

**BENSON BOX HOLDINGS LIMITED**

**Annual Report and Financial Statements**

**51 week period ended 24 May 2014**

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# **BENSON BOX HOLDINGS LIMITED**

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# **BENSON BOX HOLDINGS LIMITED**

## **STRATEGIC REPORT**

The directors, in preparing this strategic report, have complied with S414c of the Companies Act 2006.

### **PRINCIPAL ACTIVITIES AND BUSINESS REVIEW**

The company's principal activities are that of a holding company for operating companies involved in the manufacture and sale of cartons and patient information leaflets for the food and pharmaceutical industry in the UK and Europe. There have not been any significant changes in the company's principal activities in the period under review. The directors are not, at the date of this report, aware of any likely major changes in the company's activities in the next period.

On 23 May 2014, the company's ultimate parent company, Shoo 553 Limited was acquired by Graphic Packaging International Limited.

As shown in the group profit and loss account on page 6, the consolidated turnover has reduced by 2% over the prior year based on a like for like basis. This reflects the shorter reporting period. The medical division generated a loss for the period, however the directors are confident of turning this into a profit in 2015.

The consolidated balance sheet on page 7 of the financial statements shows the group financial position at the period end. There has been an improvement in the current asset/liability situation in the period as a result of increased focus on working capital management.

Benson Box Holdings Limited manages its operations on a divisional basis. For this reason, the company's directors believe that further key performance indicators for the company are not necessary or appropriate for an understanding of the development, performance or position of the business. Details of the performance of the three trading businesses can be seen in the individual financial statements.

The directors' do not anticipate any significant changes in the Group's or the Company's activities in the foreseeable future.

### **PRINCIPAL RISKS AND UNCERTAINTIES**

Competitive pressure in the UK and Europe is a continuing risk for the group, which could result in it losing turnover. To manage this risk, the group strives to provide added-value products and services to its customers, utilising lean manufacturing processes, with regular capital expenditure in state of the art equipment, prompt response times in the supply of products and services and in the handling of customer queries, and through the maintenance of strong relationships with customers.

The group operating companies sell products into international markets and are therefore exposed to currency movements on such sales. However these risks are not deemed to be material given the majority of trade is within the UK..

The group's businesses are most affected by fluctuations in the price and supply of key raw materials, although purchasing policies and practices seek to mitigate, where applicable, such risks, through improved supplier management and by obtaining improved credit positions with key suppliers. This has resulted in the group ending the financial period in a stronger position than many of our competitors.

By order of the Board



**N J BENSON**  
Director

# **BENSON BOX HOLDINGS LIMITED**

## **DIRECTORS' REPORT**

The directors present their annual report and the audited financial statements for the 51 week period ended 24 May 2014.

### **GOING CONCERN**

The group is profitable and cash generative with significant net assets. The company has net liabilities and net current liabilities due to amounts owed to the parent company. The company has the support of its parent undertaking which has confirmed it will not seek repayment of amounts owed and will provide any additional funding required for a period of at least twelve months from the signing of these financial statements. The financial statements have therefore been prepared on a going concern basis.

### **POST BALANCE SHEET EVENT**

On 30 October 2014, the company sold its interest in Medica Packaging Limited to Appleseed Bid Co. Limited.

### **ENVIRONMENT**

Benson Box Holdings Limited recognises the importance of its environmental responsibilities, monitors its impact on the environment and designs and implements policies to mitigate any adverse impact that might be caused by its, and the operating companies' activities. Initiatives aimed at minimising the group's impact on the environment include safe disposal of manufacturing waste, recycling and reducing energy and materials consumption. The company has developed a corporate social responsibility programme and is working with customers and suppliers on ways of protecting the environment, through design and innovation of new products that have an environmental benefit.

### **EMPLOYEES**

Details of the number of employees and related costs can be found in note 4 to the financial statements.

The group has policies and practices to keep employees informed on matters relevant to them as employees through appropriate means, such as employee meetings and newsletters.

The directors wish to recognise and thank all employees for their outstanding effort and commitment to the company. Their continued support and dedication will be vital, at this time of rapid change for the company and its industry.

The group has established systems for communicating information on its performance and other significant issues affecting the business.

The group's open management style encourages employees to contribute to the development of the business. When visiting the various company businesses, the directors meet informally with employees to discuss issues which affect the group.

The board remains committed to ensuring that the working environment within the group is one where differences in people are recognised and valued. Equality is the fundamental principle that determines how the group treats its employees and this is reflected in the group's employment policies.

