

Company number 0439684 (England & Wales)

**REPORT OF THE DIRECTORS  
AND FINANCIAL STATEMENTS  
FOR THE PERIOD  
FROM 1 JANUARY 2012 TO 29 DECEMBER 2012  
FOR  
TURNERS (SOHAM) LIMITED GROUP OF COMPANIES**



**TURNERS (SOHAM) LIMITED GROUP OF COMPANIES**

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FOR THE PERIOD FROM 1st JANUARY 2012 TO 29th DECEMBER 2012**

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**TURNERS (SOHAM) LIMITED GROUP OF COMPANIES**

**COMPANY INFORMATION**

**FOR THE PERIOD FROM 1ST JANUARY 2012 TO 29TH DECEMBER 2012**

Directors	P E Day Mrs W M Day
Secretary	J G R Miller
Registered office	Fordham Road Newmarket Suffolk CB8 7NR
Company number	0439684 (England & Wales)
Auditors	Price Bailey LLP Chartered Accountants & Statutory Auditors Richmond House Broad Street Ely Cambs CB7 4AH
Bankers	Barclays Bank PLC 54 High Street Soham Ely Cambs CB7 5HE
Solicitors	Stanley Tee High Street Bishop's Stortford Herts CM23 2LU  Rustons & Lloyd 136 High Street Newmarket Suffolk CB8 8NN

**TURNERS (SOHAM) LIMITED GROUP OF COMPANIES**  
**REPORT OF THE DIRECTORS**  
**FOR THE PERIOD FROM 1ST JANUARY 2012 TO 29TH DECEMBER 2012**

The directors present their report with the financial statements for the period 1 January 2012 to 29 December 2012

**Principal activity**

The principal activity of the company and the group in the period under review was that of road hauliers

**Review of business**

The group operates across a broad spectrum of the haulage and storage industry in the UK and could be considered in three divisions

- Temperature controlled distribution and storage of food products, including bespoke order picking operations
- Tanker operations for the food, buildings products and fuel industries
- Other general haulage operations including container distribution, a specialist fruit packing operation, and nationwide distribution of fruit and vegetables to wholesale markets across the UK

We consider that the key financial performance indicators that communicate our financial performance and strength are turnover, total operating profit and net assets. The turnover of the group by division was

	2012	2011
	£million	£million
Temperature controlled division	81	70
Tanker division	109	113
General haulage operations and other activities	46	52
	<u>236</u>	<u>235</u>

Total operating profit including profit from our joint venture was £20.5million representing 8.1% on total turnover of £253million, marginally above the previous period's total operating profit of £22million representing 8.7% of total turnover of £252million. At the period end net assets were £170million compared to £152million at the previous period end.

At the period end the group employed 2,440 staff and operated 1,138 trucks compared to 2,260 staff and 1,100 trucks at the previous period end.

The haulage industry has become even more competitive during the last year and the general economic climate offers little opportunity for organic growth. The ongoing need to control costs and increase efficiency continues. Despite the harsh economic climate we believe the group is well placed to meet its challenges and to continue its successful development into the future.

**Dividends**

No dividends will be distributed for the period ended 29th December 2012.

**Directors**

The directors during the period under review were P E Day  
Mrs W M Day

**Charitable donations**

During the period the group made total contributions of £4,535 (period ended 31st December 2011 - £7,063) to United Kingdom charitable organisations.

**Employee involvement**

The directors maintain a close dialogue with its employees regarding all matters concerning the employees' working environment within the group.

**TURNERS (SOHAM) LIMITED GROUP OF COMPANIES  
REPORT OF THE DIRECTORS  
FOR THE PERIOD FROM 1ST JANUARY 2012 TO 29TH DECEMBER 2012**

**Employment of disabled employees**

The directors recognise their responsibilities towards disabled persons and do not discriminate against them either in terms of job offers or career prospects. If employees become disabled, every effort is made to ensure their continued employment.

**Statement of directors' responsibilities**

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and United Kingdom Generally Accepted Accounting Principles.

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the group and company and of the profit or loss of the group and company for that period. In preparing those 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,
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements,
- 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 proper accounting records which disclose with reasonable accuracy at any time the financial position of the group and the company and to 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 the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

**Provision of information to auditors**

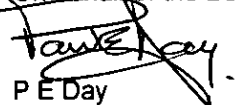
Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that

- (a) so far as that director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- (b) that director has taken all the steps that they ought to have taken as a director in order to be aware of any information needed by the company's auditor in connection with preparing its report and to establish that the company's auditor is aware of that information.

**Auditors**

The auditors, Price Bailey LLP, will be proposed for re-appointment in accordance with section 485 of the Companies Act 2006.

On behalf of the Board



P E Day  
Director

18th March 2013  
Date

## **TURNERS (SOHAM) LIMITED GROUP OF COMPANIES**

### **INDEPENDENT AUDITORS REPORT TO THE MEMBERS OF TURNERS (SOHAM) LIMITED**

We have audited the financial statements of Turners (Soham) Limited Group of Companies for the period ended 29th December 2012 set out on pages 5 to 22. 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 an 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 and the company's members as a body for our audit work, for this report, or for the opinions we have formed.

