Report of the Directors and

Financial Statements for the Year Ended 31 July 2013

for

Beattie Communications Group Limited

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Beattie Communications Group Limited

Company Information for the Year Ended 31 July 2013

DIRECTORS:

G Beattie

Ms L Woods L Mitchell D Reid

P Cunningham

REGISTERED OFFICE:

118 North Main Street

Carronshore Falkirk FK2 8HU

REGISTERED NUMBER:

SC248915 (Scotland)

AUDITORS:

Campbell Dallas LLP Chartered Accountants

Statutory Auditors

Titanium 1

King's Inch Place

Renfrew PA4 8WF

SOLICITORS:

Biggart Baillie

310 St Vincent Street

Glasgow Lanarkshire G2 5DR

Report of the Directors for the Year Ended 31 July 2013

The directors present their report with the financial statements of the company for the year ended 31 July 2013.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of provision of public relations services.

REVIEW OF BUSINESS

Beattie Communications' financial results for 2013 were the most impressive in the 28 year history of the company. Turnover was just shy of £7 million compared with £6.3 million in 2012 with operating profit rising by £161k to £556k. Turnover increased by 10% while, more importantly, operating profit was up by 40% on the notable results recorded in 2012.

Each of our profit centres performed strongly with the PR, social networking and digital marketing sides of our business delivering record performances. Indeed, our results would have been even more impressive had an aggressive recruitment drive not been hampered by a worrying shortage of available PR and web marketing talent.

Recruiting quality staff was more difficult than winning new business in 2013 and we anticipate no improvement in the foreseeable future as UK and international economies recover from recession. That's why we will continue to invest significantly more than industry averages on staff training and people development.

Our results reflected our continuing focus on efficiency and cost control. Indeed, gross profit percentage increased by 1% to 34% at a time when margins are being squeezed across the industry.

Our hunger for success continues unabated with PR, social media and web marketing our springboards for growth while direct marketing and database management are becoming increasingly important. It's pleasing to report that our Linkedin marketing team has established itself as the leader in b2b social networking in both the UK and USA.

Looking to the future, 2014 is already shaping up to be another vintage year for Beattie Communications as we continue to invest in our services, brands and, of course, our people.

We are proud of the fact that the majority of our senior staff have been with the company for a decade or more and I would like to pay tribute to their hard work, dedication and sheer unadulterated enthusiasm for delivering excellent client service and exceptional results.

DIVIDENDS

The total distribution of dividends for the year ended 31 July 2013 will be £110,000.

DIRECTORS

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

G Beattie
Ms L Woods
L Mitchell
D Reid
P Cunningham

Report of the Directors for the Year Ended 31 July 2013

DIRECTORS - continued

Other changes in directors holding office are as follows:

Ms V Walker - resigned 3 July 2013

POLITICAL AND CHARITABLE CONTRIBUTIONS

During the year, the company donated 2013: £2,605 (2012: £3,514) towards charitable causes.

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 he or she ought to have taken as a director in order to make himself or herself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Report of the Directors for the Year Ended 31 July 2013

AUDITORS

The auditors, Campbell Dallas LLP, will be proposed for re-appointment at the forthcoming Annual General Meeting.

ON BEHALF OF THE BOARD:

Ms L Woods - Director

Date: 26th March 2014

Report of the Independent Auditors to the Members of Beattie Communications Group Limited

We have audited the financial statements of Beattie Communications Group Limited for the year ended 31 July 2013 on pages seven to twenty one. 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 directors and auditors

As explained more fully in the Statement of Directors' Responsibilities set out on page three, 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 31 July 2013 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the 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 Beattie Communications Group 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.

