(Company Number SC308560)

DIRECTORS' REPORT AND ACCOUNTS

**31 DECEMBER 2007** 

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COMPANIES HOUSE

Anderson & Brown LLP

Chartered Accountants

**DIRECTORS' REPORT** 



Directors Mr R Coffey (appointed 13 September 2006)

Mr R Cowan (appointed 14 June 2007)

Secretaries CLP Secretaries Limited

Registered office Commercial House, 2 Rubislaw Terrace, Aberdeen

The directors submit their report and the group audited accounts for the period from the date of incorporation on 13 September 2006 to 31 December 2007. The company commenced trading on 8 December 2006.

#### RESULTS AND DIVIDENDS

The profit for the period after taxation and minority interests, amounted to £1,538,774, has been dealt with as shown in the profit and loss account. The directors do not propose the payment of a dividend

### PRINCIPAL ACTIVITY AND REVIEW OF BUSINESS DEVELOPMENTS

The principal activities of the group are the sale, rental, manufacture and repair of oilfield equipment

#### PRINCIPAL RISKS AND UNCERTAINTIES

Following the acquisition of Stable Services Limited in December 2006 the Group ("Stable") has seen a four fold growth in turnover of the acquired business to £28 million, and on a group basis has generated operating cash flows in excess of £4 million. Stable has demonstrated its ability to capitalise on the increasing global demand for oilfield products

Stable is now firmly on track to become a global market leader in the supply, manufacture and rental of oilfield products

In the last six months Stable has established an engineering capability to become a technically competent company, not only able to source and manufacture products but to provide added value technical solutions to the increasing challenges of drilling around the world. Since the year end a new company, Stable Engineering and Design Limited has been set up to develop proprietary tools to expand Stable's product range. This company is already designing and developing new technologies for the rapidly expanding bottom hole assembly market.

In a relatively short period, the acquired business of Stable Services Limited was effectively transformed with a new management team and more effective and robust processes which were shortly followed by increased rental capability following the trade and assets purchase of Rig Services' rental business in July 2007. This was complemented by the increase in global coverage through offices in Norway, Canada, Libya, Singapore and the Middle East.

DIRECTORS' REPORT (continued)



#### PRINCIPAL RISKS AND UNCERTAINTIES (continued)

The company is now well positioned to capture an even bigger share of the rapidly growing global bottom hole assembly market

Despite the success, the last 12 months have been considerably challenging. Growing so quickly to meet increasing customer demand is not without its problems, but despite those Stable has demonstrated that it can source and deliver the right products at the right time for its customers

Investing in people has been a key component of the growth. The calibre and number of people attracted to join the business and share in its success, is testament to the dynamic, environment created and the visibility of its potential both at home and abroad

Stable will maintain its aggressive growth strategy, focusing on adding value to the service and investing in stock and machine shops around the world. The directors will continue to look at strategic overseas locations and opportunities for organic growth. The strong financial position means they can do so with relatively low gearing.

#### **EMPLOYEES**

Details of the number of employees and related costs can be found in note 4 to the financial statements on page 13

#### PROVISION OF INFORMATION TO AUDITORS

As far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware and we have taken all the steps that we ought to have taken as directors in order to make ourselves aware of any relevant audit information and to establish that the company's auditors are aware of that information

#### **AUDITORS**

Anderson Anderson & Brown were appointed auditors on 13 September 2006 and have expressed their willingness to continue in office. Anderson Anderson & Brown LLP have expressed their willingness to continue in office and a resolution proposing their reappointment will be submitted at the annual general meeting.