#### **Respective Responsibilities of Directors and Auditors**

As explained more fully in the Statement of Directors' Responsibilities, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit 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 Directors' Report to identify material inconsistencies with the audited financial statements. If we become aware of any 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 group's and company's affairs as at 29th December 2012 and of its profit for the period 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 Directors' Report for the financial period 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 do so 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 required for our audit.

Trevor Smith FCA (Senior Statutory Auditor)  
for and on behalf of  
Price Bailey LLP  
Chartered Accountants  
& Statutory Auditors

Date - 19 March 2013

Richmond House, Broad Street,  
Ely  
Cambs CB7 4AH

**TURNERS (SOHAM) LIMITED GROUP OF COMPANIES**  
**CONSOLIDATED PROFIT AND LOSS ACCOUNT**  
**FOR THE PERIOD FROM 1ST JANUARY 2012 TO 29TH DECEMBER 2012**

	Notes	Period		Period	
		1 1 12 to 29 12 12	2 1 11 to 31 12 11	£ 000's	£ 000's
Turnover group and share of joint ventures		£ 000's	£ 000's	£ 000's	£ 000's
		253,199	251,643		
Less share of joint venture's turnover		<u>17,414</u>	<u>16,693</u>		
<b>Group turnover</b>			235,785		234,950
Cost of sales			193,030		191,778
<b>Gross profit</b>			<u>42,755</u>		<u>43,172</u>
Administrative expenses			22,399		21,235
			<u>20,356</u>		<u>21,937</u>
Other operating income			47		13
Group operating profit	3		<u>20,403</u>		<u>21,950</u>
Share of operating profit in joint venture			98		34
			<u>20,501</u>		<u>21,984</u>
Interest receivable group	4		3,375		2,590
joint venture - bank interest			1		1
Interest payable group	5		(369)		(258)
<b>Profit on ordinary activities before taxation</b>			<u>23,508</u>		<u>24,317</u>
Tax on profit on ordinary activities	6		5,520		5,453
<b>Profit for the financial period after taxation</b>			<u><u>17,988</u></u>		<u><u>18,864</u></u>

The retained profit for the period includes £17,556,000 (period ended 31st December 2011 - £18,812,000) dealt with in the financial statements of the holding company

**CONTINUING OPERATIONS**

All of the above results derive from continuing activities

**STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES**

Profit for the financial period	17,988	18,864
Currency translation differences on foreign currency net investment	(1)	(1)
<b>Total recognised gains or losses for the period</b>	<u><u>£17,987</u></u>	<u><u>£18,863</u></u>

• **TURNERS (SOHAM) LIMITED GROUP OF COMPANIES**  
**CONSOLIDATED BALANCE SHEET**  
**AS AT 29 DECEMBER 2012**

	Notes	29 12 12 £ 000's	31 12 11 £ 000's
<b>Fixed assets</b>			
Goodwill	7	8,488	-
Tangible fixed assets	8	83,107	80,099
Investment Property	10	912	-
Investment in joint venture	11		
Share of gross assets		4,310	4,413
Share of gross liabilities		(4,115)	(4,247)
		<u>195</u>	<u>166</u>
		92,702	80,265
<b>Current assets</b>			
Stocks	12	3,361	3,050
Debtors amounts falling due within one year	13	56,950	49,177
Debtors amounts falling due after one year	13	63,088	57,007
Cash at bank and in hand		<u>7,090</u>	<u>23,762</u>
		130,489	132,996
<b>Creditors: amounts falling due within one year</b>	14	<u>(42,332)</u>	<u>(51,296)</u>
<b>Net current assets</b>		88,157	81,700
<b>Total assets less current liabilities</b>		<u>180,859</u>	<u>161,965</u>
<b>Creditors: amounts falling due after one year</b>	15	(1,200)	-
<b>Provisions for liabilities and charges</b>	18	(9,584)	(9,877)
		<u>170,075</u>	<u>152,088</u>
<b>Capital and reserves</b>			
Called up share capital	19	13	13
Capital redemption reserve	20	2	2
Other reserves		68	68
Profit and loss account	20	169,992	152,005
<b>Shareholders' funds - equity interests</b>	21	<u>170,075</u>	<u>152,088</u>

The financial statements were approved by the Board on 18th March 2013

  
P E Day  
Director

Company number 0439684 (England & Wales)



**TURNERS (SOHAM) LIMITED GROUP OF COMPANIES**  
**COMPANY BALANCE SHEET**  
**AS AT 29 DECEMBER 2012**

		29 12 12		31 12 11	
	Notes	£ 000's	£ 000's	£ 000's	£ 000's
<b>Fixed assets</b>					
Tangible assets	9		77,785		79,813
Investment Property	10		750		-
Investments	11		9,460		629
			<u>87,995</u>		<u>80,442</u>
<b>Current assets</b>					
Stocks	12	3,264		3,050	
Debtors amounts falling due within one year	13	56,021		49,138	
Debtors amounts falling due after one year	13	63,088		57,007	
Cash at bank and in hand		6,770		23,720	
		<u>129,143</u>		<u>132,915</u>	
<b>Creditors. amounts falling due within one year</b>	14	<u>38,247</u>		<u>51,658</u>	
<b>Net current assets</b>			<u>90,896</u>		<u>81,257</u>
<b>Total assets less current liabilities</b>			178,891		161,699
<b>Provisions for liabilities and charges</b>	18		(9,513)		(9,877)
			<u>£169,378</u>		<u>£151,822</u>
<b>Capital and reserves</b>					
Called up share capital	19		13		13
Capital redemption reserve	20		2		2
Profit and loss account	20		169,363		151,807
<b>Shareholders' funds - equity interests</b>	21		<u>£169,378</u>		<u>£151,822</u>

