Financial Statements
Amber Langis Limited

For the Year Ended 31 July 2016

Registered number: 06754410

Company Information

Directors	H W Martin K Martin N C Faulconbridge G R Beswick
Registered number	06754410
Registered office	Fordbridge Lane Blackwell ALFRETON Derbyshire DE55 5JY
Independent auditor	Grant Thornton UK LLP Chartered Accountants & Statutory Auditor 2 Broadfield Court SHEFFIELD South Yorkshire S8 0XF
Bankers	Barclays Bank PLC Derby Business Centre PO Box 493 Sir Frank Whittle Road DERBY DE1 9UU

Amber Langis Limited

Contents

	Page
Strategic report	1
Directors' report	2 - 3
Independent auditor's report	4 - 5
Statement of income and retained earnings	6
Balance sheet	7
Notes to the financial statements	8 - 17

Strategic Report
For the Year Ended 31 July 2016

Introduction

The directors present their Strategic report for the year ended 31 July 2016.

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 has continued to achieve impressive sales growth whilst maintaining net profit margins to demonstrate impressive financial results for the year.

Ongoing capital investment in vehicles and equipment have provided a solid platform for further growth.

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.

Financial key performance indicators

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

1. Continued sales growth of a further 10% to £2.6 million.

2. Net profit margin maintained at 10%.

3. An increase in total net assets of over 50% to £500,000.

This report was approved by the board on 12 December 2016 and signed on its behalf.

N C Faulconbridge
Director

Amber Langis Limited

Directors' Report
For the Year Ended 31 July 2016

The directors present their report and the financial statements for the year ended 31 July 2016.

Directors' responsibilities statement

The directors are responsible for preparing the Strategic report, 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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. 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 for the Company's financial statements and then apply them consistently;
- make judgments and accounting 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.

Results and dividends

The profit for the year, after taxation, amounted to £200,835 (2015 - £194,157).

Particulars of dividends are detailed in note 9 to the financial statements.

Directors

The directors who served during the year were:

H W Martin
K Martin
N C Faulconbridge
G R Beswick

Going concern

The company funds both day-to-day operations and longer-term strategic development from its liquid resources, including the working capital generated from operations. The directors have considered the level of the liquid resources and the expected future profitability of both the company and the wider HW Martin group, and are satisfied that, under anticipated trading conditions, there are sufficient available resources for the company to meet its trading requirements through a period of at least 12 months from the date of signing these financial statements. For this reason they have concluded that it is appropriate to use the going concern basis in presenting these financial statements.

Directors' Report (continued)
For the Year Ended 31 July 2016

Disclosure 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 the director is aware, there is no relevant audit information of which the Company's auditor is unaware, and
- the 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.

Post balance sheet events

There have been no significant events affecting the Company since the year end.

Auditor

The auditor, Grant Thornton UK LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board on 12 December 2016 and signed on its behalf.

N C Faulconbridge
Director

GrantThornton

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 2016, which comprise the Statement of income and retained earnings, 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), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

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 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

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/auditscopeukprivate.

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 2016 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 Strategic report and the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Grant Thornton

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.

Grant Thornton UK LLP

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

12 December 2016

Statement of Income and Retained Earnings

For the Year Ended 31 July 2016

	Note	2016 £	2015 £
Turnover	4	**2,634,042**	2,406,461
Cost of sales		**(1,886,394)**	(1,692,029)
Gross profit		**747,648**	714,432
Administrative expenses		**(495,954)**	(469,982)
Operating profit	5	**251,694**	244,450
Interest receivable and similar income	7	**653**	461
Profit on ordinary activites before taxation		**252,347**	244,911
Tax on profit on ordinary activities	8	**(51,512)**	(50,754)
Profit for the financial year		**200,835**	194,157

	2016 £	2015 £
Retained earnings at the beginning of the year	**317,959**	123,802
Profit for the year	**200,835**	194,157
Dividends declared and paid	**(25,000)**	-
Retained earnings at the end of the year	**493,794**	317,959

The notes on pages 8 to 17 form part of these financial statements.

Amber Langis Limited
Registered number:06754410

Balance Sheet
As at 31 July 2016

	Note	£	2016 £	£	2015 £
Fixed assets					
Tangible assets	10		**50,282**		54,505
			50,282		54,505
Current assets					
Debtors: amounts falling due within one year	11	**410,559**		689,284	
Cash at bank and in hand	12	**307,047**		310,477	
		717,606		999,761	
Creditors: amounts falling due within one year	13	**(269,094)**		(731,307)	
Net current assets			**448,512**		268,454
Total assets less current liabilities			**498,794**		322,959
Net assets			**498,794**		322,959
Capital and reserves					
Called up share capital	15		**5,000**		5,000
Profit and loss account	16		**493,794**		317,959
			498,794		322,959

The Company's financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 12 December 2016.

