Group Strategic Report, Report of the Directors and

**Consolidated Financial Statements** 

for the Year Ended 31st December 2013

for

THE INSERT HOUSE LIMITED



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### THE INSERT HOUSE LIMITED

# Company Information for the year ended 31st December 2013

**DIRECTORS:** J Lewcock

M Woolley M Lewcock G Whyte P Jones J Moss E Parkus

SECRETARY: M Lewcock

**REGISTERED OFFICE:** 30 Tower View

Kings Hill West Malling

Kent

ME19 4UY

**REGISTERED NUMBER:** 04604217 (England and Wales)

AUDITORS: Simpson Wreford & Partners

Chartered Accountants & Statutory Auditors

Suffolk House George Street Croydon Surrey CR0 0YN

## Group Strategic Report for the year ended 31st December 2013

The directors present their strategic report of the company and the group for the year ended 31st December 2013.

#### **REVIEW OF BUSINESS**

The directors are pleased to report that the 2013 trading showed continued improvement on 2012, with gross profit up from £3.5m to £4m, and after excluding an impairment charge of £0.6m, net profit before tax up from £0.9m to £1.2m.

At 31st December 2013, the group's net assets stood at £3.3m, up from £3.2m at the end of 2012. The group has continued to meet all of its trading obligations.

The group's activities in the year continued to be derived from the sale of advertising inserts and other advertising services. In addition the group acquired 75% of the voting shares in Bluecrest Health Screening Limited, a company specialising in the provision of health screening services. Whilst the results for the newly acquired business were disappointing, requiring a full impairment of the goodwill of £0.6m acquired, the directors are hopeful of improved results in future trading years. The directors would like to acknowledge the valued contribution made again by our excellent staff.

#### ON BEHALF OF THE BOARD:

J Moss - Director

30th June 2014

## Report of the Directors for the year ended 31st December 2013

The directors present their report with the financial statements of the company and the group for the year ended 31st December 2013.

#### PRINCIPAL ACTIVITY

The principal activity of the group in the year under review was that of the sale of advertising inserts and associated products and services, and the provision of health screening services.

The group companies are as follows:-

The Insert House Limited - sale of advertising inserts and associated products and services Bluecrest Health Screening Limited - provision of health screening services

Blucrest Health Screening Limited was acquired on the 1st July 2013.

#### DIVIDENDS

An interim dividend of 14.47p per share on the Ordinary 1p shares was paid during the year. The directors recommend that no final dividend be paid on these shares.

No interim dividend was paid on the Ordinary A 1p shares. The directors recommend that no final dividend be paid on these shares.

The total distribution of dividends for the year ended 31st December 2013 will be £207,328.

#### **DIRECTORS**

The directors shown below have held office during the whole of the period from 1st January 2013 to the date of this report.

J Lewcock

M Woolley

M Lewcock

G Whyte

P Jones

Other changes in directors holding office are as follows:

J Moss - appointed 16th November 2013 E Parkus - appointed 16th November 2013

### POLITICAL DONATIONS AND EXPENDITURE

During the year, the group made a charitable contribution of £55,156 towards one of Virgin Unite's initiatives, the Branson Centre of Entrepreneurship, South Africa.

#### FINANCIAL RISK MANAGEMENT

The company has a policy of retaining sufficient reserves to fund working capital and planned sustainable growth. With no external funding, the company has limited its exposure to financial risks to just credit risk and liquidity risk.

#### Credit risk

The company has policies and procedures that require appropriate credit checks to be undertaken on potential customers before sales are made. In addition, appropriate credit insurance covers all major clients. The level of exposure to individual customers is subject to regular review by the directors.

#### Liquidity risk

The company maintains significant cash balances to ensure that it has sufficient available liquid funds for operations and for continued planned expansion. The company is liable to its bankers in respect of overdrafts and loans operated by them and ensure that sufficient working capital is available to cover scheduled payments required under the terms of the funding.

## Report of the Directors for the year ended 31st December 2013

#### 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 the group and of the profit or loss of the group 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;
- 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 and the group's transactions and disclose with reasonable accuracy at any time the financial position of the company and the group 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 the group 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 group'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 group's auditors are aware of that information.