FWJ Campbell (Senior Statutory Auditor) for and on behalf of Campbell Dallas LLP

Chartered Accountants

Statutory Auditors

Titanium 1

King's Inch Place

Renfrew

PA4 8WF

Date: 27/3/14

Profit and Loss Account for the Year Ended 31 July 2013

	Notes	2013 £	2012 £
TURNOVER		6,990,163	6,329,447
Cost of sales		4,598,284	4,238,670
GROSS PROFIT		2,391,879	2,090,777
Administrative expenses		1,942,504	1,803,877
		449,375	286,900
Other operating income		107,166	107,862
OPERATING PROFIT	3	556,541	394,762
Interest receivable and similar income		4	6
		556,545	394,768
Interest payable and similar charges	4	10,688	12,212
PROFIT ON ORDINARY ACTIVITI BEFORE TAXATION	ES	545,857	382,556
Tax on profit on ordinary activities	5	135,918	93,665
PROFIT FOR THE FINANCIAL YE.	AR	409,939	288,891

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 31 July 2013

		201	3	2012	
	Notes	£	£	£	£
FIXED ASSETS					
Tangible assets	7		1,690,421		1,740,257
Investments	8		956		956
			1,691,377		1,741,213
CURRENT ASSETS					
Debtors	9	1,357,778		1,477,527	
Cash at bank and in hand		1,026,061		293,624	
		2,383,839		1,771,151	
CREDITORS					
Amounts falling due within one year	10	1,807,223		1,455,008	
NET CURRENT ASSETS			576,616		316,143
TOTAL ASSETS LESS CURRENT LIABILITIES			2,267,993		2,057,356
CREDITORS Amounts falling due after more than one					
year	11		(508,769)		(596,875)
PROVISIONS FOR LIABILITIES	15		(27,514)		(28,710)
NET ASSETS			1,731,710		1,431,771
CAPITAL AND RESERVES					
Called up share capital	16		80,016		80,016
Profit and loss account	17		1,651,694		1,351,755
	<u>.</u> .				
SHAREHOLDERS' FUNDS	19		1,731,710		1,431,771

The financial statements were approved by the Board of Directors on 25th March 2014 and were signed on its behalf by:

K. Woods - Director

The notes form part of these financial statements

Cash Flow Statement for the Year Ended 31 July 2013

	2013		2012	
Notes	£	£	£	£
		0.42.272		200 247
ı		943,373		280,347
2		(10,684)		(12,206)
		(93,614)		(104,993)
2		(14,773)		(110,441)
		(110,000)		
		714,302		52,707
2		18,135		(128,163)
Increase/(decrease) in cash in the period		732,437		(75,456)
3				
	732,437		(75,456)	
	88,106		86,586	
		820,543		11,130
od		820,543		11,130
		(356,807)		(367,937)
	2 2 period 3	Notes £ 1 2 period 3 732,437 88,106	Notes £ £ 1 943,373 2 (10,684) (93,614) 2 (14,773) (110,000) 714,302 2 18,135 732,437 period 732,437 88,106 820,543 and 820,543	Notes £ £ £ £ 1 943,373 2 (10,684) (93,614) 2 (14,773) (110,000) 714,302 2 18,135 732,437 3 732,437 (75,456) 88,106 88,586 820,543 and 820,543

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

	2013	2012
	£	£
Operating profit	556,541	394,762
Depreciation charges	63,992	60,755
Loss on disposal of fixed assets	617	986
Decrease/(increase) in debtors	118,749	(867)
Increase/(decrease) in creditors	203,474	(175,289)
Net cash inflow from operating activities	943,373	280,347

2. ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THE CASH FLOW STATEMENT

	2013	2012
	£	£
Returns on investments and servicing of finance		
Interest received	4	6
Interest paid	(10,688)	(12,212)
Net cash outflow for returns on investments and servicing of		
finance	(10,684)	(12,206)
		===
Capital expenditure		
Purchase of tangible fixed assets	(15,522)	(111,556)
Sale of tangible fixed assets	749	1,115
Net cash outflow for capital expenditure	(14,773)	(110,441)
Financing		
Loan repayments in year	(88,106)	(86,586)
Amount introduced by directors	113,000	10,579
Amount withdrawn by directors	(6,759)	(52,156)
Net cash inflow/(outflow) from financing	18,135	(128,163)

