

Registration number 06303883

Rosehill Polymers Group Limited
Directors' report and consolidated financial statements
for the year ended 31 March 2015

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Rosehill Polymers Group Limited

Company information

Directors	J M Hopkinson A H Celik W J Stevens
Secretary	A J F Longbottom
Company number	06303883
Registered office	Rose Hill Mills Beech Road Sowerby Bridge HX6 2JT
Auditors	BM Howarth Ltd West House King Cross Road Halifax West Yorkshire HX1 1EB
Bankers	The Co-operative Bank Leeds Corporate Banking Centre 14 King Street Leeds LS1 2HL

Rosehill Polymers Group Limited

Contents

	Page
Strategic report	1 - 2
Directors' report	3 - 4
Auditors' report	5 - 6
Group profit and loss account	7
Group balance sheet	8
Company balance sheet	9
Cash flow statement	10
Notes to the financial statements	11 - 24

Rosehill Polymers Group Limited

Strategic report for the year ended 31 March 2015

Principal activity

The principal activities of the company and its subsidiary undertakings ('the group'), continue to be the manufacture and supply of binders, elastomers and other polymeric products utilised in sports and safety surfacing, manufacturing, transportation and heavy industrial applications.

Business review

The group continues to develop its strategy of market and product diversification underpinned by its globally acknowledged expertise with material science innovation.

The directors are satisfied with the results of the year. Turnover has increased over the previous year by 9.9% to £24.8m with pre-tax profits up from £834k to £1.4m. Further details of turnover by geographical segment are given in note 2 of the accounts.

Financial risks and uncertainties

Competition and threat to market share is a key risk to the group. The risk is alleviated by continuing to develop quality products at competitive prices and reacting efficiently to customers' requirements. The company is partly financed by bank loans, overdraft and invoice discounting facilities, so is exposed to interest rate fluctuations. Cashflow is carefully managed to minimise the risk and the level of the facilities used.

Research and development

Using both internal expertise and external consultants the group continually invests in research and development into new products and processes. The group will continue to invest in research and development that has a suitable return.

Employees

Details of the number of employees and related costs are shown in note 6 of the financial statements.

Environmental policy

The group recognises the importance of its environmental responsibilities and attempts to minimise its impact on the environment, including safe disposal of waste, recycling and reducing energy consumption.

Payments of creditors

It is the group's policy to ensure that suppliers are aware of the group's terms of payment, and that these terms are agreed at the commencement of business with each supplier. Payments are made in accordance with the payment terms and conditions agreed.

Purchase of own shares

During the year the company purchased 50,000 Ordinary B £1 shares from existing shareholders, for a consideration of £50,000. The shares were subsequently cancelled.

Rosehill Polymers Group Limited

**Strategic report
for the year ended 31 March 2015**

Future developments

The group continues to build its market share through close focus on, and delivery of, customer requirements. The prospects for the year to 31 March 2015 are very encouraging with the directors looking to increase the group's overseas revenue.

On the 10 June 2015 the company purchased 194,076 Ordinary B £1 shares from existing shareholders, for a consideration of £194,076. The shares were subsequently cancelled.

This report was approved by the Board on 10 August 2015 and signed on its behalf by



**A H Celik
Director**

Rosehill Polymers Group Limited

Directors' report for the year ended 31 March 2015

The directors present their report and the financial statements for the year ended 31 March 2015.

Change of company name

The company name was changed from Technopolymer Limited on 2 October 2013.

Results and dividends

The results for the year are set out on page 7

The directors have paid an interim dividend amounting to £159,076 and they do not recommend payment of a final dividend.

Directors and their interests

The directors who served during the year and their respective interests in the company are stated below:

	Class of share	31/03/15	01/04/14
J M Hopkinson	Ordinary shares	629,228	629,228
A H Celik	Ordinary shares	314,614	314,614
W J Stevens	Ordinary shares	153,471	153,471

Statement of directors' responsibilities

The directors are responsible for preparing the 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 of the profit or loss of the company for that year.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's 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.

at the date of approval of this report that:

- so far as each director is aware, there is no relevant audit information of which the company's auditor is unaware; and
- each director has taken all 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 auditor is aware of that information.

