ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2009

FOR

MANCHESTER VENDING SERVICES LIMITED

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COMPANY INFORMATION FOR THE YEAR ENDED 31 DECEMBER 2009

DIRECTORS:

J M Broderick

P Broderick

SECRETARY:

M C Broderick

REGISTERED OFFICE

Alpha Point Bradnor Road Sharston Manchester M22 4TE

REGISTERED NUMBER:

01459430 (England and Wales)

AUDITORS:

Gort and March Statutory Auditor 308 London Road Hazel Grove Stockport Cheshire SK7 4RF

BANKERS:

National Westminster Bank plc

437 Wilmslow Road

Withington Manchester M20 4AJ

SOLICITORS:

DWF LLP Centurion House 129 Deansgate Manchester M3 3AA

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 DECEMBER 2009

The directors present their report with the accounts of the company for the year ended 31 December 2009

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of the purchase and sale of vending machine ingredients and supply of professionally operated vending services

REVIEW OF BUSINESS

The company experienced a successful trading year with sales turnover in the year under review being £7,603,000 compared with £7,930,000 last year. Consistent sales turnover reflected the continued demand for the company's products and high service levels, maintaining consistent sales and market share despite pressures applied from difficult market conditions outside of its control, particularly during the first half of the year. Additional revenue streams were created during the year and have been successful within their first period of trading, strengthening the business.

The company's balance sheet shows the continued strength of the business and its financial position getting stronger

PRINCIPAL RISKS AND UNCERTAINTIES

The activities of the company expose it to a number of financial risks including commodity price risk and credit risk

Credit risk is primarily attributed to the company's trade receivables and the balances presented with the balance sheet are shown net of provision for doubtful debts. The company identifies and manages the risk to its trade receivables through its knowledge of the industry and its clients and does not deem itself to have a high concentration of credit risk due to its exposure being carried over a wide range of customers with no single or multiple dependants.

Price risk and uncertainty and the company's exposure to commodity price movements are managed though securing of fixed term deals on significant stock puchases

TRADING OUTLOOK

The directors fully recognise the movement in the market place over the period and the challenges that this has created not only in the financial year but in the forthcoming periods also. Despite these pressures the directors consider the company, with its consistent ongoing management is well placed to face and resist any further uncertain market conditions that might prevail and to further resist a difficult period of economic downturn through its unique company strengths, contract structure, employee structure and client portfolio

PRODUCT DEVELOPMENT & REVIEW

The directors are committed to providing optional provisions for healthy choice vending, including dedication to a reduction of Hydrogenated Oils and Trans Fatty Acids

DIVIDENDS

Interim dividends per share were paid as follows

0 92	- 30 Aprıl 2009
1 95	- 30 June 2009
1 38	- 31 October 2009
0 89	- 30 November 2009
5 14	

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 DECEMBER 2009

The directors recommend a final dividend of 4 82 per share, making a total of 9 96 per share for the year ended 31 December 2009

The total distribution of dividends for the year ended 31 December 2009 will be £155,265

DIRECTORS

The directors shown below have held office during the whole of the period from 1 January 2009 to the date of this report

J M Broderick P Broderick

POLITICAL AND CHARITABLE CONTRIBUTIONS

The company made charitable donations during the year amounting to £4,715 (2008 £2,320)

Retail Trust Great Northern £2,350 Wheelchair appeal £1,500 Cancer research £250 Other £615

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.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

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

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 DECEMBER 2009

AUDITORS

The auditors, Gort and March, will be proposed for re-appointment at the forthcoming Annual General Meeting

ON BEHALF OF THE BOARD:

JM Broderick - Director

Date

REPORT OF THE INDEPENDENT AUDITORS TO MANCHESTER VENDING SERVICES LIMITED UNDER SECTION 449 OF THE COMPANIES ACT 2006

We have examined the abbreviated accounts set out on pages six to sixteen, together with the full financial statements of Manchester Vending Services Limited for the year ended 31 December 2009 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

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Kenneth B March (Senior Statutory Auditor) for and on behalf of Gort and March Statutory Auditor 308 London Road Hazel Grove

Stockport Cheshire

SK74RF

Date

22/10/2010

ABBREVIATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2009

		31/12	/09	31/12	/08
	Notes	£	£	£	£
TURNOVER			7,603,673		7,930,659
Cost of sales			(3,606,099)		(3,977,452)
			3,997,574		3,953,207
Distribution costs		82,018		75,465	
Administrative expenses		3,563,234	3,645,252	3,504,768	3,580,233
OPERATING PROFIT	3		352,322		372,974
Interest receivable and similar income			2,352		147
			354,674		373,121
Interest payable and similar charges	4		1,478		
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION			353,196		373,121
Tax on profit on ordinary activities	5		102,315		108,076
PROFIT FOR THE FINANCIAL YEAR AFTER TAXATION			250,881		265,045