The financial statements were approved by the Board on 18th March 2013

  
P E Day  
Director

Company number 0439684 (England & Wales)

**TURNERS (SOHAM) LIMITED GROUP OF COMPANIES**  
**CONSOLIDATED CASH FLOW STATEMENT**  
**FOR THE PERIOD FROM 1ST JANUARY 2012 TO 29TH DECEMBER 2012**

		Period 1 1 12 to 29 12 12 £ 000's      £ 000's		Period 2 1 11 to 31 12 11 £ 000's      £ 000's	
	Notes				
<b>Net cash inflow (outflow)</b>					
<b>from operating activities</b>	1		23,811		(9,619)
<b>Returns on investment and servicing</b>					
<b>of finance</b>	2		3,056		2,332
<b>Taxation</b>			(4,620)		(6,140)
<b>Capital expenditure</b>	2		(12,022)		(19,726)
<b>Acquisition</b>	2		(13,655)		-
			<u>(3,430)</u>		<u>(33,153)</u>
<b>Financing</b>	2		(206)		(25,335)
<b>(Decrease) in cash in the period</b>			<u>£(3,636)</u>		<u>£(58,488)</u>
<b>Reconciliation of net cash flow</b>					
<b>to movement in net cash</b>	3				
<b>(Decrease) in cash in the period</b>			(3,636)		(58,488)
<b>Cash outflow from decrease in</b>					
<b>debt and lease financing</b>			<u>(345)</u>		<u>210</u>
<b>Change in net cash resulting from</b>					
<b>cashflows</b>			(3,981)		(58,278)
<b>Movement in net cash in the period</b>			<u>(3,981)</u>		<u>(58,278)</u>
<b>Net (debt) cash at 1 January 2012</b>			(3,470)		54,808
<b>Net (debt) at 29 December 2012</b>			<u>£(7,451)</u>		<u>£(3,470)</u>

**TURNERS (SOHAM) LIMITED GROUP OF COMPANIES**  
**NOTES TO THE CONSOLIDATED CASH FLOW STATEMENT**  
**FOR THE PERIOD FROM 1ST JANUARY 2012 TO 29TH DECEMBER 2012**

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

	Period 1 1 12 to 29 12 12 £ 000's	Period 2 1 11 to 31 12 11 £ 000's
Operating profit	20,403	21,950
Depreciation charges	15,934	14,416
(Profit) on sale of fixed assets	(745)	(810)
Exchange (loss) arising on consolidation	(1)	(1)
(Increase) in stocks	(135)	(538)
(Increase) in debtors	(7,341)	(47,383)
(Decrease) increase in creditors	(4,304)	2,747
<b>NET CASH INFLOW (OUTFLOW) FROM OPERATING ACTIVITIES</b>	<u><u>23,811</u></u>	<u><u>(9,619)</u></u>

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

	Period 1 1 12 to 29 12 12 £ 000's	Period 2 1 11 to 31 12 11 £ 000's
<b>Returns on investment and servicing of finance</b>		
Interest received	3,375	2,590
Dividend from joint venture	50	-
Interest paid	<u>(369)</u>	<u>(258)</u>
Net cash inflow from returns on investments and servicing of finance	<u><u>3,056</u></u>	<u><u>2,332</u></u>
<b>Capital expenditure</b>		
Purchase of tangible fixed assets	(16,627)	(21,802)
Purchase of investment property	(162)	-
Sale of tangible fixed assets	4,767	2,076
Net cash outflow from capital expenditure	<u><u>(12,022)</u></u>	<u><u>(19,726)</u></u>
<b>Acquisition</b>		
Purchase of subsidiary undertaking	8,832	-
Net overdraft acquired with subsidiary	4,823	-
Net cash outflow for acquisitions and disposals	<u><u>13,655</u></u>	<u><u>-</u></u>
<b>Financing</b>		
Cash outflow from finance lease and hire purchases	(206)	(210)
Company purchase of own shares	-	(25,125)
Net cash outflow from financing	<u><u>(206)</u></u>	<u><u>(25,335)</u></u>

**TURNERS (SOHAM) LIMITED GROUP OF COMPANIES**  
**NOTES TO THE CONSOLIDATED CASH FLOW STATEMENT**  
**FOR THE PERIOD FROM 1ST JANUARY 2012 TO 29TH DECEMBER 2012**