Signed on behalf of the board of directors

Director – R Coffey

Date





Company law requires the directors to prepare accounts for each financial year which 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 those accounts, the directors are required to

- (a) select suitable accounting policies and then apply them consistently,
- (b) make judgements and estimates that are reasonable and prudent,
- (c) state whether or not applicable United Kingdom Accounting Standards have been followed, subject to any material departures disclosed and explained in the accounts, and,
- (d) prepare the accounts on the going concern basis unless it is inappropriate to presume that the company will continue in business

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

# INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF STABLE HOLDINGS LIMITED



We have audited the group and parent company accounts of Stable Holdings Limited for the period ended 31 December 2007 which comprise the Group Profit and Loss Account, Group Statement of total recognised gains and losses, the Group and Company Balance Sheet, the Group Cash Flow Statement and the related notes. These accounts have been prepared under the historical cost convention and in accordance with the accounting policies set out therein

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. 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 auditors' 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 auditors

As described on page 3 the company's directors are responsible for the preparation of the accounts in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice)

Our responsibility is to audit the accounts in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland)

We report to you our opinion as to whether or not the accounts give a true and fair view, are properly prepared in accordance with the Companies Act 1985 and the information given in the directors' report is consistent with the accounts. We also report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the company is not disclosed

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it

#### Basis of opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the accounts. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the accounts, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the accounts are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the accounts.

#### Opinion

In our opinion

- the accounts give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the group's and the parent company's affairs as at 31 December 2007 and of the group's profit for the period then ended,
- the accounts have been properly prepared in accordance with the Companies Act 1985, and
- the information provided in the directors report is consistent with the accounts

Anderson Anderson & Brown LLP

Anderson Anderson & Brown LLP

Chartered Accountants

Registered Auditors

Aberdeen

16th Tune 2008



CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE PERIOD ENDED 31 DECEMBER 2007

		Period from ptember 2006 31 December 2007
	Note	£
TURNOVER Group turnover and share of joint venture's turnover		28,504,850
Share of joint venture's turnover		344,201
GROUP TURNOVER	2	28,160,649
Operating costs		25,681,764
GROUP OPERATING PROFIT	3	2,478,885
Share of operating loss in joint venture		(10,134)
TOTAL OPERATING PROFIT		2,468,751
Other income	6	438,150
Interest payable	7	(619,392)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		2,287,509
Taxation on profit on ordinary activities	8	747,296
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION	9	1,540,213
Minority interests		1,439
PROFIT FOR FINANCIAL PERIOD		£ 1,538,774

The group has made no gains or losses other than as reported above

Movements on reserves are as set out in Note 20



CONSOLIDATED STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES FOR PERIOD ENDED 31 DECEMBER 2007

	Period from 13 September 2006 to 31 December 2007 £
Profit after tax for the financial period	1,538,774
Currency translation differences on foreign currency net investments	(53,492)
Total recognised gains and losses relating to the period	£ 1,485,282

# **STABLE HOLDINGS LIMITED**CONSOLIDATED BALANCE SHEET – 31 DECEMBER 2007



	Note	£	£
FIXED ASSETS Intangible assets Tangible assets Investment in joint venture	10 11 12		1,999,502 6,662,026
Share of gross liabilities	12	398,713 (230,714)	167,999
			8,829,527
CURRENT ASSETS Stocks Debtors Cash at bank and in hand	13 14		4,457,412 3,569,303 220,131 8,246,846
CREDITORS amounts falling due within one year	15		10,775,971
NET CURRENT LIABILITIES			(2,529,125)
TOTAL ASSETS LESS CURRENT LIABILITIES			6,300,402
CREDITORS amounts falling due after more than one year	16		4,023,255
PROVISION FOR LIABILITIES AND CHARGES	17		149,425
			£ 2,127,722
CAPITAL AND RESERVES Called up share capital Profit and loss account	19 20		641,001 1,485,282
SHAREHOLDERS' FUNDS Minority interest	20		2,126,283
			£ 2,127,722

