MACKAYS LTD.

ABBREVIATED ACCOUNTS

31 DECEMBER 2006



# MILLER, McINTYRE & GELLATLY CA

Chartered Accountants & Registered Auditors Chapelshade House 78 84 Bell Street Dundee DD1 1HW

### **ABBREVIATED ACCOUNTS**

# YEAR ENDED 31 DECEMBER 2006

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#### OFFICERS AND PROFESSIONAL ADVISERS

The board of directors Mr C P Grant

Mrs H M Grant Mr A R MacGregor Mr W McAdam Mr A N Williamson

Company secretary Mr A R MacGregor

Registered office 21 Thistle Street

Carnoustie Angus DD7 7PR

Auditor Miller, McIntyre & Gellatly CA

Chartered Accountants & Registered Auditors Chapelshade House 78 84 Bell Street

Dundee DD1 1HW

Bankers Bank of Scotland

38 St Andrews Square

Edinburgh EH2 2YR

Solicitors Balfour & Manson

54 66 Frederick Street

Edinburgh EH2 1LS

#### THE DIRECTORS' REPORT

#### YEAR ENDED 31 DECEMBER 2006

The directors have pleasure in presenting their report and the financial statements of the company for the Year ended 31 December 2006

#### PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The principal activity of the company during the year was that of preserve and chocolate manufacturers

In difficult market conditions, the company has managed to increase turnover, although margins have been severely tested, due to events primarily outwith the control of management. These matters have been addressed in early 2007

#### RESULTS AND DIVIDENDS

The profit for the Year, after taxation, amounted to £122,029 The directors have not recommended a dividend

#### THE DIRECTORS AND THEIR INTERESTS IN THE SHARES OF THE COMPANY

The directors who served the company during the Year together with their beneficial interests in the shares of the company were as follows

	Ordinary Shares of £1 each	
	At	
	<b>31 December 2006</b>	1 January 2006
Mr C P Grant	4,668	4,740
Mrs H M Grant	4,667	4,740
Mr A R MacGregor	240	240
Mr W McAdam	360	360
Mr A N Williamson	1,800	1,800

#### DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Annual 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 Accounting Practice (United Kingdom Accounting Standards and applicable law). The financial statements are required by law to give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make 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' REPORT (continued)

### YEAR ENDED 31 DECEMBER 2006

The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 1985. 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.

In so far as the directors are aware

- there is no relevant audit information of which the company's auditor is unaware, and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information

#### **AUDITOR**

A resolution to re appoint Miller, McIntyre & Gellatly CA as auditor for the ensuing year will be proposed at the annual general meeting in accordance with section 385 of the Companies Act 1985

Registered office 21 Thistle Street Carnoustie Angus DD7 7PR Signed by order of the directors

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MR A R MACGREGOR

Company Secretary

Approved by the directors on 11.04. 267

# INDEPENDENT AUDITOR'S REPORT TO MACKAYS LTD UNDER SECTION 247B OF THE COMPANIES ACT 1985

We have examined the abbreviated accounts set out on pages 5 to 17, together with the financial statements of Mackays Ltd for the Year ended 31 December 2006 prepared under Section 226 of the Companies Act 1985

This report is made solely to the company, in accordance with Section 247B of the Companies Act 1985. Our work has been undertaken so that we might state to the company those matters we are required to state to it in a special 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 for our audit work, for this report, or for the opinions we have formed

#### RESPECTIVE RESPONSIBILITIES OF THE DIRECTORS AND THE AUDITOR

The directors are responsible for preparing the abbreviated accounts in accordance with Section 246A of the Companies Act 1985. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts prepared in accordance with Section 246A(3) of the Act to the Registrar of Companies and whether the abbreviated accounts have been properly prepared in accordance with that provision and to report our opinion to you

#### BASIS OF OPINION

We conducted our work in accordance with Bulletin 2006/3 "The special auditor's report on abbreviated accounts in the United Kingdom" issued by the Auditing Practices Board In accordance with that Bulletin we have carried out the procedures we consider necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts to be delivered are properly prepared

#### **OPINION**

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with Section 246A(3) of the Companies Act 1985, and the abbreviated accounts have been properly prepared in accordance with that provision

MILLER, McINTYRE & GELLATLY CA

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Chartered Accountants & Registered Auditors

Chapelshade House 78 84 Bell Street Dundee DD1 1HW

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#### ABBREVIATED PROFIT AND LOSS ACCOUNT