The board understands its responsibilities to encourage and assist in the employment, training, personal and career development of disabled people, and employs them whenever suitable vacancies arise.

### **FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES**

This has been included in the principal risks and uncertainties section of the strategic report.

### **DIVIDENDS**

The directors do not propose a dividend in respect of the period ended 24 May 2014 (2013: £1,500,000).

# **BENSON BOX HOLDINGS LIMITED**

## **DIRECTORS' REPORT (Continued)**

### **DIRECTORS**

The directors who held office during the period and up to the date of this report were as follows:

N J Benson

J Durston (resigned 23 May 2014)

M G Kerridge

D A Devenport (resigned 23 May 2014)

J Yost (appointed 23 May 2014)

H van Moeseke (appointed 24 May 2014)

L Tashma (appointed 24 May 2014)

E M van de Rovaart (appointed 24 May 2014)

### **DONATIONS**

The group made political contributions during the period of £Nil (2013: £Nil). Donations to UK charities amounted to £Nil (2013: £Nil).

### **AUDITOR**

Each of the persons who is a director at the date of approval of this report confirms that:

- so far as each of the directors is aware, there is no relevant audit information (as defined in the Companies Act 2006) of which the company's auditor is unaware; and
- each of the directors has taken all the steps that he/she ought to have taken as a director in order to make himself/herself aware of any relevant audit information and to establish that the company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

By order of the Board



**N J BENSON**  
Director

Registered office:  
Interlink Way South  
Bardon Hill  
Coalville  
Leicestershire  
LE67 1PE

**DIRECTORS' RESPONSIBILITIES STATEMENT**

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial period. 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 judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- 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.

# **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF BENSON BOX HOLDINGS LIMITED**

We have audited the financial statements of Benson Box Holdings Limited for the 51 week period ended 24 May 2014 which comprise the consolidated profit and loss account, the consolidated and individual company balance sheets, the consolidated cash flow statement, and the related notes 1 to 28. 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 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 an 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 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 auditor**

As explained more fully in the Directors' Responsibilities Statement, 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 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 annual report 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 the parent company's affairs as at 24 May 2014 and of the group's profit for the period 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 Strategic Report and Directors' Report for the financial period 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 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.



Mark Doleman FCA (Senior Statutory Auditor)  
for and on behalf of Deloitte LLP  
Chartered Accountants and Statutory Auditor  
Nottingham  
United Kingdom

23 December 2014

# BENSON BOX HOLDINGS LIMITED

## CONSOLIDATED PROFIT AND LOSS ACCOUNT 51 week period ended 24 May 2014

	Note	51 week period ended 24 May 2014 £'000	Year ended 31 May 2013 £'000
<b>TURNOVER</b>	2	114,198	116,751
Cost of sales		(77,391)	(79,662)
<b>Gross profit</b>		36,807	37,089
Distribution costs		(3,585)	(4,088)
Administrative expenses		(24,945)	(25,080)
<b>OPERATING PROFIT BEFORE DEPRECIATION, AMORTISATION AND NON-RECURRING ITEMS</b>		13,796	13,380
Depreciation, impairment and amortisation		(5,351)	(4,909)
Non-recurring items	3	(168)	(550)
<b>TOTAL OPERATING PROFIT</b>		8,277	7,921
Profit on disposal of fixed assets		522	17
Interest payable and similar charges			
- other		(415)	(584)
- exceptional costs		-	-
<b>Total interest payable and similar charges</b>	5	(415)	(584)
<b>PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION</b>	3	8,384	7,354
Tax on profit on ordinary activities	6	(1,227)	(1,118)
<b>PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION</b>	16, 20	7,157	6,236

In both the current and preceding period, the company made no material acquisition and had no discontinued operations.

There were no recognised gains or losses in either the current or preceding period other than those disclosed in the profit and loss account and therefore, no statement of total recognised gains and losses is presented.



