REGISTERED NUMBER: 04180002 (England and Wales)

ABBREVIATED ACCOUNTS

FOR THE YEAR ENDED 31 DECEMBER 2008

FOR

XTRALITE (ROOFLIGHTS) LIMITED

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COMPANY INFORMATION FOR THE YEAR ENDED 31 DECEMBER 2008

DIRECTORS:

R W Tweedy Mrs D Smith T E Steele T G Lee J Lowther D A Yeomans

SECRETARY:

Mrs D Smith

REGISTERED OFFICE:

C/O Hay & Kilner Solicitors

Cloth Market

Newcastle Upon Tyne

Tyne & Wear NEI 1EE

REGISTERED NUMBER:

04180002 (England and Wales)

AUDITORS:

Tildesley & Tonks Limited Chartered Accountants Registered Auditors Unit 8 Pendeford Place Pendeford Business Park

Wobaston Road Wolverhampton West Midlands WV9 5HD

BANKERS:

Natwest Bank Plc 1 St Philips Place Birmingham B3 2PP

SOLICITORS:

Hay & Kilner Solicitors

Cloth Market

Newcastle Upon Tyne

Tyne & Wear NE1 1EE

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 DECEMBER 2008

The directors present their report with the accounts of the company for the year ended 31 December 2008.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of the manufacture and installation of roof light and major glazing systems.

REVIEW OF BUSINESS

The final results for financial year 2008 are very good albeit slightly less than 2007.

Corporation tax for the year was significantly reduced due to a claim being made for tax relief on our research and development costs. This claim was put together by an independent expert in this field and is in keeping with a similar claim made in our previous financial year.

The new thermoforming machine which we had hoped to acquire in 2008 was not delivered and commissioned until early 2009 so the savings we anticipated due to the impact of this machine will not be seen in the accounts until the end of 2009. Commissioning was straight forward and the machine is now up and running problem free. During the course of 2008 the company also acquired a new double headed welding machine which along with thermoformer should impact well on the efficiency in the production department.

The introduction of new products in 2008, namely the smoke ventilation system and the nanogel system were well received in the industry and now make up a significant proportion of Xtralite's turnover.

During 2008 Xtralite achieved the ISO 14001 accreditation which is the new industry standard covering environmental issues.

All in all we are very happy with what has been achieved in 2008 and think the company is well placed to deal with any uncertainties which may occur in the current global uncertainty.

Financial Key Performance Indicators:

	2008	2007
	%	%
Sales growth	0.9	11.2
Gross margin	47.6	46.0
Operating margin	12.1	13.0
Net profit margin	12.2	13.1
Growth in net profit	(5.7)	46.9
Return on capital employed	49.1	63.9

DIVIDENDS

An interim dividend of £500 per share was paid on the 'A' Ordinary £1 shares on 7 April 2008. No dividends were paid on any other classes of shares.

The total distribution of dividends for the year ended 31 December 2008 will be £500,000.

DIRECTORS

The directors set out in the table below have held office during the whole of the period from 1 January 2008 to the date of this report unless otherwise stated.

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 DECEMBER 2008

DIRECTORS - continued

The beneficial interests of the directors holding office at 31 December 2008 in the shares of the company, according to the register of directors' interests, were as follows:

		1.1.08
		or date of
		appointment
	31.12.08	if later
'A' Ordinary shares of £1 each		
R W Tweedy	302	302
Mrs D Smith	260	260
T E Steele	219	219
T G Lee	219	219
J Lowther	-	-
D A Yeomans - appointed 3.10.08	-	-

These directors did not hold any non-beneficial interests in the shares of the company.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing 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). The financial statements are required by law to 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 estimates that are reasonable and prudent;
- 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 proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 1985. 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 234ZA of the Companies Act 1985) of which the company's auditors are unaware, and each director has taken all the steps that he or she ought to have taken as a director in order to make himself or herself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

AUDITORS

The auditors, Tildesley & Tonks Limited, will be proposed for re-appointment at the forthcoming Annual General Meeting.