#### YEAR ENDED 31 DECEMBER 2006

GROSS PROFIT	Note	2006 £ 2,855,798	2005 £ 2,603,458
Distribution costs		325,622	320,484
Administrative expenses		2,032,755	1,793,035
OPERATING PROFIT	2	497,421	489,939
Interest receivable		135	_
Interest payable and similar charges	5	(250,571)	(238,861)
PROFIT ON ORDINARY ACTIVITIES BEFORE	$\Xi$	246,985	251,078
TAXATION		240,763	251,070
Tax on profit on ordinary activities	7	124,956	52,308
PROFIT FOR THE FINANCIAL YEAR		122,029	198,770
Balance brought forward		(2,952)	(201,722)
Balance carried forward		119,077	(2,952)

All of the activities of the company are classed as continuing

The company has no recognised gains or losses other than the results for the year as set out above

#### ABBREVIATED BALANCE SHEET

#### **31 DECEMBER 2006**

		200	6	200	5
	Note	£	£	£	£
FIXED ASSETS					
Intangible assets	8		611,803		652,985
Tangible assets	9		2,756,971		1,320,335
			3,368,774		1,973,320
CURRENT ASSETS					
Stocks	10	1,631,863		1,324,793	
Debtors	11	1,377,692		1,197,787	
Cash in hand		1,850		2,241	
		3,011,405		2,524,821	
CREDITORS: Amounts falling due					
within one year	12	3,264,953		2,650,749	
NET CURRENT LIABILITIES			(253,548)		(125,928)
TOTAL ASSETS LESS CURRENT	LIABII	LITIES	3,115,226		1,847,392
CREDITORS. Amounts falling due					
after more than one year	13		2,342,780		1,262,922
			772,446		584,470
PROVISIONS FOR LIABILITIES					
Deferred taxation	15		116,474		50,527
			655,972		533,943
CAPITAL AND RESERVES					
Called up equity share capital	16		14,542		14,542
Share premium account	17		522,353		522,353
Profit and loss account			119,077		(2,952)
SHAREHOLDERS' FUNDS	18		655,972		533,943

These abbreviated financial statements have been prepared in accordance with the special provisions for medium sized companies under Part VII of the Companies Act 1985

These abbreviated accounts were approved by the directors on the 11-4-200 and are signed on their behalf by

MR C P GRANT

# **CASH FLOW STATEMENT**

# YEAR ENDED 31 DECEMBER 2006

	2006		2005		
	Note	£	£	£	£
NET CASH INFLOW FROM					
OPERATING ACTIVITIES	19		349,161		455,168
RETURNS ON INVESTMENTS					
AND SERVICING OF FINANCE	19		(250,436)		(238,861)
TAXATION	19		4,699		_
CAPITAL EXPENDITURE AND					
FINANCIAL INVESTMENT	19		(1,603,367)		(221,385)
CASH OUTFLOW BEFORE			<del></del>		<del></del>
FINANCING			(1,499,943)		(5,078)
FINANCING	19		1,157,074		(108,580)
DECDEACE IN CACH	40		(2.42.960)		(112 (59)
DECREASE IN CASH	19		(342,869)		(113,658)

# NOTES TO THE ABBREVIATED ACCOUNTS

#### YEAR ENDED 31 DECEMBER 2006

#### 1 ACCOUNTING POLICIES

#### Basis of accounting

The financial statements have been prepared under the historical cost convention

#### **Turnover**

The turnover shown in the profit and loss account represents amounts invoiced during the Year, exclusive of Value Added Tax

#### Amortisation

Amortisation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows

**Business Development Costs** 

Business Development Costs 5% on cost

#### Fixed assets

All fixed assets are initially recorded at cost

#### Depreciation

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows

**Factory Property** 

Factory Property 2% on cost

Plant & Machinery

Plant & Machinery 5% on cost

Motor Vehicles

Motor Vehicles 25% on cost

Office Equipment

Office Equipment 33 3% on cost

#### Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items

#### Work in progress

Work in progress is valued on the basis of direct costs plus attributable overheads based on normal level of activity. Provision is made for any foreseeable losses where appropriate. No element of profit is included in the valuation of work in progress.

#### Hire purchase agreements

Assets held under hire purchase agreements are capitalised and disclosed under tangible fixed assets at their fair value. The capital element of the future payments is treated as a liability and the interest is charged to the profit and loss account on a straight line basis.

