ABBREVIATED AUDITED ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2010

FOR

MMF LIMITED

SATHEDAY

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MMF LIMITED

COMPANY INFORMATION FOR THE YEAR ENDED 31 DECEMBER 2010

DIRECTORS:

D Thomas
P J Reynolds
A J Ford
P Goulden
P T Mangnall
A J Turberville

SECRETARY:

A J Ford

REGISTERED OFFICE:

55 Woodburn Road

Smethwick Warley

West Midlands B66 2PX

REGISTERED NUMBER:

1229140 (England and Wales)

AUDITORS:

Four Oaks Taxation & Accounting Services Limited

Suite D, Astor House 282 Lichfield Road Four Oaks

Sutton Coldfield West Midlands B74 2UG

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 DECEMBER 2010

The directors present their report with the accounts of the company for the year ended 31 December 2010

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of the manufacturing and distribution of flue products, ductwork and ancillary products

REVIEW OF BUSINESS

The results for the year and financial position of the company are as shown in the annexed financial statements

DIVIDENDS

An interim dividend of £66 per share was paid on 1 December 2010. The directors recommend that no final dividend be paid.

The total distribution of dividends for the year ended 31 December 2010 will be £72,728

DIRECTORS

The directors shown below have held office during the whole of the period from 1 January 2010 to the date of this report

D Thomas

P J Reynolds

A J Ford

P Goulden

Other changes in directors holding office are as follows

T McIvor - resigned 1 December 2010

P T Mangnall - appointed 1 January 2010

A J Turberville - appointed 1 December 2010

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.

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 DECEMBER 2010

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

AUDITORS

The auditors, Four Oaks Taxation & Accounting Services Limited, will be proposed for re-appointment at the forthcoming Annual General Meeting

ON BEHALF OF THE BOARD:

D Thomas - Director

29 March 2011

REPORT OF THE INDEPENDENT AUDITORS TO MMF LIMITED UNDER SECTION 449 OF THE COMPANIES ACT 2006

We have examined the abbreviated accounts set out on pages five to thirteen, together with the full financial statements of MMF Limited for the year ended 31 December 2010 prepared under Section 396 of the Companies Act 2006

This report is made solely to the company, in accordance with Section 449 of the Companies Act 2006. Our work has been undertaken so that we might state to the company those matters we are required to state to it in a special 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, for our work, for this report, or for the opinions we have formed

Respective responsibilities of directors and auditors

The directors are responsible for preparing the abbreviated accounts in accordance with Section 445 of the Companies Act 2006. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts to the Registrar of Companies and whether the abbreviated accounts have been properly prepared in accordance with the Regulations made under that Section and to report our opinion to you.

Basis of opinion

We conducted our work in accordance with Bulletin 2008/4 issued by the Auditing Practices Board In accordance with that Bulletin we have carried out the procedures we consider necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts to be delivered are properly prepared

Opinion

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with Section 445(3) of the Companies Act 2006, and the abbreviated accounts have been properly prepared in accordance with the Regulations made under that Section

Mr Michael J Rudd FCA CTA (Senior Statutory Auditor)
for and on behalf of Four Oaks Taxation & Accounting Services Limited
Suite D, Astor House
282 Lichfield Road
Four Oaks
Sutton Coldfield
West Midlands
B74 2UG

29 March 2011

ABBREVIATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2010

		201	0	200	9
	Notes	£	£	£	£
TURNOVER			6,702,427		6,658,355
Cost of sales			(4,518,388)		(4,304,174)
			2,184,039		2,354,181
Distribution costs		463,315		457,814	
Administrative expenses		1,559,711	2,023,026	1,731,326	2,189,140
OPERATING PROFIT	3		161,013		165,041
Interest payable and similar charges	4		18,397		14,384
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	3		142,616		150,657
Tax on profit on ordinary activities	5		33,591		27,150
PROFIT FOR THE FINANCIAL YEAR AFTER TAXATION	R		109,025		123,507

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

The notes form part of these abbreviated accounts

ABBREVIATED BALANCE SHEET 31 DECEMBER 2010

		2010	0	2009	
	Notes	£	£	£	£
FIXED ASSETS					
Tangible assets	7		553,189		588,405
CURRENT ASSETS					
Stocks	8	1,186,393		1,071,854	
Debtors	9	1,800,354		1,781,709	
Cash in hand		380		222	
		2,987,127		2,853,785	
CREDITORS		0.700.004		0 (50 050	
Amounts falling due within one year	10	2,760,864		2,672,870	
NET CURRENT ASSETS			226,263		180,915
TOTAL ASSETS LESS CURRENT LIABILITIES			779,452		769,320
CREDITORS Amounts falling due after more than one			(21.205)		(54.560)
year	11		(31,395)		(54,560)
PROVISIONS FOR LIABILITIES	15		-		(3,000)
NET ASSETS			748,057		711,760
CAPITAL AND RESERVES					
Called up share capital	16		1,100		1,100
Revaluation reserve	17		128,850		128,850
Profit and loss account	17		618,107		581,810
SHAREHOLDERS' FUNDS	21		748,057		711,760