### **AUDITORS**

The auditors, Simpson Wreford & Partners, will be proposed for re-appointment at the forthcoming Annual General Meeting.

ON BEHALF OF THE BOARD:

J Moss - Director

30th June 2014

#### Report of the Independent Auditors to the Members of The Insert House Limited

We have audited the financial statements of The Insert House Limited for the year ended 31st December 2013 on pages seven to twenty four. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally 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 four, 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 group's and the parent 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 Group 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 group's and of the parent company's affairs as at 31st December 2013 and of the group's 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 Group 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.

### Report of the Independent Auditors to the Members of The Insert House Limited

## 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 by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company 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.

Simpson Wreford + Partagent Alasdair Weaks (Senior Statutory Auditor)

for and on behalf of Simpson Wreford & Partners

Chartered Accountants & Statutory Auditors

Suffolk House

George Street

Croydon

Surrey

CR0 0YN

30th June 2014

# Consolidated Profit and Loss Account for the year ended 31st December 2013

		31.12	.13	31.12	.12
	Notes	£	£	£	£
TURNOVER Continuing operations Acquisitions		24,217,380 2,758,696	26,976,076	26,795,338	26,795,338
		26,976,076	•	26,795,338	
Cost of sales	2		22,933,190		23,286,260
GROSS PROFIT	2		4,042,886		3,509,078
Net operating expenses	2		3,463,804		2,580,350
OPERATING PROFIT Continuing operations Acquisitions	4	1,412,075 (832,993)	579,082	928,728	928,728
		579,082		928,728	
Interest receivable and similar income			6,272		5,937
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION			585,354		934,665
Tax on profit on ordinary activities	6		305,088		250,703
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION			280,266		683,962
Minority interest - equity			(45,941)		
RETAINED PROFIT FOR THE GROU CARRIED FORWARD	P		326,207		683,962

## TOTAL RECOGNISED GAINS AND LOSSES

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

## Consolidated Balance Sheet 31st December 2013

		31.12	.13	31.12	.12
	Notes	£	£	£	£
FIXED ASSETS					
Intangible assets	9		-		
Tangible assets	10		3,308,268		57,587
Investments	11		<u>-</u>		
			3,308,268		57,587
CURRENT ASSETS					
Debtors	12	8,919,335		6,680,844	
Cash at bank		200,989		3,113,665	
		9,120,324		9,794,509	
CREDITORS	13	0.060.552		6,684,833	
Amounts falling due within one year	13	8,068,553		<del></del>	
NET CURRENT ASSETS			1,051,771		3,109,676
TOTAL ASSETS LESS CURRENT LIABILITIES			4,360,039		3,167,263
CREDITORS					
Amounts falling due after more than one year	14		(1,334,928)		-
PROVISIONS FOR LIABILITIES	18		(10,142)		(10,142)
MINORITY INTERESTS	19		262,249		-
NET ASSETS			3,277,218		3,157,121
CAPITAL AND RESERVES					
Called up share capital	20		15,545	•	14,327
Profit and loss account	21		3,261,673		3,142,794
SHAREHOLDERS' FUNDS	24		3,277,218		3,157,121

The financial statements were approved by the Board of Directors on 30th June 2014 and were signed on its behalf by:

J Moss - Director

# Company Balance Sheet 31st December 2013

		31.12	.13	31.12.	12
	Notes	£	£	£	£
FIXED ASSETS					
Intangible assets	9 10		3,211,062		57,587
Tangible assets Investments	10		5,211,062		37,367
nivestments	11				
			3,211,130		57,587
CURRENT ASSETS					
Debtors	12	8,516,905		6,680,844	
Cash at bank		200,989		3,113,665	
		8,717,894		9,794,509	
CREDITORS	12	6 510 022		6 604 022	
Amounts falling due within one year	13	6,519,922		6,684,833	
NET CURRENT ASSETS			2,197,972		3,109,676
TOTAL ASSETS LESS CURRENT LIABILITIES			5,409,102		3,167,263
CREDITORS					
Amounts falling due after more than one	• •		(1.004.000)		
year	14		(1,334,928)		-
PROVISIONS FOR LIABILITIES	18		(10,142)		(10,142)
NET ASSETS			4,064,032		3,157,121
NEI AGGEIG			=======================================		=====
CAPITAL AND RESERVES					
Called up share capital	20		15,545		14,327
Profit and loss account	21		4,048,487		3,142,794
			<del></del>		<del></del>
SHAREHOLDERS' FUNDS	24		4,064,032		3,157,121

