# DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2010

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Barnes Roffe LLP, Chartered Accountants

16-17 Copperfields, Spital Street, Dartford, Kent, DA1 2DE

DP: 23 September 2010

# **COMPANY INFORMATION**

**DIRECTORS** 

A G Scott

G D P Scarborough

C K Ford (resigned 1/7/2009)

**COMPANY SECRETARY** 

S E Locke

**COMPANY NUMBER** 

05639290

**REGISTERED OFFICE** 

Malling House Town Hill West Malling Kent ME19 6QL

**AUDITOR** 

Barnes Roffe LLP

Chartered Accountants & Statutory Auditor

16 -17 Copperfields Spital Street

Dartford Kent DA1 2DE

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#### DIRECTORS' REPORT FOR THE YEAR ENDED 30 JUNE 2010

The directors present their report and the financial statements for the year ended 30 June 2010

#### STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the directors' report 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 judgments and estimates that are reasonable and prudent,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group 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 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.

### PRINCIPAL ACTIVITIES, REVIEW OF BUSINESS AND FUTURE DEVELOPMENTS

The group's principal activities are risk management and insurance broking

At the year end the group contained two trading subsidiaries, Aston Scott Ltd and ASG Risk Management Ltd

Aston Scott Ltd has continued to perform well, mainly due to a good performance from historical clients, but also due to previous acquisitions of client portfolios made by the company's immediate parent, ASG Risk Management Ltd in the previous year

At the year end the group operated from seven locations

Aston Scott Ltd has benefited from the economies of scale generated from expansion as well as refocusing the business and refining the client portfolio to concentrate on more profitable divisions. Both of these factors have contributed to the rise in operating profit from the prior year.

#### **KEY PERFORMANCE INDICATORS**

The board uses a range of financial and non financial performance indicators, including net retained income / premium ratio, growth since previous financial year, client satisfaction surveys, performance versus budget, and regulatory compliance indicators

#### DIRECTORS' REPORT FOR THE YEAR ENDED 30 JUNE 2010

#### **RESULTS**

The turnover for the group has decreased by 3 6% to £8,870,432 (2009 - £9,196,979)

The profit on ordinary activities before taxation has increased by 8 2% to £876,689 (2009 - £810,557)

The directors are delighted with the ongoing performance of the business

#### **DIRECTORS**

The directors who served during the year were

A G Scott

G D P Scarborough

C K Ford (resigned 1/7/2009)

#### **CHARITABLE DONATIONS**

During the year the group made charitable donations of £2,760 (2009 £9,497)

#### PRINCIPAL RISK AND UNCERTAINTIES

The board conducts a formal review of the risks and uncertainties facing the business

The board recognises that as ultimate parent company of an insurance broker the business is sensitive to the following changes, which are to an extent outside of the group's direct control

- the insolvency of a major insurer.
- regulatory changes implemented by the Financial Services Authority,
- potential decisions from insurers to trade directly with clients, and,
- changes in commission rates receivable from insurers

#### FINANCIAL RISK MANAGEMENT

The directors regularly review the financial requirements of the group and the risks associated therewith

The group manages cash flow as part of its day to day control procedures and appropriate facilities are made available to draw upon as necessary

The group's policy in respect of credit risk is to require appropriate credit checks on potential clients. The group's policy in respect of liquidity risk is to maintain readily accessible bank deposits to ensure the group has sufficient funds for operations. The cash deposits are held in a mixture of short term deposits and current accounts which earn interest at a floating rate.

#### POLICY AND PRACTICE ON THE PAYMENT OF CREDITORS

The group's policy for the year ended 30 June 2010 for all suppliers is to fix terms of payment when agreeing the terms of each business transaction, to ensure that the supplier is aware of those terms and to abide by the agreed terms of payment

The number of average days purchases of the group represented by trade creditors at 30 June 2010 was 38

#### DIRECTORS' REPORT FOR THE YEAR ENDED 30 JUNE 2010

#### PROVISION OF INFORMATION TO AUDITOR

Each of the persons who are directors at the time when this directors' report is approved has confirmed that

- so far as that director is aware, there is no relevant audit information of which the company and the group's auditor is unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of
  any information needed by the company and the group's auditor in connection with preparing its report
  and to establish that the company and the group's auditor is aware of that information

#### **AUDITOR**

The auditor, Barnes Roffe LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006

This report was approved by the board on 18 october 2010 and signed on its behalf

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S E Locke Secretary

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# INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF ASTON SCOTT GROUP PLC

We have audited the group and parent company financial statements (the "financial statements") of Aston Scott Group plc for the year ended 30 June 2010, set out on pages 6 to 19 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 auditor's 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 AUDITORS

As explained more fully in the statement of directors' responsibilities, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

#### SCOPE OF THE AUDIT OF THE FINANCIAL STATEMENTS

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the 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.