N C Faulconbridge
Director

The notes on pages 8 to 17 form part of these financial statements.

Notes to the Financial Statements
For the Year Ended 31 July 2016

1. General information

Amber Langis Limited (the "Company") is a private company limited by shares incorporated in the UK. The registered office of the company is Fordbridge Lane, Blackwell, Alfreton, DE55 5JY.

The principal activites of the Company are as follows:
- The design, installation, service and hire of traffic control and traffic management systems.
- The provision of Variable Message Systems.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

Information on the impact of first-time adoption of FRS 102 is given in note 19.

The date of transition is 1 August 2014.

The company's functional and presentational currency is sterling (£).

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies (see note 3).

The following principal accounting policies have been applied:

2.2 Going concern

The company funds both day-to-day operations and longer-term strategic development from its liquid resources, including the working capital generated from operations. The directors have considered the level of the liquid resources and the expected future profitability of both the company and the wider HW Martin group, and are satisfied that, under anticipated trading conditions, there are sufficient available resources for the company to meet its trading requirements through a period of at least 12 months from the date of signing these financial statements. For this reason they have concluded that it is appropriate to use the going concern basis in presenting these financial statements..

Notes to the Financial Statements
For the Year Ended 31 July 2016

2. Accounting policies (continued)

2.3 Reduced disclosure exemptions

FRS 102 allows a qualifying entity certain disclosure exemptions, subject to certain conditions, which have been complied with, including notification of and no objection to the use of exemptions by the company's shareholders. These disclosure exemptions are:

Statement of Cash Flows
Preparing a statement of cash flows, on the basis that it is a qualifying entity and the Consolidated Statement of Cash Flows included in the Group Financial Statements includes the company's cashflows.

Key Management Personnel Compensation
Disclosing the compensation of the key management personnel as required by FRS 102 Section 33.7.

Financial Instrument Disclosure
Disclosing Financial Instruments as required under FRS 102 section 11.29 to 11.48A and section 12.26 and 12.29 as this information is provided in the notes to the Consolidated Financial Statements.

The information is included in the consolidated financial statements of H W Martin Holdings Limited as at 31 July 2016 and these financial statements may be obtained from Companies House.

2.4 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding value added tax.

Revenue 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 reasonble certainty. Provision is made for the full amount of foreseeable losses on contracts.

2.5 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Plant & machinery	- 12.5% or 20% straight line

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Statement of Income and Retained Earnings.

Notes to the Financial Statements

For the Year Ended 31 July 2016

2. Accounting policies (continued)

2.6 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.7 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.8 Financial instruments

The Company only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors and loans to related parties.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade payables or receivables, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of income and retained earnings.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate, which is an approximation of the amount that the Company would receive for the asset if it were to be sold at the balance sheet date.

Financial assets and liabilities are offset and the net amount reported in the Balance sheet when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Notes to the Financial Statements

For the Year Ended 31 July 2016

2. Accounting policies (continued)

2.9 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.10 Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting. Dividends on shares recognised as liabilities are recognised as expenses and classified within interest payable.

2.11 Pensions

Defined contribution pension plan

The Company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. Once the contributions have been paid the Company has no further payments obligations.

The contributions are recognised as an expense in the Statement of income and retained earnings when they fall due. Amounts not paid are shown in accruals as a liability in the Balance sheet. The assets of the plan are held separately from the Company in independently administered funds.

2.12 Interest income

Interest income is recognised in the Profit and loss account using the effective interest method.

Notes to the Financial Statements
For the Year Ended 31 July 2016

2. Accounting policies (continued)

2.13 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in the Statement of income and retained earnings, except that a change attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Balance sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

3. Judgments in applying accounting policies and key sources of estimation uncertainty

Preparation of the financial statements requires management to make significant judgements and estimates. The items in the financial statements where these judgments and estimates have been made include:

Impairment of financial assets
- At the end of each reporting period, an assessment is made as to whether there is objective evidence of impairment of any financial assets that are measured at cost or amortised cost, including trade debtors and stock. If there is objective evidence of impairment, an impairment loss is recognised in the statement of income and retained earnings immediately.