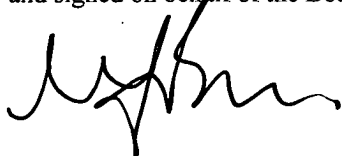
# BENSON BOX HOLDINGS LIMITED

## CONSOLIDATED BALANCE SHEET

24 May 2014

	Note	24 May 2014 £'000	31 May 2013 £'000
<b>FIXED ASSETS</b>			
Intangible assets	7	391	706
Tangible fixed assets	8	17,642	19,459
Investments	9	3	3
		<u>18,036</u>	<u>20,168</u>
<b>CURRENT ASSETS</b>			
Stocks	10	11,158	11,217
Debtors	11	27,178	22,684
Cash at bank and in hand		7,969	10,305
		<u>46,305</u>	<u>44,206</u>
<b>CREDITORS: amounts falling due within one year</b>	12	<u>(31,813)</u>	<u>(38,344)</u>
<b>NET CURRENT ASSETS</b>		<u>14,492</u>	<u>5,862</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<u>32,528</u>	<u>26,030</u>
<b>PROVISIONS FOR LIABILITIES</b>	14	<u>(716)</u>	<u>(1,375)</u>
<b>NET ASSETS</b>		<u>31,812</u>	<u>24,655</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	15	1	1
Share premium reserve	16	102	102
Profit and loss account	16	31,709	24,552
<b>SHAREHOLDERS' FUNDS</b>		<u>31,812</u>	<u>24,655</u>

These financial statements were approved by the Board of Directors and authorised for issue on 22/12/14, and signed on behalf of the Board of Directors by



N J BENSON

Director

Company Registration number: 5400677

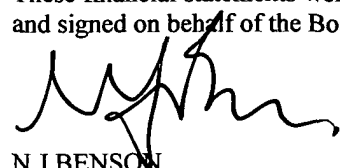
# BENSON BOX HOLDINGS LIMITED

## COMPANY BALANCE SHEET

24 May 2014

	Note	24 May 2014 £'000	31 May 2013 £'000
<b>FIXED ASSETS</b>			
Investments	9	4,081	12,659
		<u>4,081</u>	<u>12,659</u>
<b>CURRENT ASSETS</b>			
Debtors	11	544	21
Cash at bank		12	-
		<u>556</u>	<u>21</u>
<b>CREDITORS: amounts falling due within one year</b>	12	<u>(9,730)</u>	<u>(12,371)</u>
<b>NET CURRENT LIABILITIES</b>		<u>(9,174)</u>	<u>(12,350)</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<u>(5,093)</u>	<u>309</u>
<b>PROVISIONS FOR LIABILITIES</b>	14	<u>-</u>	<u>-</u>
<b>NET (LIABILITIES) / ASSETS</b>		<u><u>(5,093)</u></u>	<u><u>309</u></u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	15	1	1
Share premium reserve	16	102	102
Profit and loss account	16	<u>(5,196)</u>	<u>206</u>
<b>SHAREHOLDERS' (DEFICIT) / FUNDS</b>	20	<u><u>(5,093)</u></u>	<u><u>309</u></u>

These financial statements were approved by the Board of Directors and authorised for issue on 22/12/14 ,  
and signed on behalf of the Board of Directors by



N J BENSON

Director

Company Registration number: 5400677

# **BENSON BOX HOLDINGS LIMITED**

## **CONSOLIDATED CASH FLOW STATEMENT** **51 week period ended 24 May 2014**

	<b>Note</b>	<b>51 week period ended 24 May 2014 £'000</b>	<b>Year ended 31 May 2013 £'000</b>
<b>Net cash inflow from operating activities</b>	22	8,064	12,801
<b>Returns on investments and servicing of finance</b>	23	(415)	(584)
<b>Capital expenditure and financial investments</b>	24	(2,697)	(5,024)
<b>Taxation paid</b>		(917)	(1,800)
<b>Equity dividend paid</b>		-	(1,500)
<b>Cash inflow before financing</b>		4,035	3,893
<b>Financing</b>	25	(6,371)	(2,369)
<b>(Decrease)/increase in cash in the period</b>		(2,336)	1,524

**NOTES TO THE FINANCIAL STATEMENTS**

**51 week period ended 24 May 2014**

**1. ACCOUNTING POLICIES**

The financial statements are prepared in accordance with applicable United Kingdom accounting standards. The principal accounting policies adopted are described below. These have been applied consistently during the current and preceding period.

**Accounting convention**

The financial statements are prepared under the historical cost convention rules.

**Basis of consolidation**

The consolidated financial statements include the financial statements of the company, and its subsidiary undertakings, made up to 24 May 2014.

Under Section 408 of the Companies Act 2006, the company is exempt from the requirement to present its own profit and loss account.

In the company financial statements, investments in subsidiary undertakings are stated at cost.

**Going concern**

The group is profitable and cash generative with significant net assets. The company has net liabilities and net current liabilities due to amounts owed to the parent company. The company has the support of its parent undertaking which has confirmed it will not seek repayment of amounts owed and will provide any additional funding required for a period of at least twelve months from the signing of these financial statements. The financial statements have therefore been prepared on a going concern basis.