Rosehill Polymers Group Limited

Directors' report for the year ended 31 March 2015

Strategic Report

In accordance with section 414C(11) of the Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2013, the company has disclosed information required by schedule 7 of the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 in the company's Strategic Report.

Auditors

BM Howarth Ltd are deemed to be reappointed in accordance with Section 487(2) of the Companies Act 2006.

This report was approved by the Board on 10 August 2015 and signed on its behalf by



A H Celik
Director

**Independent auditor's report to the shareholders of
Rosehill Polymers Group Limited**

We have audited the financial statements of Rosehill Polymers Group Limited for the year ended 31 March 2015 which comprise the Group Profit and Loss Account, the Group Balance Sheet, the Company Balance Sheet, the Group Cash Flow Statement, the Reconciliation of Movements in Shareholders' Funds and the related notes. 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 auditors

As explained more fully in the Statement of Directors' Responsibilities set out on page 3, 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 Directors' report and financial statements 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 of our report.

Opinion on the financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the group's and company's affairs as at 31 March 2015 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 Strategic Report and 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
Rosehill Polymers Group Limited**

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, 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.



**Charles R Moorby (senior statutory auditor)
For and on behalf of BM Howarth Ltd
Chartered Accountants and
Statutory Auditor
10 August 2015**

**West House
King Cross Road
Halifax
West Yorkshire
HX1 1EB**

Rosehill Polymers Group Limited

**Group profit and loss account
for the year ended 31 March 2015**

		2015	2014
	Notes	£	£
Turnover	2	24,793,171	22,549,619
Cost of sales		(17,432,978)	(16,330,138)
Gross profit		<u>7,360,193</u>	<u>6,219,481</u>
Distribution costs		(633,337)	(585,695)
Administrative expenses		(5,160,639)	(4,601,007)
Other operating income		200,742	102,360
Operating profit	3	<u>1,766,959</u>	<u>1,135,139</u>
Interest payable	4	<u>(347,025)</u>	<u>(301,180)</u>
Profit on ordinary activities before taxation		1,419,934	833,959
Tax on profit on ordinary activities	7	<u>(105,387)</u>	<u>(17,317)</u>
Profit for the year	19	<u>1,314,547</u>	<u>816,642</u>
Retained profit brought forward		1,563,522	1,097,483
Reserve movements	19	<u>(209,076)</u>	<u>(350,603)</u>
Retained profit carried forward		<u><u>2,668,993</u></u>	<u><u>1,563,522</u></u>

There are no recognised gains or losses other than the profit or loss for the above two financial years.

The results for the above two financial years arise from continuing operations.

The notes on pages 12 to 26 form an integral part of these financial statements.

Rosehill Polymers Group Limited

**Group balance sheet
as at 31 March 2015**

		2015		2014	
	Notes	£	£	£	£
Fixed assets					
Intangible assets	10		1,230,759		1,432,250
Tangible assets	11		9,178,601		7,804,377
			<u>10,409,360</u>		<u>9,236,627</u>
Current assets					
Stocks	13	3,900,316		3,447,143	
Debtors	14	4,408,566		4,787,427	
Cash at bank and in hand		692		25	
		<u>8,309,574</u>		<u>8,234,595</u>	
Creditors: amounts falling due within one year	15	(8,718,273)		(8,742,862)	
Net current liabilities			<u>(408,699)</u>		<u>(508,267)</u>
Total assets less current liabilities			10,000,661		8,728,360
Creditors: amounts falling due after more than one year	16		(2,444,011)		(2,382,568)
Provisions for liabilities	17		<u>(677,982)</u>		<u>(572,595)</u>
Net assets			<u>6,878,668</u>		<u>5,773,197</u>
Capital and reserves					
Called up share capital	18		3,875,232		3,925,232
Other reserves	19		334,443		284,443
Profit and loss account	19		2,668,993		1,563,522
Shareholders' funds	20		<u>6,878,668</u>		<u>5,773,197</u>

The financial statements were approved by the Board on 10 August 2015 and signed on its behalf by



A H Celik
Director

Registration number 06303883

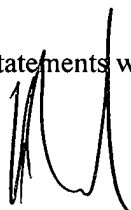
The notes on pages 12 to 26 form an integral part of these financial statements.