Notes to the Cash Flow Statement for the Year Ended 31 July 2013

3. ANALYSIS OF CHANGES IN NET DEBT			
	At 1.8.12 £	Cash flow £	At 31.7.13 £
Net cash: Cash at bank and in hand	293,624	732,437	1,026,061
	293,624	732,437	1,026,061
Debt:			
Debts falling due within one year Debts falling due	(53,556)	-	(53,556)
after one year	(596,875)	88,106	(508,769)
	(650,431)	88,106	(562,325)
Total	(356,807)	820,543	463,736

Notes to the Financial Statements for the Year Ended 31 July 2013

1. **ACCOUNTING POLICIES**

Accounting convention

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

Preparation of consolidated financial statements

The financial statements contain information about Beattie Communications Group Limited as an individual company and do not contain consolidated financial information as the parent of a group. The company has taken the option under Section 398 of the Companies Act 2006 not to prepare consolidated financial statements.

Turnover

Turnover represents sales of public relations and marketing services, 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.

Freehold property

- 1% on cost

Fixtures, fiitings and equipment

- 33% on cost and 15% - 25% on reducing balance

Motor vehicles

- 25% on reducing balance

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Deferred tax is provided at the average rates that are expected to apply when the timing differences reverse, based on current tax rates and laws. Deferred tax is not provided on timing differences arising from the revaluation of fixed assets where there is no commitment to sell the asset.

Hire purchase and leasing commitments

Rentals paid under operating leases are charged to the profit and loss account on a straight line basis over the period of the lease.

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

	2013 £	2012 £
Wages and salaries	2,408,953	2,424,408
Social security costs	255,229	274,428
Other pension costs	64,764	70,014
	2,728,946	2,768,850
		

Notes to the Financial Statements - continued for the Year Ended 31 July 2013

2.	STAFF COSTS - continued		
	The average monthly number of employees during the year was as follows:	2013	2012
	Management		<u>81</u>
3.	OPERATING PROFIT		
	The operating profit is stated after charging/(crediting):		
		2013 £	2012 £
	Hire of plant and machinery Other operating leases Depreciation - owned assets Loss on disposal of fixed assets Auditors' remuneration Foreign exchange differences	1,475 192,810 63,992 617 8,411 133	560 193,866 60,754 986 9,066 (395)
	Directors' remuneration Directors' pension contributions to money purchase schemes	516,767 27,935	512,634 26,860
	The number of directors to whom retirement benefits were accruing was as fol	lows:	
	Money purchase schemes	4	
	Information regarding the highest paid director is as follows:	2013	2012
	Emoluments etc Pension contributions to money purchase schemes	£ 186,129 11,070	£ 180,521 10,800
4.	INTEREST PAYABLE AND SIMILAR CHARGES	2013	2012
	Bank loan interest	£ 10,688 ———	£ 12,212

Notes to the Financial Statements - continued for the Year Ended 31 July 2013

5. TAXATION

6.

TAXATION		
Analysis of the tax charge The tax charge on the profit on ordinary activities for the year was as follows:		
	2013 £	2012 £
Current tax:	£	£
UK corporation tax	137,114	86,993
Deferred tax	(1,196)	6,672
Tax on profit on ordinary activities	135,918	93,665
Factors affecting the tax charge The tax assessed for the year is higher than the standard rate of corporation to is explained below:	ax in the UK.	The difference
	2013 £	2012 £
Profit on ordinary activities before tax	545,857	382,556
Profit on ordinary activities		
multiplied by the standard rate of corporation tax		
in the UK of 24% (2012 - 26%)	131,006	99,465
Effects of:		
Expenses not deductible for tax purposes	1,594	3,583
Capital allowances in excess of depreciation	-	(9,368)
Depreciation in excess of capital allowances	7,733	-
Adjustments to tax charge in respect of previous periods Change of rate	114 (3,333)	992 (7,679)
Change of fale	(3,333)	(7,079)
Current tax charge	137,114	86,993
DIVIDENDS	2012	2012
	2013 £	2012 £
Ordinary shares of £.01 each	T.	L
Final	110,000	-