The financial statements were approved by the Board of Directors on 30th June 2014 and were signed on its behalf by:

J Moss - Director

# Consolidated Cash Flow Statement for the year ended 31st December 2013

		31.12.	13	31.12.	12
	Notes	£	£	£	£
Net cash (outflow)/inflow from operating activities	1		(961,689)		1,950,255
from operating activities	1	,	(901,009)		1,930,233
Returns on investments and					
servicing of finance	2		6,272		5,937
Taxation			(374,126)		(20,754)
Capital expenditure	2		(3,175,474)		(27,405)
Acquisitions and disposals	2		7,867		-
Equity dividends paid			(207,328)		(91,800)
			(4,704,478)		1,816,233
Financing	2		1,528,971		9,840
(Decrease)/increase in cash in the period			(3,175,507)		1,826,073
Reconciliation of net cash flow to movement in net funds	3				
(Decrease)/increase					
in cash in the period		(3,175,507)		1,826,073	
Cash inflow from increase in debt		(1,512,988)			
Change in net funds resulting					
from cash flows			(4,688,495)		1,826,073
Movement in net funds in the period			(4,688,495)		1,826,073
Net funds at 1st January			3,113,665		1,287,592
Net (debt)/funds at 31st December			(1,574,830)		3,113,665

# Notes to the Consolidated Cash Flow Statement for the year ended 31st December 2013

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

		31.12.13 £	31.12.12 £
	Operating profit	579,082	928,728
	Depreciation charges	60,924	29,078
	Profit on disposal of fixed assets	(229)	(201)
	Impairment of goodwill	648,992	(201)
	Increase in debtors	(1,832,608)	(65,737)
	(Decrease)/increase in creditors	(417,850)	1,058,387
	Net cash (outflow)/inflow from operating activities	(961,689)	1,950,255
2.	ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THE CA	SH FLOW STATE	MENT
		31.12.13	31.12.12
		£	£
	Returns on investments and servicing of finance		
	Interest received	6,272	5,937
	Net cash inflow for returns on investments and servicing of finance	6,272	5,937
	Capital expenditure		
	Purchase of tangible fixed assets	(3,191,544)	(27,606)
	Sale of tangible fixed assets	16,070	201
	Net cash outflow for capital expenditure	(3,175,474)	(27,405)
	Acquisitions and disposals		
	Cash acquired on purchase of subsidiary	7,867	_
	Cash acquired on parchase of substantity	7,007	
	Net cash inflow for acquisitions and disposals	7,867	-
		<del></del>	===
	Financing		
	New loans in year	1,512,988	-
	Amount introduced by directors	14,765	9,840
	Share issue	1,218	
	Net cash inflow from financing	1,528,971	9,840

# Notes to the Consolidated Cash Flow Statement for the year ended 31st December 2013

## 3. ANALYSIS OF CHANGES IN NET FUNDS

			At
	At 1.1.13	Cash flow	31.12.13
N 1	£	£	£
Net cash: Cash at bank	3,113,665	(2,912,676)	200,989
Bank overdraft	<u> </u>	(262,831)	(262,831)
	3,113,665	(3,175,507)	(61,842)
Debt:			
Debts falling due within one year Debts falling due	-	(178,060)	(178,060)
after one year		(1,334,928)	(1,334,928)
		(1,512,988)	(1,512,988)
Total	3,113,665	(4,688,495)	(1,574,830)

## Notes to the Consolidated Financial Statements for the year ended 31st December 2013

#### 1. ACCOUNTING POLICIES

#### Accounting convention

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

#### **Basis of preparation**

The group continues to provide advertising services, as well as health screening services in the current year. Activity is in line with forecast, trading profitably in the current year. The directors monitor cash flow on a regular basis and believe that the business has sufficient resources for the foreseeable future. As a result, the going concern basis of accounting has been adopted.

The consolidated profit and loss account and balance sheet include the financial statements of the company and subsidiary undertaking made up to 31 December 2013. The results of the subsidiary acquired are included in the profit and loss account from the date control passes. Intra-group sales and profits are eliminated fully on consolidation.