Rosehill Polymers Group Limited

**Company balance sheet
as at 31 March 2015**

	Notes	£	2015 £	£	2014 £
Fixed assets					
Investments	12		4,184,012		4,184,012
Net current assets					
Debtors	14		25,663		25,663
Total assets less current liabilities			4,209,675		4,209,675
Net assets			4,209,675		4,209,675
Capital and reserves					
Called up share capital	18		3,875,232		3,925,232
Other reserves	19		334,443		284,443
Shareholders' funds	20		4,209,675		4,209,675

The financial statements were approved by the Board on 10 August 2015 and signed on its behalf by



A H Celik
Director

Registration number 06303883

The notes on pages 12 to 26 form an integral part of these financial statements.

Rosehill Polymers Group Limited

**Group Cash flow statement
for the year ended 31 March 2015**

	Notes	2015 £	2014 £
Reconciliation of operating profit to net cash inflow from operating activities			
Operating profit		1,766,959	1,135,139
Depreciation and amortisation		923,277	665,491
Profit on disposal of tangible assets		(15,000)	(48)
(Increase) in stocks		(453,173)	(154,603)
Decrease / (increase) in debtors		377,941	(759,978)
(Decrease) / increase in creditors		(70,195)	47,423
Net cash inflow from operating activities		<u>2,529,809</u>	<u>933,424</u>
Cash flow statement			
Net cash inflow from operating activities		2,529,809	933,424
Interest paid	4	(347,025)	(301,180)
Taxation paid		-	(2,977)
Capital expenditure	24	(2,081,010)	(1,310,722)
		101,774	(681,455)
Equity dividends paid	8	(159,076)	(152,160)
		(57,302)	(833,615)
Financing	24	49,626	227,485
(Decrease) in cash in the year		<u>(7,676)</u>	<u>(606,130)</u>
Reconciliation of net cash flow to movement in net debt			
(Decrease) in cash in the year	25	(7,676)	(606,130)
Net debt at 1 April 2014	25	(3,688,930)	(3,082,800)
Net debt at 31 March 2015	25	<u>(3,696,606)</u>	<u>(3,688,930)</u>

Rosehill Polymers Group Limited

Notes to the financial statements for the year ended 31 March 2015

1. Accounting policies

Accounting convention

The financial statements are prepared under the historical cost convention and comply with financial reporting standards of the Accounting Standards Board.

Turnover

Turnover represents the total invoice value, excluding value added tax, of sales made during the year. Income is recognised at the point of sale when, the goods are despatched.

Goodwill

Goodwill arising on consolidation is not amortised since in the opinion of the directors its present carrying value represents their estimate of the current value of goodwill within the group. The directors annually review the carrying value in conjunction with their assessment of any reduction in the useful economic life of the goodwill.

The subsidiary's purchase of goodwill was completed in October 2013. Goodwill has been amortised over the estimated life of the additional revenue stream of 3 years (2014: 10 years). The change in estimated useful life has increased goodwill amortisation by £155,205 for the current year.

Trademarks

Trademarks are valued at cost less accumulated amortisation. Trademarks have been amortised over the estimated useful life of 10 years.

Research and development

Research expenditure is written off to the profit and loss account in the year in which it is incurred.

Tangible fixed assets and depreciation

Depreciation is provided at rates calculated to write off the cost less residual value of each asset over its expected useful life, as follows:

Land and buildings	-	2% per annum
Leasehold properties	-	Straight line over the life of the lease
Plant and machinery	-	2% - 25% straight line
Fixtures, fittings and equipment	-	10% - 33% straight line

Leasing and hire purchase commitments

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible assets and depreciated over their useful lives. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce constant periodic rates of charge on the net obligations outstanding in each period.

Rentals payable under operating leases are charged against income on a straight line basis over the lease term.