**3 ANALYSIS OF CHANGES IN NET CASH**

	1 1 12 £ 000's	Cash flow £ 000's	Acquisition (excluding cash and overdrafts) £ 000's	29 12 12 £ 000's
Net cash				
Bank overdrafts	(27,199)	13,036	-	(14,163)
Cash at bank and in hand	23,762	(16,672)	-	7,090
	<u>(3,437)</u>	<u>(3,636)</u>	<u>-</u>	<u>(7,073)</u>
Debt				
Hire purchase and finance leases	<u>(33)</u>	<u>206</u>	<u>(551)</u>	<u>(378)</u>
Total	<u>(3,470)</u>	<u>(3,430)</u>	<u>(551)</u>	<u>(7,451)</u>
Analysed in Balance Sheet				
	£ 000's			£ 000's
Bank overdrafts and loans	(27,199)			(14,163)
Cash at bank and in hand	23,762			7,090
Hire purchase and finance leases				
- within one year	(33)			(302)
- after one year	-			(76)
	<u>(3,470)</u>			<u>(7,451)</u>

**TURNERS (SOHAM) LIMITED GROUP OF COMPANIES**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE PERIOD FROM 1ST JANUARY 2012 TO 29TH DECEMBER 2012**

**1 Accounting policies**

**Basis of consolidation**

The consolidated financial statements include the company and all of its subsidiary undertakings and are prepared under the acquisition accounting basis

**Basis of accounting**

The financial statements are prepared under the historical cost convention

In accordance with Section 408 of the Companies Act 2006, a separate profit and loss account for the parent company has not been prepared, as its results are disclosed in the consolidated profit and loss account

**Compliance with accounting standards**

The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) which have been applied consistently (except as otherwise stated)

**Turnover**

Turnover represents the value of goods and services invoiced to customers, less returns, after deducting trade and other discounts and excluding value added tax

**Tangible fixed assets**

Tangible fixed assets are stated at cost less accumulated depreciation. Cost comprises the original purchase price and any direct costs attributable to location and condition. The group provides depreciation at various rates, which are calculated to write off the cost of the assets over the period of their expected lives as follows

Freehold property - depreciation is provided on the buildings on a straight line basis over 25 years  
No depreciation is provided on land

Plant and machinery - depreciation is provided over the assets' useful economic life which ranges from 4 to 15 years

Motor vehicles and trailers - depreciation is provided over the assets' useful economic life which ranges from 4 to 10 years

**Deferred taxation**

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

**Hire purchase and leasing commitments**

Assets obtained under hire purchase contracts and finance leases are capitalised in the balance sheet. They are depreciated over their estimated useful lives. The interest element of these obligations is charged to the profit and loss account over the relevant period. The capital element of the future payments is treated as a liability. Rentals under operating leases are charged on a straight line basis over the lease term

**Stocks**

Stocks have been valued at the lower of cost and net realisable value

**Fixed asset investments**

Fixed asset investments are valued at cost less any provision for diminution in value

**TURNERS (SOHAM) LIMITED GROUP OF COMPANIES**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE PERIOD FROM 1ST JANUARY 2012 TO 29TH DECEMBER 2012**

**1 Accounting policies - continued**

**Investment Property**

Investment property is shown at the most recent valuation. Any aggregate surplus or loss on revaluation will be transferred to a revaluation reserve.

**Pension schemes**

The group operates defined contribution and defined benefit pension schemes.

The pension cost charge of the defined contribution schemes represents the contributions payable by the group under the rules of the schemes.

There has been no pension cost charge or credit to the profit and loss account for the defined benefit scheme for the current and previous periods. The pension fund surplus has not been incorporated into the accounts as is required by FRS 17 because the amount is not considered to be material. Further details are provided below in note 24.

**Goodwill on consolidation**

Goodwill arising on the consolidation of Browns (Holdings) Limited has been capitalised and amortised over its useful life of 5 years.

**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 at arriving at the operating result.

**2 Staff costs**

	Period 1 1 12 to 29 12 12 £ 000's	Period 2 1 11 to 31 12 11 £ 000's
Wages and salaries	65,453	62,384
Social security costs	6,924	6,550
Other pension costs	792	800
	<u>73,169</u>	<u>69,734</u>

The average monthly number of employees during the period was as follows:

	Period 1 1 12 to 29 12 12 No	Period 2 1 11 to 31 12 11 No
Administrative staff	426	380
Operating staff	1,929	1,863
	<u>2,355</u>	<u>2,243</u>

**TURNERS (SOHAM) LIMITED GROUP OF COMPANIES**  
**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**  
**FOR THE PERIOD FROM 1ST JANUARY 2012 TO 29TH DECEMBER 2012**

**3 Operating profit**

Operating profit is after charging

	Period 1 1 12 to 29 12 12 £ 000's	Period 2 1 11 to 31 12 11 £ 000's
Hire of plant and machinery	2,095	2,720
Depreciation - owned assets	15,239	14,357
Depreciation - assets on hire purchase contracts and finance leases	145	59
(Profit) on disposal of fixed assets	(745)	(810)
Goodwill amortised	550	-
(Loss) on foreign exchange	(30)	(143)
Auditors' remuneration - for audit services	61	63
- other fees	27	113
	<u>120</u>	<u>151</u>
Directors' emoluments		
	<u>68</u>	<u>59</u>
Information regarding the highest paid director is as follows		
Emoluments etc		

**4 Interest receivable - Group**

	Period 1 1 12 to 29 12 12 £ 000's	Period 2 1 11 to 31 12 11 £ 000's
Bank interest receivable	499	1,294
Interest on corporation tax	8	-
Other interest	2,868	1,296
	<u>3,375</u>	<u>2,590</u>