Signed on behalf of the board of directors

16/6/08

Date

# **STABLE HOLDINGS LIMITED**BALANCE SHEET – 31 DECEMBER 2007

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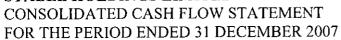
	Note	£
FIXED ASSETS Intangible assets Investments	10 12	5,000 2,345,976
		2,350,976
CURRENT ASSETS Debtors Cash at bank	14	576,914 2,129
		579,043
CREDITORS amounts falling due within one year	15	1,072,832
NET CURRENT LIABILITIES		(493,789)
TOTAL ASSETS LESS CURRENT LIABILITIES		1,857,187
CREDITORS amounts falling due after more than one year	16	941,667
CARITAL AND DECERVES		£ 915,520
CAPITAL AND RESERVES Called up share capital Profit and loss account	19 20	641,001 274,519
SHAREHOLDERS' FUNDS	20	£ 915,520

Signed on behalf of the board of directors

Director - R Coffey 16/6/08

Date







	Note	2007 £
Net cash inflow from operating activities	21	2,331,335
Returns on investments and servicing of finance	22	(619,392)
Taxation	22	(26,904)
Capital expenditure and financial investment	22	(1,144,716)
Acquisitions and disposals	22	(3,120,467)
		(2,580,144)
Financing – decrease in debt	22	198,704
Decrease in cash		£ (2,381,440)
RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET DEBT		
	Note	2007 £
Decrease in cash in the period		(2,381,440)
Cash movement from increase in debt and lease financing		(198,704)
Movement in net debt in period		(2,580,144)
Net debt acquired with subsidiaries		(680,787)
New hire purchase agreements		(5,540,550)
Net debt at 31 December 2007	23	£ (8,801,481)



#### 1 ACCOUNTING POLICIES

#### (a) Basis of accounts preparation

The accounts are prepared under the historical cost convention and in accordance with applicable accounting standards

#### (b) Basis of consolidation

The group financial statements consolidate the financial statements of the company and all subsidiaries using the acquisition method of accounting. Results of subsidiary undertakings acquired during the period are included in the financial statements from effective date of control. The separable net assets of the acquired subsidiary undertakings were incorporated into the financial statements on the basis of the fair value as at the effective date of control.

Entities in which the group holds an interest on a long term basis and are jointly controlled by the group and one or more other venturers under a contractual arrangement are treated as joint ventures—In the group accounts, joint ventures are accounted for using the gross equity method

#### (c) Depreciation

The cost of fixed assets is written off by equal monthly instalments over their expected useful lives as follows

Tenants improvements
Plant and equipment
Rental tools
Motor vehicles

over the duration of the lease 20% on reducing balance or 3 to 5 years on cost 20% on cost 20% on reducing balance

#### (d) Stocks and work in progress

Stocks are valued at the lower of cost and net realisable value with due allowance for any obsolete or slow moving items

Work in progress is valued at the lower of cost and net realisable value, with profit being recognised if jobs are substantially complete and the final outcome can be assessed with reasonable certainty



#### 1 ACCOUNTING POLICIES (continued)

#### (e) Taxation

Current tax, including UK corporation tax and foreign tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date

Deferred tax is recognised in respect of all timing differences that have been originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the company's taxable profits and its results as stated in the accounts that arise from the inclusion of gains and losses in tax assessments in the period which are different from those recognised in the accounts. Deferred tax has been measured on a non discounted basis.

#### (f) Investments

Investments are stated at cost less provision for any permanent diminution in value

#### (g) Intangible assets

Goodwill is the difference between the fair value of any consideration given (including fees and other expenses of the acquisition) and the aggregate of the fair values of the entity acquired. Goodwill is being amortised over a 20 year period.

The cost of obtaining patents is capitalised in the balance sheet. The amortisation policy is 20% reducing balance.

#### (h) Foreign currencies

Assets, liabilities, revenues and costs denominated in foreign currencies are recorded at the rates of exchange ruling at the dates of the transactions, monetary assets and liabilities at the balance sheet date are translated at the year end rate of exchange. The resulting profits or losses are dealt with in the profit and loss account

#### (1) Leasing and hire purchase commitments

Assets obtained under finance leases and hire purchase contracts are capitalised in the balance sheet and are depreciated over their useful lives. The interest element of the rental obligations is charged to the profit and loss account over the period of the lease.

