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ACORN CONSULTANTS LIMITED REPORT OF THE DIRECTORS AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER 2012

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ACORN CONSULTANTS LIMITED

COMPANY INFORMATION FOR THE YEAR ENDED 31ST DECEMBER 2012

DIRECTORS:

Mrs L A Stevenson

Mrs M T Stevenson

SECRETARY:

J Hilditch

REGISTERED OFFICE:

Ashley Bank House

Langholm Dumfriesshire DG13 0AN

REGISTERED NUMBER:

SC119978 (Scotland)

SENIOR STATUTORY

AUDITOR:

Alister J Biggar

AUDITORS:

JRW

Chartered Accountants &

Statutory Auditor 19 Buccleuch Street

Hawick

Roxburghshire TD9 0HL

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31ST DECEMBER 2012

The directors present their report with the financial statements of the company for the year ended 31st December 2012.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of management and financial consultants and advisors.

DIRECTORS

The directors shown below have held office during the whole of the period from 1st January 2012 to the date of this report.

Mrs L A Stevenson Mrs M T Stevenson

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Report of the Directors 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 judgements 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.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that she ought to have taken as a director in order to make herself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

AUDITORS

JRW are deemed to be re-appointed under Section 487 (2) of the Companies Act 2006.

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31ST DECEMBER 2012

This report has been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies.

ON BEHALF OF THE BOARD:

J Hilditch - Secretary

24th September 2013

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF ACORN CONSULTANTS LIMITED

We have audited the financial statements of Acorn Consultants Limited for the year ended 31st December 2012 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 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 a Report of the Auditors and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As explained more fully in the Statement of Directors' Responsibilities, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit 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 Report of the Directors to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

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 31st December 2012 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 Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements.

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF ACORN CONSULTANTS 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; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the Report of the Directors.

Alister J Biggar (Senior Statutory Auditor)

Alute J. Busin

for and on behalf of JRW Chartered Accountants & Statutory Auditor 19 Buccleuch Street Hawick

Roxburghshire TD9 0HL

26th September 2013

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST DECEMBER 2012

	Notes	2012 £	2011 £
TURNOVER		100,000	100,000
Administrative expenses	,	_59,563	56,492
OPERATING PROFIT	2	40,437	43,508
Interest receivable and similar inco	ome	2,248	2,050
PROFIT ON ORDINARY ACTI BEFORE TAXATION	VITIES	42,685	45,558
Tax on profit on ordinary activities	3	8,831	10,350
PROFIT FOR THE FINANCIAL	L YEAR	33,854	35,208

CONTINUING OPERATIONS

None of the company's activities were acquired or discontinued during the current year or previous year.

TOTAL RECOGNISED GAINS AND LOSSES

The company has no recognised gains or losses other than the profits for the current year or previous year.

BALANCE SHEET 31ST DECEMBER 2012

		2012		2011	
	Notes	£	£	£	£
FIXED ASSETS Tangible assets	4		7,989		3,847
CURRENT ASSETS Debtors Cash at bank	5	894,629	·	12,578 843,040	
		894,629		855,618	
CREDITORS Amounts falling due within one year	6	42,665		33,366	
NET CURRENT ASSETS			851,964		822,252
TOTAL ASSETS LESS CURRENT LIABILITIES			859,953		826,099
CAPITAL AND RESERVES					
Called up share capital	7		1,000		1,000
Profit and loss account	8		858,953		825,099
SHAREHOLDERS' FUNDS	14		859,953		826,099

The financial statements have been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies.

The financial statements were approved by the Board of Directors on 24th September 2013 and were signed on its behalf by:

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Mrs L A Stevenson - Director

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER 2012

1. ACCOUNTING POLICIES

Basis of preparing the financial statements

The financial statements have been prepared under the historical cost convention and in accordance with applicable Accounting Standards and the Companies Act 2006.

Turnover

Turnover represents the value, net of value added tax and discounts, of work carried out in respect of services provided to customers.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Motor vehicles - 20% on cost Office equipment - 25% on cost

Deferred tax

Deferred tax is provided using the liability method at current rates in respect of the taxation effect of all material timing differences to the extent that it is probable that liabilities will crystallise in the foreseeable future

Pension costs and other post-retirement benefits

The company operates a defined contribution pension scheme. Contributions payable to the company's pension scheme are charged to the profit and loss account in the period to which they relate.