#### Turnover

Turnover represents net invoiced sales of advertising inserts and associated products and services that have been inserted in publications, and invoiced sales of health screening services which have been provided during the year.

#### Goodwill

Goodwill, being the amount paid in connection with the acquisition of a business in 2013, is being amortised evenly over its estimated useful life of five years.

#### Tangible fixed assets

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

Freehold property - 2% on cost
Plant and machinery - 33% on cost
Fixtures and fittings - 25% on cost
Computer equipment - 33% on cost

#### 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.

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

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# Notes to the Consolidated Financial Statements - continued for the year ended 31st December 2013

## 2. ANALYSIS OF OPERATIONS

3.

ANALYSIS OF OPERATIONS			
	Continuing	31.12.13 Acquisitions	Total
Cost of sales	£ 20,536,710	£ 2,396,480	£ 22,933,190 ======
Gross profit	3,680,670	362,216	4,042,886
Net operating expenses:			
Administrative expenses Other operating income	2,294,264 (25,669)	1,195,209	3,489,473 (25,669)
	2,268,595	1,195,209	3,463,804
	Continuing £	31.12.12 Acquisitions £	Total £
Cost of sales	23,286,260	<del>-</del>	23,286,260
Gross profit	3,509,078	-	3,509,078
Net operating expenses:			
Administrative expenses Other operating income	2,577,687 2,663	-	2,577,687 2,663
	2,580,350		2,580,350
STAFF COSTS		31.12.13	31.12.12
Wages and salaries Social security costs Other pension costs		£ 1,877,650 192,508 155,244	£ 1,408,203 220,439 393,293
		2,225,402	2,021,935
The average monthly number of employees during the year	r was as follows:	31.12.13	31.12.12
Selling Administration Health screening professionals		26 28 10 ———	25 13 ———————————————————————————————————
		===	, ===

## Notes to the Consolidated Financial Statements - continued for the year ended 31st December 2013

## 4. **OPERATING PROFIT**

The operating profit is stated after charging/(crediting):

	31.12.13	31.12.12
	£	£
Other operating leases	97,861	70,589
Depreciation - owned assets	60,925	29,078
Profit on disposal of fixed assets	(229)	(201)
Auditors' remuneration	8,915	22,250
Foreign exchange differences	(25,669)	2,663
	***************************************	
Directors' remuneration	598,991	655,078
Directors' pension contributions to money purchase schemes	50,000	149,975
• .		===
Information regarding the highest paid director is as follows:		
	31.12.13	31.12.12
	£	£
Emoluments etc	170,000	335,000
Pension contributions to money purchase schemes	50,000	50,000

## 5. EXCEPTIONAL ITEMS

Included in administrative expenses is an impairment charge of £648,992, in respect of the goodwill acquired with the share acquisition of Bluecrest Health Screening Limited.

## 6. TAXATION

### Analysis of the tax charge

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

The tax energe on the profit on oraniary derivates for the year was as follows:	31.12.13 £	31.12.12 £
Current tax: UK corporation tax	305,088	248,339
Deferred tax	-	2,364
Tax on profit on ordinary activities	305,088	250,703

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## Notes to the Consolidated Financial Statements - continued for the year ended 31st December 2013

#### 6. TAXATION - continued

#### 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:

Due fit on audinamy activities hafers toy	31.12.13 £ 585,354	31.12.12 £ 934,665
Profit on ordinary activities before tax	<del></del>	======
Profit on ordinary activities		
multiplied by the standard rate of corporation tax		
in the UK of 23.250% (2012 - 25.500%)	136,095	238,340
Effects of:		
Expenses not deductible for tax purposes	167,734	11,721
Capital allowances in excess of depreciation	-	(1,722)
Depreciation in excess of capital allowances	1,259	-
Current tax charge	305,088	248,339

#### Factors that may affect future tax charges

During the year, the UK main rate of Corporation Tax was reduced from 24% to 23% effective from 1 April 2013.

The Government have announced that the CT main rate will be reduced to 21% for the Financial Year beginning 1 April 2014. This measure announces that from 1 April 2015, the CT main rate for non-ring fenced profits will be further reduced and unified with the small profits rate (SPR). The new unified CT main rate will be set at 20%

Deferred tax liabilities have not been discounted.

