

Inbond Northern Limited

**Directors' report and financial
statements**

Registered number 05736339

30 September 2007

TUESDAY



A18 *ADM1X18G* 185
08/07/2008
COMPANIES HOUSE

Contents

Directors' report	1
Statement of directors' responsibilities in respect of the Directors' Report and the financial statements	3
Independent auditors' report to the members of Inbond Northern Limited	4
Profit and Loss Account	6
Balance Sheet	7
Reconciliation of Movements in Shareholders' Funds	8
Notes	9

Directors' report

The directors present their directors' report and financial statements for the year ended 30 September 2007

Principal activities

The principal activity of the company is to act as an investment holding company

Business review

The company is a non trading holding company and as such did not carry out any business in the year ended 30 September 2007

Proposed dividend

Since the year end the company has received dividends totalling £295,000, following which dividends of £200,000 and £80,000 were paid on 3 December 2007 and 17 April 2008 respectively. The proposed dividends have not been included in creditors as they were not approved before the year end

Directors and directors' interests

The directors who held office during the year were as follows

I Price
M Winton
N Wallace
E Watthey

The directors who held office at the end of the financial year had the following interests in the shares of group companies according to the register of directors' interests

			Interest at end of year	Interest at start of year
	Company	Class of share		
I Price	Inbond Holdings Limited	B Ordinary	12	12
M Winton	Inbond Holdings Limited	B Ordinary	12	12
E Watthey	Inbond Holdings Limited	B Ordinary	12	12

None of the other directors who held office at the end of the financial year had any disclosable interest in the shares of the company

According to the register of directors' interests, no rights to subscribe for shares in or debentures of the company or any other group company were granted to any of the directors or their immediate families, or exercised by them, during the financial year

Directors' report *(continued)*

Employees

The group headed by the company operates a non-discriminatory employment policy and full and fair consideration is given to applications for employment from the disabled where they have appropriate skills and abilities and the continued employment of staff who became disabled

It is the policy of the group that training, career development and promotion opportunities should be available to all employees. It is also the policy of the group to keep its employees informed on matters affecting them as employees and on financial and economic factors affecting the performance of the group

Political and charitable contributions

The company made no political contributions or donations to UK charities during the year

Disclosure of information to auditors

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the company's auditors are unaware, and each director has taken all the steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information

Auditors

In accordance with Section 384 of the Companies Act 1985, a resolution for the re-appointment of KPMG LLP as auditors of the company is to be proposed at the forthcoming Annual General Meeting

By order of the board



M Winton
Secretary

Eaglescliffe Logistics Centre
Durham Lane
Eaglescliffe
Stockton on Tees
TS16 0RW

27 June 2008

Statement of directors' responsibilities in respect of the Directors' Report and the financial statements

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 they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice)

The financial statements are required by law to give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period

In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgments and 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 proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that its financial statements comply with the Companies Act 1985. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities



KPMG LLP

Quayside House
110 Quayside
Newcastle upon Tyne
NE1 3DX
United Kingdom

Independent auditors' report to the members of Inbond Northern Limited

We have audited the financial statements of Inbond Northern Limited for the year ended 30 September 2007 which comprises the Profit and Loss Account, the Balance Sheet, the Reconciliation of Movements in Shareholders' Funds and the related notes. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with section 235 of the Companies Act 1985. 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

The directors' responsibilities for preparing the financial statements in accordance with applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities on page 3.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the Directors' Report is consistent with the financial statements.

In addition we report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgments made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Independent auditors' report to the members of Inbond Northern Limited
(continued)

Opinion

In our opinion

- the financial statements give a true and fair view, in accordance with UK Generally Accepted Accounting Practice, of the state of the company's affairs as at 30 September 2007 and of its result for the year then ended,
- the financial statements have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the Directors' Report is consistent with the financial statements

KPMG LLP

KPMG LLP
Chartered Accountants
Registered Auditor

27 June 2008

Profit and Loss Account
for the year ended 30 September 2007

	<i>Note</i>	2007 £000	2006 £000
Administrative expenses		-	(20)
Loss on ordinary activities before taxation		-	(20)
Tax on loss on ordinary activities	4	-	6
Loss for the financial year	9	-	(14)


There were no recognised gains or losses other than the result for the year

The results for the current year and preceding period are all derived from continuing operations

Balance Sheet
at 30 September 2007

	<i>Note</i>	2007 £000	2006 £000
Fixed assets			
Investments	5	-	-
Current assets			
Debtors	6	6	6
Creditors amounts falling due within one year	7	(20)	(20)
Net current liabilities		(14)	(14)
Total assets less current liabilities		(14)	(14)
Net liabilities		(14)	(14)
Capital and reserves			
Called up share capital	8	-	-
Profit and loss account	9	(14)	(14)
Shareholders' deficit		(14)	(14)

These financial statements were approved by the board of directors on 27 June 2008 and were signed on its behalf by


M Winton
 Director

Reconciliation of Movements in Shareholders' Funds
for the year ended 30 September 2007

	2007 £000	2006 £000
Loss for the financial year	-	(14)
Opening shareholders deficit	(14)	-
	<hr/>	<hr/>
Closing shareholders' deficit	(14)	(14)
	<hr/>	<hr/>

Notes

(forming part of the financial statements)

1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements

Basis of preparation

The financial statements have been prepared in accordance with applicable accounting standards and under the historical cost accounting rules

The company is exempt by virtue of s248 of the Companies Act 1985 from the requirement to prepare group financial statements. These financial statements present information about the company as an individual undertaking and not about its group.

