

REGISTERED NUMBER: 05116688 (England and Wales)

**STRATEGIC REPORT, REPORT OF THE DIRECTORS AND
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016
FOR
BFT AUTOMATION UK LIMITED**



**CONTENTS OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016**

	Page
Company Information	1
Strategic Report	2
Report of the Directors	3
Report of the Independent Auditors	5
Statement of Comprehensive Income	6
Balance Sheet	7
Statement of Changes in Equity	8
Notes to the Financial Statements	9

BFT AUTOMATION UK LIMITED
COMPANY INFORMATION
FOR THE YEAR ENDED 31 DECEMBER 2016

DIRECTORS:

F Marin
M Batson
K Spinks
N Sanco
F Billo

REGISTERED OFFICE:

Unit C2-C3
The Embankment Business Park
Vale Road, Heaton Mersey
Stockport
Cheshire
SK4 3GL

REGISTERED NUMBER:

05116688 (England and Wales)

AUDITORS:

Christian Douglass LLP
Chartered Accountants
Statutory Auditor
2 Jordan Street
Knott Mill
Manchester
M15 4PY

**STRATEGIC REPORT
FOR THE YEAR ENDED 31 DECEMBER 2016**

The directors present their strategic report for the year ended 31 December 2016.

REVIEW OF BUSINESS

The business had another strong year, providing continued revenue growth in what turned out to be good market conditions. The company continued with the implementation of several strategic initiatives that focus on new business areas and these continue to yield incremental revenue and margin for the business.

PRINCIPAL RISKS AND UNCERTAINTIES

The principal risks and uncertainties for the future centre around the impact that Brexit will have on the UK economy. However, we believe that we have, or will have, appropriate strategies in place to deal with any notable consequences.

ON BEHALF OF THE BOARD:

A handwritten signature in black ink, appearing to be 'K Spinks', written over a horizontal line.

K Spinks - Director

3 April 2017

**REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2016**

The directors present their report with the financial statements of the company for the year ended 31 December 2016.

DIVIDENDS

No dividends were paid during either year. The directors do not recommend payment of a final dividend.

FUTURE DEVELOPMENTS

The directors are confident that the company can secure continued future demand for its technology and in its evolving role as a full access specialist.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 January 2016 to the date of this report.

F Marin
M Batson
K Spinks
N Sanco
F Billo

BRANCHES

At no time during the year did the company operate any branches outside of the United Kingdom.

STRATEGIC REPORT

The company has chosen in accordance with s.414C(11) Companies Act 2006 to set out in the company's strategic report information required by Schedule 7 of the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 to be contained in the directors' report. It has done so in respect of financial instruments.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Strategic Report, 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), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. 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

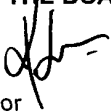
So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

**REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2016**

AUDITORS

The auditors, Christian Douglass LLP, are deemed to be reappointed under section 487(2) of the Companies Act 2006.

ON BEHALF OF THE BOARD:



K Spinks - Director

3 April 2017

**REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF
BFT AUTOMATION UK LIMITED**

We have audited the financial statements of BFT Automation UK Limited for the year ended 31 December 2016 on pages six to fifteen. 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), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

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 three, 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 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 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 company's affairs as at 31 December 2016 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

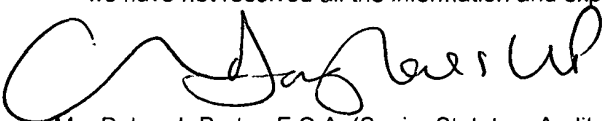
Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the 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.

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.


Mrs Deborah Burton F.C.A. (Senior Statutory Auditor)
for and on behalf of Christian Douglass LLP
Chartered Accountants
Statutory Auditor
2 Jordan Street
Knott Mill
Manchester
M15 4PY

Date: 6 April 2017

STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2016

	Notes	31.12.16 £	31.12.15 £
TURNOVER	3	6,113,566	5,743,056
Cost of sales		4,402,487	4,358,428
GROSS PROFIT		1,711,079	1,384,628
Administrative expenses		964,728	929,881
OPERATING PROFIT	5	746,351	454,747
Interest receivable and similar income	6	15,787	12,824
PROFIT BEFORE TAXATION		762,138	467,571
Tax on profit	7	153,920	96,286
PROFIT FOR THE FINANCIAL YEAR		608,218	371,285
OTHER COMPREHENSIVE INCOME		-	-
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		608,218	371,285

The notes form part of these financial statements

BALANCE SHEET
31 DECEMBER 2016

	Notes	31.12.16 £	£	31.12.15 £	£
FIXED ASSETS					
Intangible assets	8		-		-
Tangible assets	9		52,898		20,356
Investments	10		6,510		6,510
			<u>59,408</u>		<u>26,866</u>
CURRENT ASSETS					
Stocks	11	645,732		661,414	
Debtors	12	2,485,911		1,851,273	
Cash at bank and in hand		27,960		30,861	
		<u>3,159,603</u>		<u>2,543,548</u>	
CREDITORS					
Amounts falling due within one year	13	547,435		510,939	
NET CURRENT ASSETS			<u>2,612,168</u>		<u>2,032,609</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>2,671,576</u>		<u>2,059,475</u>
PROVISIONS FOR LIABILITIES	15		7,531		3,648
NET ASSETS			<u><u>2,664,045</u></u>		<u><u>2,055,827</u></u>
CAPITAL AND RESERVES					
Called up share capital	16		100,000		100,000
Retained earnings	17		2,564,045		1,955,827
SHAREHOLDERS' FUNDS			<u><u>2,664,045</u></u>		<u><u>2,055,827</u></u>