Rosehill Polymers Group Limited

Notes to the financial statements for the year ended 31 March 2015

Accounting policies continued

Stock

Stock is valued at the lower of cost and net realisable value after making due allowance for obsolete and slow moving items. Cost includes all direct expenditure and an appropriate proportion of fixed and variable overheads.

Pensions

The pension costs charged in the financial statements represent the contribution payable by the group during the year.

Deferred taxation

Deferred taxation is recognised on a full provision basis on all timing differences which have originated but not reversed, at the balance sheet date. Timing differences represent accumulated differences between the company's taxable profit and its financial profit and arise primarily from the difference between accelerated capital allowances and depreciation.

Following a change to the estimating technique adopted in the year no discount has been applied in respect of the deferred tax liability. Had the previous discount factor continued to be applied during the current year the deferred tax charge on timing differences would have become a deferred tax credit of £129,834.

Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange prevailing at the accounting date. Transactions in foreign currencies are recorded at the date of the transactions. All differences are taken to the Profit and Loss account.

Group accounts

The group financial statements consolidate the accounts of Rosehill Polymers Group Limited and its subsidiary undertakings made up to 31 March each year.

2. Turnover

	2015	2014
	£	£
Geographical market		
UK	14,724,896	12,871,421
Europe	4,929,706	3,930,746
North America, Australia and Far East	5,138,569	5,747,452
	<u>24,793,171</u>	<u>22,549,619</u>

Rosehill Polymers Group Limited

**Notes to the financial statements
for the year ended 31 March 2015**

3. Operating profit	2015	2014
	£	£
Operating profit is stated after charging:		
Depreciation and other amounts written off intangible assets	222,307	11,120
Depreciation and other amounts written off tangible assets	700,970	654,371
Research and development		
- expenditure in current year	17,105	17,746
Operating lease rentals		
- Motor vehicles	74,498	78,655
Auditors' remuneration - audit	12,000	12,000
- accountancy and tax services	12,800	15,000
	<u> </u>	<u> </u>
and after crediting:		
Profit on disposal of tangible fixed assets	15,000	48
Government grants	153,581	3,000
	<u> </u>	<u> </u>
4. Interest payable	2015	2014
	£	£
Bank interest	196,298	178,860
Hire purchase interest	150,727	122,320
	<u> </u>	<u> </u>
	<u>347,025</u>	<u>301,180</u>

Rosehill Polymers Group Limited

Notes to the financial statements for the year ended 31 March 2015

5. Employees

Number of employees	2015	2014
The average monthly numbers of employees (including the directors) during the year were:		
Laboratory and production	58	52
Administration and sales	31	28
	<u>89</u>	<u>80</u>
	2015	2014
	£	£
Employment costs		
Wages and salaries	2,954,261	2,570,025
Social security costs	261,256	237,295
Pension costs-other operating charge	35,853	33,090
	<u>3,251,370</u>	<u>2,840,410</u>
Directors' remuneration		
Remuneration and other emoluments	168,546	172,684
Pension contributions	3,120	3,120
	<u>171,666</u>	<u>175,804</u>
	Number	Number
Number of directors to whom retirement benefits are accruing under a money purchase scheme	<u>1</u>	<u>1</u>

6. Pension costs

The group operates a defined contribution pension scheme in respect of the employees. The scheme and its assets are held by independent managers. The pension charge represents contributions due from the group and amounted to £35,853 (2014 - £33,090).

Rosehill Polymers Group Limited

Notes to the financial statements for the year ended 31 March 2015

7. Tax on profit on ordinary activities

Analysis of charge in period	2015 £	2014 £
Current tax		
Adjustments in respect of previous periods	-	(4,111)
Deferred tax		
Timing differences, origination and reversal	7,662	87,864
Effect of changes in tax rates	(27,266)	(66,436)
Decrease in discount	124,991	-
Tax on profit on ordinary activities	<u>105,387</u>	<u>17,317</u>

Factors affecting tax charge for period

The tax assessed for the period is lower than the effective rate of corporation tax in the UK (20.00 per cent). The differences are explained below:

	2015 £	2014 £
Profit on ordinary activities before taxation	<u>1,419,934</u>	<u>833,959</u>
Profit on ordinary activities multiplied by effective rate of corporation tax in the UK of 20.00% (31 March 2014 : 23.00%)	283,987	191,811
Effects of:		
Expenses not deductible for tax purposes	28,202	2,758
Capital allowances for period in excess of depreciation	(109,189)	(42,027)
Utilisation of tax losses	-	(47,765)
Profit on sale of fixed assets	(3,000)	-
Research and development allowance - current year	(200,000)	(90,493)
Adjustments in respect of previous periods	-	(4,111)
Short term timing differences origination and reversal	-	(14,284)
Current tax charge for period	<u>-</u>	<u>(4,111)</u>

Factors that may affect future tax charges

The group has taxable losses of £608,800 available to carry forward and offset against future trading profits.

Rosehill Polymers Group Limited

**Notes to the financial statements
for the year ended 31 March 2015**

8. Dividends	2015 £	2014 £
Equity dividends on Ordinary A shares paid during the year	<u>159,076</u>	<u>152,160</u>

9. Profit for the year attributable to shareholders

As permitted by Section 480 of the Companies Act 2006 the Profit and Loss Account of Rosehill Polymers Group Limited has not been presented with the financial statements.

The results after taxation of the company show a profit of £209,076 (2014: £350,603).

10. Intangible fixed assets	Goodwill £	Trademarks £	Total £
Group Cost			
At 1 April 2014	1,443,370	-	1,443,370
Additions	-	20,816	20,816
At 31 March 2015	<u>1,443,370</u>	<u>20,816</u>	<u>1,464,186</u>
Amortisation			
At 1 April 2014	11,120	-	11,120
Charge for year	221,787	520	222,307
At 31 March 2015	<u>232,907</u>	<u>520</u>	<u>233,427</u>
Net book values			
At 31 March 2015	<u>1,210,463</u>	<u>20,296</u>	<u>1,230,759</u>
At 31 March 2014	<u>1,432,250</u>	<u>-</u>	<u>1,432,250</u>

Rosehill Polymers Group Limited

**Notes to the financial statements
for the year ended 31 March 2015**

11. Tangible fixed assets	Land and buildings freehold £	Long leasehold property £	Plant and machinery £	Fixtures, fittings and equipment £	Total £
Group					
Cost					
At 1 April 2014	2,440,954	344,959	10,713,668	1,213,746	14,713,327
Additions	383,237	51,817	1,428,519	211,621	2,075,194
Disposals	-	-	(46,800)	-	(46,800)
At 31 March 2015	2,824,191	396,776	12,095,387	1,425,367	16,741,721
Depreciation					
At 1 April 2014	754,691	323,676	4,915,420	915,163	6,908,950
On disposals	-	-	(46,800)	-	(46,800)
Charge for the year	42,927	1,082	511,099	145,862	700,970
At 31 March 2015	797,618	324,758	5,379,719	1,061,025	7,563,120
Net book values					
At 31 March 2015	2,026,573	72,018	6,715,668	364,342	9,178,601
At 31 March 2014	1,686,263	21,283	5,798,248	298,583	7,804,377

Included above are assets held under finance leases or hire purchase contracts with a total net book value of £3,743,467 (2014: £3,007,793) and a total depreciation charge for the year of £125,910 (2014: £154,181).

Rosehill Polymers Group Limited

Notes to the financial statements for the year ended 31 March 2015

12. Fixed asset investments	Subsidiary undertakings shares £	Total £
Company		
Cost		
At 1 April 2014 and 31 March 2015	<u>4,184,012</u>	<u>4,184,012</u>
Net book values		
At 31 March 2014 and 31 March 2015	<u>4,184,012</u>	<u>4,184,012</u>

The company holds 100% of the ordinary share capital of the following company incorporated in Great Britain:

Subsidiary undertaking	Nature of subsidiary's activities
Rosehill Polymers Limited	Manufacture and supply of binders, elastomers and other polymeric products utilised in sports and safety surfacing, manufacturing, transportation and heavy industrial applications.

At 31 March 2015 Rosehill Polymers Limited had capital and reserves of £6,012,995 and had made a profit for the year of £1,314,547.