ON BEHALF OF THE BOARD:

Mrs D Smith (Secretary

28 May 2009

REPORT OF THE INDEPENDENT AUDITORS TO XTRALITE (ROOFLIGHTS) LIMITED UNDER SECTION 247B OF THE COMPANIES ACT 1985

We have examined the abbreviated accounts set out on pages five to seventeen, together with the financial statements of Xtralite (Rooflights) Limited for the year ended 31 December 2008 prepared under Section 226 of the Companies Act 1985.

This report is made solely to the company, in accordance with Section 247B of the Companies Act 1985. Our work has been undertaken so that we might state to the company those matters we are required to state to it in a special 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, for our work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

The directors are responsible for preparing the abbreviated accounts in accordance with Section 246A of the Companies Act 1985. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts prepared in accordance with Section 246A(3) of the Act to the Registrar of Companies and whether the abbreviated accounts have been properly prepared in accordance with that provision and to report our opinion to you.

Basis of opinion

We conducted our work in accordance with Bulletin 2006/3 "The Special Auditor's Report on Abbreviated Accounts in the United Kingdom" issued by the Auditing Practices Board. In accordance with that Bulletin we have carried out the procedures we consider necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts are properly prepared.

Opinion

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with Section 246A(3) of the of the Companies Act 1985, and the abbreviated accounts have been properly prepared in accordance with that provision.

Tildesley & Tonks Limited

Chartered Accountants Registered Auditors

Unit 8 Pendeford Place

Pendeford Business Park

Wobaston Road

Wolverhampton

West Midlands

WV9 5HD

28 May 2009

ABBREVIATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2008

		2008	3	2007	•
GROSS PROFIT	Notes	£	£ 3,555,477	£	£ 3,392,363
Distribution costs Administrative expenses		978,489 1,680,334	2,658,823	915,860 1,520,790	2,436,650
OPERATING PROFIT	3		896,654		955,713
Interest receivable and similar income			22,149		13,776
			918,803		969,489
Interest payable and similar charges	4		14,198		9,572
PROFIT ON ORDINARY ACTIVITIE BEFORE TAXATION	S		904,605		959,917
Tax on profit on ordinary activities	5		156,165		294,410
PROFIT FOR THE FINANCIAL YEAR AFTER TAXATION	R		748,440		665,507

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.

ABBREVIATED BALANCE SHEET 31 DECEMBER 2008

	2008		3	2007	
	Notes	£	£	£	£
FIXED ASSETS					
Intangible assets	7		26,246		36,743
Tangible assets	8		491,184		486,743
			517,430		523,486
CURRENT ASSETS					
Stocks	9	438,900		437,857	
Debtors	10	1,319,575		1,367,677	
Cash at bank and in hand		782,932		371,011	
		2,541,407		2,176,545	
CREDITORS					
Amounts falling due within one year	11	1,232,948		1,198,677	
NET CURRENT ASSETS			1,308,459		977,868
TOTAL ASSETS LESS CURRENT LIABILITIES			1,825,889		1,501,354
CREDITORS Amounts falling due after more than one					(2.4.20.5)
year	12		(112,541)		(24,805)
PROVISIONS FOR LIABILITIES	15		(37,959)		(49,600)
NET ASSETS			1,675,389		1,426,949
CAPITAL AND RESERVES					
Called up share capital	16		1,000		1,000
Share premium	17		119,850		119,850
Capital redemption reserve	17		250		250
Profit and loss account	17		1,554,289		1,305,849
SHAREHOLDERS' FUNDS	18		1,675,389		1,426,949

These abbreviated accounts have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to medium-sized companies.

The financial statements were approved by the Board of Directors on 28 May 2009 and were signed on its behalf by:

11.10

R W Tweedy

- Director

Mrs D Smith - Director-

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2008

		2008		2007	
	Notes	£	£	£	£
Net cash inflow from operating activities	1		1,158,694		984,346
Returns on investments and servicing of finance	2		7,951		4,204
Taxation			(233,844)		(201,450)
Capital expenditure	2		(159,080)		(151,134)
Equity dividends paid			(500,000)		(400,000)
			273,721		235,966
Financing	2		138,200		(36,280)
Increase in cash in the period			411,921		199,686
Reconciliation of net cash flow	•			 -	
to movement in net funds	3				
Increase in cash in the period Cash (inflow)/outflow from (increase)/decrease in debt and lease		411,921		199,686	
financing		(129,382)		7,078	
Change in net funds resulting from cash flows			282,539		206,764
Movement in net funds in the period Net funds at 1 January			282,539 344,245		206,764 137,481
Net funds at 31 December			626,784		344,245