**Goodwill**

Purchased goodwill (representing the excess of the fair value of the consideration given over to the fair value of the separable bet assets acquired), arising on consolidation/business combinations, is capitalised, and is amortised to £Nil by equal annual instalments over its estimated useful life over periods of 3 to 10 years.

**Intangible fixed assets and amortisation**

Intangible fixed assets purchased separately from a business are capitalised at their cost.

Development costs for new products, including associated patent costs, are amortised to £Nil in equal annual instalments over their useful economic lives, commencing as these products enter commercial production. Generally, their useful economic lives are deemed to be 3 years.

**Fixed assets and depreciation**

Depreciation provided to write off the cost, less the estimated residual value, of tangible fixed assets by equal annual instalments over their estimated economic lives as follows:

Long leasehold improvements	-	50 years or amortised over the life of the lease if shorter
Plant & machinery	-	10 years
Computer equipment	-	5 years
Commercial motor vehicles	-	5 years
Motor cars	-	4 years
Fixtures & fittings	-	5 years
Tools and die boards	-	3 years

No depreciation is provided on freehold land.

**Government grants**

Capital based government grants are included within accruals and deferred income in the balance sheet and credited to the profit and loss account over the estimated useful economic lives of the assets to which they relate.

**NOTES TO THE FINANCIAL STATEMENTS (Continued)**  
**51 week period ended 24 May 2014**

**1. ACCOUNTING POLICIES (Continued)**

**Foreign currencies**

Transactions in foreign currencies are recorded using the rate of exchange ruling at the date of the transaction. Monetary assets and liabilities, denominated in foreign currencies, are translated using the rate of exchange ruling at the balance sheet date, and the gains or losses on translation are included in the profit and loss account.

**Interest bearing borrowings**

Immediately after issue, debt is stated at the fair value of the consideration received on the issue of the capital instrument after deduction of the issue costs. The finance cost of the debt is allocated to periods over the term of the debt at a constant rate on the carrying amount.

**Classification of financial instruments issued by the company**

Financial instruments issued by the company are treated as equity (ie forming part of shareholders' funds) only to the extent that they meet the following two conditions.

- a) they include no contractual obligations upon the company to deliver cash or other financial assets or to exchange financial assets or financial liabilities with another party under conditions that are potentially unfavourable to the company, and
- b) where the instrument will or may be settled by the company's own equity instruments, it is either a non-derivative that includes no obligation to deliver a variable number of the company's own equity instruments or is a derivative that will be settled by the company exchanging a fixed amount of cash or other financial assets for a fixed number of its own equity instruments.

To the extent that this definition is not met, the proceeds of issue are classified as a financial liability. Where the instrument so classified takes the legal form of the company's own shares, the amounts presented in these financial statements for called up share capital and share premium account exclude amounts in relation to those shares.

Finance payments associated with financial liabilities are dealt with as part of interest payable and similar charges. Finance payments associated with financial instruments that are classified as part of shareholders' funds are dealt with as appropriations in the reconciliation of movements in shareholders' funds.

**Leases**

Operating lease rentals are charged to the profit and loss account on a straight line basis over the period of the lease.

**Post retirement benefits**

The group operates defined contribution pension schemes. The assets of the schemes are held separately from those of the group in independently administered funds. The amount charged against profits represents the contributions payable to the schemes in respect of the accounting period.

**Stocks**

Stocks are stated at the lower of cost and net realisable value. For work in progress and finished goods, cost is taken as production cost, which includes an appropriate proportion of attributable overheads.

**Taxation**

The charge or credit for taxation is based on the result for the period, and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes. Deferred tax is recognised without discounting, in respect of all timing differences between the treatment of certain items for taxation and accounting purposes which have arisen, but not reversed, by the balance sheet date, except as otherwise required by FRS19.

**NOTES TO THE FINANCIAL STATEMENTS (Continued)**  
**51 week period ended 24 May 2014****1. ACCOUNTING POLICIES (Continued)****Cash and cash resources**

Cash, for the purpose of the cash flow statement, comprises cash in hand and deposits repayable on demand, less overdrafts payable on demand. Liquid resources are current asset investments which are disposable, without curtailing or disrupting the business, and are either readily convertible into known amounts of cash at or close to their carrying values, or traded in an active market. Liquid resources comprise investments in money markets managed funds.

**Turnover**

Turnover represents the amounts (excluding value added tax) derived from the provision of goods and services to customers during the period.

**Dividends on shares presented within shareholders' funds**

Dividends unpaid at the balance sheet date are only recognised as a liability at that date to the extent that they are appropriately authorised, and are no longer at the discretion of the company. Unpaid dividends that do not meet these criteria are disclosed in the notes to the financial statements.