# NOTES TO THE ABBREVIATED ACCOUNTS YEAR ENDED 31 DECEMBER 2006

#### 1 ACCOUNTING POLICIES (continued)

#### Pension costs

The company operates a defined contribution pension scheme for employees. The assets of the scheme are held separately from those of the company. The annual contributions payable are charged to the profit and loss account.

#### **Deferred** taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more tax, with the following exceptions

Provision is made for tax on gains arising from the revaluation (and similar fair value adjustments) of fixed assets, and gains on disposal of fixed assets that have been rolled over into replacement assets, only to the extent that, at the balance sheet date, there is a binding agreement to dispose of the assets concerned. However, no provision is made where, on the basis of all available evidence at the balance sheet date, it is more likely than not that the taxable gain will be rolled over into replacement assets and charged to tax only where the replacement assets are sold.

Deferred tax assets are recognised only to the extent that the directors consider that it is 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 is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date

#### Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of the transaction. Exchange differences are taken into account in arriving at the operating profit.

#### Grants receivable

The company receive a retail and marketing grant which is credited to the profit and loss account as and when it is received

#### NOTES TO THE ABBREVIATED ACCOUNTS

#### YEAR ENDED 31 DECEMBER 2006

#### 2. OPERATING PROFIT

Operating profit is stated after charging/(crediting)

	2006	2005
	£	£
Amortisation	58,628	57,759
Depreciation of owned fixed assets	122,795	68,988
Depreciation of assets held under hire purchase	•	
agreements	31,000	29,539
Profit on disposal of fixed assets	(4,510)	(2,500)
Net loss on foreign currency translation	22,252	3,298
Auditor's remuneration	7,500	6,000
	2006	2005
	£	£
Auditor's remuneration audit of the financial		
statements	7,500	6,000
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#### 3. PARTICULARS OF EMPLOYEES

The average number of staff employed by the company during the financial Year amounted to

	2006	2005
	No	No
Number of production staff	80	73
Number of administrative staff	18	17
	98	90
		_
The aggregate payroll costs of the above were		

	2006	2005
	£	£
Wages and salaries	1,780,276	1,559,585
Social security costs	49,069	43,454
Other pension costs	65,636	54,839
	1,894,981	1,657,878

### 4 DIRECTORS' EMOLUMENTS

The directors' aggregate emoluments in respect of qualifying services were

	2006	2005
	£	£
Emoluments receivable	291,452	264,606

# NOTES TO THE ABBREVIATED ACCOUNTS YEAR ENDED 31 DECEMBER 2006

#### 4. DIRECTORS' EMOLUMENTS (continued)

The number of directors who accrued benefits under company pension schemes was as follows

	2006	2005
	No	No
Money purchase schemes	3	3

The aggregate remuneration and pension contributions made for the highest paid director was £110,000 (2005 £110,000)

#### 5 INTEREST PAYABLE AND SIMILAR CHARGES

	2006	2005
	£	£
Interest payable on bank borrowing	133,543	113,390
Finance charges	13,173	29,465
Other similar charges payable	103,855	96,006
	250,571	238,861

#### 6. TAXATION ON ORDINARY ACTIVITIES

The tax assessed on the profit on ordinary activities for the year is the same as the small companies rate of corporation tax in the UK of 19% (2005 19%)

#### 7. TAXATION ON ORDINARY ACTIVITIES

	2006	2005
Current tax	£	£
In respect of the Year		
UK Corporation tax based on the results for the Year at 19% (2005 19%)	59,009	1,781
Total current tax	59,009	1,781
Deferred tax		
Origination and reversal of timing differences	65,947	50,527
Tax on profit on ordinary activities	124,956	52,308

# NOTES TO THE ABBREVIATED ACCOUNTS YEAR ENDED 31 DECEMBER 2006

#### 8 INTANGIBLE FIXED ASSETS

	Business Development Costs £
COST	
At 1 January 2006	1,155,166 18,585
Additions Disposals	(1,200)
At 31 December 2006	1,172,551
AMORTISATION At 1 January 2006 Charge for the Year On disposals	502,181 58,628 (61)
At 31 December 2006	560,748
NET BOOK VALUE At 31 December 2006	611,803
At 31 December 2005	652,985