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

ABBREVIATED BALANCE SHEET 31 DECEMBER 2009

		31/12/0	09	31/12/0	08
	Notes	£	£	£	£
FIXED ASSETS					
Tangible assets	7		764,260		660,343
CURRENT ASSETS					
Stocks	8	337,640		312,312	
Debtors	9	733,571		858,739	
Cash at bank and in hand		300,684		500	
		1,371,895		1,171,551	
CREDITORS					
Amounts falling due within one year	10	1,282,358		1,085,150	
NET CURRENT ASSETS			89,537		86,401
TOTAL ASSETS LESS CURRENT LIABILITIES			853,797		746,744
PROVISIONS FOR LIABILITIES	14		55,385		43,948
NET ASSETS			798,412		702,796
CAPITAL AND RESERVES					
Called up share capital	15		15,574		15,574
Capital redemption reserve	16		7,026		7,026
Profit and loss account	16		775,812		680,196
SHAREHOLDERS' FUNDS	19		798,412		702,796

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 behalf by

19/10/2010

and were signed on its

J M Broderick - Director

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2009

	Notes	31/12/09 £	31/12/08 £
Net cash inflow	110103	~	-
from operating activities	1	858,336	431,850
Returns on investments and servicing of finance	2	874	147
Taxation	_	(98,170)	(165,926)
Capital expenditure	2	(315,818)	(259,227)
Equity dividends paid		(80,265)	(151,453)
Increase/(Decrease) in cash in the p	period	364,957	(144,609)
Reconciliation of net cash flow to movement in net debt	3		
Increase/(Decrease) in cash in the pe	rıod	364,957	(144,609)
Change in net debt resulting from cash flows		364,957	(144,609)
Movement in net debt in the period Net (debt)/funds at 1 January	1	364,957 (64,273)	(144,609) 80,336
•		300,684	(64,273)
Net funds/(debt) at 31 December			=====

NOTES TO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2009

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

	31/12/09	31/12/08
	£	£
Operating profit	352,322	372,974
Depreciation charges	187,764	161,853
Loss on disposal of fixed assets	24,136	-
Increase in stocks	(25,328)	(84,771)
Decrease/(Increase) in debtors	125,169	(193,309)
Increase in creditors	194,273	175,103
Net cash inflow from operating activities	858,336	431,850

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

			31/12/09 £	31/12/08 £
	Returns on investments and servicing of finance			
	Interest received		2,352	147
	Interest paid		(1,478)	-
	Net cash inflow for returns on investments and service	ng of finance	874	147
	Capital expenditure			
	Purchase of tangible fixed assets		(315,817)	(259,227)
	Sale of tangible fixed assets		(1)	-
	Net cash outflow for capital expenditure		(315,818)	(259,227)
3	ANALYSIS OF CHANGES IN NET DEBT			
				At
		At 1 1 09	Cash flow	31 12 09
	N. d. I	£	£	£
	Net cash Cash at bank and in hand	500	200 104	200 694
	Bank overdraft	500 (64,773)	300,184 64,773	300,684
	Bank Overtaint	(04,773)		
		(64,273)	364,957	300,684
	Total	(64,273)	364,957	300,684
			====	

NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2009

ACCOUNTING POLICIES

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Accounting convention

The financial statements have been prepared under the historical cost convention

Tangible fixed assets

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

Office equipment - 15% on reducing balance
Security system - 25% on reducing balance
Vending machines - 20% on reducing balance
Fixtures and fittings - 15% on reducing balance
Motor vehicles - 25% on reducing balance
Computer equipment - 25% on reducing balance

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

Hire purchase and leasing commitments

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

Pension costs and other post-retirement benefits

The company operates a money purchase scheme Contributions payable to the company's pension scheme are charged to the profit and loss account in the period to which they relate

Turnover

Turnover represents net invoiced sales of machines, ingredients, snacks and cans and maintenance of machines, excluding value added tax

2 STAFF COSTS

	31/12/09	31/12/08
	£	£
Wages and salaries	1,975,459	1,961,763
Social security costs	38,694	-
Other pension costs	50,000	32,483
	2,064,153	1,994,246
The average monthly number of employees during the year was as follows		
	31/12/09	31/12/08
Wages and salaries	<u>87</u>	90