Rentals paid under operating leases are charged to income on a straight line basis over the lease term



#### NOTES ON THE ACCOUNTS - 31 DECEMBER 2007

#### 1 ACCOUNTING POLICIES (continued)

#### (1) Pensions

The company operates a defined contribution pension scheme Contributions are charged to the profit and loss account as they become payable

#### (k) Research and development

Expenditure on research and development is written off in the year it is incurred

#### (l) Debt

Debt is initially stated at the amount of the net proceeds after deduction of issue costs. The carrying amount is increased by the debt issue costs amortised over the period of the loan in each accounting period and reduced by payments made in the period.

#### 2 GROUP TURNOVER

Turnover represents net invoiced sales of goods, excluding value added tax. Turnover is not analysed by geographic region as the directors believe that this disclosure would be seriously prejudicial to the best interest of the company

#### 3 GROUP OPERATING PROFIT is stated after charging/(crediting)

	Period from 13 September 2006
	to 31 December
	2007
	£
Auditors' remuneration audit of parent company and consolidated accounts	12,000
audit of subsidiary companies pursuant to legislation	40,000
other services	43,800
Depreciation owned fixed assets	315,517
assets held under finance leases	
and hire purchase contracts	781,276
Amortisation of intangible assets	110,252
Loss on exchange	151,999
Gain on disposal of fixed assets	(184)
Operating lease rentals – land and buildings	234,160
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### NOTES ON THE ACCOUNTS - 31 DECEMBER 2007



#### 4 STAFF COSTS AND NUMBERS

		Period from
		13 September 2006
		to 31 December
		2007
		£
Staff costs	wages and salaries	2,543,208
	social security	252,480
	other pension costs	20,391
		£ 2,816,079

The average number of persons employed by the group during the period, including the directors, was as follows

	Period from
	13 September 2006
	to 31 December
	2007
	No
	_
Directors	2
Administration	19
Operations	40
	61

#### 5 D

DIRECTORS' EMOLUMENTS	
	Period from
	13 September 2006
	to 31 December
	2007
	£
Emoluments (including benefits in kind)	247,491
Fees	25,800
	£ 273,291

# 

### NOTES ON THE ACCOUNTS – 31 DECEMBER 2007

5	DIRECTORS' EMOLUMENTS (continued)	Period from 13 September 2006 to 31 December 2007
	The emoluments in respect of the highest paid director were as follows	
	Emoluments (including benefits in kind)	£ 236,324
6	OTHER INCOME	Period from 13 September 2006 to 31 December 2007 £
	Interest receivable Rental income Other trading income	20,976 112,726 304,448 £ 438,150
7	INTEREST PAYABLE AND SIMILAR CHARGES	Period from 13 September 2006 to 31 December 2007 £
	Bank overdraft and loan interest Hire purchase and finance lease charges Other interest Amortisation of loan finance costs	324,213 260,961 468 33,750 £ 619,392





#### 8 TAXATION charge based on the profit for the period comprises

TAXATION charge based on the projet for the period comprises	Period from 13 September 2006 to 31 December 2007 £
UK corporation tax payable Adjustment relating to prior year Transfer to deferred taxation Adjustment relating to prior year	720,150 3,260 31,601 (7,715) 747,296
Share of joint venture tax	£ 747,296

The UK corporation tax charge payable for the period differs materially from the amount which would be anticipated by applying the group's tax rate of 30% to its pre tax profit due to goodwill amortisation not being tax deductible

#### 9 PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION

In accordance with the exemptions allowed by Section 230(3) of the Companies Act 1985, the company has not presented its own profit and loss account. Of the group profit for the financial period a profit of £274,519 has been dealt with in the accounts of the company