#### **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 30 June 2010 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 directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements

#### INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF ASTON SCOTT GROUP PLC

#### 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
- centain 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

Mario Cientanni (senior statutory auditor)

for and on behalf of

**BARNES ROFFE LLP** 

Chartered Accountants

Statutory Auditor

16 -17 Copperfields

Spital Street

Dartford

Kent

DA1 2DE

Date octoren. 2010

# CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30 JUNE 2010

	Note	2010 £	2009 £
TURNOVER	1,2	8,870,433	9,196,979
Administrative expenses		(7,912,652)	(8,311,506)
OPERATING PROFIT		957,781	885,473
Interest receivable		23,222	97,034
Interest payable	6	(104,314)	(171,950)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		876,689	810,557
Tax on profit on ordinary activities	7	(505,000)	(482,972)
PROFIT FOR THE FINANCIAL YEAR	15	371,689	327,585

All amounts relate to continuing operations

There were no recognised gains and losses for 2010 or 2009 other than those included in the profit and loss account

### ASTON SCOTT GROUP plc REGISTERED NUMBER. 05639290

# CONSOLIDATED BALANCE SHEET AS AT 30 JUNE 2010

		20	10	200	9
	Note	£	£	£	£
FIXED ASSETS					
Intangible fixed assets	8		5,546,206		7,076,807
Tangible fixed assets	9		113,374		137,466
			5,659,580		7,214,273
CURRENT ASSETS					
Debtors	11	1,178,636		1,540,799	
Cash at bank and in hand		6,094,276		4,989,356	
		7,272,912		6,530,155	
CREDITORS: amounts falling due within one year	12	(5,393,060)		(5,328,213)	
NET CURRENT ASSETS			1,879,852		1,201,942
TOTAL ASSETS LESS CURRENT LIABIL	.ITIES		7,539,432		8,416,215
PROVISIONS FOR LIABILITIES					
Other provisions	13		(1,230,049)		(2,478,521
NET ASSETS			6,309,383		5,937,694
CAPITAL AND RESERVES					
Called up share capital	14		40,557		40,557
Share premium account	15		1,488,961		1,488,961
Consolidated reserve	15		2,239,869		2,637,957
Profit and loss account	15		2,539,996		1,770,219
SHAREHOLDERS' FUNDS	16		6,309,383		5,937,694

The financial statements were approved and authorised for issue by the board and were signed on its behalf on \$180 ct pres 2010 Scott

A G Scott Director G D P Scarborough

Director

# ASTON SCOTT GROUP pic REGISTERED NUMBER: 05639290

# COMPANY BALANCE SHEET AS AT 30 JUNE 2010

		201	10	200	09
	Note	£	£	£	£
FIXED ASSETS					
Fixed asset investments	10		2,516,511		2,516,511
CURRENT ASSETS					
Cash at bank		43		21	
CREDITORS: amounts falling due within one year	12	(791,458)		(812,330)	
NET CURRENT LIABILITIES			(791,415)		(812,309)
TOTAL ASSETS LESS CURRENT LIABILIT	TIES		1,725,096		1,704,202
CAPITAL AND RESERVES					
Called up share capital	14		40,557		40,557
Share premium account	15		1,488,961		1,488,961
Profit and loss account	15		195,578		174,684
SHAREHOLDERS' FUNDS	16		1,725,096		1,704,202

The financial statements were approved and authorised for issue by the board and were signed on its behalf on \( \in \text{8 October 2010} \)

Andrew Scott

√ A G Scott

G D P Scarborough

Director

Director

# CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 30 JUNE 2010

	Note	2010 £	2009 £
Net cash flow from operating activities	17	3,492,396	2,342,372
Returns on investments and servicing of finance	18	6,972	(28, 569)
Taxation		(578,332)	(332,148)
Capital expenditure and financial investment	18	(1,358,519)	(1,561,544)
CASH INFLOW BEFORE FINANCING		1,562,517	420,111
Financing	18	(457,597)	(1,125,771)
INCREASE/(DECREASE) IN CASH IN THE YEAR		1,104,920	(705,660)

# RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET FUNDS/DEBT FOR THE YEAR ENDED 30 JUNE 2010

		2010 £	2009 £
Increase/(Decrease) in cash in the year	19	1,104,920	(705,660)
Cash outflow from decrease in debt and lease financing		457,597	1,125,771
MOVEMENT IN NET DEBT IN THE YEAR		1,562,517	420,111
Net funds at 1 July 2009		4,531,759	4,111,648
NET FUNDS AT 30 JUNE 2010		6,094,276	4,531,759

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2010

#### 1 ACCOUNTING POLICIES

#### 1.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The financial statements have been prepared under the historical cost convention as modified by the revaluation of goodwill and in accordance with applicable accounting standards

#### 12 BASIS OF CONSOLIDATION

The financial statements consolidate the accounts of Aston Scott Group plc and all of its subsidiary undertakings ('subsidiaries')

#### 13 TURNOVER

Turnover comprises revenue recognised by the group in respect of goods and services supplied, exclusive of Value Added Tax and trade discounts

Turnover represents amounts receivable from fees and commission. Commission and fees are recognised on the issue of a debit note to a client for a policy where the inception or renewal date falls due within the accounting period.

It is the normal practice for insurance brokers to settle accounts with other intermediaries, clients and insurers on a net basis. Thus large changes in both insurance broking debtors and creditors can result from comparatively small cash settlements. For this reason, the totals of insurance broking debtors and creditors give no indication of future cash flows.

The legal status of this practice of net settlement is uncertain and in the event of an insolvency it is generally abandoned. Financial Reporting Standard No. 5, Reporting the Substance of Transactions, requires that offset of assets and liabilities should be recognised in the financial statements where and only where, the offset would survive the insolvency of either party to the transaction Accordingly, only such offsets have been recognised in calculating insurance broking debtors and creditors.

### 1.4 INTANGIBLE FIXED ASSETS AND AMORTISATION

Goodwill is the difference between amounts paid on the acquisition of a business and the fair value of the identifiable assets and liabilities. It is amortised to the profit and loss account over its estimated economic life.

### 15 TANGIBLE FIXED ASSETS AND DEPRECIATION

Tangible fixed assets are stated at cost or valuation less depreciation. Depreciation is provided at rates calculated to write off the cost or valuation of fixed assets, less their estimated residual value, over their expected useful lives on the following bases.

Motor Vehicles Fixtures & Fittings 25% straight line

- 20 - 33% straight line

#### 1.6 INVESTMENTS

Investments in subsidiaries are valued at cost less provision for impairment

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2010

#### 1. ACCOUNTING POLICIES (continued)

#### 1.7 OPERATING LEASES

Rentals under operating leases are charged on a straight line basis over the lease term

#### 18 PENSIONS

The group operates a defined contribution stakeholder pension scheme on behalf of the employees of the group

#### 1.9 CONTINGENT DEFERRED CONSIDERATION

Contingent deferred consideration is discounted at present values and recognised in the financial statements as provisions for liabilities and charges

The provision for deferred consideration is based on the directors' best estimate of future payments, and initial estimates are periodically revised as further and more certain information becomes available

The discount element of the consideration is released to the profit and loss account over the course of the contract and is treated as interest payable/received

#### 2 TURNOVER

The whole of the turnover is attributable to commission and fees earned during the period

All turnover arose within the United Kingdom

#### 3. OPERATING PROFIT

	2010 £	2009 £
Auditors' remuneration	-	~
Group - audit services	18,941	16,185
Group - taxation services	3,049	2,723
Depreciation - plant and machinery	62,914	83,693
Amortisation of intangible fixed assets	1,590,174	1,581,206
Operating lease rentals - plant and machinery	8,043	14,912
Operating lease rentals - land and buildings	296,356	266,704
(Profit)/Loss on disposal of fixed assets	(1,115)	(4,528)