13. Stocks	2015 £	2014 £
Group		
Raw materials and consumables	1,436,728	1,423,693
Finished goods and goods for resale	<u>2,463,588</u>	<u>2,023,450</u>
	<u>3,900,316</u>	<u>3,447,143</u>

Rosehill Polymers Group Limited

**Notes to the financial statements
for the year ended 31 March 2015**

14. Debtors	2015	2014
	£	£
Group		
Trade debtors	4,090,152	4,531,391
Corporation tax repayable	2,977	3,897
Prepayments and accrued income	315,437	252,139
	<u>4,408,566</u>	<u>4,787,427</u>
Company		
Amounts owed by group undertaking	<u>25,663</u>	<u>25,663</u>
 15. Creditors: amounts falling due within one year	 2015	 2014
	£	£
Group		
Bank overdraft	789,756	562,027
Bank loan	58,000	54,000
Invoice discounting	2,907,542	3,126,928
Net obligations under finance leases and hire purchase contracts	781,496	747,313
Trade creditors	3,627,463	3,646,005
Corporation tax	-	920
Other taxes and social security costs	359,519	425,309
Accruals and deferred income	194,497	180,360
	<u>8,718,273</u>	<u>8,742,862</u>

Bank borrowings shown above and in note 16 are secured against assets of the group and by personal guarantees given by the directors.

Obligations under finance leases and hire purchase contracts shown above and in note 16 are secured on the assets to which they relate.

The invoice discounting creditor is secured on the book debts of Rosehill Polymers Limited.

Rosehill Polymers Group Limited

**Notes to the financial statements
for the year ended 31 March 2015**

16. Creditors: amounts falling due after more than one year	2015	2014
	£	£
Group		
Bank loan	871,874	932,846
Other loan	50,000	50,000
Directors' loan	60,784	60,784
Net obligations under finance leases and hire purchase contracts	1,461,353	1,338,938
	<u>2,444,011</u>	<u>2,382,568</u>
Loans		
Repayable in five years or more by instalments	<u>639,874</u>	<u>716,846</u>
17. Provision for deferred taxation	2015	2014
	£	£
Group		
Accelerated capital allowances	799,742	717,277
Tax losses carried forward	(121,760)	(19,691)
Undiscounted provision for deferred tax	677,982	697,586
Discount	-	(124,991)
Provision for deferred tax	<u>677,982</u>	<u>572,595</u>
Provision at 1 April 2014	572,595	
Deferred tax charge in profit and loss account	105,387	
Provision at 31 March 2015	<u>677,982</u>	

Rosehill Polymers Group Limited

Notes to the financial statements for the year ended 31 March 2015

18. Share capital	2015 £	2014 £
Allotted, called up and fully paid equity shares		
2,194,625 Ordinary A shares of £1 each	2,194,625	2,194,625
1,680,607 Ordinary B shares of £1 each	1,680,607	1,730,607
	<u>3,875,232</u>	<u>3,925,232</u>

Under the terms of a Shareholders' Agreement dated 16 March 2011:

(a) The Ordinary B shareholders shall (regardless of the number of Ordinary B shares in issue) be entitled to exercise 20% of the voting rights at any general meeting of the company. As between the shareholders the voting rights shall be divided pro-rata on the basis of the number of Ordinary B shares held to the relative total number of Ordinary B shares in issue provided always that at any time each Ordinary B shareholder shall be entitled to exercise a minimum of 5% of the voting rights at any general meeting of the company.

(b) The Ordinary A shareholders and the Company shall procure that the Company has during the year purchased a minimum 50,000 Ordinary B £1 shares at par value until all Ordinary B shares have been purchased and cancelled.

During the year the company purchased 50,000 Ordinary B £1 shares from existing shareholders, for a consideration of £50,000. The shares were subsequently cancelled.

On 10 June 2015 the company purchased 194,076 Ordinary B £1 shares from existing shareholders, for a consideration of £194,076. The shares were subsequently cancelled.