NOTES TO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2008

1. RECONCILIATION OF OPERATING PROFIT TO NET CASH INFLOW FROM OPERATING ACTIVITIES

2007
£
55,713
53,155
1,405
15,000)
13,644)
29,849
37,132)
84,346
1 13 29 37

2. ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THE CASH FLOW STATEMENT

008	2007 £
£	£
2 140	12 776
	13,776
	(3,990)
9,839)	(5,582)
7,951	4,204
9,080)	(154,384)
-	3,250
59,080)	(151,134)
9,000	-
19,619)	-
-	(7,078)
8,819	-
<u>-</u>	(29,202)
38,200	(36,280)
	£ 2,149 (4,339) (9,859) 7,951 (9,080) (9,080) (9,080) (9,619) 8,819

NOTES TO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2008

3. ANALYSIS OF CHANGES IN NET FUNDS

	At 1.1.08 £	Cash flow £	At 31.12.08 £
Net cash: Cash at bank and in hand	371,011	411,921	782,932
	371,011	411,921	782,932
Debt: Hire purchase	(26,766)	(129,382)	(156,148)
····· paremase	(26,766)	(129,382)	(156,148)
Total	<u>344,245</u>	282,539	626,784

NOTES TO THE ABBREVIATED ACCOUNTS

1. ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared under the historical cost convention.

Turnover

Turnover represents net invoiced sales of goods, excluding value added tax, except in respect of service contracts where turnover is recognised when the company obtains the right to consideration.

Goodwill

Goodwill, being the amount paid in connection with the acquisition of a business in 2001, is being amortised evenly over its estimated useful life of ten years.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life or, if held under a finance lease, over the lease term, whichever is the shorter.

Improvements to leasehold property

- 20% on cost

Plant and machinery

- 25% on reducing balance

Fixtures and fittings Motor vehicles - 20% on reducing balance

- 25% on reducing balance

Stocks and work in progress

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Deferred tax

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

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 two defined contribution pension schemes. The assets of the schemes are held separately from those of the company in independently administered funds. Contributions payable for the year are charged in the profit and loss account.

Grants receivable

Grants receivable in respect of capital expenditure are spread over the lifetimes of the assets to which they relate.

Revenue grants are recognised in the profit and loss account of the period in which they become receivable or if relevant to related expenditure, the grant will be recognised in the same period as the related expenditure.

NOTES TO THE ABBREVIATED ACCOUNTS

2. STAFF COSTS	2.	STAFF COSTS	
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3.

	2008	2007
Wages and salaries	£ 2,011,698	£ 2,010,916
Social security costs	216,841	215,166
Other pension costs	96,139	89,130
•		2,315,212
	2,324,678 ————	=======================================
The average monthly number of employees during the year was as follows:		
	2008	2007
Directors	5	5
Office and administration	19	15
Sales	9	8
Production	42	43
	75	71
	_	
OPERATING PROFIT		
The operating profit is stated after charging/(crediting):		
	2008	2007
	£	£
Machinery and equipment hire	15,098	19,861
Depreciation - owned assets	122,543	134,945
Depreciation - assets on hire purchase contracts	27,582	17,713
Loss on disposal of fixed assets	4,514	1,405
Goodwill amortisation	10,497	10,497
Auditors' remuneration	11,850	10,500
Other operating leases - land	85,916	86,045
Other operating leases - vehicles	56,197	46,123
Other operating leases - computer equipment	7,000	12,000
Government grants	(27,000)	(15,000)
Directors' emoluments	316,742	310,700
Directors' pension contributions to money purchase schemes	52,950	52,500
The number of directors to whom retirement benefits were accruing was as follow	/s:	
Money purchase schemes	5	5
Information regarding the highest paid director is as follows:		
	2008	2007
Emoluments etc	£ 84,400	£ 81,900
Pension contributions to money purchase schemes	12,000	12,000
		====