The financial statements were approved by the Board of Directors on 3 April 2017 and were signed on its behalf by:



K Spinks - Director

BFT AUTOMATION UK LIMITED (REGISTERED NUMBER: 05116688)

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2016**

	Called up share capital £	Retained earnings £	Total equity £
Balance at 1 January 2015	100,000	1,584,542	1,684,542
Changes in equity			
Total comprehensive income	-	371,285	371,285
Balance at 31 December 2015	<u>100,000</u>	<u>1,955,827</u>	<u>2,055,827</u>
Changes in equity			
Total comprehensive income	-	608,218	608,218
Balance at 31 December 2016	<u>100,000</u>	<u>2,564,045</u>	<u>2,664,045</u>

The notes form part of these financial statements

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016**

1. STATUTORY INFORMATION

BFT Automation UK Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

The principal activity of the Company is the retail of automated gate equipment and associated products.

The financial statements are presented in Sterling, which is also the functional currency of the company.

2. ACCOUNTING POLICIES

Basis of preparing the financial statements

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

Financial reporting standard 102 - reduced disclosure exemptions

The company has taken advantage of the following disclosure exemption in preparing these financial statements, as permitted by FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 7 Statement of Cash Flows.

Turnover

Turnover represents the value of goods sold, less returns received, at selling price less value added tax. Sales are recognised when the company considers that it has fulfilled its obligations to the customer which in respect of the sale of goods is on despatch.

Intangible assets

Intangible assets are initially measured at cost. After initial recognition, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

Goodwill, being the amount paid in connection with the acquisition of a business in 2007 with an estimated useful life of one year, has been fully amortised in prior periods.

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	- 25% on cost
Plant and machinery	- 10% on cost
Fixtures and fittings	- 10% on cost
Computer equipment	- 33% on cost

Stocks

Stocks are valued at the lower of cost and net realisable value.

In general, cost is determined on a first in first out basis and includes transport and handling costs where applicable.

Net realisable value is the price at which stocks can be sold in the normal course of business after allowing for the cost of realisation and, where appropriate, the cost of conversion from their existing state to a finished condition.

Provision is made where necessary for obsolete, slow-moving and defective stocks.

Taxation

Taxation for the year comprises current and deferred tax. Tax is recognised in the Statement of Comprehensive Income, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2016

2. ACCOUNTING POLICIES - continued**Taxation**

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

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

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.

Hire purchase and leasing commitments

Rentals paid under operating leases are charged to profit or loss 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 profit or loss in the period to which they relate.

Investments

Investments are stated at cost less any permanent diminution in value.

Financial instruments

Financial instruments are considered to comprise bank balances and trade debtors and creditors which are all included on a non-discounted basis, at transaction price less any necessary impairment.

3. TURNOVER

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

An analysis of turnover by geographical market is given below:

	31.12.16	31.12.15
	£	£
United Kingdom	6,051,573	5,691,418
Europe	61,993	51,638
	<u>6,113,566</u>	<u>5,743,056</u>

Turnover can be categorised as arising from the sale of goods and the recharge of carriage and other charges. Turnover from the sale of goods amounted to £5,946,383 (2015: £5,577,986) and from the recharge of costs £167,183 (2015: £165,070).

4. EMPLOYEES AND DIRECTORS

	31.12.16	31.12.15
	£	£
Wages and salaries	644,486	606,155
Social security costs	68,155	63,949
Other pension costs	25,194	23,856
	<u>737,835</u>	<u>693,960</u>

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2016

4. EMPLOYEES AND DIRECTORS - continued

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

	31.12.16	31.12.15
Direct and sales	11	10
Management and administration	5	5
	<u>16</u>	<u>15</u>

The average number of employees exclude 4 (2014: 4) director(s) who are not remunerated through this company.

Other pension costs represent the company's expense for payments to defined contribution pension schemes. Pensions contributions unpaid at the balance sheet date amounted to £3,568 (2015: £3,343).

Directors' remuneration includes benefits in kind.