NOTES TO THE ABBREVIATED ACCOUNTS - continued FOR THE YEAR ENDED 31 DECEMBER 2009

3	OPERATING PROFIT		
	The operating profit is stated after charging		
		31/12/09 £	31/12/08 £
	Hire of plant and machinery	49,815	55,572
	Depreciation - owned assets	187,764	161,853
	Loss on disposal of fixed assets	24,136	•
	Auditors' remuneration	4,000	4,000
			===
	Directors' remuneration	317,644	338,106
	Directors' pension contributions to money purchase schemes	50,000	32,483
	The number of directors to whom retirement benefits were accruing was as follows		
	Money purchase schemes	2	2
	intoney parenase senomes		===
	Information regarding the highest paid director is as follows		
		31/12/09	31/12/08
		£	£
	Emoluments etc	187,171	169,053
	Pension contributions to money purchase schemes	25,000	16,242
			
4	INTEREST PAYABLE AND SIMILAR CHARGES		
		31/12/09	31/12/08
	•	£	£
	Interest on corporation tax	1,478	-
		=	
5	TAXATION		
	Analysis of the tax charge		
	The tax charge on the profit on ordinary activities for the year was as follows		
	the same of the second of the	31/12/09	31/12/08
		£	£
	Current tax		
	UK corporation tax	90,878	98,213
	Deferred tax	11,437	9,863
	~ 41-1-4-9 mil		
	Tax on profit on ordinary activities	102,315	108,076
			

NOTES TO THE ABBREVIATED ACCOUNTS - continued FOR THE YEAR ENDED 31 DECEMBER 2009

5 TAXATION - continued

6

Factors affecting	the tax	charge
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The tax assessed for the year is higher than the standard rate of corporation tax in the UK. The difference is explained below

	31/12/09	31/12/08
Profit on ordinary activities before tax	£ 353,196	£ 373,121
Profit on ordinary activities		
multiplied by the standard rate of corporation tax		
in the UK of 23 080% (2008 - 23 480%)	81,518	87,609
Effects of		
Depreciation	43,336	38,003
Expensive leased cars	1,487	3,322
Entertainment	15,915	18,158
Donations	1,019	545
Legal	87	155
Capital allowances	(58,055)	(49,579)
Loss on disposal of assets	5,571	-
Current tax charge	90,878	98,213
DIVIDENDS		
	31/12/09	31/12/08
	£	£
Ordinary shares of £1 each		
Final	75,000	-
Interim	80,265	151,453
	155,265	151,453
	====	

NOTES TO THE ABBREVIATED ACCOUNTS - continued FOR THE YEAR ENDED 31 DECEMBER 2009

7	TANGIBLE FIXED ASSETS		Office	Security system	Vending machines
			equipment £	£	£
	COST		*	~	~
	At 1 January 2009		47,653	11,256	1,408,522
	Additions		428	-	285,822
	Disposals		•	•	(28,163)
	At 31 December 2009		48,081	11,256	1,666,181
	DEPRECIATION		<u> </u>	_ 	
	At 1 January 2009		36,272	5,293	859,132
	Charge for year		1,772	1,491	162,523
	Eliminated on disposal		<u>-</u>	<u>-</u>	(5,633)
	At 31 December 2009		38,044	6,784	1,016,022
	NET BOOK VALUE				
	At 31 December 2009		10,037	4,472	650,159
	At 31 December 2008		11,381	5,963	549,390
		Fixtures			
		and	Motor	Computer	
		fittings	vehicles	equipment	Totals
		£	£	£	£
	COST				
	At 1 January 2009	136,892	27,390	111,458	1,743,171
	Additions	16,965	-	12,602	315,817
	Disposals		(21,390)		(49,553)
	At 31 December 2009	153,857	6,000	124,060	2,009,435
	DEPRECIATION				
	At 1 January 2009	69,720	23,253	89,159	1,082,829
	Charge for year	12,620	633	8,725	187,764
	Eliminated on disposal		(19,785)		(25,418)
	At 31 December 2009	82,340	4,101	97,884	1,245,175
	NET BOOK VALUE				
	At 31 December 2009	71,517	1,899	26,176	764,260
	At 31 December 2008	67,172	4,137	22,299	660,342