**2. TURNOVER**

Analysis of turnover by geographical sector is as follows:

	<b>51 week period ended 24 May 2014 £'000</b>	<b>Year ended 31 May 2013 £'000</b>
United Kingdom	112,229	114,548
Overseas	1,969	2,203
	<u>114,198</u>	<u>116,751</u>

**NOTES TO THE FINANCIAL STATEMENTS (Continued)**  
**51 week period ended 24 May 2014**

**3. PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION**

Profit on ordinary activities before taxation is stated after charging/(crediting)

	51 week period ended 24 May 2014 £'000	Year ended 31 May 2013 £'000
Depreciation and other amounts written off tangible fixed assets (owned)	5,036	4,639
Depreciation of assets held under hire purchase and finance leases	-	-
Impairment of goodwill	88	-
Amortisation of goodwill	227	270
Amortisation of product development costs	-	-
Operating leases rentals – plant and machinery	52	51
Operating leases rentals – other	1,381	1,447
(Profit) on sale of fixed assets	(522)	(17)
Auditors' remuneration		
Fees payable to the Company's auditor for the audit of the Company's annual accounts	3	3
Amounts receivable by auditors and their associates in respect of:		
audit of financial statements of subsidiaries pursuant to legislation	48	41
other services relating to taxation	17	16
	<u>          </u>	<u>          </u>

Non recurring costs of £168,000 (2013: £550,000) were incurred during the year and related to one off consultancy services and certain redundancy payments.

**NOTES TO THE FINANCIAL STATEMENTS (Continued)**  
**51 week period ended 24 May 2014**

**4. INFORMATION REGARDING DIRECTORS AND EMPLOYEES**

Three of the company's directors (2013: three) are members of a money purchase pension scheme. The directors are all remunerated by the parent company. Directors received no remuneration for their services to this group in the current period (2013: £nil), they are remunerated by Shoo 553 Ltd, the ultimate parent company.

	<b>51 week period ended 24 May 2014 £'000</b>	<b>Year ended 31 May 2013 £'000</b>
<b>Staff costs (including directors) comprised:</b>		
Wages and salaries	23,473	23,764
Social security costs	2,066	2,248
Other pension costs	267	177
	<u>25,806</u>	<u>26,189</u>
<b>Average number of persons employed</b>	<b>Number</b>	<b>Number</b>
Manufacturing	632	639
Sales and distribution	152	154
Administration	121	126
	<u>905</u>	<u>919</u>

**5. INTEREST PAYABLE AND SIMILAR CHARGES**

	<b>51 week period ended 24 May 2014 £'000</b>	<b>Year ended 31 May 2013 £'000</b>
Net balances payable to parent undertaking	415	584
	<u>415</u>	<u>584</u>



**NOTES TO THE FINANCIAL STATEMENTS (Continued)**  
**51 week period ended 24 May 2014**

**6. TAXATION ON ORDINARY ACTIVITIES**

**a) Analysis of charge in the period:**

	<b>51 week period ended 24 May 2014 £'000</b>	<b>Year ended 31 May 2013 £'000</b>
<b>Current tax</b>		
UK corporation tax on income for the period	1,470	1,803
Adjustments in respect of prior years	199	(195)
<b>Total current tax (note 6b)</b>	<b>1,669</b>	<b>1,608</b>
<b>Deferred taxation (see note 14)</b>		
Credit for the current period	(366)	(407)
Effect of decrease in tax rate	(113)	(30)
Adjustments in respect of prior years	37	(53)
<b>Total deferred tax</b>	<b>(442)</b>	<b>(490)</b>
<b>Total current tax for the period</b>	<b>1,227</b>	<b>1,118</b>

**b) Factors affecting current tax charge in the period:**

The current tax charge for the period is lower (2013: lower) than the standard rate of corporation tax in the UK. The differences are explained below

	<b>51 week period ended 24 May 2014 £'000</b>	<b>Year ended 31 May 2013 £'000</b>
Profit on ordinary activities before taxation	8,384	7,354
Current tax at 22.67% (2013: 23.83%)	1,901	1,752
Expenses not deductible for tax purposes	102	99
Disallowed board adjustment	-	169
Fixed asset timing differences	349	368
Short term timing differences	26	40
Utilisation of tax losses	92	-
Group relief claimed	(1,000)	(625)
Adjustments in respect of previous periods	199	(195)
<b>Current tax based on profit for the period (note 6(a))</b>	<b>1,669</b>	<b>1,608</b>

**c) Factors that may affect future tax charges**

The 2013 Budget on 20 March 2013 announced that the UK corporation tax rate will reduce to 20% by 2015. A reduction in the rate from 25% to 23% (effective from 1 April 2013) was substantively enacted on 3 July 2012, and further reductions to 21% (effective from 1 April 2014) and to 20% (effective from 1 April 2015) were substantively enacted on 2 July 2013 respectively.