7.	TANGIBLE FIXED ASS	E18		Fixtures, fiitings		
		Freehold property £	Long leasehold £	and equipment £	Motor vehicles £	Totals £
	COST	~	~	~	~	~
	At 1 August 2012	1,606,038	40,693	651,570	33,354	2,331,655
	Additions	-	-	_ 15,522	-	15,522
	Disposals			(5,210)		(5,210)
	At 31 July 2013	1,606,038	40,693	661,882	33,354	2,341,967
	DEPRECIATION					
	At 1 August 2012	96,362	22,544	455,133	17,359	591,398
	Charge for year	16,060	1,815	42,118	3,999	63,992
	Eliminated on disposal	-	-	(3,844)	-	(3,844)
	At 31 July 2013	112,422	24,359	493,407	21,358	651,546
	NET BOOK VALUE					
	At 31 July 2013	1,493,616	16,334	168,475	11,996	1,690,421
	At 31 July 2012	1,509,676	18,149	196,437	15,995	1,740,257
8.	FIXED ASSET INVESTM	MENTS				
				Shares in	Interest	
				group	in	
				undertakings	associate	Totals
				£	£	£
	COST					
	At 1 August 2012					
	and 31 July 2013			6	950	956
	NET BOOK VALUE					
	At 31 July 2013			6	950	956
	A+21 July 2012				050	
	At 31 July 2012			6	950	956

Notes to the Financial Statements - continued for the Year Ended 31 July 2013

8. FIXED ASSET INVESTMENTS - continued

The company's investments at the balance sheet date in the share capital of companies include the following:

Subsidiaries

Beattie Communications Limited			
Nature of business: Dormant			
	%		
Class of shares:	holding		
Ordinary shares	100.00		
		2013	2012
A company and the land of		£	£
Aggregate capital and reserves		2	2
Beattie New Media Limited			
Nature of business: Dormant			
Talant of Justiness. Dormain	%		
Class of shares:	holding		
Ordinary shares	100.00		
·		2013	2012
		£	£
Aggregate capital and reserves		2	2
			
Beattie Media Limited			
Nature of business: Dormant	0.4		
Class of shares:	%		
	holding		
Ordinary shares	100.00	2012	2012
		2013 £	2012 £
Aggregate capital and reserves		2	2
1 1001 voute cupitui and reserves		∠	

Notes to the Financial Statements - continued for the Year Ended 31 July 2013

Associated companies			
-			
Eleventen Limited			
Nature of business: PR & marketing	%		
Class of shares:	holding		
Ordinary	50.00		
Ordinary	50.00	2013	2012
		£	£
Aggregate capital and reserves		180,952	108,212
Profit for the year		72,740	33,156
·			-
Florendam Dim of Limited			
Eleventen Direct Limited			
Nature of business: PR & marketing	%		
Class of shares:	holding		
Ordinary	45.00		
Ordinary	15.00	2013	2012
		£	£
Aggregate capital and reserves		12,165	1,642
Profit for the year		10,523	23,285
DEBTORS: AMOUNTS FALLING DUE	WITHIN ONE VEAD		
DEDIORS: AMOUNTS FALLING DUE	WITHIN ONE TEAK	2013	2012
		£	£
Trade debtors		1,039,918	1,179,051
Other debtors		12,918	13,675
Directors' loan accounts		21,500	30,000
Tax		7,500	
Prepayments and accrued income		275,942	254,801
		1,357,778	1,477,527