The abbreviated accounts have been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to medium-sized companies

The financial statements were approved by the Board of Directors on 29 March 2011 and were signed on its behalf by

D Thomas - Director

The notes form part of these abbreviated accounts

NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2010

1 ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared under the historical cost convention

Turnover

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

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life or, if held under a finance lease, over the lease term, whichever is the shorter.

Freehold property - 2% on cost
Plant and machinery - 10% on cost
Fixtures and fittings - 10% on cost
Motor vehicles - 25% on cost
Computer equipment - 25% on cost

Stocks

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

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 assets will only be recognised if it is prudent to do so in the opinion of the directors

Foreign currencies

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

Hire purchase and leasing commitments

Assets obtained under hire purchase contracts or finance leases are capitalised in the balance sheet. Those held under hire purchase contracts are depreciated over their estimated useful lives. Those held under finance leases are depreciated over their estimated useful lives or the lease term, whichever is the shorter

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 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

	2010	2009
	£	£
Wages and salaries	1,588,658	1,786,556
Social security costs	91,519	91,316
Other pension costs	12,485	17,142
		
	1,692,662	1,895,014
		======

2000

2010

2	STAFF COSTS - continued		
	The average monthly number of employees during the year was as follows	2010	2009
	Warehouse and Factory Sales and Administration	32 15	32 15
		47	47
3	OPERATING PROFIT		
	The operating profit is stated after charging/(crediting)		
	Other operating leases Depreciation - owned assets Depreciation - assets on hire purchase contracts Profit on disposal of fixed assets Auditors' remuneration	2010 £ 8,227 67,100 54,725 (2,423) 19,350	2009 £ 7,641 50,317 61,921 (5,813) 17,100
	Directors' remuneration	657,180	957,743
	The number of directors to whom retirement benefits were accruing was as follows:		
	Money purchase schemes	2	1
	Information regarding the highest paid director is as follows	2010	2009
	Emoluments etc	£ 47,614 ———	98,751 =====
4	INTEREST PAYABLE AND SIMILAR CHARGES	2010	2009
	Bank interest Bank loan interest Hire purchase	9,565 8,832 18,397	£ 1,160 2,699 10,525

5 TAXATION			
Analysis of the tax charge The tax charge on the profit on ordinary activities for the year was as	s follows	2010	2009
2		£	£
Current tax		20 000	24 150
UK corporation tax Corporation tax over-provision		38,088 (1,497)	24,150
Total current tax		36,591	24,150
Deferred tax		(3,000)	3,000
Tax on profit on ordinary activities		33,591	27,150
6 DIVIDENDS		2010	2000
		2010 £	2009 £
Ordinary shares of £1 each		2	~
Interim		72,728	36,364
7 TANGIBLE FIXED ASSETS			П.
	Freehold property £	Plant and machinery £	Fixtures and fittings £
COST At 1 January 2010	318,000	427,556	151,254
Additions	-	1,370	2,490
At 31 December 2010	318,000	428,926	153,744
DEPRECIATION			
At 1 January 2010	19,080	348,594	129,869
Charge for year Eliminated on disposal	3,180	18,105	3,538
At 31 December 2010	22,260	366,699	133,407
NET BOOK VALUE			
	295,740	62,227	20,337
At 31 December 2009	298,920	78,962 ———	21,385

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TANGIBLE FIXED ASSETS - continued			
	Motor vehicles £	Computer equipment £	Totals £
COST			
At 1 January 2010	362,433	89,403	1,348,646
Additions	83,188	5,283	92,331
Disposals	(59,719)	(765)	(60,484)
At 31 December 2010	385,902	93,921	1,380,493
DEPRECIATION			
At 1 January 2010	202,716	59,983	760,242
Charge for year	86,401	10,601	121,825
Eliminated on disposal	(53,998)	(765)	(54,763)
At 31 December 2010	235,119	69,819	827,304
NET BOOK VALUE			
At 31 December 2010	150,783	24,102	553,189
At 31 December 2009	159,717	29,420	588,404
COST	machinery £	vehicles £	Totals £
COST			
At 1 January 2010	45,181	331,020	376,201
Additions	-	35,816	35,816
Disposals	-	(12,900)	(12,900)
Transfer to ownership	(45,181)	(167,620)	(212,801)
At 31 December 2010	<u> </u>	186,316	186,316
DEPRECIATION			
At 1 January 2010	13,554	182,010	195,564
Charge for year	4,518	50,207	54,725
Eliminated on disposal	-	(7,713)	(7,713)
Transfer to ownership	(18,072)	(140,166)	(158,238)
At 31 December 2010	-	84,338	84,338
NET BOOK VALUE			
At 31 December 2010	-	101,978	101,978
At 31 December 2009	31,627	149,010	180,637
STOCKS			
		2010	2009
Stocks		£ 1,186,393	£ 1,071,854
Storing		======================================	-,071,034

