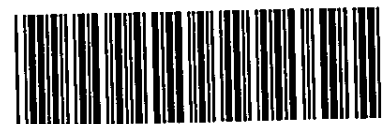


Financial Statements Amber Langis Limited

For the year ended 31 July 2013

Registered number: 06754410

TUESDAY



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COMPANIES HOUSE

Amber Langis Limited

Company Information

Registered number 06754410

Registered office Fordbridge Lane
Blackwell
Alfreton
Derbyshire
DE55 5JY

Directors H W Martin
K Martin
N C Faulconbridge
G R Beswick

Bankers Barclays Bank PLC
Derby Business Centre
PO Box 493
Sir Frank Whittle Road
DERBY
DE1 9UU

Independent auditor Grant Thornton UK LLP
Chartered Accountants & Registered Auditor
Regent House
80 Regent Road
LEICESTER
LE1 7NH

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Directors' Report

For the year ended 31 July 2013

The directors present their report and the financial statements for the year ended 31 July 2013

Principal activities and business review

The principal activities of Amber Langis Limited (the Company) are as follows

- The design, installation, service and hire of traffic control and traffic management systems
- The provision of Variable Message Systems (VMS)

The Company's key financial and performance indicators for the year are

- 1 The achievement of a net profit
- 2 An increasing net asset value

Industry conditions have continued to be challenging but the Company has continued to operate profitably, further strengthening the balance sheet position

A strong client base and a close working partnership with the parent company, H W Martin (Traffic Management) Limited, will ensure continuity of demand for the Company's services

Principal risks and uncertainties

The identification, assessment and management of opportunities and associated risks are an integral element of the business of Amber Langis Limited. Principal risks are

- The effect of new legislation and regulation. The impact of which on operations may potentially increase costs. This risk is considered as a part of the tender approval process.
- Competitive risk. Contracts with major clients are secured by competitive tender and therefore no future contracts are guaranteed. The company has now achieved a very competitive cost base and actively pursues "preferred supplier" status with clients to give the best possible commercial advantage and targets long-term contracts.
- Health and safety. Amber Langis Limited acknowledges that its employees work within a hazardous environment and training is given to reflect and mitigate this risk. Policies and procedures are continually monitored and reviewed.
- Financial risk. The main risk arising from the company's financial instruments is liquidity risk. This risk is managed by maintaining a high cash reserve and by capital funding from the Martin Group providing sufficient liquidity to finance the company's operations and to meet unanticipated costs.

Results

The profit for the year, after taxation, amounted to £21,465 (2012 - £266,544)

Directors' Report

For the year ended 31 July 2013

Directors

The directors who served during the year were

H W Martin
K Martin
N C Faulconbridge
G R Beswick

Disabled employees

The company gives full consideration to applications for employment from disabled persons where the requirements of the job can be adequately fulfilled by a handicapped or disabled person. Where existing employees become disabled, it is the company's policy wherever practicable to provide continuing employment under normal terms and conditions and to provide training and career development and promotion to disabled employees wherever appropriate.

Employee Involvement

A policy of equal opportunity employment is followed at all times by the company. During the year, the policy of providing employees with information about the company has been continued through internal media methods in which employees have also been encouraged to present their suggestions and views on the company's performance. Regular meetings are held between local management and employees to allow a free flow of information and ideas.

Directors' responsibilities statement

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 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,
- 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.

Directors' Report

For the year ended 31 July 2013

Disclosure of information to auditor

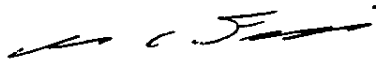
Each of the persons who is a director at the time when this Directors' report is approved has confirmed that

- so far as that director is aware, there is no relevant audit information of which the company'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 relevant audit information and to establish that the company's auditor is aware of that information

Auditor

Grant Thornton UK LLP are deemed to be re-appointed under section 487(2) of the Companies Act 2006

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



N C Faulconbridge
Director

Date 4 December 2013



Independent Auditor's Report to the Members of Amber Langis Limited

We have audited the financial statements of Amber Langis Limited for the year ended 31 July 2013, which comprise the Profit and loss account, the Balance sheet 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 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 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 (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at www.frc.org.uk/apb/scope/private.cfm.

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31 July 2013 and of its 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 Members of Amber Langis 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

A handwritten signature in black ink, appearing to read 'Paul Houghton'.