NOTES TO THE ABBREVIATED ACCOUNTS - continued FOR THE YEAR ENDED 31 DECEMBER 2009

8	STOCKS		
		31/12/09	31/12/08
	0. 1	£	£
	Stock - ingredients	102,704	109,321
	Stock - snacks Stock - machines	62,514	63,578
	Stock - machines Stock - cans	112,931 43,991	100,152 28,261
	Parts stock	15,500	11,000
	rans stock		——————————————————————————————————————
		337,640	312,312
9	DEBTORS AMOUNTS FALLING DUE WITHIN ONE YEAR		
		31/12/09	31/12/08
		£	£
	Trade debtors	361,151	569,002
	Other debtors	197,001	164,354
	Employee loans	1,710	-
	Prepayments and accrued income	80,985	32,659
	Chappell Finance Limited	92,724	92,724
		733,571	858,739
10	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
		31/12/09	31/12/08
		£	£
	Bank loans and overdrafts (see note 11)	-	64,773
	Trade creditors	768,660	641,051
	Tax	90,878	98,170
	Social security and other taxes	128,532	59,526
	VAT	131,255	145,605
	Proposed dividends	75,000	-
	Other creditors	498	
	Net wages control account Accrued expenses	- 87,535	15,728 60,297
		1,282,358	1,085,150
11	LOANS		
	An analysis of the maturity of loans is given below		
		31/12/09	31/12/08
		£	£
	Amounts falling due within one year or on demand		
	Bank overdrafts	-	64,773
		=====	==:

NOTES TO THE ABBREVIATED ACCOUNTS - continued FOR THE YEAR ENDED 31 DECEMBER 2009

12 OPERATING LEASE COMMITMENTS

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

		d and dings	oper	ther rating ases	
Perminus	31/12/09 £	31/12/08 £	31/12/09 £	31/12/08 £	
Expiring Within one year Between one and five years	118,994	118,994	223,308 66,877	20,621 142,849	
	118,994	118,994	290,185	163,470	
SECURED DEBTS					
The following secured debts are included	within creditors				
Bank overdraft			31/12/09 £	31/12/08 £ 64,773	

The bank holds as security an Unscheduled Mortgage Debenture by Manchester Vending Services Limited incorporating a fixed and floating charge over the current and future assets of the company dated 9th June 1989

The bank also holds an Unlimited Intercompany guarantee pledged by Manchester Vending Services and Brodericks Love Coffee LLP dated 4th December 2008

14 PROVISIONS FOR LIABILITIES

13

Deferred tax	31/12/09 £ 55,385	31/12/08 £ 43,948
Balance at 1 January 2009 Charge for year		Deferred tax £ 43,948 11,437
Balance at 31 December 2009		55,385

NOTES TO THE ABBREVIATED ACCOUNTS - continued FOR THE YEAR ENDED 31 DECEMBER 2009

15	CALLED I	JP SHARE CAPITAL			
	Allotted, iss	sued and fully paid			
	Number	Class	Nomınal value	31/12/09 £	31/12/08 £
	15,574	Ordinary	£1	15,574	15,574
16	RESERVE	s			
			Profit	Capıtal	
			and loss	redemption	
			account	reserve	Totals
			£	£	£
	At 1 Januar	y 2009	680,196	7,026	687,222
	Profit for th		250,881	•	250,881
	Dividends		(155,265)		(155,265)
	At 31 Dece	mber 2009	775,812	7,026	782,838
			=======================================	===	=====

17 RELATED PARTY DISCLOSURES

Included in rent is an amount of £118,994 paid to Brodnods LLP, a partnership that includes the directors Mr JM and Mr P Broderick

At 31 December 2009, included in other debtors is an amount of £194,001 (2008 £106,936), which is due from Broderick's Love Coffee LLP, a partnership that includes the directors Mr JM Broderick and Mr P Broderick Interest is paid by Brodericks Loves Coffee LLP to Manchester Vending Services Limited on a quarterly basis and is calculated on the amount owed at 2% above base rate. Interest of £2,352 was paid in the year

Dividends paid to the directors during the year totalled £57,074 and proposed totalled £53,330

18 ULTIMATE CONTROLLING PARTY

The company is controlled by JM Broderick, P Broderick and B Broderick by virtue of their aggregate 100% holding of the issued ordinary share capital

21/12/00

19 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	31/12/09	31/12/08
	£	£
Profit for the financial year	250,881	265,045
Dividends	(155,265)	(151,453)
		
Net addition to shareholders' funds	95,616	113,592
Opening shareholders' funds	702,796	589,204
Closing shareholders' funds	798,412	702,796
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