**5 Interest payable - Group**

	Period 1 1 12 to 29 12 12 £ 000's	Period 2 1 11 to 31 12 11 £ 000's
Bank interest	265	57
Other interest payable	91	191
Interest on Vat	4	
Hire purchase interest	9	10
	<u>369</u>	<u>258</u>

**TURNERS (SOHAM) LIMITED GROUP OF COMPANIES**  
**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**  
**FOR THE PERIOD FROM 1ST JANUARY 2012 TO 29TH DECEMBER 2012**

**6 Taxation**

The tax charge on the profit on ordinary activities for the period was as follows

	Period		Period	
	1 1 12 to 29 12 12	£ 000's	2 1 11 to 31 12 11	£ 000's
UK corporation tax				
Current year - group - charged at 24 493% (period ended 31st December 2011 - 26 489%)	5,801		4,679	
Current year - joint venture - charged at 20% (period ended 31st December 2011 - 20 25%)	20		7	
Under (over) provision in previous years	<u>59</u>		<u>(4,360)</u>	
		5,880		326
Deferred taxation				
Current year		(360)		865
Under provision in previous years		<u>-</u>		<u>4,262</u>
		<u>5,520</u>		<u>5,453</u>
Factors affecting the group tax charge for the year				
Profit on ordinary activities before tax		<u>23,508</u>		<u>24,317</u>
Profit on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 24 493%		<u>5,758</u>		<u>6,441</u>
Effects of				
Depreciation add back		3,583		3,612
Capital allowances		(1,544)		(2,046)
Joint venture		(20)		(7)
Other tax adjustments		<u>(1,976)</u>		<u>(3,321)</u>
		<u>43</u>		<u>(1,762)</u>
Current tax charge		<u>5,801</u>		<u>4,679</u>

During the previous period the company undertook a review of its tax computations and treatment of certain capital expenditure and capital allowance claims. The review affected computations for 2008, 2009 and 2010. The review resulted in total overprovided corporation tax of £4,360,000 and under-provided deferred tax of £4,262,000.

**7 Intangible assets - Goodwill**

	Group £ 000's
Cost	
Additions and closing balance as at 29 December 2012	<u>9,038</u>
Amortisation	
Charge for the year and closing balance as at 29 December 2012	<u>550</u>
Net Book value	
At 29 December 2012	<u>8,488</u>

The goodwill addition is the result of the acquisition of the share capital of Browns (Holdings) Limited at a price in excess of the fair value of its net assets.



**TURNERS (SOHAM) LIMITED GROUP OF COMPANIES**  
**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**  
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**8 Tangible fixed assets - Group**

	Freehold property	Plant and machinery	Motor vehicles & trailers	Total
	£ 000's	£ 000's	£ 000's	£ 000's
<b>Cost</b>				
At 1 January 2012	15,773	34,383	114,992	165,148
Subsidiary undertaking at date of acquisition	4,569	697	3,494	8,760
Additions	41	310	16,276	16,627
Disposals	-	(273)	(18,768)	(19,041)
At 29 December 2012	20,383	35,117	115,994	171,494
<b>Depreciation</b>				
At 1 January 2012	3,909	22,288	58,852	85,049
Subsidiary undertaking at date of acquisition	346	235	2,392	2,973
On disposals	-	(263)	(14,756)	(15,019)
Charge for the period	385	2,162	12,837	15,384
At 29 December 2012	4,640	24,422	59,325	88,387
<b>Net book value</b>				
At 29 December 2012	15,743	10,695	56,669	83,107
At 31 December 2011	11,864	12,095	56,140	80,099

Included in land and buildings is freehold land cost of £8,090,000 (period ended 31st December 2011 - £7,029,000) which is not depreciated

Included in motor vehicles and trailers are assets held under finance lease and hire purchase contracts with a net book value of £987,000 (31 12 11 - £152,000) and on which the depreciation charge for the period was £145,000 (period ended 31st December 2011 - £59,000)

**9 Tangible fixed assets - Company**

	Freehold property	Plant and machinery	Motor vehicles & trailers	Total
	£ 000's	£ 000's	£ 000's	£ 000's
<b>Cost</b>				
At 1 January 2012	15,205	35,378	114,172	164,755
Acquired from group undertaking	637	-	-	637
Additions	41	310	16,203	16,554
Disposals	-	(273)	(18,729)	(19,002)
At 29 December 2012	15,883	35,415	111,646	162,944
<b>Depreciation</b>				
At 1 January 2012	3,700	22,997	58,245	84,942
On disposals	-	(263)	(14,725)	(14,988)
Charge for the period	331	2,114	12,760	15,205
At 29 December 2012	4,031	24,848	56,280	85,159
<b>Net book value</b>				
At 29 December 2012	11,852	10,567	55,366	77,785
At 31 December 2011	11,505	12,381	55,927	79,813

Included in land and buildings is freehold land cost of £7,510,000 (period ended 31st December 2011 - £6,832,000) which is not depreciated

**TURNERS (SOHAM) LIMITED GROUP OF COMPANIES**  
**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**  
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**9 Tangible fixed assets - Company - continued**

Included in motor vehicles and trailers are assets held under finance lease and hire purchase contracts with a net book value of £116,000 (31 12 11 - £152,000) and on which the depreciation charge for the period was £39,000 (period ended 31st December 2011 - £59,000)

**10 Investment Property**

	Group 29 12 12 £ 000's	Company 29 12 12 £ 000's
Additions, cost, valuation and net book value	<u>912</u>	<u>750</u>

An investment property was purchased for £750,000 by Turners (Soham) Limited from Browns (Holdings) Limited after the acquisition of that company. A valuation was carried out in December 2012 by Philip Ambrose FRICS of Cheffins.