# BENSON BOX HOLDINGS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (Continued) 51 week period ended 24 May 2014

### 7. INTANGIBLE FIXED ASSETS

Group	Goodwill £'000	Total £'000
<b>Cost</b>		
At 1 June 2013 and 24 May 2014	3,617	3,617
<b>Accumulated amortisation</b>		
At 1 June 2013	2,911	2,911
Charged in the period	227	227
Impairment	88	88
<b>At 24 May 2014</b>	<b>3,226</b>	<b>3,226</b>
<b>Net book value</b>		
At 24 May 2014	391	391
At 31 May 2013	706	706

The company has no intangible fixed assets (2013: £nil)

### 8. TANGIBLE FIXED ASSETS

Group	Long leasehold buildings £'000	Plant, machinery and equipment £'000	Total £'000
<b>Cost</b>			
At 1 June 2013	605	61,962	62,567
Additions	41	3,972	4,013
Disposals	-	(5,349)	(5,349)
<b>At 24 May 2014</b>	<b>646</b>	<b>60,585</b>	<b>61,231</b>
<b>Accumulated depreciation</b>			
At 1 June 2013	328	42,780	43,108
Charge for the period	111	4,925	5,036
Disposals	-	(4,555)	(4,555)
<b>At 24 May 2014</b>	<b>439</b>	<b>43,150</b>	<b>43,589</b>
<b>Net book value</b>			
At 24 May 2014	207	17,435	17,642
At 31 May 2013	277	19,182	19,459

The company has no fixed assets (2013: £nil)

# BENSON BOX HOLDINGS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (Continued) 51 week period ended 24 May 2014

### 9. FIXED ASSET INVESTMENTS

<b>Group</b>	<b>Debentures £'000</b>
<b>Cost</b>	
At 1 June 2013 and 24 May 2014	<u>3</u>
<b>Provisions</b>	
At 1 June 2013 and 24 May 2014	<u>-</u>
<b>Net book value</b>	
At 24 May 2014	<u>3</u>
At 31 May 2013	<u>3</u>
<b>Company</b>	<b>Shares in group undertakings £'000</b>
<b>Cost</b>	
At 1 June 2013 and 24 May 2014	<u>12,659</u>
<b>Provisions</b>	
At 1 June 2013	-
Impairment	<u>8,578</u>
At 24 May 2014	<u>8,578</u>
<b>Carrying value</b>	
At 24 May 2014	<u>4,081</u>
At 31 May 2013	<u>12,659</u>

During the period an impairment has been recognised against the investments held in respect of Print Design & Graphic Limited and Medica Packaging Limited.

Benson Box Holdings Limited has the following investments in subsidiary undertakings, all of which are wholly owned and incorporated in England.

	<b>Principal activity</b>
<b>Subsidiary undertakings</b>	
The Benson Box Company Limited	Packaging
Medica Packaging Limited	Packaging
Integrated Packaging Limited	Packaging
Benson Distribution Limited	Distribution
Print Design & Graphic Limited	Non-trading

**NOTES TO THE FINANCIAL STATEMENTS (Continued)**  
**51 week period ended 24 May 2014**

**10. STOCKS**

	<b>24 May 2014 £'000</b>	<b>31 May 2013 £'000</b>
<b>Group</b>		
Raw materials and consumables	2,984	2,728
Work in progress	1,298	1,611
Finished goods and goods for resale	6,876	6,878
	<u>11,158</u>	<u>11,217</u>

In the opinion of the directors, there is no material difference between the balance sheet value of stocks and their replacement cost.

The company holds no stock at the period end (2013: £Nil).