	31.12.16	31.12.15
	£	£
Directors' remuneration	106,216	105,916
Directors' pension contributions to money purchase schemes	4,782	4,665
	<u>111,000</u>	<u>110,581</u>

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

Money purchase schemes	<u>1</u>	<u>1</u>
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5. OPERATING PROFIT

The operating profit is stated after charging:

	31.12.16	31.12.15
	£	£
Leases recognised as an expense	118,662	113,750
Dépreciation - owned assets	15,131	9,275
Loss on disposal of fixed assets	-	2,504
Auditors' remuneration	4,925	4,500
Remuneration payable to the company's auditors for non-audit, including taxation, services	4,000	4,301
Cost of inventories recognised as an expense	4,059,226	4,031,101
	<u>4,201,944</u>	<u>4,175,326</u>

6. INTEREST RECEIVABLE AND SIMILAR INCOME

	31.12.16	31.12.15
	£	£
Deposit account interest	15,426	12,675
Interest on corporation tax	361	149
	<u>15,787</u>	<u>12,824</u>

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2016

7. TAXATION**Analysis of the tax charge**

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

	31.12.16 £	31.12.15 £
Current tax:		
UK corporation tax	150,684	95,500
UK corporation tax prior year adjustment	(647)	(190)
Total current tax	<u>150,037</u>	<u>95,310</u>
Deferred tax	3,883	976
Tax on profit	<u><u>153,920</u></u>	<u><u>96,286</u></u>

Reconciliation of total tax charge included in profit and loss

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

	31.12.16 £	31.12.15 £
Profit before tax	<u>762,138</u>	<u>467,571</u>
Profit multiplied by the standard rate of corporation tax in the UK of 20% (2015 - 20.250%)	152,428	94,683
Effects of:		
Capital allowances in excess of depreciation	-	(122)
Depreciation in excess of capital allowances	1,663	-
Adjustments to tax charge in respect of previous periods	(647)	(190)
Disallowable expenses	476	1,915
Total tax charge	<u><u>153,920</u></u>	<u><u>96,286</u></u>

8. INTANGIBLE FIXED ASSETS**COST**At 1 January 2016
and 31 December 2016Goodwill
£70,000**AMORTISATION**At 1 January 2016
and 31 December 201670,000**NET BOOK VALUE**

At 31 December 2016

-

At 31 December 2015

-

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2016

9. TANGIBLE FIXED ASSETS

	Improvements to property £	Plant and machinery £	Fixtures and fittings £	Computer equipment £	Totals £
COST					
At 1 January 2016	-	15,596	8,565	58,479	82,640
Additions	19,119	894	-	27,660	47,673
At 31 December 2016	19,119	16,490	8,565	86,139	130,313
DEPRECIATION					
At 1 January 2016	-	11,631	3,309	47,344	62,284
Charge for year	3,296	641	857	10,337	15,131
At 31 December 2016	3,296	12,272	4,166	57,681	77,415
NET BOOK VALUE					
At 31 December 2016	15,823	4,218	4,399	28,458	52,898
At 31 December 2015	-	3,965	5,256	11,135	20,356

10. FIXED ASSET INVESTMENTS

	Unlisted investments £
COST	
At 1 January 2016 and 31 December 2016	6,510
NET BOOK VALUE	
At 31 December 2016	6,510
At 31 December 2015	6,510

11. STOCKS

	31.12.16 £	31.12.15 £
Finished goods and goods for resale	645,732	661,414

12. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	31.12.16 £	31.12.15 £
Trade debtors	1,007,822	1,014,212
Amounts owed by group undertakings	1,447,630	773,927
Tax	-	39,658
Prepayments	30,459	23,476
	2,485,911	1,851,273

13. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	31.12.16 £	31.12.15 £
Trade creditors	116,026	67,925
Amounts owed to group undertakings	71,829	100,445
Tax	25,018	
Social security and other taxes	24,835	23,658
VAT	210,079	227,642
Accrued expenses	99,648	91,269
	547,435	510,939

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2016

14. LEASING AGREEMENTS

Minimum lease payments under non-cancellable operating leases fall due as follows:

	31.12.16	31.12.15
	£	£
Within one year	101,089	99,105
Between one and five years	169,838	255,595
	<u>270,927</u>	<u>354,700</u>

15. PROVISIONS FOR LIABILITIES

	31.12.16	31.12.15
	£	£
Deferred tax		
Accelerated capital allowances	<u>7,531</u>	<u>3,648</u>
		Deferred tax
		£
Balance at 1 January 2016		3,648
Charge to profit and loss		<u>3,883</u>
Balance at 31 December 2016		<u>7,531</u>

16. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:				
Number:	Class:	Nominal value:	31.12.16	31.12.15
			£	£
1,000	Ordinary	£100	<u>100,000</u>	<u>100,000</u>

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the company. All ordinary shares rank equally with regard to the Company's residual assets.

17. RESERVES

	Retained earnings
	£
At 1 January 2016	1,955,827
Profit for the year	<u>608,218</u>
At 31 December 2016	<u>2,564,045</u>

18. ULTIMATE PARENT COMPANY

The immediate parent company is BFT SpA, a company registered in Italy and the ultimate parent company is Somfy SA, a company incorporated in France.

Somfy SA prepares consolidated financial statements including the results of the company and the financial statements of Somfy SA are available from 50 Avenue du Nouveau Monde, 74307 Cluses Cedex, France.

19. RELATED PARTY DISCLOSURES

The company has taken advantage of the exemptions available in Financial Reporting Standard 102 "The Financial Reporting Standard in the UK and Republic of Ireland" from disclosing transactions with wholly owned group members.

**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2016**

20. ULTIMATE CONTROLLING PARTY

The directors consider that there is no ultimate controlling party.