NOTES TO THE ABBREVIATED ACCOUNTS

4.	INTEREST	PAYABLE A	ND SIMILAR CHARGES
----	----------	-----------	--------------------

	2008	2007
	£	£
Bank interest	4,339	3,990
Hire purchase	9,859	5,582
	14,198	9,572
		====

5. TAXATION

Analysis of the tax charge

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

2008	2007 £
T.	2
233,400	299,440
(65,594)	
167,806	299,440
(11,641)	(5,030)
156,165	294,410
	£ 233,400 (65,594) 167,806 (11,641)

UK corporation tax has been charged at 27.07% (2007 - 28.86%).

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:

		2008 £	2007 £
	Profit on ordinary activities before tax	904,605	959,917
	Profit on ordinary activities		
	multiplied by the standard rate of corporation tax		
	in the UK of 28% (2007 - 30%)	253,289	287,975
	Effects of:		
	Expenses not deductible for tax purposes	14,239	12,525
	Capital allowances for period in excess of depreciation	8,845	10,782
	Change in standard rate of Corporation Tax and Marginal Relief	(5,025)	(11,842)
	R & D Tax Relief	(103,542)	-
	Current tax charge	167,806	299,440
6.	DIVIDENDS		
		2008	2007
		£	£
	'A' Ordinary shares of £1 each		
	Interim	500,000	400,000
			

NOTES TO THE ABBREVIATED ACCOUNTS

7.

At 31 December 2008

NET BOOK VALUE At 31 December 2008

At 31 December 2007

8.

INTANGIBLE FIXED ASS	SETS				Coodwill
					Goodwill £
COST					
At 1 January 2008					104,974
and 31 December 2008					104,974
AMORTISATION					
At 1 January 2008					68,231
Amortisation for year					10,497 ————
At 31 December 2008					78,728
NET BOOK VALUE					26.246
At 31 December 2008					26,246 ====
At 31 December 2007					36,743
TANGIBLE FIXED ASSET	ΓS				
	Improvements				
	to		Fixtures		
	leasehold	Plant and	and	Motor vehicles	Totals
	property £	machinery £	fittings £	£	£
COST	~	~	~	~	
At 1 January 2008	57,685	797,388	365,797	39,985	1,260,855
Additions	3,568	130,243	25,269	(0.150)	159,080
Disposals				(9,172)	(9,172)
At 31 December 2008	61,253	927,631	391,066	30,813	1,410,763
					
DEPRECIATION	20 517	402.022	220 040	12 722	774 112
At 1 January 2008 Charge for year	38,517 7,939	493,033 103,833	228,840 31,787	13,722 6,566	774,112 150,125
Eliminated on disposal	1,737	103,033	31,707	(4,658)	(4,658)
Diaminated on disposal				(.,555)	

596,866

330,765

304,355

260,627

130,439

136,957

15,630

15,183

26,263

46,456

14,797

19,168

919,579

491,184

486,743

NOTES TO THE ABBREVIATED ACCOUNTS

8. TANGIBLE FIXED ASSETS - continued

	Fixed assets, included in the above, which are held under hire p		are as follows:	
		Plant and	Motor	
		machinery	vehicles	Totals
		£	£	£
	COST			
	At 1 January 2008	118,495	24,203	142,698
	Transfer to ownership	(90,495)	-	(90,495)
	Reclassification/transfer	179,000		179,000 ———
	At 31 December 2008	207,000	24,203	231,203
	DEPRECIATION			
	At 1 January 2008	88,161	6,051	94,212
	Charge for year	23,044	4,538	27,582
	Transfer to ownership	(69,020)	-	(69,020)
	Reclassification/transfer	95,681	-	95,681
	At 31 December 2008	137,866	10,589	148,455
	NET BOOK VALUE			
	At 31 December 2008	69,134	13,614	82,748
	At 31 December 2007	30,334	18,152	48,486
	At 31 December 2007	=====	=====	====
9.	STOCKS			
			2008	2007
			£	£
	Stock and work in progress		438,900	437,857
10	DEPTODE. AMOUNTS SALLING DUS WITHIN ONE VI	EAD		
10.	DEBTORS: AMOUNTS FALLING DUE WITHIN ONE Y	LAK	2008	2007
			£	£
	Trade debtors		903,218	1,009,997
	Amounts recoverable on contracts		334,550	332,503
	Other debtors		67,102	3,853
	Directors' current accounts		584	9,403
	Prepayments		14,121	11,921
			1,319,575	1,367,677
11.	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE	YEAR		
			2008	2007
			£	£
	Hire purchase contracts (see note 13)		43,607	16,961
	Trade creditors		542,993	513,847
	Corporation tax		233,402	299,440
	Social security and other taxes		80,396	72,878
	VAT		152,257	136,901
	Directors' current accounts		936	936
	Other creditors and accruals		164,357	142,714
	Deferred government grants		15,000	15,000
			1,232,948	1,198,677
				======