#### 7. PROFIT OF PARENT COMPANY

As permitted by Section 408 of the Companies Act 2006, the profit and loss account of the parent company is not presented as part of these financial statements. The parent company's profit for the financial year was £1,113,021 (2012 - £683,962).

#### 8. **DIVIDENDS**

	31.12.13 £	31.12.12 £
Ordinary shares of 1p each Interim	207,328	91,800

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# Notes to the Consolidated Financial Statements - continued for the year ended 31st December 2013

## 9. INTANGIBLE FIXED ASSETS

#### Group

	£
COST Additions	648,992
Impairments	(648,992)
At 31st December 2013	-
NET BOOK VALUE	
At 31st December 2013	-

Goodwill arising during the year relates to the acquisition of a 75% shareholding in Bluecrest Health Screening Limited. Further details are given in note 25 of how this goodwill arose.

The directors consider that goodwill was fully impaired at the year end.

### 10. TANGIBLE FIXED ASSETS

### Group

Stoup			Fixtures		
	Freehold property £	Plant and machinery £	and fittings £	Computer equipment £	Totals £
COST					
At 1st January 2013	-	-	71,398	119,648	191,046
Additions	3,158,037	-	4,923	28,584	3,191,544
Disposals	-	(15,841)	-	-	(15,841)
Acquisitions	-	75,407	8,721	86,654	170,782
At 31st December 2013	3,158,037	59,566	85,042	234,886	3,537,531
DEPRECIATION					
At 1st January 2013	-	-	41,282	92,177	133,459
Charge for year	-	8,608	15,673	36,644	60,925
Acquisitions		9,419	1,579	23,881	34,879
At 31st December 2013	-	18,027	58,534	152,702	229,263
NET BOOK VALUE					
At 31st December 2013	3,158,037	41,539	26,508	82,184	3,308,268
At 31st December 2012		-	30,116	27,471	57,587

Acquisitions above reflect the opening position of assets acquired by the group on acquisition of Bluecrest Health Screening Limited.

# Notes to the Consolidated Financial Statements - continued for the year ended 31st December 2013

## 10. TANGIBLE FIXED ASSETS - continued

Company		T' .		
	Freehold property £	Fixtures and fittings £	Computer equipment £	Totals
COST				
At 1st January 2013	-	71,398	119,648	191,046
Additions	3,158,037	4,922	26,841	3,189,800
At 31st December 2013	3,158,037	76,320	146,489	3,380,846
DEPRECIATION				
At 1st January 2013	-	41,282	92,177	133,459
Charge for year	<del>-</del>	14,360	21,965	36,325
At 31st December 2013		55,642	114,142	169,784
NET BOOK VALUE				
At 31st December 2013	3,158,037	20,678	32,347	3,211,062
At 31st December 2012		30,116	27,471	57,587

## 11. FIXED ASSET INVESTMENTS

## Company

·	Shares in group undertakings £
COST Additions	68
At 31st December 2013	68
NET BOOK VALUE At 31st December 2013	68

## Notes to the Consolidated Financial Statements - continued for the year ended 31st December 2013

#### 11. FIXED ASSET INVESTMENTS - continued

The group or the company's investments at the balance sheet date in the share capital of companies include the following:

### **Subsidiary**

## **Bluecrest Health Screening Limited**

Nature of business: Health Screening Services

Class of shares: holding Ordinary 75.00

Aggregate capital and reserves (1,049,085)
Loss for the year (183,763)

On 1 July 2013 the company acquired a 75% stake in Bluecrest Health Screening Limited for £68.

The above results are for the six month period ended 31 December 2013.