**11 Fixed Asset investments - Company**

	29 12 12 £ 000's	31 12 11 £ 000's
Cost		
At 1 January 2012	8,378	8,327
Additions	<u>9,849</u>	<u>51</u>
At 29 December 2012	<u>18,227</u>	<u>8,378</u>
Provision for diminution in value		
At 1 January 2012	7,749	7,759
Charge (credit) for the year	<u>1,018</u>	<u>(10)</u>
At 29 December 2012	<u>8,767</u>	<u>7,749</u>
Net book value	<u>9,460</u>	<u>629</u>
Unlisted investments - Shares in group and associated companies	<u>9,460</u>	<u>629</u>

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

	Nature of Business	%age shareholding
Turners International BV	Non-trading	100
CRW Limited	Non-trading	100
Profresh Solutions Limited	Haulage	50
Turners Finance Limited	Non-trading	100
Dart Distribution Limited	Non-trading	100
Perthdown Limited	Non-trading	100
Sam Ostle and Sons Limited	Non-trading	100
Lektron Services Limited	Non-trading	100
Fruitex (Spalding) Limited	Commercial property rental	100
Browns (Holdings) Limited	Holding Company	100
Cool Cargo Limited	Non-trading	100
David Andrew Haulage Limited	Non-trading	100
Browns Transport Limited	Non-trading	100

**TURNERS (SOHAM) LIMITED GROUP OF COMPANIES**  
**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**  
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**11 Fixed Asset investments - Company - continued**

Browns (Holdings) Limited has investments at the balance sheet date in the share capital of the following unlisted companies

Browns Chilled Distribution Limited	Haulage	100
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All of the above companies are registered in the United Kingdom except Turners International BV which is registered in The Netherlands

All of the above investments are included in the consolidated financial statements, except Profresh Solutions Limited, which is accounted for as a joint venture under the gross equity method as Turners (Soham) Limited has no control over its day to day operational and financial affairs

**12 Stocks**

	Group		Company	
	29 12 12	31 12 11	29 12 12	31 12 11
	£ 000's	£ 000's	£ 000's	£ 000's
Fuel and spares	2,089	1,778	1,992	1,778
Properties	1,272	1,272	1,272	1,272
	<u>3,361</u>	<u>3,050</u>	<u>3,264</u>	<u>3,050</u>

**13 Debtors' amounts due within one year**

	Group		Company	
	29 12 12	31 12 11	29 12 12	31 12 11
	£ 000's	£ 000's	£ 000's	£ 000's
Trade debtors	41,389	34,540	36,264	34,540
Amounts owed by undertakings in which the company has a participating interest	3,828	3,584	3,818	3,584
Other taxes	110	10	101	-
Corporation tax	3,563	3,104	3,555	3,096
Other debtors	1,127	6,032	1,106	6,011
Director's loan account	3	-	3	-
Prepayments and accrued income	1,706	1,907	1,429	1,907
Amounts owed by group undertakings and associates	5,224	-	9,745	-
	<u>56,950</u>	<u>49,177</u>	<u>56,021</u>	<u>49,138</u>

**amounts due after one year**

	Group		Company	
	29 12 12	31 12 11	29 12 12	31 12 11
	£ 000's	£ 000's	£ 000's	£ 000's
Other debtors	6,400	-	6,400	-
Amounts owed by group undertakings and associates	56,688	57,007	56,688	57,007
	<u>63,088</u>	<u>57,007</u>	<u>63,088</u>	<u>57,007</u>

**TURNERS (SOHAM) LIMITED GROUP OF COMPANIES**  
**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**  
**FOR THE PERIOD FROM 1ST JANUARY 2012 TO 29TH DECEMBER 2012**

**13 Debtors: amounts due after one year - continued**

The above debtors include amounts due from

	Group		Company	
	29 12 12	31 12 11	29 12 12	31 12 11
	£ 000's	£ 000's	£ 000's	£ 000's
Regency Park Homes Limited				
- repayable 2014	13,957	13,757	13,957	13,757
- repayable 2015	2,000	2,000	2,000	2,000
Landex Parks Limited - repayable 2015	1,100	1,100	1,100	1,100
- repayable 2016	5,300	5,300	5,300	5,300
Turners Parks Limited				
- no set terms for repayment	40,731	34,850	40,731	34,850