9	DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	2010	2009
		£	£
	Trade debtors	1,752,011	1,463,932
	Other debtors	24,884	284,435
	Prepayments	23,459	33,342
		1,800,354	1,781,709
10	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	2010	2009
		2010 £	2009 £
	Bank loans and overdrafts (see note 12)	644,268	67,686
	Hire purchase contracts (see note 13)	50,028	62,532
	Trade creditors	1,604,000	2,122,815
	Corporation tax	38,088	24,150
	Social security and other taxes	57,115	64,843
	VAT	130,826	83,778
	Other creditors	90,809	109,389
	Accruals and deferred income	145,730	137,677
		2,760,864	2,672,870
			
11	CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE		
	YEAR	2010	2000
		2010	2009 £
	Hire purchase contracts (see note 13)	£ 31,395	54,560
12	LOANS		
	An analysis of the maturity of loans is given below		
		2010	2009
		£	£
	Amounts falling due within one year or on demand		
	Bank overdrafts	53,397	27,018
	Bank loans	590,871	40,668
		644,268	67,686
			
13	OBLIGATIONS UNDER HIRE PURCHASE CONTRACTS AND LEASES		
			ire
		-	chase
			tracts
		2010	2009
	Nat obligations renovable	£	£
	Net obligations repayable Within one year	50,028	62,532
	Between one and five years	31,395	52,532 54,560
	Detween one and five years		<i></i>
		81,423	117,092
		 _	

NOTES TO THE ABBREVIATED ACCOUNTS - continued FOR THE YEAR ENDED 31 DECEMBER 2010

13 OBLIGATIONS UNDER HIRE PURCHASE CONTRACTS AND LEASES - continued

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

		Land and buildings		Other operating leases	
	F	2010 £	2009 £	2010 £	2009 £
	Expiring Between one and five years	148,172	143,172	8,227 ====	7,641
14	SECURED DEBTS				
	The following secured debts are included	l within creditors			
	Bank overdrafts Bank loans Hire purchase contracts			2010 £ 53,397 590,871 81,423 725,691	2009 £ 27,018 40,668 117,092 ————————————————————————————————————

The bank overdraft is secured by a fixed and floating charge over the company

Included within bank loans is an amount of £590,871 (2009 £40,668) relating to invoice discounting. These amounts are secured on the debts to which the advance relates

15 PROVISIONS FOR LIABILITIES

16

Deferred tax			2010 £	2009 £ 3,000
Balance at 1 Ja	nuary 2010 pital allowances			Deferred tax £ 3,000
•	December 2010			(3,000)
CALLED UP	SHARE CAPITAL			
Allotted, issued	and fully paid			
Number	Class	Nominal value	2010 £	2009 £
1,100	Ordinary	£1	1,100	1,100

NOTES TO THE ABBREVIATED ACCOUNTS - continued FOR THE YEAR ENDED 31 DECEMBER 2010

17	RESERVES	Profit and loss account	Revaluation reserve	Totals £
	At 1 January 2010 Profit for the year Dividends	581,810 109,025 (72,728)	128,850	710,660 109,025 (72,728)
	At 31 December 2010	618,107	128,850	746,957
18	CAPITAL COMMITMENTS		2010 £	2009 £
	Contracted but not provided for in the financial statements		-	·

19 RELATED PARTY DISCLOSURES

Included within directors' emoluments are amounts paid to PD Consulting Services Limited in respect of fees for Messrs D Thomas, P J Reynolds and A J Ford, who are all directors of the company This amounted to £561,354 (2009 £769,000)

Messrs D Thomas, P J Reynolds and A J Ford are also directors of PD Consulting Services Limited

20 ULTIMATE CONTROLLING PARTY

The ultimate parent company is MMF Group Limited, a company incorporated in England and Wales

21 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	2010 £	2009 £
Profit for the financial year	109,025	123,507
Dividends	(72,728)	(36,364)
Net addition to shareholders' funds	36,297	87,143
Opening shareholders' funds	711,760	624,617
Closing shareholders' funds	748,057	711,760