### 10 INTANGIBLE FIXED ASSETS

GROUP	Patents £	Goodwill £	Total £
COST Acquired with subsidiary undertakings Additions	147,285 4,951	2,073,991	147,285 2,078,942
	152,236	2,073,991	2,226,227
AMORTISATION Acquired with subsidiary undertakings Charge for period	116,473 6,552 123,025	103,700	116,473 110,252 226,725
Net book amounts at 31 December 2007	£ 29,211	£ 1,970,291	£ 1,999,502
COMPANY			Patents £
COST Additions and at 31 December 2007			5,000
AMORTISATION Charge for period and at 31 December 200	)7		
Net book amounts at 31 December 2007			£ 5,000



#### 11 TANGIBLE FIXED ASSETS

GROUP	Tenants' improve ments £	Plant and equipment £	Rental tools	Motor vehicles £	Total £
COST Acquired with subsidiary undertakings Additions Disposals	284,298	1,678,834 2,459,635 (25,607)	752,523 4,167,650 (6,125)	10,345 55,780 (10,345)	2,726,000 6,683,065 (42,077)
At 31 December 2007	284,298	4,112,862	4,914,048	55,780	9,366,988
DEPRECIATION Acquired with subsidiary undertakings Charge for period Relating to disposals	145,395 17,000	1,047,187 494,995 (25,607)	449,017 573,145 (6,125)	6,081 11,653 (7,779)	1,647,680 1,096,793 (39,511)
At 31 December 2007	162,395	1,516,575	1,016,037	9,955	2,704,962
Net book amounts at At 31 December 2007	£ 121,903	£ 2,596,287	£ 3,898,011	£ 45,825	£ 6,662,026

The net book amounts of plant and equipment includes amounts of £1,772,562, rental tools amounts of £3,707,990 and motor vehicles amounts of £45,825 in respect of assets held under hire purchase and finance leases

#### **COMPANY**

The company has no tangible fixed assets



#### 12 INVESTMENTS

#### **GROUP**

	2007 £
Joint Venture Additions in period Goodwill Share of loss retained by joint venture	164,551 13,582 (10,134)
At 31 December 2007	£ 167,999

The group has invested in a joint venture, Oilfield Drilling Services Inc, a company registered in Canada. The principal activity is that of renting and repairing stabilizers and drill collars used by offshore drilling companies.

COMPANY	Unlisted investments
COST	
Additions and at 31 December 2007	£ 2,345,976

The subsidiary undertakings at 31 December 2007 were

Company	Nature of business	Holding %	Country of incorporation
Stable Services Limited	Sale, rental, manufacture and repair of oilfield equipment	Ordinary shares 100%	Scotland
Holsco Limited	Steel trade	Ordinary shares 90%	Scotland
Stable Leasing Limited	Rental of oilfield equipment	Ordinary shares 100%	Scotland
Stable Services Middle East Limited	Dormant	Ordinary shares 100%	UAE
Stable Services AS *	Sale and rental of oilfield equipment	Ordinary shares 100%	Norway
Downhole Solutions AS*	In liquidation	50%	Norway
Stable Services PTE Limited **	Sale, rental, manufacture and rental of oilfield equipment	Ordinary shares 100%	Singapore





#### 12 INVESTMENTS (continued)

- \* owned through Stable Services Limited
- \*\* owned through Stable Services Middle East Limited

The financial statements of Downhole Solutions AS have not been included in the consolidated accounts. The company is in liquidation and the group has provided against all amounts due from this company. The directors do not believe there will be any further liabilities for the group as a result of this liquidation.

