

Report of the Director and Audited Financial Statements

For the Year Ended

31 March 2015





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Company Information for the Year Ended 31 March 2015

DIRECTOR:

G Henry

REGISTERED OFFICE:

Silvertrees Drive

Westhill Aberdeen Aberdeenshire AB32 6BH

REGISTERED NUMBER:

SC191510 (Scotland)

AUDITORS:

JDD, Chartered Accountants

Chartered Accountants and Registered Auditors

5 Rubislaw Terrace

Aberdeen AB10 1XE

Strategic Report for the Year Ended 31 March 2015

The director presents his strategic report for the year ended 31 March 2015.

REVIEW OF BUSINESS

The company further increased sales by 4% greatly assisted by a number of high profile North Sea Projects. Subsea activity has reduced considerably due to the drop in oil price. Exports have also been affected and have dropped to 5.8% of our sales.

We have moved to our new headquarters giving full testing and repair facilities allowing SVS to offer "Total Valve Management"

Our objective will be to develop total management contracts with key operators in the North Sea.

Pre-tax profits increased by 7.5% and in view of the market conditions the board are pleased with the financial results.

The market has been badly affected by the drop on oil price with a number of projects cancelled therefore SVS must look at further development in exports and frame agreements to continue in our future development.

ON BEHALF OF THE BOARD:

G/Henry Director

18 November 2015

Report of the Director for the Year Ended 31 March 2015

The director presents his report with the financial statements of the company for the year ended 31 March 2015.

PRINCIPAL ACTIVITY

The sale of industrial valves, actuators and controls primarily to the Oil and Gas Industry.

Turnover from geographical regions as follows: UK 94.5% and Others 5.8%.

DIVIDENDS

The total distribution of dividends for the year ended 31 March 2015 will be £650,000.

EVENTS SINCE THE END OF THE YEAR

Information relating to events since the end of the year is given in the notes to the financial statements.

DIRECTOR

G Henry held office during the whole of the period from 1 April 2014 to the date of this report.

DISCLOSURE IN THE STRATEGIC REPORT

The company further increased sales by 4% greatly assisted by a number of high profile North Sea Projects. Subsea activity has reduced considerably due to the drop in oil price. Exports have also been affected and have dropped to 5.8% of our sales.

We have moved to our new headquarters giving full testing and repair facilities allowing SVS to offer "Total Valve Management".

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STATEMENT OF DIRECTOR'S RESPONSIBILITIES

The director is responsible for preparing the Report of the Director and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law the director has 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 director must not approve the financial statements unless he is 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 director is 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 director is 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 him to ensure that the financial statements comply with the Companies Act 2006. He is 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 director is 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 he has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Report of the Director for the Year Ended 31 March 2015

AUDITORS

The auditors, JDD, Chartered Accountants, will be proposed for re-appointment at the forthcoming Annual General Meeting.

ON BEHALF OF THE BOARD:

irector

18 November 2015



Report of the Independent Auditors to the Members of Specialist Valve Services Ltd

We have audited the financial statements of Specialist Valve Services Ltd for the year ended 31 March 2015 on pages six to fifteen. 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 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 director and auditors

As explained more fully in the Statement of Director's Responsibilities set out on page three, the director is 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 director; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Strategic Report and the Report of the Director to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications 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 31 March 2015 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 Report of the Director for the financial year for which the financial statements are prepared is consistent with the financial statements.

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 director's remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

J Duncan Davidson (Senior Statutory Auditor) for and on behalf of JDD, Chartered Accountants Chartered Accountants and Registered Auditors 5 Rubislaw Terrace Aberdeen AB10 1XE of Ducca Davida.