2. OPERATING PROFIT

The operating profit is stated after charging:

	2012	2011
	£	£
Depreciation - owned assets	1,858	1,471
Loss on disposal of fixed assets	2,297	-
Auditors' remuneration	1,000	900
Pension costs	(30,000)	(30,000)
Pension paid on behalf of related undertaking	30,000	30,000
Directors' remuneration	-	· -

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31ST DECEMBER 2012

3. TAXATION

Current tax: UK corporation tax UK corporation tax Under/(over) provision in prior period Tax on profit on ordinary activities Factors affecting the tax charge The tax assessed for the year is lower than the standard rate of corporation tax in the UK. The difference is explained below: $ \begin{array}{cccccccccccccccccccccccccccccccccc$	Analysis of the tax charge		
Current tax: £ £ UK corporation tax 10,500 11,000 Under/(over) provision in prior period (1,669) (650) Tax on profit on ordinary activities 8,831 10,350 Factors affecting the tax charge The tax assessed for the year is lower than the standard rate of corporation tax in the UK. The difference is explained below: Profit on ordinary activities before tax 2012 2011 £	The tax charge on the profit on ordinary activities for the year was as follows:	2012	2011
Current tax: UK corporation tax Under/(over) provision in prior period10,500 (1,669)11,000 (650)Tax on profit on ordinary activities8,831 8,83110,350Factors affecting the tax charge The tax assessed for the year is lower than the standard rate of corporation tax in the UK. The difference is explained below:2012 Profit on ordinary activities before tax2012 42,685 45,558Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 24,500% (2011 - 26,500%)10,458 12,073Effects of: Capital allowances in excess of depreciation Marginal rate relief Rounding in provision Adjustment to tax charge in respect of prior period(32) (1,397) (1,886) (1,367) (1,886) (1,669)	•		
Factors affecting the tax charge 2012 2011 £ 2	Current tax:		~
Tax on profit on ordinary activities $\frac{8,831}{10,350}$ Factors affecting the tax charge The tax assessed for the year is lower than the standard rate of corporation tax in the UK. The difference is explained below: $ \begin{array}{cccccccccccccccccccccccccccccccccc$	UK corporation tax	10,500	11,000
Factors affecting the tax charge The tax assessed for the year is lower than the standard rate of corporation tax in the UK. The difference is explained below: $ \begin{array}{cccccccccccccccccccccccccccccccccc$	Under/(over) provision in prior period	<u>(1,669</u>)	<u>(650</u>)
Factors affecting the tax charge The tax assessed for the year is lower than the standard rate of corporation tax in the UK. The difference is explained below: $ \begin{array}{cccccccccccccccccccccccccccccccccc$			
Factors affecting the tax charge The tax assessed for the year is lower than the standard rate of corporation tax in the UK. The difference is explained below: $ \begin{array}{cccccccccccccccccccccccccccccccccc$	Tax on profit on ordinary activities	8,831	10,350
The tax assessed for the year is lower than the standard rate of corporation tax in the UK. The difference is explained below: $ \begin{array}{cccccccccccccccccccccccccccccccccc$		-	
The tax assessed for the year is lower than the standard rate of corporation tax in the UK. The difference is explained below: $ \begin{array}{cccccccccccccccccccccccccccccccccc$			
explained below: $ \begin{array}{cccccccccccccccccccccccccccccccccc$		in the UK. The	e difference is
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Profit on ordinary activities before tax Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 24.500% (2011 - 26.500%) Effects of: Capital allowances in excess of depreciation Marginal rate relief Rounding in provision Adjustment to tax charge in respect of prior period Effects of: (1,397) (1,886) (1,669) (650)			
Profit on ordinary activities before tax Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 24.500% (2011 - 26.500%) Effects of: Capital allowances in excess of depreciation Marginal rate relief Rounding in provision Adjustment to tax charge in respect of prior period 42,685 45,558 10,458 11,471 673 1,471 673 1,471 673 1,669)		2012	2011
Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 24.500% (2011 - 26.500%) Effects of: Capital allowances in excess of depreciation Marginal rate relief Rounding in provision Adjustment to tax charge in respect of prior period Profit on ordinary activities 10,458 12,073 10,458 12,073 140 1,397) (1,886) 1,471 673 1,471 673 1,669) (650)			
multiplied by the standard rate of corporation tax in the UK of 24.500% (2011 - 26.500%) Effects of: Capital allowances in excess of depreciation Marginal rate relief Rounding in provision Adjustment to tax charge in respect of prior period 10,458 12,073 10,458 12,073 140 (1,397) (1,886) 1,471 673 (1,669) (650)	Profit on ordinary activities before tax	£	£
in the UK of 24.500% (2011 - 26.500%) Effects of: Capital allowances in excess of depreciation Marginal rate relief Rounding in provision Adjustment to tax charge in respect of prior period 10,458 12,073 140 (1,397) (1,886) 1,471 673 (1,669) (650)	Profit on ordinary activities before tax	£	£
Effects of: Capital allowances in excess of depreciation Marginal rate relief Rounding in provision Adjustment to tax charge in respect of prior period (32) (1,886) (1,397) (1,886) (1,471) (673) (650)	Profit on ordinary activities	£	£
Capital allowances in excess of depreciation Marginal rate relief Rounding in provision Adjustment to tax charge in respect of prior period (32) (1,886) (1,886) (1,471) (673) (1,669) (650)	Profit on ordinary activities multiplied by the standard rate of corporation tax	£ 42,685	£ 45,558
Marginal rate relief (1,397) (1,886) Rounding in provision 1,471 673 Adjustment to tax charge in respect of prior period (1,669) (650)	Profit on ordinary activities multiplied by the standard rate of corporation tax	£ 42,685	£ 45,558
Marginal rate relief (1,397) (1,886) Rounding in provision 1,471 673 Adjustment to tax charge in respect of prior period (1,669) (650)	Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 24.500% (2011 - 26.500%)	£ 42,685	£ 45,558
Adjustment to tax charge in respect of prior period (1,669) (650)	Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 24.500% (2011 - 26.500%) Effects of:	£ 42,685 10,458	£ 45,558
	Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 24.500% (2011 - 26.500%) Effects of: Capital allowances in excess of depreciation	£ 42,685 10,458 (32)	£ 45,558 12,073
·	Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 24.500% (2011 - 26.500%) Effects of: Capital allowances in excess of depreciation Marginal rate relief	£ 42,685 10,458 (32) (1,397)	£ 45,558 12,073 140 (1,886)
Current tax charge 8,831 10,350	Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 24.500% (2011 - 26.500%) Effects of: Capital allowances in excess of depreciation Marginal rate relief Rounding in provision	£ 42,685 10,458 (32) (1,397) 1,471	£ 45,558 12,073 140 (1,886) 673