PAUL HOUGHTON (Senior statutory auditor)
for and on behalf of
Grant Thornton UK LLP
Chartered Accountants
Statutory Auditor
East Midlands

4 December 2013

Profit and Loss Account

For the year ended 31 July 2013

	Note	2013 £	2012 £
Turnover	1,2	1,397,543	1,804,037
Cost of sales		<u>(930,886)</u>	<u>(1,024,366)</u>
Gross profit		466,657	779,671
Administrative expenses		<u>(438,964)</u>	<u>(520,214)</u>
Profit on ordinary activities before taxation		27,693	259,457
Tax on profit on ordinary activities	6	<u>(6,228)</u>	<u>7,087</u>
Profit for the financial year	14	<u>21,465</u>	<u>266,544</u>

All amounts relate to continuing operations

There were no recognised gains and losses for 2013 or 2012 other than those included in the Profit and loss account

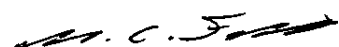
The notes on pages 8 to 15 form part of these financial statements

Balance Sheet

As at 31 July 2013

	Note	£	2013 £	£	2012 £
Fixed assets					
Tangible assets	7		57,543		49,715
Current assets					
Debtors	8	607,588		433,558	
Cash at bank and in hand		170,662		193,741	
		<u>778,250</u>		<u>627,299</u>	
Creditors , amounts falling due within one year	9	(584,383)		(509,652)	
Net current assets			<u>193,867</u>		<u>117,647</u>
Total assets less current liabilities			<u>251,410</u>		<u>167,362</u>
Creditors , amounts falling due after more than one year	10		(206,736)		(144,153)
Net assets			<u><u>44,674</u></u>		<u><u>23,209</u></u>
Capital and reserves					
Called up share capital	13		5,000		5,000
Profit and loss account	14		<u>39,674</u>		<u>18,209</u>
Shareholders' funds	15		<u><u>44,674</u></u>		<u><u>23,209</u></u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf by



N C Faulconbridge
Director

Date 4 December 2013

The notes on pages 8 to 15 form part of these financial statements

Notes to the Financial Statements

For the year ended 31 July 2013

1. Accounting Policies

1.1 Basis of preparation of financial statements

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

1.2 Cash flow statement

The company, being a subsidiary undertaking where 90% or more of the voting rights are controlled within the group whose consolidated financial statements are publicly available, is exempt from the requirement to draw up a cash flow statement in accordance with FRS 1

1.3 Turnover and long-term contracts

Long-term contract balances represent costs incurred on specific contracts, net of amounts transferred to cost of sales in respect of work recorded as turnover, less foreseeable losses and payments on account not matched with turnover. Turnover is determined by reference to the value of work carried out to date. No profit is recognised until the contract has advantage to a stage where the total profit can be assessed with reasonable certainty. Provision is made for the full amount of foreseeable losses on contracts

1.4 Tangible fixed assets and depreciation

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

Plant & machinery	- 12.5% or 20% Straight Line
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1.5 Pensions

The company operates a defined contribution pension scheme and the pension charge represents the amounts payable by the company to the fund in respect of the year

1.6 Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation

A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse

Deferred tax assets and liabilities are not discounted

Notes to the Financial Statements

For the year ended 31 July 2013

1. Accounting Policies (continued)

1.7 Financial instruments

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all of its financial liabilities.

Where the contractual terms of share capital do not have any terms meeting the definition of a financial liability then this is classed as an equity instrument. Dividends and distributions relating to equity instruments are debited direct to equity.

2. Turnover

An analysis of turnover by class of business is as follows:

	2013	2012
	£	£
United Kingdom	<u>1,397,543</u>	<u>1,804,037</u>

3. Operating Profit

The operating profit is stated after charging:

	2013	2012
	£	£
Depreciation of tangible fixed assets		
- owned by the company	48,864	56,872
Auditor's remuneration	950	1,000
(Profit)/loss on fixed assets	<u>(8,667)</u>	<u>590</u>

Fees paid to the company's auditor for services other than the statutory audit are not disclosed in Amber Langis Limited's accounts since the consolidated accounts of the parent company are required to disclose non-audit fees on a consolidated basis.

Notes to the Financial Statements

For the year ended 31 July 2013

4. Staff costs

Staff costs, including directors' remuneration, were as follows

	2013	2012
	£	£
Wages and salaries	525,870	617,074
Social security costs	56,802	68,286
Other pension costs	5,065	7,716
	<u>587,737</u>	<u>693,076</u>

The average monthly number of employees, including the directors, during the year was as follows

	2013	2012
	No.	No.
Direct labour	12	13
Administration and management	4	5
	<u>16</u>	<u>18</u>

5. Directors' remuneration

	2013	2012
	£	£
Remuneration	<u>17,307</u>	<u>27,038</u>
Company pension contributions to defined contribution pension schemes	<u>298</u>	<u>350</u>