18 November 2015

Profit and Loss Account for the Year Ended 31 March 2015

		31.3	.15	31.3.	
	Notes	£	£	£	£
TURNOVER			10,192,307		9,783,258
Cost of sales			6,716,859		6,868,286
GROSS PROFIT			3,475,448		2,914,972
Distribution costs Administrative expenses		78,180 1,173,910		73,039 807,481	
- Administrative expenses			1,252,090	007,401	880,520
			2,223,358		2,034,452
Other operating income			31,588		40,446
OPERATING PROFIT	3		2,254,946		2,074,898
Loss on sale of investment property			1,900		
			2,253,046		2,074,898
Income from fixed asset investments Interest receivable and similar income		5,965 23,848		17,971 19,847	
			29,813		37,818
			2,282,859		2,112,716
Interest payable and similar charges	4				2,195
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	8		2,282,859		2,110,521
Tax on profit on ordinary activities	5		674,374		486,716
PROFIT FOR THE FINANCIAL YEAR	R		1,608,485		1,623,805

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.

Specialist Valve Services Ltd (Registered number: SC191510)

Balance Sheet 31 March 2015

		31.3.1	5	31.3.1	.4
,	Notes	£	£	£	£
FIXED ASSETS					
Tangible assets	7		1,798,681		54,112
Investments	8		653,189		647,224
Investment property	9		610,499		807,399
			3,062,369		1,508,735
			3,002,303		1,500,755
CURRENT ASSETS					
Stocks	10	59,111		-	
Debtors	11	1,240,018		2,650,149	
Cash at bank		3,264,115		2,944,354	
		4,563,244		5,594,503	
CREDITORS					
Amounts falling due within one year	12	<u>1,567,316</u>		_2,285,785	
NET GUDDENE A CORRO			2 005 020		2 200 710
NET CURRENT ASSETS			2,995,928		3,308,718
TOTAL ACCETC LESS CUIDDENT					
TOTAL ASSETS LESS CURRENT LIABILITIES			6,058,297		4,817,453
LIADILITIES			0,036,297		4,617,433
PROVISIONS FOR LIABILITIES	13		290,200		7,841
	10				
NET ASSETS			5,768,097		4,809,612
					
CAPITAL AND RESERVES					
Called up share capital	14		4		4
Profit and loss account	15		5,768,093		4,809,608
SHAREHOLDERS' FUNDS	19		5,768,097		4,809,612

The financial statements were approved by the director on 18 November 2015 and were signed by:

GHenry Director

Cash Flow Statement for the Year Ended 31 March 2015

	Notes	31.3.15 £	31.3.14 £
Net cash inflow		-	
from operating activities	1	2,788,956	2,213,274
Returns on investments and			
servicing of finance	2	29,813	35,623
Taxation		(481,401)	(723,106)
Capital expenditure			
and financial investment	2 .	(1,567,607)	(259,781)
Equity dividends paid		(650,000)	(620,000)
		119,761	646,010
Financing	2	200,000	(200)
Increase in cash in the period		319,761	645,810
Reconciliation of net cash flow to movement in net funds	3		
Increase in cash in the period		319,761	645,810
Change in net funds resulting from cash flows		319,761	645,810
Movement in net funds in the period		319,761	645,810
Net funds at 1 April		2,944,354	2,298,544
Net funds at 31 March		3,264,115	2,944,354

2.

3.

Notes to the Cash Flow Statement for the Year Ended 31 March 2015

1. RECONCILIATION OF OPERATING PROFIT TO NET CASH INFLOW FROM OPERATING ACTIVITIES

		31.3.15	31.3.14
0		£	£
Operating profit		2,254,946	2,074,898
Depreciation charges (Increase)/decrease in stocks		12,073	7,111 113,154
Decrease in debtors		(59,111) 1,410,131	885,250
Decrease in dectors Decrease in creditors			
Decrease in creditors		(829,083)	(867,139)
Net cash inflow from operating activities		2,788,956	2,213,274
ANALYSIS OF CASH FLOWS FOR HEADINGS NET	FED IN THE CAS	H FLOW STAT	EMENT
		31.3.15	31.3.14
		£	£
Returns on investments and servicing of finance			
Interest received		23,848	19,847
Interest paid		, <u>-</u>	(2,195)
Dividends received		<u> 5,965</u>	17,971
Not each inflaw for notions on importments and complained	of finance	20.012	25 622
Net cash inflow for returns on investments and servicing	of finance	<u>29,813</u>	35,623
Capital expenditure and financial investment			
Purchase of tangible fixed assets		(1,756,642)	(45,621)
Purchase of fixed asset investments		(5,965)	(17,260)
Purchase of investment property		-	(196,900)
Loss on sale of investment property		(1,900)	-
Sale of investment property		196,900	
Net cash outflow for capital expenditure and financial in	vestment	<u>(1,567,607</u>)	(259,781)
Financing			
New loans in year		200,000	(200)
·			
Net cash inflow/(outflow) from financing		200,000	(200)
ANALYSIS OF CHANGES IN NET FUNDS			
			At
	At 1.4.14	Cash flow	31.3.15
Net cash:	£	£	£
Cash at bank	2,944,354	319,761	3,264,115
	2.044.254	210 5/1	2 264 115
	2,944,354	319,761	3,264,115
Total	2,944,354	319,761	3,264,115