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31ST DECEMBER 2012

4. TANGIBLE FIXED ASSETS	TANGII	LE FIXED A	SSETS
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				Motor vehicles £	Office equipment £	Totals £
	COST					
	At 1st January	2012		7,000	1,009	8,009
	Additions		•	9,366	481	9,847
	Disposals			<u>(7,000)</u>	-	(7,000)
	At 31st Decem	nber 2012		9,366	1,490	10,856
	DEPRECIAT	ION				
	At 1st January			3,153	1,009	4,162
	Charge for year			1,858	-	1,858
	Eliminated on	disposal		(3,153)		(3,153)
	At 31st Decen	nber 2012		1,858	1,009	2,867
	NET BOOK	VALUE				
	At 31st Decen	nber 2012		7,508	<u>481</u>	7,989
	At 31st Decen	nber 2011 .		3,847		3,847
5.	DEBTORS: A	AMOUNTS FALLING	DUE WITHIN ONE YEA	AR	2012	2011
	Other debtors				£	£ 12,578
6.	CREDITORS	S: AMOUNTS FALLIN	NG DUE WITHIN ONE Y	EAR	2012	2011
					£ .	£
	Trade creditor	S			4,036	754
	Corporation ta				10,500	22,350
	•	and other taxes			14,428	4,712
	Accrued expen	nses			13,701	5,550
					42,665	33,366
7.	CALLED UP	SHARE CAPITAL				
	Allotted issue	d and fully paid:				
	Number:	Class:		Iominal	2012	2011
	1,000	Ordinary	•	value: £1	£ 1,000	£ 1,000

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31ST DECEMBER 2012

8. RESERVES

RESERVES	Profit and loss account
At 1st January 2012 Profit for the year	825,099 33,854
At 31st December 2012	858,953

9. **PENSION COMMITMENTS**

The Company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the group in a fund administered by trustees.

The trustees consider the scheme to be fully funded and no contributions have been paid in the period.

10. ULTIMATE PARENT COMPANY

The Company is controlled by Mr. D.D. Stevenson and Mr. J.N. Stevenson who together hold 80% of the Share Capital.

11. CONTINGENT LIABILITIES

There were no material contingent liabilities at 31st December 2012 (2011, £Nil).

12. CAPITAL COMMITMENTS

	2012	2011
	£	£
Contracted but not provided for in the		
financial statements	-	12,578

13. RELATED PARTY DISCLOSURES

Consultancy services for £100,000 (31st December 2011, £100,000) were provided during the period to Ashleybank Investments Limited, which is related to the Company by virtue of a nucleus of common shareholders.

14. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	2012	2011
Profit for the financial year	£ 33,854	£ 35,208
·	33,854	35,208
Net addition to shareholders' funds Opening shareholders' funds	826,099	790,891
Closing shareholders' funds	859,953	826,099