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2010

	STAFF COSTS		
	Staff costs, including directors' remuneration, were as follows		
		2010	2009
		£	£
	Wages and salaries	4,107,223	4,357,242
	Social security costs	421,005	472,120
	Other pension costs	10,750	10,750
		4,538,978	4,840,112
	The average monthly number of employees, including the directors,	during the year was a	s follows
		2010	2009
		No	No
		120	125
5.	DIRECTORS' REMUNERATION		
		2010	2009
		£	£
	Emoluments	243,441	231,686
	Company pension contributions to money purchase pension schemes	10,000	10,000
	During the year retirement benefits were accruing to 1 director (20)	09 - 1) in respect of m	oney purchase
	pension schemes		
	The highest paid director received remuneration of £157,838 (2009)	- £153,401)	
6.		- £153,401)	
6.	The highest paid director received remuneration of £157,838 (2009)	- £153,401) 2010 £	2009 £
6.	The highest paid director received remuneration of £157,838 (2009)	2010	£
6.	The highest paid director received remuneration of £157,838 (2009  INTEREST PAYABLE  On bank loans and overdrafts Other interest charged	2010 £ 102,966	£ 131
6.	The highest paid director received remuneration of £157,838 (2009  INTEREST PAYABLE  On bank loans and overdrafts	2010 £	£

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2010

7	TAXA	TION	

2010 £	2009 £
505,000	482,972
	£

#### **FACTORS AFFECTING TAX CHARGE FOR THE YEAR**

The tax assessed for the year is higher than (2009 - higher than) the standard rate of corporation tax in the UK (28%). The differences are explained below

	2010 £	2009 £
Profit on ordinary activities before tax	876,689	810,557
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 28% (2009 - 28%)	245,473	226,958
EFFECTS OF:		
Expenses not deductible for tax purposes	3,155	4,656
Capital allowances in excess of depreciation for year	(1,013)	3,292
Amortisation	252,712	247,238
Other timing differences	4,673	828
CURRENT TAX CHARGE FOR THE YEAR (see note above)	505,000	482,972