Notes to the Financial Statements for the Year Ended 31 March 2015

1. ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared under the historical cost convention.

Turnover

Turnover represents net invoiced sales of goods, excluding value added tax.

Tangible fixed assets

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

Plant and machinery - 25% on cost Fixtures and fittings - 25% on cost

Investment property

Investment property is shown at most recent valuation. Any aggregate surplus or deficit arising from changes in market value is transferred to a revaluation reserve.

Stocks and contracts

Goods for resale are only purchased when specific orders have been placed by customers, and hence the company held no stock at 31 March 2014. Where goods have been delivered to a customer before the year end but have not yet been invoiced to the customer, the value of each such sale is included in the accounts together with a corresponding debtor.

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed 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 transaction. Exchange differences are taken into account in arriving at the operating result.

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. STAFF COSTS

·	31.3.15 £	31.3.14 £
Wages and salaries	542,014	470,405
Social security costs	59,447	51,825
Other pension costs	384,614	5,808
	986,075	528,038
The average monthly number of employees during the year was as follows:	21 2 15	21 2 14
	31.3.15	31.3.14
Office and administration	6	6
Sales and marketing	9	9
	15	15

Notes to the Financial Statements - continued for the Year Ended 31 March 2015

3. **OPERATING PROFIT**

The operating profit is stated after charging/(crediting):

	Depreciation - owned assets Auditors' remuneration Foreign exchange differences	31.3.15 £ 12,073 11,100 (47,483)	31.3.14 £ 7,111 11,000 31,069
	Director's remuneration	12,522	11,826
4.	INTEREST PAYABLE AND SIMILAR CHARGES	31.3.15 £	31.3.14 £
	Other interest		2,195
5.	TAXATION		
-	Analysis of the tax charge The tax charge on the profit on ordinary activities for the year was as follows:	31.3.15 £	31.3.14 £
	Current tax: UK corporation tax Prior year adjustment	392,015	481,401
	Total current tax	392,015	481,772
-	Deferred tax	282,359	4,944
	Tax on profit on ordinary activities	674,374	486,716
6.	DIVIDENDS		
		31.3.15 £	31.3.14 £
	Final Interim	650,000	120,000 500,000
		650,000	620,000

Notes to the Financial Statements - continued for the Year Ended 31 March 2015

7. TANGIBLE FIXED ASSETS

8.

COST	Assets under construction £	Investment property fixtures	Plant and machinery £
COST At 1 April 2014 Additions	14,500	9,012 199	51,395
Additions	1,752,442		<u>2,663</u>
At 31 March 2015	1,766,942	9,211	54,058
DEPRECIATION			
At 1 April 2014	-	4,799	48,768
Charge for year		1,982	<u>1,616</u>
At 31 March 2015	_	6,781	50,384
NET BOOK VALUE			
At 31 March 2015	1,766,942	<u>2,430</u>	<u>3,674</u>
At 31 March 2014	14,500	4,213	2,627
	Fixtures and fittings £	Motor vehicles £	Totals £
COST At 1 April 2014	20 700	20.500	125 115
Additions	30,708 1,338	29,500 	135,115 1,756,642
At 31 March 2015	32,046	29,500	1,891,757
DEPRECIATION			
At 1 April 2014	27,436	<u>-</u>	81,003
Charge for year	3,100	5,375	<u>12,073</u>
At 31 March 2015	30,536	5,375	93,076
NET BOOK VALUE			
At 31 March 2015	1,510	24,125	1,798,681
At 31 March 2014	3,272	<u>29,500</u>	54,112
FIXED ASSET INVESTMENTS			
		31.3.15 £	31.3.14 £
Loans to group undertakings		85,996	85,996
Other investments not loans		567,193	561,228
		653,189	647,224