**11. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	<b>Group 24 May 2014 £'000</b>	<b>Company 24 May 2014 £'000</b>	<b>Group 31 May 2013 £'000</b>	<b>Company 31 May 2013 £'000</b>
Trade debtors	24,716	-	19,533	-
Other debtors	577	542	701	18
Corporation tax debtor	-	-	235	-
Prepayments and accrued income	1,885	-	2,215	-
Deferred tax asset (note 14)	-	2	-	3
	<u>27,178</u>	<u>544</u>	<u>22,684</u>	<u>21</u>

**12. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	<b>Group 24 May 2014 £'000</b>	<b>Company 24 May 2014 £'000</b>	<b>Group 31 May 2013 £'000</b>	<b>Company 31 May 2013 £'000</b>
Trade creditors	16,173	24	19,717	-
Amounts owed to group undertakings	7,275	9,319	13,646	12,351
Other taxes and social security	3,172	78	2,138	-
Corporation tax creditor	563	-	-	-
Other creditors	823	-	293	-
Accruals and deferred income	3,807	309	2,550	20
	<u>31,813</u>	<u>9,730</u>	<u>38,344</u>	<u>12,371</u>

**NOTES TO THE FINANCIAL STATEMENTS (Continued)**

**51 week period ended 24 May 2014**

**13. BORROWINGS**

	<b>Group 24 May 2014 £'000</b>	<b>Company 24 May 2014 £'000</b>	<b>Group 31 May 2013 £'000</b>	<b>Company 31 May 2013 £'000</b>
<b>Analysis of debt</b>				
<b>Falling due:</b>				
In one year or less or on demand	7,275	9,319	13,646	12,351

The company and fellow subsidiaries have undertaken to guarantee a loan taken out by the ultimate parent company Shoo 553 Limited. Details of the debt outstanding at 24 May 2014 are included in the financial statements of Shoo 553 Limited.

**14. PROVISIONS FOR LIABILITIES**

	<b>Other provisions £'000</b>	<b>Deferred taxation £'000</b>	<b>Total 2014 £'000</b>	<b>Total 2013 £'000</b>
At the beginning of the period	217	1,158	1,375	1,818
Utilised in the period	(217)	-	(217)	-
(Credit)/charge for the period	-	(442)	(442)	(443)
At the end of the period	-	716	716	1,375
<b>Company</b>			<b>2014 £'000</b>	<b>2013 £'000</b>
<b>Deferred taxation</b>				
At the beginning of the period (see note 11)			(3)	(4)
Credit for the period			1	1
At the end of the period (see note 11)			(2)	(3)

**The elements of deferred taxation are as follows:**

	<b>Group 24 May 2014 £'000</b>	<b>Company 24 May 2014 £'000</b>	<b>Group 31 May 2013 £'000</b>	<b>Company 31 May 2013 £'000</b>
Difference between accumulated depreciation and capital allowances	774	(2)	1,239	(3)
Other timing differences	(58)	-	(81)	-
Losses	(81)	-	-	-
Deferred tax not provided	81	-	-	-
	716	(2)	1,158	(3)

Other provisions relate to an employee claim that was ongoing at the period end and has yet to be resolved. It is expected that the provision will be utilised within a year from the balance sheet date.

# BENSON BOX HOLDINGS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (Continued)

51 week period ended 24 May 2014

### 15. CALLED UP SHARE CAPITAL

Group and company	24 May 2014 £	31 May 2013 £
<b>Called up, allotted and fully paid</b>		
Equity 133,375 ordinary shares of 1p each	1,334	1,334
15,000 preferred ordinary shares of 1p each	150	150
	<u>1,484</u>	<u>1,484</u>

The preferred ordinary shares rank parri passu with the ordinary shares except that they carry the right to receive a dividend each period of £1 per share.

### 16. RESERVES

	Share premium account £'000	Profit and loss account £'000
<b>Group</b>		
At 1 June 2013	102	24,552
Profit for the period	-	7,157
Dividends paid	-	-
	<u>102</u>	<u>31,709</u>
At 24 May 2014		
<b>Company</b>		
At 1 June 2013	102	206
Loss for the period	-	(5,402)
Dividends paid	-	-
	<u>102</u>	<u>(5,196)</u>
At 24 May 2014		

### 17. COMMITMENTS

Capital commitments at the end of the financial period, for which no provisions has been made, are as follows:

	Group	
	24 May 2014 £'000	31 May 2013 £'000
Contracted	<u>4,054</u>	<u>223</u>

# BENSON BOX HOLDINGS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (Continued) 51 week period ended 24 May 2014

### 18. OPERATING LEASE COMMITMENTS

	Land and buildings 24 May 2014 £'000	Other 24 May 2014 £'000	Group Land and buildings 31 May 2013 £'000	Other 31 May 2013 £'000
<b>Leases which expire:</b>				
- Within one year	-	18	-	22
- Within two to five years	1,425	993	823	92
- Over five years	-	507	826	-
	<u>1,425</u>	<u>1,518</u>	<u>1,649</u>	<u>114</u>

The company has no operating lease commitments (2013: £nil)

### 19. PENSION SCHEME

The group operates defined contribution pension schemes. The charge for the period represents contributions payable by the group, and amounted to £267,000 (2013: £177,000).