# **FACTORS THAT MAY AFFECT FUTURE TAX CHARGES**

There were no factors that may affect future tax charges

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2010

GROUP COST At 1 July 2009 Revaluations At 30 June 2010 AMORTISATION At 1 July 2009 Charge for the year At 30 June 2010 At 30 J	8.	INTANGIBLE FIXED ASSETS			
At 1 July 2009 Revaluations  At 30 June 2010  AMORTISATION  At 1 July 2009 Charge for the year  At 30 June 2010  At 30 June 2009  TANGIBLE FIXED ASSETS   TANGIBLE FIXED ASSETS  TANGIBLE FIXED ASSETS  TANGIBLE FIXED ASSETS  TANGIBLE FIXED ASSETS  TANGIBLE FIXED ASSETS  TANGIBLE FIXED ASSETS  TANGIBLE FIXED ASSETS  TANGIBLE FIXED ASSETS  TANGIBLE FIXED ASSETS  TANGIBLE FIXED ASSETS  TANGIBLE FIXED ASSETS  TANGIBLE FIXED ASSETS  TANGIBLE FIXED ASSETS  TOTAL  ### TOTAL  ### COUNTY OF TOTAL  ### TOTAL  ##					
AMORTISATION At 1 July 2009 Charge for the year At 30 June 2010 At 30 June 2010 At 30 June 2010 At 30 June 2009  TANGIBLE FIXED ASSETS  TOTAL  ### Furniture, fittings and equipment but fixed and equipment but fixed		At 1 July 2009			
At 1 July 2009 Charge for the year At 30 June 2010 At 30 June 2010 At 30 June 2010 At 30 June 2010 At 30 June 2009  TANGIBLE FIXED ASSETS  TOtal £ £ £ COST OR VALUATION At 1 July 2009 At 30 June 2010 At 30 June		At 30 June 2010			11,705,602
NET BOOK VALUE At 30 June 2010  At 30 June 2009  7,076,807  9. TANGIBLE FIXED ASSETS  GROUP COST OR VALUATION At 1 July 2009 At 30 June 2010		At 1 July 2009			
At 30 June 2010  At 30 June 2009  7,076,807  9. TANGIBLE FIXED ASSETS  ROUP COST OR VALUATION At 1 July 2009 At 30 June 2010 At 30 June 2010  At 30 June 2010		At 30 June 2010			6,159,396
9. TANGIBLE FIXED ASSETS    Furniture, fittings and equipment fittin					5,546,206
GROUP         Motor vehicles fittings and equipment £         Total £           COST OR VALUATION         128,134         329,588         457,722           Additions         - 38,822         38,822           Disposals         (9,908)         - (9,908)           At 30 June 2010         118,226         368,410         486,636           DEPRECIATION         34,771         245,485         320,256           Charge for the year         20,192         42,722         62,914           On disposals         (9,908)         - (9,908)           At 30 June 2010         85,055         288,207         373,262           NET BOOK VALUE         At 30 June 2010         33,171         80,203         113,374		At 30 June 2009			7,076,807
GROUP         £         20,928         457,722         A38,822         42,722         42,636         486,636         486,636         486,636         486,636         486,636         486,636         486,636         487,771         245,485         320,256         42,722         62,914         49,908         -         9,908         -         9,908	9.	TANGIBLE FIXED ASSETS			
COST OR VALUATION  At 1 July 2009		CDOUD		fittings and equipment	
At 1 July 2009 Additions Disposals At 30 June 2010 At 30 June 2010 At 1 July 2009 At 30 June 2010			£	£	£
At 30 June 2010 118,226 368,410 486,636  DEPRECIATION  At 1 July 2009 74,771 245,485 320,256 Charge for the year 20,192 42,722 62,914 On disposals (9,908) - (9,908)  At 30 June 2010 85,055 288,207 373,262  NET BOOK VALUE  At 30 June 2010 33,171 80,203 113,374		At 1 July 2009	· -		38,822
DEPRECIATION         At 1 July 2009       74,771       245,485       320,256         Charge for the year       20,192       42,722       62,914         On disposals       (9,908)       -       (9,908)         At 30 June 2010       85,055       288,207       373,262         NET BOOK VALUE         At 30 June 2010       33,171       80,203       113,374		Disposals	(9,908)	-	(9,908)
At 1 July 2009 Charge for the year On disposals  At 30 June 2010  The state of the year and a second and		At 30 June 2010	118,226	368,410	486,636
Charge for the year       20,192       42,722       62,914         On disposals       (9,908)       -       (9,908)         At 30 June 2010       85,055       288,207       373,262         NET BOOK VALUE       33,171       80,203       113,374		DEPRECIATION			
On disposals (9,908) - (9,908)  At 30 June 2010 85,055 288,207 373,262  NET BOOK VALUE  At 30 June 2010 33,171 80,203 113,374					
NET BOOK VALUE At 30 June 2010 33,171 80,203 113,374				42,722 -	
At 30 June 2010 33,171 80,203 113,374		At 30 June 2010	85,055	288,207	373,262
		NET BOOK VALUE			
At 30 June 2009 53,363 84,103 137,466		At 30 June 2010	33,171	80,203	113,374
		At 30 June 2009	53,363	84,103	137,466

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2010

# 10 FIXED ASSET INVESTMENTS

Shares in group undertakings £

# **COST OR VALUATION**

At 1 July 2009 and 30 June 2010

2,516,511

Subsidiaries Aston Scott Ltd ASG Risk Managment Ltd Principal activity
Insurance broker
Risk Management

Holding Country of registration 100% England & Wales

100% England & Wales 100% England & Wales

# 11 DEBTORS

	GROUP		COMPANY	
	2010	2009	2010	2009
	£	£	£	£
Trade debtors	984,859	1,284,387	-	-
Other debtors	15,713	100,456	-	-
Prepayments and accrued income	178,064	155,956	•	-
	1,178,636	1,540,799	-	-

# 12 CREDITORS AMOUNTS FALLING DUE WITHIN ONE YEAR

	GROUP		COMPANY	
	2010 £	2009 £	2010 £	2009 £
Other loans	-	457,597	-	314,097
Trade creditors	4,472,436	4,121,759	-	-
Amounts owed to group undertakings	•	-	791,458	498,233
Corporation tax	286,007	359,339	-	_
Social security and other taxes	116,268	121,450	-	_
Accruals and deferred income	518,349	268,068	-	-
	5,393,060	5,328,213	791,458	812,330

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2010

# 13. PROVISIONS

deferred consideration £
2,478,521 (1,320,812) 72,340
1,230,049

# **CONTINGENT DEFERRED CONSIDERATION**

This deferred consideration relates to the purchase of the trade of a number of businesses. It is based on the directors' best estimate of future payments and is dependent on the level of future income generated.