NOTES TO THE ABBREVIATED ACCOUNTS

12.	CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE
	YEAR

	2008 £	2007 £
Hire purchase contracts (see note 13)	112,541	9,805
Deferred government grants		15,000
	112,541	24,805
		

13. OBLIGATIONS UNDER HIRE PURCHASE CONTRACTS AND LEASES

	Hire	
	purchase	
	contracts	
	2008	2007
	£	£
Net obligations repayable:		
Within one year	43,607	16,961
Between one and five years	112,541	9,805
	156,148	26,766

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

	Land and buildings		Other operating leases	
	2008 £	2007 £	2008 £	2007 £
Expiring: Within one year	21,000	21,000	1,781	12,355
Between one and five years	-	-	45,659	48,417
In more than five years	65,045	65,045		
	86,045	86,045	47,440	60,772

14. SECURED DEBTS

The following secured debts are included within creditors:

	2008	2007
	£	£
Hire purchase contracts	156,148	26,766
		

Hire purchase contracts are secured on the assets to which they relate.

15. PROVISIONS FOR LIABILITIES

	2008	2007
	£	£
Deferred tax	37,959	49,600

NOTES TO THE ABBREVIATED ACCOUNTS

15. PROVISIONS FOR LIABILITIES - continued

		anuary 2008 ning difference December 2008				Deferred tax £ 49,600 (11,641) 37,959
16.	CALLED UP	SHARE CAPITAL				
	Authorised:					
	Number:	Class:		Nominal value:	2008 £	2007 £
	1,000	'A' Ordinary		£1	1,000	1,000
	150	'B' Ordinary		£1	150	150
	100	Employee		£1	100	100
					1,250	1,250
					====	====
	Allotted, issue	ed and fully paid:				
	Number:	Class:		Nominal	2008	2007
	1.000	IALOudin		value:	£	£
	1,000	'A' Ordinary		£1	1,000	1,000
17.	RESERVES					
• • •	NESERVES		Profit		Capital	
			and loss	Share	redemption	
			account	premium	reserve	Totals
			£	£	£	£
	At 1 January 2	2008	1,305,849	119,850	250	1,425,949
	Profit for the y	year	748,440			748,440
	Dividends		(500,000)			(500,000)
	At 31 Decemb	per 2008	1,554,289	119,850	250	1,674,389

18. RELATED PARTY DISCLOSURES

The shareholdings of the directors are disclosed in the directors report. The directors control 100% of the issued 'A' ordinary shares in the company. There was no ultimate controlling individual during the period.

At 31 December 2008, Mr R Tweedy owed the company £21 (2007: £8,840), Mrs D Smith owed the company £563 (2007: £563) and the company owed Mr T G Lee £936 (2007: £936) in respect of their directors' loan accounts. These loans were provided on interest free terms.

The company operates from premises which are owned by the directors' retirement benefit scheme. During the year a rent charge of £65,045 (2007: £65,045) was made for the provision of the facility.

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NOTES TO THE ABBREVIATED ACCOUNTS

18. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	2008	2007
	£	£
Profit for the financial year	748,440	665,507
Dividends	(500,000)	(400,000)
Net addition to shareholders' funds	248,440	265,507
Opening shareholders' funds	1,426,949	1,161,442
Closing shareholders' funds	1,675,389	1,426,949