**14 Creditors: amounts falling due within one year**

	Group		Company	
	29 12 12	31 12 11	29 12 12	31 12 11
	£ 000's	£ 000's	£ 000's	£ 000's
Trade creditors	13,627	12,165	11,624	12,165
Bank loans and overdrafts	14,163	27,199	13,349	27,199
Amounts owed to group undertakings	-	-	754	436
Corporation tax	2,267	15	2,010	-
Hire purchase and finance lease contracts	302	33	22	33
Other taxes and social security costs	6,343	5,606	5,291	5,553
Other creditors	843	704	716	704
Accruals and deferred income	4,787	5,574	4,481	5,568
	<u>42,332</u>	<u>51,296</u>	<u>38,247</u>	<u>51,658</u>

The above bank loans and overdrafts are repayable on demand and are secured by composite guarantee held between Turners (Soham) Limited, Fruitex (Spalding) Limited, Browns (Holdings) Limited and Browns Chilled Distribution Limited, a fixed charge on the group's fixed assets, cash deposits and book debts and a floating charge on all other assets of the group

**15 Creditors: amounts falling due after one year - Group**

	29 12 12
	£ 000's
Hire purchase and finance lease contracts	76
Other creditors	<u>1,124</u>
	<u>1,200</u>

**TURNERS (SOHAM) LIMITED GROUP OF COMPANIES**  
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**16 Obligations under hire purchase and finance lease contracts**

	Group		Company	
	29 12 12	31 12 11	29 12 12	31 12 11
	£ 000's	£ 000's	£ 000's	£ 000's
Gross obligations repayable				
Within one year	314	33	22	33
Between one and two years	79	-	-	-
	<u>393</u>	<u>33</u>	<u>22</u>	<u>33</u>
Finance charges repayable				
Within one year	12	-	-	-
Between one and two years	3	-	-	-
	<u>15</u>	<u>0</u>	<u>0</u>	<u>0</u>
Net obligations repayable				
Within one year	302	33	22	33
Between one and two years	76	-	-	-
	<u>378</u>	<u>33</u>	<u>22</u>	<u>33</u>

Hire purchase and finance lease liabilities are secured over the assets to which they relate

**17 Obligations under lease agreements**

The following payments are committed to be paid within one year

	Group and company			
	Land and buildings			
	29 12 12	31 12 11		
	£ 000's	£ 000's		
Expiring				
Within one year	62	15		
Between one and five years	150	219		
	<u>212</u>	<u>234</u>		
	Other operating leases			
	Group	Company		
	29 12 12	31 12 11	29 12 12	31 12 11
	£ 000's	£ 000's	£ 000's	£ 000's
Expiring				
Within one year	187	215	181	215
Between one and five years	623	289	570	289
	<u>810</u>	<u>504</u>	<u>751</u>	<u>504</u>

**18 Provisions for liabilities and charges**

	Group		Company	
	29 12 12	31 12 11	29 12 12	31 12 11
	£ 000's	£ 000's	£ 000's	£ 000's
Deferred Taxation - accelerated capital allowances	9,584	9,877	9,513	9,877

**TURNERS (SOHAM) LIMITED GROUP OF COMPANIES**  
**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**  
**FOR THE PERIOD FROM 1ST JANUARY 2012 TO 29TH DECEMBER 2012**

**18 Provisions for liabilities and charges (continued)**

	Deferred taxation Group £'000's	Company £'000's
At 1 January 2012	9,877	9,877
Acquired in subsidiary	67	
Movement during the period - accelerated capital allowances	(360)	(364)
At 29 December 2012	<u>9,584</u>	<u>9,513</u>

**19 Share capital**

	29 12 12 £'000's	31 12 11 £'000's
<b>Allotted, called up and fully paid:</b>		
12,500 Ordinary Shares of £1 each	<u>13</u>	<u>13</u>

**20 Reserves**

	Group		Company	
	Capital Redemption Reserve £ 000's	Profit and loss account £ 000's	Capital Redemption Reserve £ 000's	Profit and loss account £ 000's
At 1 January 2012	2	152,005	2	151,807
Profit for the financial period	-	17,988	-	17,556
Exchange gain arising on consolidation	-	(1)	-	-
At 29 December 2012	<u>2</u>	<u>169,992</u>	<u>2</u>	<u>169,363</u>

**21 Reconciliation of movements in shareholders' funds**

	Group £ 000's	Company £ 000's
Profit for the financial period	17,988	17,556
Exchange gain arising on consolidation	(1)	-
Net addition to shareholders' funds	<u>17,987</u>	<u>17,556</u>
Opening shareholders' funds	<u>152,088</u>	<u>151,822</u>
Closing shareholders' funds	<u>170,075</u>	<u>169,378</u>
Equity interests	<u>170,075</u>	<u>169,378</u>

**22 Capital commitments**

	Group and Company	
	29 12 12 £ 000's	31 12 11 £ 000's
Contracted for but not provided at the Balance Sheet date	<u>1,767</u>	<u>3,207</u>

**23 Contingent Liabilities**

The group's bankers have issued a guarantee of £4,300,000 (period ended 31st December 2011 - £2,400,000) to the group's insurers to cover those third party motor and employer and public liability claims which are settled by the insurer but are the responsibility of the group. All known liabilities as at the balance sheet date are included in these accounts.