During the year retirement benefits were accruing to 1 director (2012 - 1) in respect of defined contribution pension schemes

Notes to the Financial Statements

For the year ended 31 July 2013

6. Taxation

	2013 £	2012 £
Analysis of tax charge in the year		
Current tax (see note below)		
UK corporation tax charge on profit for the year	6,000	5,454
	<u>6,000</u>	<u>5,454</u>
Group relief payable	2,085	-
	<u>2,085</u>	<u>-</u>
Total current tax	<u>8,085</u>	<u>5,454</u>
Deferred tax (see note 11)		
Origination and reversal of timing differences	(1,857)	(12,541)
	<u>(1,857)</u>	<u>(12,541)</u>
Tax on profit on ordinary activities	<u>6,228</u>	<u>(7,087)</u>

Factors affecting tax charge for the year

The tax assessed for the year is higher than (2012 - lower than) the standard rate of corporation tax in the UK of 23.66% (2012 - 25.33%). The differences are explained below

	2013 £	2012 £
Profit on ordinary activities before tax	27,693	259,457
	<u>27,693</u>	<u>259,457</u>
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 23.66% (2012 - 25.33%)	6,554	65,729
Effects of:		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	325	229
Depreciation for year in excess of capital allowances	2,306	7,840
Adjustment for small company rate of tax	(1,100)	(1,455)
Group relief	-	(66,889)
	<u>1,531</u>	<u>(59,275)</u>
Current tax charge for the year (see note above)	<u>8,085</u>	<u>5,454</u>

Notes to the Financial Statements

For the year ended 31 July 2013

7. Tangible fixed assets

	Plant & machinery £
Cost	
At 1 August 2012	331,635
Additions	46,550
Transfers intra group	12,201
Disposals	(78,768)
At 31 July 2013	<u>311,618</u>
Depreciation	
At 1 August 2012	281,920
Charge for the year	48,864
On disposals	(76,709)
At 31 July 2013	<u>254,075</u>
Net book value	
At 31 July 2013	<u>57,543</u>
At 31 July 2012	<u>49,715</u>

8. Debtors

	2013 £	2012 £
Trade debtors	268,554	270,583
Amounts owed by group undertakings	284,838	112,101
Prepayments and accrued income	36,896	35,431
Deferred tax asset (see note 11)	17,300	15,443
	<u>607,588</u>	<u>433,558</u>

Notes to the Financial Statements

For the year ended 31 July 2013

9. Creditors:

Amounts falling due within one year

	2013	2012
	£	£
Trade creditors	60,138	39,255
Amounts owed to group undertakings	491,983	440,351
Corporation tax	6,000	5,454
Other taxation and social security	13,373	15,169
Other creditors	6,935	9,423
Accruals and deferred income	5,954	-
	<u>584,383</u>	<u>509,652</u>

Notes to the Financial Statements

For the year ended 31 July 2013

10. Creditors: Amounts falling due after more than one year

	2013	2012
	£	£
Amounts owed to group undertakings	206,736	144,153

11. Deferred tax asset

	2013	2012
	£	£
At beginning of year	15,443	-
Movement during year (P&L)	1,857	12,541
Other movement	-	2,902
At end of year	17,300	15,443

The deferred tax asset is made up as follows

	2013	2012
	£	£
Accelerated capital allowances	17,300	15,443

12. Related party transactions

As a wholly owned subsidiary of H W Martin Holdings Limited, the company is exempt from the requirements of FRS 8 to disclose transactions with other members of the group headed by H W Martin Holdings Limited

13. Share capital

	2013	2012
	£	£
Allotted, called up and fully paid		
5,000 Ordinary shares of £1 each	5,000	5,000

Notes to the Financial Statements

For the year ended 31 July 2013

14. Reserves

	Profit and loss account £
At 1 August 2012	18,209
Profit for the financial year	21,465
	<hr/>
At 31 July 2013	39,674
	<hr/>

15. Reconciliation of movement in shareholders' funds

	2013 £	2012 £
Opening shareholders' funds/(deficit)	23,209	(243,335)
Profit for the financial year	21,465	266,544
	<hr/>	<hr/>
Closing shareholders' funds	44,674	23,209
	<hr/>	<hr/>

16. Ultimate parent company

The directors consider that the ultimate parent undertaking of the company is H W Martin Holdings Limited incorporated in England and Wales

The largest and smallest group of undertakings for which group accounts have been drawn up is that headed by H W Martin Holdings Limited which is incorporated in England and Wales

Consolidated financial statements can be obtained from H W Martin Holdings Limited, Fordbridge Lane, Blackwell, Alfreton, Derbyshire, DE55 5JY