#### 9 TANGIBLE FIXED ASSETS

	Factory Property	Plant & Machinery	Motor Vehicles	Office Equipment	Total
	£	£	£	£	£
COST					
At 1 January 2006	511,196	1,243,484	40,310	177,747	1,972,737
Additions	1,426,616	121,168	24,150	18,496	1,590,430
Disposals			(19,212)		(19,212)
At 31 December 2006	1,937,812	1,364,652	45,248	196,243	3,543,955
DEPRECIATION					
At 1 January 2006	58,253	410,824	27,112	156,213	652,402
Charge for the Year	52,357	68,232	10,437	22,769	153,795
On disposals	-	<u>-</u>	(19,213)		(19,213)
At 31 December 2006	110,610	479,056	18,336	178,982	786,984
NET BOOK VALUE					
At 31 December 2006	1,827,202	885,596	26,912	17,261	2,756,971
At 31 December 2005	452,943	832,660	13,198	21,534	1,320,335

# NOTES TO THE ABBREVIATED ACCOUNTS YEAR ENDED 31 DECEMBER 2006

#### 9 TANGIBLE FIXED ASSETS (continued)

#### Hire purchase agreements

Included within the net book value of £2 756,971 is £357,592 (2005 £319.295) relating to assets held under hire purchase agreements. The depreciation charged to the abbreviated accounts in the Year in respect of such assets amounted to £31 000 (2005 £29,539).

#### 10 STOCKS

2006	2005
£	£
408,640	363,769
948,018	701 014
275,205	260,010
1,631,863	1,324,793
2006	2005
£	£
1,254,037	1,102,526
38,587	42,983
25,920	_
59,148	52,278
1,377,692	1 197,787
	£ 408,640 948,018 275,205  1,631,863  2006 £ 1,254,037 38,587 25,920 59,148

At the end of the year the directors current account was overdrawn to the extent of £25,920, which was the maximum amount it was overdrawn during the year The borrowing was interest free and contravened Section 330 of the Companies Act 1985

#### 12. CREDITORS: Amounts falling due within one year

	2006		2005	
	£	£	£	£
Bank loans and overdrafts		2,248,266		1,825,802
Trade creditors		820,012		692,227
Other creditors including taxation and so	cial security			
Corporation tax	65,489		1,781	
Other taxation and social security	46,441		40,779	
Hire purchase agreements	50,741		53,511	
		162,671		96,071
Accruals and deferred income		34,004		36,649
		3,264,953		2,650,749

Included in bank loans and overdrafts are term loans being repaid over various terms with the last payment due in September 2021. Interest is charged at the bank base rate plus a percentage agreed at the time of the loan agreement The amount repayable by instalments after 5 years is £1,544,066

#### NOTES TO THE ABBREVIATED ACCOUNTS

#### YEAR ENDED 31 DECEMBER 2006

#### 13. CREDITORS. Amounts falling due after more than one year

Bank loans and overdrafts	2006 £ 2,287,712	2005 £ 1,204,052 58,870
Hire purchase agreements	55,068	36,670
	2,342,780	1,262,922

#### SECURED DEBTS

The bank borrowings are secured by standard securities over the properties at 21/23 Thistle Street and Unit 4 ,James Chalmers Road , a bond and floating charge over the whole assets of the company and a letter of guarantee by the directors for £250,000 per term loan agreement

### 14 COMMITMENTS UNDER HIRE PURCHASE AGREEMENTS

Future commitments under hire purchase agreements are as follows

	2006	2005
	£	£
Amounts payable within 1 year	50,741	53,511
Amounts payable between 2 to 5 years	55,068	58,870
	105,809	112,381

#### 15 DEFERRED TAXATION

The movement in the deferred taxation provision during the year was

	2006	2005
	£	£
Provision brought forward	50,527	
Profit and loss account movement arising during the		
Year	65,947	50,527
Provision carried forward	116,474	50,527

The provision for deferred taxation consists of the tax effect of timing differences in respect of

	2006	2005
	£	£
Excess of taxation allowances over depre	ciation on	
fixed assets	116,474	50,527
	116,474	50,527

14,542

14,542

#### MACKAYS LTD.

# NOTES TO THE ABBREVIATED ACCOUNTS YEAR ENDED 31 DECEMBER 2006

#### 16 SHARE CAPITAL

#### Authorised share capital:

250,000 Ordinary shares of £1 each		2006 £ 250,000		2005 £ 250,000
Allotted, called up and fully paid:				
	2006 No	¢	2005 No	£

14,542

14,542

#### 17. SHARE PREMIUM ACCOUNT

Ordinary shares of £1 each

There was no movement on the share premium account during the financial Year

No Ordinary shares were issued in the year

# 18. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	2006	2005
	£	£
Profit for the financial Year	122,029	198,770
Opening shareholders' funds	533,943	335,173
Closing shareholders' funds	655,972	533,943