### 12. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group		Company	
	31.12.13	31.12.12	31.12.13	31.12.12
	£	£	£	£
Trade debtors	6,034,559	6,174,810	6,034,559	6,174,810
Other debtors	2,167,659	434,203	1,965,404	434,203
VAT	405,464	-	405,464	-
Called up share capital not paid	22	-	-	-
Prepayments and accrued income	311,631	71,831	111,478	71,831
	8,919,335	6,680,844	8,516,905	6,680,844

### 13. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group		Company	
	31.12.13	31.12.12	31.12.13	31.12.12
	£	£	£	£
Bank loans and overdrafts (see note 15)	440,891	-	445,901	-
Trade creditors	6,103,274	5,441,119	4,808,770	5,441,119
Tax	180,087	249,125	180,087	249,125
Social security and other taxes	122,341	129,475	122,341	129,475
VAT	-	196,941	-	196,941
Other creditors	203,633	96,655	203,633	96,655
Directors' loan accounts	33,572	8,807	23,572	8,807
Accruals and deferred income	984,755	562,711	735,618	562,711
	8,068,553	6,684,833	6,519,922	6,684,833

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## Notes to the Consolidated Financial Statements - continued for the year ended 31st December 2013

## 14. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	Group		Company	
	31.12.13	31.12.12	31.12.13	31.12.12
	£	£	£	£
Bank loans (see note 15)	1,334,928	-	1,334,928	-
	<del></del>			

## 15. LOANS

An analysis of the maturity of loans is given below:

	Gı	roup	Con	ipany
	31.12.13	31.12.12	31.12.13	31.12.12
Amounta falling due within one weer or on	£	£	£	£
Amounts falling due within one year or on demand:				
Bank overdrafts	262,831	-	267,841	-
Bank loans	178,060	-	178,060	-
	440,891	-	445,901	-
Amounts falling due between one and two years:				
Bank loans - 1-2 years	178,060	_	178,060	-
	====			
Amounts falling due between two and five years:				
Bank loans - 2-5 years	1,156,868		1,156,868	

## 16. OPERATING LEASE COMMITMENTS

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

### Company

	Land and	Land and buildings	
	31.12.13	31.12.12	
	£	£	
Expiring:			
Between one and five years	88,500	88,500	
	<del></del>		

## 17. SECURED DEBTS

The following secured debts are included within creditors:

	Com	pany
	31.12.13	31.12.12
Bank overdraft	£	£
	267,841	-
Bank loans	1,512,988	-
	1,780,829	-

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## Notes to the Consolidated Financial Statements - continued for the year ended 31st December 2013

#### 18. **PROVISIONS FOR LIABILITIES**

	Gre	oup	Comp	pany
	31.12.13 £	31.12.12 £	31.12.13 £	31.12.12 £
Deferred tax	10,142	10,142	10,142	10,142
Group				
				Deferred tax £
Balance at 1st January 2013				10,142
Balance at 31st December 2013				10,142
Company				
Company				Deferred tax £
Balance at 1st January 2013 Charge to the profit and loss				10,142
Balance at 31st December 2013				10,142

#### 19. **MINORITY INTERESTS**

The minority interest of £262,249 represents a minority shareholder's share of the net liabilities in a subsidiary company that was acquired in the year.

#### 20. **CALLED UP SHARE CAPITAL**

Allotted, issu	ed and fully paid:			
Number:	Class:	Nominal	31.12.13	31.12.12
		value:	£	£
1,432,713	Ordinary	1 <b>p</b>	14,327	14,327
121,781	Ordinary A	1 <b>p</b>	1,218	-

15,545 14,327

121,781 Ordinary A shares of 1p each were allotted and fully paid for cash at par during the year.

#### 21. **RESERVES**

Group
-------

	Profit and loss account £
At 1st January 2013 Profit for the year Dividends	3,142,794 326,207 (207,328)
At 31st December 2013	3,261,673

## Notes to the Consolidated Financial Statements - continued for the year ended 31st December 2013

#### 21. RESERVES - continued

#### Company

• •	Profit and loss account £
At 1st January 2013	3,142,794
Profit for the year	1,113,021
Dividends	(207,328)
At 31st December 2013	4,048,487

#### 22. DIRECTORS' ADVANCES, CREDITS AND GUARANTEES

The following advances and credits to a director subsisted during the years ended 31st December 2013 and 31st December 2012:

	31.12.13	31.12.12
	£	t
J Lewcock		
Balance outstanding at start of year	(8,807)	1,032
Amounts advanced	(14,765)	(9,839)
Amounts repaid	-	-
Balance outstanding at end of year	(23,572)	(8,807)

#### 23. RELATED PARTY DISCLOSURES

## **Catalist DM Limited**

A company under common control

During the year the group recharged expenses of £415,711 (2012 - £250,930), made sales of £456,321 (2012 - £361,631) and made purchases of £3,316,098 (2012 - £3,209,197) in respect of Catalist DM Limited.