# 14. SHARE CAPITAL

	2010	2009
	£	£
ALLOTTED, CALLED UP AND FULLY PAID		
35,558 Ordinary shares of £1 each	35,558	35,558
ALLOTTED, CALLED UP AND PARTLY PAID		
19,997 <i>(2009 - 19,997)</i> Ordinary shares of £1 each - 25p paid	4,999	4,999

#### 15. RESERVES

GROUP	Share premium account £	Consolidated reserve £	Profit and loss account
At 1 July 2009 Profit for the year Transfer goodwill written off on consolidation to consolidated	1,488,961	2,637,957	1,770,219 371,689
reserve		(398,088)	398,088
At 30 June 2010	1,488,961	2,239,869	2,539,996 ————

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2010

# 15. RESERVES (continued)

COMPANY	Share premium account £	Profit and loss account
At 1 July 2009 Profit for the year	1,488,961	174,684 20,894
At 30 June 2010	1,488,961	195,578
16. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS	<b>S</b>	
GROUP	2010 £	2009 £
Opening shareholders' funds Profit for the year	5,937,694 371,689	5,610,109 327,585
Closing shareholders' funds	6,309,383	5,937,694
COMPANY	2010 £	2009 £
Opening shareholders' funds Profit for the year	1,704,202 20,894	1,624,264 79,938
Closing shareholders' funds	1,725,096	1,704,202

The company has taken advantage of the exemption contained within section 408 of the Companies Act 2006 not to present its own profit and loss account

The profit for the year dealt with in the accounts of the company was £20,894 (2009 - £79,938)

# 17. NET CASH FLOW FROM OPERATING ACTIVITIES

	2010 £	2009 £
Operating profit	957,781	885,473
Amortisation of intangible fixed assets	1,590,174	1,581,206
Depreciation of tangible fixed assets	62,914	83,693
Profit on disposal of tangible fixed assets	(1,115)	(4,528)
Decrease in debtors	286,869	297,376
Increase/(decrease) in creditors	595,773	(500,848)
NET CASH INFLOW FROM OPERATIONS	3,492,396	2,342,372
		<del></del>

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2010

18 ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN CASH FLOW STATEME					
				2010 £	2009 £
	RETURNS ON INVESTMENTS AND	SERVICING OF	FINANCE		
	Interest received Interest paid			15,427 (8,455)	143,381 (171,950)
	NET CASH INFLOW/(OUTFLOW) FI		ON	6,972	(28,569)
				2010 £	2009 £
	CAPITAL EXPENDITURE AND FINA	NCIAL INVEST	MENT		
	Deferred consideration paid Purchase of tangible fixed assets Sale of tangible fixed assets			(1,320,812) (38,822) 1,115	(1,538,421) (31,679) 8,556
	NET CASH OUTFLOW FROM CAPITAL EXPENDITURE			(1,358,519)	(1,561,544)
				2010 £	2009 £
	FINANCING				
	Repayment of loans			-	(143,500)
	Repayment of other loans			(457,597)	(982,271)
	NET CASH OUTFLOW FROM FINA	ANCING		(457,597)	(1,125,771)
19.	ANALYSIS OF CHANGES IN NET D	EBT			
		1 July 2009 £	Cash flow £	Other non-cash changes £	30 June 2010 £
	Cash at bank and in hand DEBT:	4,989,356	1,104,920	-	6,094,276
	Debts due within one year	(457,597)	457,597	-	-
	NET FUNDS	4,531,759	1,562,517	•	6,094,276

# 20 PENSION COMMITMENTS

A defined contribution stakeholder pension scheme is operated on behalf of the employees of the group. The assets are held separately from those of the group in an independently administered fund. The pension charge represents contributions payable by the group to various pension funds outside of the stakeholder scheme amounting to £10,750 (2009 £10,750)

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2010

#### 21. OPERATING LEASE COMMITMENTS

At 30 June 2010 the Group had annual commitments under non-cancellable operating leases as follows

	Land and buildings		Other	
	2010	2009	2010	2009
GROUP	£	£	£	£
EXPIRY DATE				
Within 1 year	21,750	21,750	866	_
Between 2 and 5 year	273,536	273,536	7,177	9,715

# 22. CONTROLLING PARTY

A G Scott is the ultimate controlling party by virtue of his majority shareholding in Aston Scott Group pic the parent company of the group