### 20. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS/(DEFICIT)

	Group 2014 £'000	Company 2014 £'000	Group 2013 £'000	Company 2013 £'000
<b>Profit for the period</b>	7,157	(5,402)	6,236	1,265
Dividends Paid	-	-	(1,500)	(1,500)
Net movement in shareholders' funds	<u>7,157</u>	<u>(5,402)</u>	<u>4,736</u>	<u>(235)</u>
Opening shareholders' funds	24,655	309	19,919	544
<b>Closing shareholders' funds</b>	<u>31,812</u>	<u>(5,093)</u>	<u>24,655</u>	<u>309</u>

# BENSON BOX HOLDINGS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (Continued) 51 week period ended 24 May 2014

### 21. RECONCILIATION OF NET CASH FLOW WITH MOVEMENT IN NET DEBT

	51 week period ended 24 May 2014 £'000	Year ended 31 May 2013 £'000
(Decrease) / Increase in cash in the period	(2,336)	1,524
Cash flow from movement in debt and lease financing	6,371	2,369
<b>Changes in net debt resulting from cash flows</b>	<b>4,035</b>	<b>3,893</b>
<b>Movement in net debt in the period</b>	<b>4,035</b>	<b>3,893</b>
Net debt at start of period	(3,341)	(7,234)
<b>Net debt at end of period</b>	<b>694</b>	<b>(3,341)</b>

### 22. RECONCILIATION OF OPERATING PROFIT WITH NET CASH INFLOW FROM OPERATING ACTIVITIES

	51 week period ended 24 May 2014 £'000	Year ended 31 May 2013 £'000
Operating profit	8,277	7,921
Depreciation and amortisation charges	5,263	4,909
Impairment	88	-
Decrease in stocks	59	732
Increase in debtors	(4,729)	(3,188)
(Decrease)/increase in creditors	(677)	2,427
Decrease in provisions	(217)	-
<b>Net cash inflow from operating activities</b>	<b>8,064</b>	<b>12,801</b>

### 23. RETURNS ON INVESTMENTS AND SERVICING OF FINANCE

	51 week period ended 24 May 2014 £'000	Year ended 31 May 2013 £'000
Interest paid	(415)	(584)
	<b>(415)</b>	<b>(584)</b>



# BENSON BOX HOLDINGS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (Continued) 51 week period ended 24 May 2014

### 24. CAPITAL EXPENDITURE AND FINANCIAL INVESTMENT

	51 week period ended 24 May 2014 £'000	Year ended 31 May 2013 £'000
Purchase of tangible fixed assets	(4,013)	(5,062)
Sales of tangible fixed assets	1,316	38
	<u>(2,697)</u>	<u>(5,024)</u>

### 25. FINANCING

	51 week period ended 24 May 2014 £'000	Year ended 31 May 2013 £'000
Cash inflow from parent undertaking	(6,371)	(2,369)
	<u>(6,371)</u>	<u>(2,369)</u>

### 26. ANALYSIS OF NET DEBT

	1 June 2013 £'000	Cash flow £'000	24 May 2014 £'000
Cash at bank and in hand	10,305	(2,336)	7,969
<b>Net cash</b>	<u>10,305</u>	<u>(2,336)</u>	<u>7,969</u>
Debt due within one year	(13,646)	6,371	(7,275)
Hire purchase contracts	-	-	-
<b>Total</b>	<u>(3,341)</u>	<u>4,035</u>	<u>694</u>

**NOTES TO THE FINANCIAL STATEMENTS (Continued)**  
**51 week period ended 24 May 2014**

**27. ULTIMATE PARENT COMPANY**

The company's immediate parent undertaking was Shoo 553 Limited up to 23 May 2014, a company incorporated in England. The smallest group that produces consolidated accounts is Benson Box Holdings Limited and the largest group that produces consolidated accounts is Shoo 553 Limited. On 23 May 2014, Shoo 553 Limited was acquired by Graphic Packaging International Limited, a company incorporated in England. From this date the ultimate and controlling party is Graphic Packaging Holding Company, a company incorporated in the USA, and is the ultimate parent company and controlling party.

**28. POST BALANCE SHEET EVENT**

On 30 October 2014, the company sold its interest in Medica Packaging Limited to Appleseed Bid Co. Limited.