At the balance sheet date a debit balance of £335,002 remained outstanding from Catalist DM Limited and is included in note 12 of the accounts within other debtors. Trading balances of £253,877 (2012 - £132,483) and £1,522,395 (2012 - £689,912) due from and to Catalist DM Limited are included in trade debtors and trade creditors respectively.

#### The Digital House (UK) Limited

A company under common control

During the year the group recharged expenses of £164,176 (2012 - £56,796) and made sales of £24,571 (2012 - £210,000) and made purchases of £2,324 (2012 - £Nil) in respect of The Digital House (UK) Limited.

At the balance sheet date a balance of £64,319 (2012: £31,975) remained outstanding from The Digital House (UK) Limited and is included within other debtors in note 12 to the accounts. Trading balances of £31,165 (2012 - £244,320) and £9,170 (2012 - £Nil) due from and to The Digital House (UK) Limited are included in trade debtors and trade creditors respectively.

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## Notes to the Consolidated Financial Statements - continued for the year ended 31st December 2013

#### 23. RELATED PARTY DISCLOSURES - continued

#### The Broadcast House Limited

A company under common control

During the year the group recharged expenses of £292,513 (2012 - £129,518) and made sales of £218,031 (2012-£242,400) and made purchases of £2,986 (2012 - £Nil) in respect of The Broadcast House Limited.

At the balance sheet date a balance of £1,090,192 (2012- £202,340) remained outstanding from The Broadcast House Limited and is included within other debtors in note 12 to the accounts. Trading balances of £343,237 (2012 - £102,000) and £24,638 (2012 - £Nil) due from and to The Broadcast House Limited are included in trade debtors and trade creditors respectively.

#### The Press House

A company under common control

During the year the group recharged expenses of £320,817 (2012 - £279,501) and made sales of £322,997 (2012 - £154,000) and purchases of £209,225 (2012 - £Nil) in respect of The Press House Limited.

At the balance sheet date a balance of £9,761(2012- £742) remained outstanding to Press House Limited and is included within other creditors in note 13 to the accounts. Trading balances of £448,582 (2012 - £285,600) and £365,659 is due from and to The Press House Limited are included in trade debtors. and trade creditors respectively.

#### The Mobile House

A company under common control

During the year the group made sales of £33,500 (2012 - £Nil) and purchases of £6,325 (2012 - £Nil) in respect of The Mobile House Limited.

At the balance sheet date a balance of £76,893 (2012 - £Nil) remained outstanding from The Mobile House Limited and is included within other debtors in note 11 to the accounts.

### M Lewcock

Group

A director of the parent company

Closing shareholders' funds

During the year the group was charged for accountancy services amounting to £36,000 (2012 - £66,000) by M Lewcock.

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

#### 31.12.13 31.12.12 £ £ Profit for the financial year 326,207 683,962 Dividends (207,328)(91,800)118,879 592,162 Ordinary shares issued 1,218 Net addition to shareholders' funds 120,097 592,162 Opening shareholders' funds 3,157,121 2,564,959

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3,277,218

3,157,121

# Notes to the Consolidated Financial Statements - continued for the year ended 31st December 2013

## 24. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS - continued

## Company

Profit for the financial year Dividends	31.12.13 £ 1,113,021 (207,328)	31.12.12 £ 683,962 (91,800)
Ordinary shares issued	905,693 1,218	592,162
Net addition to shareholders' funds Opening shareholders' funds	906,911 3,157,121	592,162 2,564,959
Closing shareholders' funds	4,064,032	3,157,121

## 25. ACQUISITIONS

The group purchased a 75% shareholding in Bluecrest Health Screening Limited on 1 July 2013 for a nominal amount of £68.

No fair value adjustments were required to the assets and liabilities acquired on that date which were:

	Book Value £
Tangible fixed assets	135,903
Debtors	405,882
Cash at Bank	7,867
Creditors	(1,414,884)
Total Liabilities	(865,232)
Minority Interest (25%)	216,308
Net Liabilities acquired	(648,924)
Cash consideration	68
Goodwill	648,924