The financial statements of Stable Service Middle East Limited Group have not been included in the consolidated accounts as the group commenced trading in September 2007 and the financial results are considered not sufficiently material to include within the consolidated accounts

On 8 December 2006 the company acquired the entire share capital of Stable Services Limited for a consideration of £2,159,683

On 8 December 2006 the company acquired 80% of the share capital of Holsco Limited for a consideration of £186,293 On 24 July 2007 the company acquired a further 10% of the share capital of Holsco Limited

The fair value of assets and liabilities of both acquisitions were

Stable	
Services	Holsco
£	£
1,141,614	18,457
456,231	28,684
5,133,722	1,456,527
(2,212,346)	882,171
(3,582,050)	(2,384,953)
(677,483)	(3,304)
259,688	(2,418)
566,000	75,000
1,593,683	111,293
(1,899,995)	(188,711)
£ 259,688	£ (2,418)
	Services £ 1,141,614 456,231 5,133,722 (2,212,346) (3,582,050) (677,483) 259,688 566,000 1,593,683 (1,899,995)



#### 12 INVESTMENTS (continued)

During the period Stable Leasing Limited purchased the trade, and assets of Rig Services International Limited and Rig Services (Engineering) Limited for a consideration of £4,200,000

#### 13 STOCKS AND WORK IN PROGRESS

#### **GROUP**

	2007
	£
Raw materials and consumables Work in progress	473,033 3,984,379
	£ 4,457,412

#### 14 DEBTORS

DEDICKS	Group 2007 £	Company 2007 £
Trade debtors Prepayments and accrued income	2,425,521 808,289	196,439
Amounts owed by group undertakings	,	378,158
Other debtors	335,493	2,317
	£ 3,569,303	£ 576,914

Included in Group other debtors above is an amount of £57,971 which represents amounts falling due after more than one year



NOTES ON THE ACCOUNTS – 31 DECEMBER 2007

### 15 CREDITORS amounts falling due within one year

, and the second	Group 2007	Company 2007
	£	£
Bank overdraft	2,601,572	108,583
Bank loan (Note 25)	520,000	520,000
Other loans	25,073	
Trade creditors	1,777,215	89,448
Taxation and social security	228,931	129,181
Accruals and deferred income	3,022,110	25,000
Obligations under finance leases		
and hire purchase contracts (Note 24)	1,738,463	
Amounts owed to group undertakings		70,620
Corporation tax	758,759	130,000
Director's loan	103,828	
Financial liability - 'A' Ordinary redeemable shares	20	
	£ 10,775,971	£ 1,072,832

The 'A' Ordinary Redeemable shares are redeemable at par at any time by the holder provided six months notice in writing is given. The company may redeem the shares at any time and from time to time to the extent that it is lawful for the company to redeem at the time of redemption.

The redeemable shares carry no voting rights

In the event of a winding up the Redeemable Shareholders are entitled to receive £1 per share after the payment of £1 per share to Ordinary Shareholders

#### 16 CREDITORS amounts falling due after more than one year

	Group 2007 £	Company 2007 £
Bank term loan (Note 25) Other loans Obligations under finance leases and hire purchase	1,216,750 9,021	941,667
contracts (Note 24)	2,797,484	
	£ 4,023,255	£ 941,667



#### PROVISION FOR LIABILITIES AND CHARGES 17

The provision represents the maximum potential liability to deferred tax as follows

#### **GROUP**

	2007 £
Acquired with subsidiary undertakings Transferred during the period	125,539 23,886
At 31 December 2007	£ 149,425

#### **SECURITY** 18

The bank borrowings are secured by a bond and floating charge over the assets of the company A cross guarantee exists between the company and certain group companies As at 31 December 2007 the potential liability under this arrangement amounted to £3,486,051

#### 19

CALLED UP SHARE CAPITAL	<b>Group &amp; Company</b> 2007 £
Authorised: Ordinary shares of £1 each	£ 1,000,000
Allotted, called up and fully paid: Ordinary shares of £1 each	£ 641,001

During the period the company issued 641,001 ordinary shares of £1 each at par





2007

# 20 RECONCILIATION OF SHAREHOLDERS' FUNDS AND MOVEMENTS ON RESERVES

	Share	Profit and	
	capıtal	loss account	Total
GROUP	£	£	£
Issue of shares in period	641,001		641,001
Profit for the period		1,540,213	1,540,213
Foreign currency translation		(53,492)	(53,492)
Minority interest		(1,439)	(1,439)
At 31 December 2007	£ 641,001	£ 1,485,282	£ 2,126,283
	Share	Profit and	
	capıtal	loss account	Total
COMPANY	£	£	£
Issue of shares	641,001		641,001
Profit for the period		274,519	274,519
At 31 December 2007	£ 641,001	£ 274,519	£ 915,520