Rosehill Polymers Group Limited

Notes to the financial statements for the year ended 31 March 2015

19. Equity Reserves	Profit and loss account £	Capital redemption reserve £	Total £
Group			
At 1 April 2014	1,563,522	284,443	1,847,965
Profit for the year	1,314,547	-	1,314,547
Purchase of own shares	(50,000)	50,000	-
Equity Dividends	(159,076)	-	(159,076)
At 31 March 2015	<u>2,668,993</u>	<u>334,443</u>	<u>3,003,436</u>
	Profit and loss account £	Capital redemption reserve £	Total £
Company			
At 1 April 2014	-	284,443	284,443
Profit for the year	209,076	-	209,076
Purchase of own shares	(50,000)	50,000	-
Equity Dividends	(159,076)	-	(159,076)
At 31 March 2015	<u>-</u>	<u>334,443</u>	<u>334,443</u>

Rosehill Polymers Group Limited

Notes to the financial statements for the year ended 31 March 2015

20. Reconciliation of movements in shareholders' funds	2015 £	2014 £
Group		
Profit for the year	1,314,547	816,642
Dividends	(159,076)	(152,160)
	<u>1,155,471</u>	<u>664,482</u>
Purchase of own shares	(50,000)	(198,443)
	<u>1,105,471</u>	<u>466,039</u>
Net addition to shareholders' funds	5,773,197	5,307,158
Opening shareholders' funds	<u>6,878,668</u>	<u>5,773,197</u>
Closing shareholders' funds	<u>6,878,668</u>	<u>5,773,197</u>
Company		
Profit for the year	209,076	350,603
Dividends paid	(50,000)	(152,160)
Purchase of own shares	(159,076)	198,443
	<u>-</u>	<u>-</u>
Net addition to shareholders' funds	4,209,675	4,209,675
Opening and closing shareholders' funds	<u>4,209,675</u>	<u>4,209,675</u>

21. Financial commitments - Group

At 31 March 2015 the group had annual commitments under non-cancellable operating leases as follows:

	Land and buildings		Other	
	2015 £	2014 £	2015 £	2014 £
Expiry date:				
Within one year	160,000	160,000	-	12,333
Between one and five years	-	-	69,680	60,205
	<u>160,000</u>	<u>160,000</u>	<u>69,680</u>	<u>72,538</u>

Rosehill Polymers Group Limited

Notes to the financial statements for the year ended 31 March 2015

22. Related party transactions

During the year the directors received the following dividends:

	2015 £	2014 £
J M Hopkinson	91,218	87,250
A H Celik	45,609	43,631
W Stevens	22,249	21,279
	<u>159,076</u>	<u>152,160</u>

During the year the group paid an open market value rent totalling £160,000 (2014: £160,000) to the Rosehill Pension Fund for the rental of two properties that the group has traded from throughout the year.

23. Controlling interest

The company was controlled throughout the year by the directors and their immediate family members through their collective ownership of the majority of the ordinary share capital.

24. Gross cash flows

	2015 £	2014 £
Capital expenditure		
Payments to acquire intangible assets	(20,816)	(18,350)
Payments to acquire tangible assets	(2,075,194)	(1,292,972)
Receipts from sales of tangible assets	15,000	600
	<u>(2,081,010)</u>	<u>(1,310,722)</u>
Financing		
Purchase of own shares	(50,000)	(198,443)
Repayment of long term bank loan	(56,972)	(55,890)
Capital element of hire purchase contracts	156,598	481,818
	<u>49,626</u>	<u>227,485</u>

Rosehill Polymers Group Limited

Notes to the financial statements for the year ended 31 March 2015

25. Analysis of changes in net funds	Opening balance £	Cash flows £	Closing balance £
Cash at bank and in hand	25	667	692
Overdrafts	(562,027)	(227,729)	(789,756)
Invoice discounting	(3,126,928)	219,386	(2,907,542)
	<u>(3,688,930)</u>	<u>(7,676)</u>	<u>(3,696,606)</u>
Bank loan	(986,846)	56,972	(929,874)
Hire purchase contracts	(2,086,251)	(156,598)	(2,242,849)
Net funds	<u><u>(6,762,027)</u></u>	<u><u>(107,302)</u></u>	<u><u>(6,869,329)</u></u>