4. Turnover

Analysis of turnover by country of destination:

	2016	2015
	£	£
United Kingdom	**2,634,042**	2,406,461

Notes to the Financial Statements
For the Year Ended 31 July 2016

5. Operating profit

The operating profit is stated after charging:

	2016	2015
	£	£
Depreciation of tangible fixed assets	**19,222**	23,634
Fees payable to the Company's auditor and its associates for the audit of the Company's annual financial statements	**1,300**	750
Fees payable to the Company's auditor and its associates for the the other services to the Company	**550**	450
Profit on fixed assets	**-**	(2,631)
Defined contribution pension cost	**10,413**	9,068

During the year, no director received any emoluments (2015 - £NIL).

6. Employees

Staff costs were as follows:

	2016	2015
	£	£
Wages and salaries	**973,517**	856,258
Social security costs	**99,744**	87,090
Cost of defined contribution scheme	**10,413**	9,068
	1,083,674	952,416

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

	2016	2015
	No.	No.
Direct labour	**20**	19
Administration and management	**6**	5
	26	24

7. Interest receivable

	2016	2015
	£	£
Other interest receivable	**653**	461
	653	461

Notes to the Financial Statements
For the Year Ended 31 July 2016

8. Taxation

	2016 £	2015 £
Corporation tax		
Current tax on profits for the year	**50,012**	48,854
	50,012	48,854
Total current tax	**50,012**	48,854
Deferred tax		
Origination and reversal of timing differences	**1,500**	1,900
Total deferred tax	**1,500**	1,900
Taxation on profit on ordinary activities	**51,512**	50,754

Factors affecting tax charge for the year

The tax assessed for the year is the same as (2015 - lower than) the standard rate of corporation tax in the UK of 20.00% (2015 - 20.67%). The differences are explained below:

	2016 £	2015 £
Profit on ordinary activities before tax	**252,347**	244,911
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 20.00% (2015 - 20.67%)	**50,469**	50,623
Effects of:		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	**56**	104
Depreciation for year in excess of capital allowances	**(513)**	(1,873)
Other timing differences leading to an increase (decrease) in taxation	**1,500**	1,900
Total tax charge for the year	**51,512**	50,754

9. Dividends

	2016 £	2015 £
Dividends paid on equity capital	**25,000**	-

Notes to the Financial Statements

For the Year Ended 31 July 2016

10. Tangible fixed assets

	Plant & machinery £
Cost or valuation	
At 1 August 2015	183,852
Additions	14,999
At 31 July 2016	198,851
Depreciation	
At 1 August 2015	129,347
Charge for period on owned assets	19,222
At 31 July 2016	148,569
Net book value	
At 31 July 2016	50,282
At 31 July 2015	54,505

11. Debtors

	2016 £	2015 £
Trade debtors	365,885	607,041
Amounts owed by group undertakings	7,019	46,256
Prepayments and accrued income	28,155	24,987
Deferred taxation (see Note 14)	9,500	11,000
	410,559	689,284

An impairment charge of £11,598 (2015: £NIL) was recognised against the trade debtors in the year.

Amounts owed by group undertakings are interest free and repayable on demand.

12. Cash and cash equivalents

	2016 £	2015 £
Cash at bank and in hand	307,047	310,477

Notes to the Financial Statements
For the Year Ended 31 July 2016

13. Creditors: Amounts falling due within one year

	2016	2015
	£	£
Trade creditors	**57,651**	67,839
Amounts owed to group undertakings	**138,209**	565,781
Corporation tax	**25,012**	48,854
Taxation and social security	**25,835**	25,050
Other creditors	**7,108**	6,935
Accruals and deferred income	**15,279**	16,848
	269,094	731,307

Amounts owed to group undertakings are interest free and repayable on demand.

14. Deferred taxation

	2016
	£
At beginning of year	**11,000**
Charged to the profit or loss	**(1,500)**
At end of year	**9,500**

The deferred tax asset is made up as follows:

	2016
	£
Accelerated capital allowances	**11,000**
Short term timing differences	**(1,500)**

15. Share capital

	2016	2015
	£	£
Shares classified as equity		
Allotted, called up and fully paid		
5,000 Ordinary shares of £1 each	**5,000**	5,000

16. Reserves

Profit & loss account

Profit and loss account – includes all current and prior period retained profits and losses.

Notes to the Financial Statements
For the Year Ended 31 July 2016

17. Pension commitments

The company operates a defined contribution pension scheme. The assets of the scheme are administered by trustees in funds independent from those of the company.

The pension cost charges represents contribitions payable by the company into the fund and amounted to £10,412 (2015: £9,068).

Contributions totalling £nil (2015: £nil) were payable to the fund at the balance sheet date.

18. Controlling party

The directors consider that the ultimate parent undertakings 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 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.

19. First time adoption of FRS 102

The policies applied under the entity's previous accounting framework are not materially different to FRS 102 and have not impacted on equity or profit or loss.