Notes to the Financial Statements - continued for the Year Ended 31 July 2013

10.	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
		2013	2012
		£	£
	Bank loans and overdrafts (see note 12)	53,556	53,556
	Trade creditors	342,389	346,013
	Tax	137,000	86,000
	Social security and other taxes	71,067	70,225
	VAT	199,849	200,922
	Other creditors	7,600	8,200
	Directors' loan accounts	115,735	17,994
	Accruals and deferred income	880,027	672,098
	Accidats and deferred medice		
		1,807,223	1,455,008
11.	CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR		
	ONE TEAK	2013	2012
		£	£
	Bank loans (see note 12)	508,769	596,875
	Dank loans (see note 12)	====	====
12.	LOANS		
	An analysis of the maturity of loans is given below:		
		2013	2012
		£	£
	Amounts falling due within one wear or an demand	I.	Į.
	Amounts falling due within one year or on demand: Bank loans	52 556	52 556
	Dank loans	53,556	53,556
	Amounts falling due between one and two years:		
	Bank loans - 1-2 years	53,556	53,556
	Amounts falling due between two and five years:		
	Bank loans - 2-5 years	160,668	160,668
			
	Amounts falling due in more than five years:		
	Repayable by instalments		
	Bank loans more 5 yr by instal	294,545	382,651
	The second more of the second	====	====

Notes to the Financial Statements - continued for the Year Ended 31 July 2013

13. OPERATING LEASE COMMITMENTS

The following operating lease payments are committed to be paid within one year:

	Land and buildings		Other operating leases	
	2013	2012	2013	2012
	£	£	£	£
Expiring:				
Within one year	131,375	132,043	-	-
Between one and five years	-	-	320	-
	131,375	132,043	320	
				

14. SECURED DEBTS

The following secured debts are included within creditors:

	2013	2012
	£	£
Bank loans	562,325	650,431

The bank loan is secured by a bond and floating charge over the assets of the company and a standard security over the property.

15. PROVISIONS FOR LIABILITIES

Deferred tax	£ 27,514	£ 28,710
Balance at 1 August 2012 Provided during year		Deferred tax £ 28,710 (1,196)
Balance at 31 July 2013		27,514

Deferred tax is in respect of accelerated capital allowances.

2012

2013

Notes to the Financial Statements - continued for the Year Ended 31 July 2013

16. CALLED UP SHARE CAPITAL

Allotted, issi	aed and fully paid:			
Number:	Class:	Nominal	2013	2012
		value:	£	£
8,000,600	Ordinary	£.01	80,006	80,006
1,000	B Ordinary	£.01	10	10
			80,016	80,016
			====	

The B ordinary shares have no voting rights. In the event of a sale, or winding up the holders participate pari- passu with the ordinary shareholders.

17. RESERVES

	Profit and loss account £
At I August 2012 Profit for the year Dividends	1,351,755 409,939 (110,000)
At 31 July 2013	1,651,694

Notes to the Financial Statements - continued for the Year Ended 31 July 2013

18. RELATED PARTY DISCLOSURES

During the year the group paid for the following in relation to transactions connected with Gordon Beattie. All transactions were deemed to be at fair value.

The group leased property from Gordon Beattie during the year at a total cost of £107,504 (2012: £117,504)

The group leased property from the trustees of Gordon Beattie's personal pension scheme during the year at a total cost of £35,000 (2012: £25,000).

At 31 July 2013 a balance of £115,735 (2012: £17,994) was due to Gordon Beattie.

At 31 July 2013 a balance of £21,500 (2012: £30,000) was due from Laurna Woods.

Dividends of £104,500 to Gordon Beattie and £5,500 to Laurna Woods were approved during the year.

The group incurred consultancy fees during the year of £653,967 (2012: £541,551) from Eskis Holdings Limited, a company under the control of Gordon Beattie.

At 31 July 2013, an amount of £229,262 (2012: £149,551) was due to Eskis Holdings Limited.

19. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	2013	2012
	£	£
Profit for the financial year	409,939	288,891
Dividends	(110,000)	
Net addition to shareholders' funds	299,939	288,891
Opening shareholders' funds	1,431,771	1,142,880
Closing shareholders' funds	1,731,710	1,431,771
		

20. EMI SCHEME

The company has set up an EMI scheme for certain employees and has granted share options. There are no valid share options in issue at present.

21. CONTROL

The company is under the control of G Beattie a director of the company.