Under Financial Reporting Standard 1 the company is exempt from the requirement to prepare a cash flow statement on the grounds of its size.

Investments

Investments in subsidiary undertakings are stated at cost.

Taxation

The charge 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 FRS 19.

Classification of financial instruments issued by the company

Following the adoption of FRS 25, financial instruments issued by the company are treated as equity (i.e. 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 in 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's 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 (see dividends policy), are dealt with as appropriations in the reconciliation of movements in shareholders' funds.

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.

Notes (continued)

2 Notes to the profit and loss account

Fees of £2 000 (2006 £2,000) payable to the auditor for the audit of these financial statements have been paid by other group undertakings

3 Remuneration of directors

The directors were the only employees of the company and received no remuneration during the period

4 Taxation

Analysis of credit in period

	2007 £000	2006 £000
<i>UK corporation tax</i>		
Current tax on income for the period	-	-
Group relief receivable	-	(6)
	<hr/>	<hr/>
Tax on loss on ordinary activities	-	(6)
	<hr/>	<hr/>

Factors affecting the tax credit for the current period

The current tax credit for the current and preceding period is equal to the standard rate of corporation tax in the UK of 30%

5 Fixed asset investments

	£000
<i>Cost</i>	
At beginning and end of year	-
	<hr/>

The companies in which the company's interest at the year end is more than 20% are as follows

	Country of incorporation	Principal activity	Class and percentage of shares held
<i>Subsidiary undertakings</i>			
Inbond E-Logistics Limited	United Kingdom	Logistics	Ordinary 100%
Inbond Limited*	United Kingdom	Logistics	Ordinary 100%

*shares held by Inbond E-Logistics Limited

On 20 April 2007 Inbond E-Logistics sold its shares in Inbond Slovakia s r o to J Price, a director of the company, for £1

Notes (continued)

6 Debtors

	2007 £000	2006 £000
Amounts owed by group undertakings	6	6

7 Creditors' amounts falling due within one year

	2007 £000	2006 £000
Amounts owed to group undertakings	20	20

8 Called up share capital

	2007 £000	2006 £000
<i>Authorised</i>		
60 A Ordinary shares of £1 each	-	-
40 B Ordinary shares of £1 each	-	-
	-	-
<i>Allotted, called up and fully paid</i>		
54 A Ordinary shares of £1 each	-	-
36 B Ordinary shares of £1 each	-	-
	-	-

The respective rights of the 'A' Ordinary and 'B' Ordinary shares are as follows

Winding up

On winding up the assets of the company available for distribution among the members of the company shall be applied in the following order

- 1 In paying to the holders of the 'A' Ordinary shares the subscription price per share and any arrears on dividends
- 2 In paying to the holders of the 'B' Ordinary shares the subscription price per share and any arrears on dividends
- 3 Any surplus assets of the company shall be distributed amongst the holders of the 'A' Ordinary and 'B' Ordinary shares in proportion to the number of shares held by them

Voting rights

Each holder of 'A' and 'B' Ordinary shares shall be entitled to vote at all general meetings of the company and have on a poll one vote for each equity share of which he is the holder. Each 'A' share entitles 10 votes on winding up.

In all other respects the rights attaching to the 'A' Ordinary and 'B' Ordinary shares are the same.

Notes (continued)

9 Profit and loss account

	£000
At beginning and end of year	(14)

10 Contingent liabilities

The company has guaranteed a working capital bank facility with the group's bankers on behalf of a subsidiary undertaking, Inbond Limited, by a fixed and floating charge over the assets of the company and by cross guarantees with group undertakings. At the end of the financial year the maximum potential liability in respect of this guarantee was £nil (2006 £nil).

11 Commitments

The company had no capital commitments at the end of the financial year.

At the balance sheet date debtors include £6,000 (2006 £6,000) due from Inbond E-Logistics Limited and creditors include £20,000 (2006 £20,000) due to Inbond Limited. Both balances are unsecured, interest free and repayable on demand.

The company has no annual commitments under non-cancellable operating leases.

12 Related party disclosures

The company is controlled by the directors in so far as they act in concert.

I Price, a director of the company, purchased 100% of the participating interest in Inbond Slovakia s r o from Inbond E-Logistics for £1 on 20 April 2007.