,000	Ordinary		200,000	200,000

### 16 RESERVES

	Profit and loss account £
At 1st January 2009	190,300
Profit for the year	152,716
At 31st December 2009	343,016

### 17 PENSION COMMITMENTS

The company operates a defined contribution pension scheme. Assets of the scheme are held in an independently administered fund. Pension costs of £14,440 (2008 £14,515) were charged to the profit and loss account in the year. At the year end there were £4,750 (2008 £3,250) of outstanding pension contributions.

### 18 ULTIMATE PARENT COMPANY

The directors consider that the holding company is Jotul AS, a company registered in Norway.

# JOTUL (UK) LIMITED

## NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31ST DECEMBER 2009

### 19 RELATED PARTY DISCLOSURES

During the year the company traded with Jotul ASA, Scan Denmark, Jotul US and Jotul FRA

Transactions during the year in aggregate amounted to purchases and freight of £2,640,465 (2008 £2,649,837)

At the year end, invoices totalling £338,795 (2008 £253,408) were received from Jotul AS and Scan Denmark, in respect of group transfer pricing adjustments for the year

Balances outstanding at the year end amounted to £571,768 (2008 £784,242) (trade creditors), £2,192 (2008 £2,192), (amounts owed by group undertakings), and £8,776 (2008 £nil), (trade debtors)

### 20 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	2009	2008
	£	£
Profit for the financial year	152,716	148,576
<b>Net addition to shareholders' funds</b>	<b>152,716</b>	<b>148,576</b>
Opening shareholders' funds	390,300	241,724
<b>Closing shareholders' funds</b>	<b>543,016</b>	<b>390,300</b>