**TURNERS (SOHAM) LIMITED GROUP OF COMPANIES**  
**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**  
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**24 Pension commitments**

**a) Defined contribution**

During the period the group made payments to Personal Pension Plans. The pension cost charge includes contributions payable by the group to the plans and amounted to £792,339 (Period ended 31st December 2012 - £799,622). Contributions totalling £77,180 (31st December 2011 - £90,388) were payable to the funds at the period end.

**b) Defined benefit**

The company sponsors the Turners (Soham) Limited Pension and Life Assurance Fund which is a defined benefit pension arrangement and which is now closed to new members. A triennial actuarial valuation of this scheme was carried out by a qualified independent actuary as at 1 July 2009 and an update has been provided as at 29th December 2012.

FRS17 requires disclosure of assets and liabilities as at 29 December 2012 calculated in accordance with the requirements of FRS17. Because the amounts are not considered to be material in the context of the accounts they are not included in the profit and loss account nor the balance sheet nor the statement of recognised gains and losses. Brief details are summarised below. Therefore for the purpose of these financial statements, all of the figures below are illustrative only and do not impact on the actual balance sheet at 29 December 2012 or on this period's performance statements.

As an ongoing scheme the value of the assets was £723,000 and the liabilities were £528,000 as at 29th December 2012. This resulted in a surplus of £195,000 with the ratio of assets to liabilities (the 'funding level') being 137%. None of the assets of the scheme were in any way connected with or used by the Company.

No contributions were paid in the period nor in the two previous periods.

**25 Related party transactions**

Amounts owed by related parties

	29 12 12 £'000's	31 12 11 £'000's
Peachey Developments Limited	-	2
Regency Park Homes Limited	19,771	19,571
Landex Parks Limited	6,647	6,647
Cotswold Manor Country Park LLP	1,410	1,410
Turners Parks Limited	40,731	34,850
Profresh Solutions Limited	<u>3,818</u>	<u>3,583</u>

**Peachey Developments Limited**

P E Day is a director and shareholder of the company.

Purchases from Peachey Developments Limited in the period were £nil (period ended 31 12 11 - £940,000). Interest charged to Peachey Developments Limited in the period was £nil (period ended 31 12 11 - £1,150).

**Regency Park Homes Limited**

P E Day is a director and shareholder of the company.

Loans totalling £13,350,000 from the company to Regency Park Homes Limited are wholly repayable in December 2014. The loans bear interest of £612,500pa of which £412,500pa is paid quarterly in arrears and the balance is payable in December 2014.

A £2,000,000 loan from the company to Regency Park Homes Limited is wholly repayable in 2015 and bears interest of £90,000pa payable in arrears.

Further loans of £3,814,240 (net of repayments) were advanced to Regency Park Homes Limited in previous periods. The interest rate on these loans is 4% above bank base rate.

Interest charged to Regency Park Homes Limited in the period totalled £682,229 together with deferred interest of £200,000 (period ended 1 1 11 - £886,594). Total deferred interest accrued at the period end totalled £607,123 (period ended 31 12 11 - £407,123).

**TURNERS (SOHAM) LIMITED GROUP OF COMPANIES**  
**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**  
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**25 Related party transactions (continued)**

**Landex Parks Limited**

P E Day is a director and shareholder of the company

Loans totalling £6,647,000 were advanced in previous periods £1,100,000 is repayable in 2015, £5,300,000 is repayable in 2016 and there are no repayment terms for the balance of £247,000. The interest rate on all these loans is 4% above bank base rate. Interest charged to Landex Parks Limited in the period totalled £299,115 (period ended 31 12 11 - £118,700)

**Cotswold Manor Country Park LLP**

Regency Park Homes Limited is a member of Cotswold Manor Country Park LLP

Loans totalling £1,410,000 were advanced during previous periods, the interest rate on these loans is 4% over bank base rate and there are no set terms for repayment. Interest charged to Cotswold Manor Country Park LLP in the period totalled £63,450 (period ended 31 12 11 - £41,988)

**Turners Parks Limited**

PE Day and Mrs W M Day are directors of the company

Loans totalling £34,850,000 were advanced during the previous period. Further loans totalling £5,881,000 were advanced during the period. The interest rate is 4% above bank base rate and there are no set terms for repayment. Interest charged to Turners Parks Limited in the period totalled £1,606,334 (period ended 31 12 11 - £140,425). Management charges charged to Turners Parks Limited in the period totalled £65,168 (period ended 31 12 11 - nil)

**Profresh Solutions Limited**

P E Day and Mrs W M Day are directors of the company. Turners (Soham) Limited owns one share representing 50% of the share capital.

Sales to Profresh Solutions Limited in the period totalled £17,228,000 (period ended 31 12 11 - £17,301,000)

**26 Acquisitions**

The acquisition of the share capital of Browns (Holdings) Limited was completed on 10th September 2012. The fair value of the assets acquired and the consideration were as follows

	£'000's
Tangible fixed assets	6,537
Stock	176
Debtors	6,054
Corporation tax	(553)
Bank overdraft and loans	(4,823)
Creditors	(6,979)
Hire purchase	(551)
Deferred tax	(67)
Goodwill	8,994
	<hr/>
	8,788
Stamp duty	44
Total cost	<hr/> <hr/>
	8,832

**27 Control**

The company is under the immediate control of Turners (Soham) Holdings Limited and the ultimate control of P E Day by virtue of his majority shareholding.