Notes to the Financial Statements - continued for the Year Ended 31 March 2015

8. FIXED ASSET INVESTMENTS - continued

Additional information is as follows:

	Listed investments
COST	
At 1 April 2014	561,228
Additions	
At 31 March 2015	567,193
NET BOOK VALUE	
At 31 March 2015	567 102
At 31 Watch 2013	<u>567,193</u>
At 31 March 2014	561,228
	Loans to
	group
	undertakings
At 1 April 2014	£
and 31 March 2015	85,996
and 31 Water 2013	03,390

The market value of listed investments at 31 March 2015 was £708,820 (31 March 2014: £668,585). The loans to group undertakings are interest free and have no fixed repayment terms.

9. **INVESTMENT PROPERTY**

	Total £
COST At 1 April 2014 Disposals	807,399 (196,900)
At 31 March 2015	610,499
NET BOOK VALUE At 31 March 2015	610,499
At 31 March 2014	807,399

The director believes that the net book value of the investment property, as shown above, is a fair reflection of its actual market value at 31 March 2015.

10. STOCKS

	31.3.15	31.3.14
	£	£
Stocks	<u>59,111</u>	

Notes to the Financial Statements - continued for the Year Ended 31 March 2015

11.	DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
		31.3.15	31.3.14
		£	£
	Trade debtors	1,192,001	2,335,760
	Other debtors	34,989	297,240
	Prepayments and accrued income	<u>13,028</u>	17,149
		1,240,018	2,650,149
12.	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
		31.3.15	31.3.14
		£	£
	Trade creditors	987,962	1,620,406
	Amounts owed to group undertakings	200,000	-
	Corporation tax	143,537	232,923
	Social security and other taxes	152,533	279,190
	Accrued expenses	<u>83,284</u>	153,266
		1,567,316	2,285,785

Although the company has no bank borrowing, a facility exists. Any borrowing secured is by a bond and floating charge over all the sums becoming due, and the whole assets of the company. This security is held by The Bank of Scotland through a charge registered on 22 February 2006.

13. PROVISIONS FOR LIABILITIES

13.	Deferred tax	S POR BIABILITY			31.3.15 £ 290,200	31.3.14 £ 7,841
	Balance at 1 A Provided during	ng year				Deferred tax £ 7,841 282,359
14.	CALLED UP	SHARE CAPITAL d and fully paid: Class: Ordinary	Noi va	minal alue: £1	31.3.15 £ 4	31.3.14 £ 4

Page 14 continued...

Notes to the Financial Statements - continued for the Year Ended 31 March 2015

15. RESERVES

A 365 - 19

	Profit and loss account £
At 1 April 2014 Profit for the year Dividends	4,809,608 1,608,485 (650,000)
At 31 March 2015	_5,768,093

16. RELATED PARTY DISCLOSURES

During the year, the Director has provided a loan to the company amounting £200,000.

Dividends declared for the shareholders amount to £650,000 (31 March 2014: 620,000).

17. POST BALANCE SHEET EVENTS

At the year end, the company's new premises was at the completion stage of its construction and it has been operational since July 2015.

18. ULTIMATE CONTROLLING PARTY

The ultimate controlling party is SVS Holdings Ltd, a company incorporated in Scotland.

19. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	31.3.15	31.3.14
Day St. Co. Also Sugar St. Lancon	£	£
Profit for the financial year	1,608,485	1,623,805
Dividends	(650,000)	(620,000)
Shares issued and fully paid.		
Net addition to shareholders' funds	958,485	1,003,805
Opening shareholders' funds	4,809,612	3,805,807
	= =<0 A0=	4 000 610
Closing shareholders' funds	<u>5,768,097</u>	4,809,612