# 19 NOTES TO THE STATEMENT OF CASH FLOWS

# RECONCILIATION OF OPERATING PROFIT TO NET CASH INFLOW FROM OPERATING ACTIVITIES

	2006	2005
	£	£
Operating profit	497,421	489,939
Amortisation	58,628	57,759
Depreciation	153,795	98,527
Profit on disposal of fixed assets	(4,510)	(2,500)
Increase in stocks	(307,070)	(176,953)
Increase in debtors	(179,905)	(10,817)
Increase/(decrease) in creditors	130,802	(787)
Net cash inflow from operating activities	349,161	455,168
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# NOTES TO THE ABBREVIATED ACCOUNTS

# YEAR ENDED 31 DECEMBER 2006

#### 19 NOTES TO THE STATEMENT OF CASH FLOWS (continued)

# RETURNS ON INVESTMENTS AND SERVICING OF FINANCE

	2006	2005
T 4	£	£
Interest received	135	(200.200)
Interest paid	(237,398)	(209,396)
Interest element of hire purchase	(13,173)	(29,465)
Net cash outflow from returns on investments and		
servicing of finance	(250,436)	(238,861)
TAXATION		
	2006	2005
	£	£
TAXATION	4,699	*****
CAPITAL EXPENDITURE		
	2006	2005
	£	£
Payments to acquire intangible fixed assets	(18,585)	(33,443)
Payments to acquire tangible fixed assets	(1,590,430)	(190,443)
Receipts from sale of fixed assets	5,648	2,501
Net cash outflow from capital expenditure	(1,603,367)	(221,385)
FINANCING		
	2006	2005
	£	£
Increase in/(repayment of) bank loans	1,163,646	(119,907)
Capital element of hire purchase	(6,572)	11,327
Net cash inflow/(outflow) from financing	1,157,074	(108,580)

# NOTES TO THE ABBREVIATED ACCOUNTS

### YEAR ENDED 31 DECEMBER 2006

#### 19 NOTES TO THE STATEMENT OF CASH FLOWS (continued)

#### RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET DEBT

	2006		2005	
	£	£	£	£
Decrease in cash in the period	(342,869)		(113,658)	
Net cash (inflow) from/outflow from				
bank loans Cash outflow in respect of hire	(1,163,646)		119,907	
purchase	6,572		(11,327)	
		(1,499,943)		(5,078)
Change in net debt		(1,499,943)		(5,078)
Net debt at 1 January 2006		(3,139,994)		(3,134,916)
Net debt at 31 December 2006		(4,639,937)		(3,139,994)
ANALYSIS OF CHANGES IN NET	DEBT			
		At		At
		At 1 Jan 2006	Cash flows	
			Cash flows	
Net cash		1 Jan 2006 £	£	31 Dec 2006 £
Net cash Cash in hand and at bank		1 Jan 2006 £ 2,241	£ (391)	31 Dec 2006 £ 1,850
Net cash		1 Jan 2006 £	£	31 Dec 2006 £
Net cash Cash in hand and at bank		1 Jan 2006 £ 2,241	£ (391)	31 Dec 2006 £ 1,850
Net cash Cash in hand and at bank		1 Jan 2006 £ 2,241 (1,809,189)	£ (391) (342,478)	31 Dec 2006 £ 1,850 (2,151,667)
Net cash Cash in hand and at bank Overdrafts		1 Jan 2006 £ 2,241 (1,809,189)	£ (391) (342,478)	31 Dec 2006 £ 1,850 (2,151,667)
Net cash Cash in hand and at bank Overdrafts  Debt		2,241 (1,809,189) (1,806,948)	£ (391) (342,478) (342,869)	31 Dec 2006 £ 1,850 (2,151,667) (2,149,817) (96,599)
Net cash Cash in hand and at bank Overdrafts  Debt Debt due within 1 year		1 Jan 2006 £ 2,241 (1,809,189) (1,806,948) (16,613)	£ (391) (342,478) (342,869) (79,986)	31 Dec 2006 £ 1,850 (2,151,667) (2,149,817) (96,599)
Net cash Cash in hand and at bank Overdrafts  Debt Debt due within 1 year Debt due after 1 year		1 Jan 2006 £  2,241 (1,809,189) (1,806,948)  (16,613) (1,204,052)	£ (391) (342,478) (342,869) (79,986) (1,083,660)	31 Dec 2006 £ 1,850 (2,151,667) (2,149,817) (96,599) (2,287,712) (105,809)