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

	2007
	£
	2.017.025
Operating profit	2,917,035
Gain on sale of fixed assets	(184)
Depreciation on tangible fixed assets	1,096,793
Goodwill amortisation	103,700
Amortisation of intangible fixed assets	6,552
Increase in stocks	(3,937,885)
Decrease in debtors	2,676,315
Decrease in creditors	(477,499)
Loss on foreign currency translation	(53,492)
Net cash inflow from operating activities	£ 2,331,335

NOTES ON THE ACCOUNTS - 31 DECEMBER 2007



# 22 ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THE CASH FLOW STATEMENT

	2007 £
Returns on investments and servicing of finance Interest paid	£ (619,392)
Taxation UK corporation tax paid	(26,904)
Capital expenditure and financial investment Purchase of tangible fixed assets Purchase to acquire patents Sale of tangible fixed assets	(1,142,515) (4,951) 2,750 £ (1,144,716)
Acquisitions and disposals Purchase of subsidiary undertakings Purchase of joint venture Net overdrafts acquired with subsidiaries	(1,704,976) (164,551) (1,250,940) £ (3,120,467)
Financing New loans received Repayment of loans Repayment of principal under hire purchase	2,850,000 (1,267,067) (1,384,229)
Net inflow from financing	£ 198,704





#### 23 ANALYSIS OF CHANGES IN FINANCING DURING THE PERIOD

	Cash flows £	Acquisitions £	Other changes £	At 31 December 2007 £
Cash in hand Bank overdraft Loans Hire purchase	220,132 (2,601,572) (1,582,933) 1,384,229	(301,161) (379,626)	(5,540,550)	220,132 (2,601,572) (1,884,094) (4,535,947)
	£ (2,580,144)	£ (680,787)	£ (5,540,550)	£ (8,801,481)

### 24 OBLIGATIONS UNDER FINANCE LEASES AND HIRE PURCHASE CONTRACTS

#### **GROUP** 2007 £ Amounts payable 2,009,251 Within one year 2,970,828 Within two to five years 4,980,079 (444,132)Less Finance charges allocated to future periods £ 4,535,947 Finance leases and hire purchase contracts are analysed as follows 1,738,463 Current obligations (Note 15) Non current obligations (Note 16) 2,797,484 £ 4,535,947



#### 25 BANK LOANS

	<b>Group</b> 2007	Company 2007
	£	£
Amounts falling due Within one year Between one and two years Between two and five years	540,000 540,000 770,000	540,000 540,000 420,000
Less unamortised finance costs	1,850,000 (113,250)	1,500,000 (38,333)
	£ 1,736,750	£ 1,461,667

A bank loan for £350,000 is repayable in full on 31 July 2010 The interest rate is 2.5% per annum over the bank's base rate

A bank loan of £2,500,000 was drawn down on 8 December 2006 The loan is repayable in 13 quarterly instalments and bears interest at 1.75% per annum over the bank's base rate

#### 26 OTHER FINANCIAL COMMITMENTS

The annual commitments under non cancellable operating leases are as follows

GROUP	<b>Land and buildings</b> 2007
Operating leases which expire In more than 5 years	£ 290,000



#### 27 RELATED PARTY TRANSACTIONS

#### Control

Throughout the period the group was controlled by the directors of Stable Holdings Limited

#### **Transactions**

During the period the group had the following transactions with related parties

			Balance at period end
Related party	Transaction	£	£
RAWC Services Limited, a company in which R Cowan is a director	Provision of services	25,800	(4,230)
R Coffey, director	Loan movements	254,157	(103,828)

#### 28 CAPITAL COMMITMENTS

At 31 December 2007 the group had capital commitments contracted of £172,652