Grant Thornton

Financial Statements Lindal Holdings Limited

For the year ended 31 December 2012

Registered number: 03284403

Company Information

Directors	J Marion F Gilbert
Company number	03284403
Registered office	Cherrycourt Way Stanbridge Road Leighton Buzzard Bedfordshire LU7 4UH
Auditor	Grant Thornton UK LLP Chartered Accountants & Statutory Auditor Grant Thornton House 202 Silbury Boulevard Milton Keynes MK9 1LW
Solicitors	EMW Picton Howell LLP Seebeck House One Seebeck Place Knowlhill Milton Keynes Buckinghamshire MK5 8FR

Contents

Directors' Report
For the year ended 31 December 2012

The directors present their report and the financial statements for the year ended 31 December 2012

Directors' responsibilities statement

The directors are responsible for preparing the Directors' report 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 the group and of the profit or loss of the group for that period In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgments and estimates that are reasonable and prudent,
- state whether applicable UK 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 group 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 the group 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 the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities

Principal activities

The group is principally engaged in the manufacture, assembly and distribution of aerosol valves and actuators

The holding company also has loan agreements to and from group companies and related parties The loans are provided to supply cash to other group companies (ie treasury function)

Business review

The directors report a trading operating profit of £2,807,533 (2011 £3,031,149) There was a trading profit after taxation amounting to £2,083,304 (2011 £2,164,394) The directors have not recommended a dividend (2011 £nil)

2012 has seen a small increase in turnover to £30,547,645 compared with the year before at £30,168,990 However, there was growth in the UK market, which has increased to £22,264,178 from £19,976,788 (11 4%) Turnover in Europe fell by £819,100 as a result of a slowdown in the European market The group also transferred one of its product lines to a related party company in Mexico, leading to a reduction in turnover in the rest of the world of £1,089,635 (17 3%)

The main focus of the business in the year has been to keep control of all business costs and ensure our market position improved via the provision of high levels of customer service and production of high quality products We also improved the cash flow of the business to ensure that we are prepared for future growth In order to meet the demands of the UK market, we have taken on further warehousing premises This also gives us some floor capacity to accommodate new projects and further expansion The business remains invested in its employees and ensuring that it attracts high calibre individuals in order to continue to provide this high level of support to our

Directors' Report
For the year ended 31 December 2012

suppliers and customers Key performance measures are used and reviewed monthly to ensure the business remains in control These include on time in full and financial ratios

Result for the year

The profit for the year, after taxation, amounted to £2,083,304 (2011 - £2,164,394)

Directors

The directors who served during the year were

J Marion
F Gilbert

The group provides indemnity insurance for its directors and other key personnel

Principal risks and uncertainties

Financial risk management objectives and policies
The group's activities expose it to a variety of financial risks credit risk, liquidity risk, cash flow and fair value interest rate risk and foreign exchange risk The group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the group's financial performance

(a) Credit risk
The group has no significant concentrations of credit risk It has policies in place to ensure that sales of products and services are made to customers with an appropriate credit history

(b) Liquidity risk
Prudent liquidity risk management implies maintaining sufficient cash balances and ensuring availability of funding through an adequate amount of committed credit facilities The group aims to maintain flexibility in funding by keeping committed credit lines available in the form of a confidential invoice discounting facility to finance working capital

(c) Cash flow and fair value interest rate risk
The group's cash flow interest rate risk arises from long-term borrowing Borrowings issued at variable rates expose the group to cash flow interest rate risk The majority of the group's borrowings are at variable rates but the group does not consider the risk to be significant

(d) Foreign exchange risk
The group transacts in both Euros and US dollars Foreign exchange risk is managed by entering into forward exchange rate contracts in US dollars and Euros when appropriate, and matching income and expenditure in currencies wherever possible

Land and buildings

On 7th February 2012 the land and buildings owned by the company were valued by Lambert Smith Hampton at higher than the net book value of properties at the current balance sheet date which was £1,855,995 The directors have decided not to revalue the properties and to continue with historical cost accounting

Going concern

Directors' Report
For the year ended 31 December 2012

The directors have prepared cash flow forecasts for the next 12 months which show the company will be profitable and have sufficient resources available On this basis the accounts have been prepared on the going concern basis

Provision of information to auditor

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

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

Auditor

The auditor, Grant Thornton UK LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006

This report was approved by the board on 11TH MARCH 2013 and signed on its behalf

J Marion
Director

Grant Thornton

Independent Auditor's Report to the Members of Lindal Holdings Limited

We have audited the financial statements of Lindal Holdings Limited for the year ended 31 December 2012, which comprise the consolidated profit and loss account, the consolidated and company balance sheets, the consolidated cash flow statement, reconciliation of net cash flow to movement in net debt and the related notes 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 auditor

As explained more fully in the Directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland) Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the Auditing Practices Board's website at www frc org uk/apb/scope/private cfm

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31 December 2012 and of the group's profit for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements

GrantThornton

Independent Auditor's Report to the Members of Lindal Valve Company Limited

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us, or
- the financial statements are not in agreement with the accounting records and returns, or
- certain disclosures of directors' remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit

Grant Thornton UK LLP

Philip Crooks (Senior statutory auditor)
for and on behalf of
Grant Thornton UK LLP
Chartered Accountants
Statutory Auditor
Milton Keynes
Date

18 MARCH 2017

Consolidated Profit and Loss Account

For the year ended 31 December 2012

	Note	2012 £	2011 £
Turnover	1,2	**30,547,645**	30,168,990
Raw materials and consumables		**(21,500,031)**	(21,699,300)
Other external charges		**(2,566,302)**	(1,993,052)
Staff costs	4	**(2,816,579)**	(2,718,289)
Depreciation and amortisation		**(857,200)**	(727,200)
Operating profit	3	**2,807,533**	3,031,149
Interest receivable and similar income	6	**218,377**	236,986
Interest payable and similar charges	7	**(282,534)**	(320,076)
Profit on ordinary activities before taxation		**2,743,376**	2,948,059
Tax on profit on ordinary activities	8	**(660,072)**	(783,665)
Profit for the financial year		**2,083,304**	2,164,394

All amounts relate to continuing operations

There were no recognised gains and losses for 2012 or 2011 other than those included in the Profit and loss account

The notes on pages 10 to 27 form part of these financial statements

Consolidated Balance Sheet
As at 31 December 2012

	Note	£	2012 £	£	2011 £
Fixed assets					
Intangible assets	9		-		-
Tangible assets	10		**6,468,695**		6,330,090
Investments	11		**3,397,244**		3,397,244
			9,865,939		9,727,334
Current assets					
Stocks	12	**1,792,478**		1,447,207	
Debtors	13	**11,834,986**		11,987,017	
Cash at bank and in hand		**769,826**		462,836	
		14,397,290		13,897,060	
Creditors: amounts falling due within one year	14	**(8,620,156)**		(10,223,503)	
Net current assets			**5,777,134**		3,673,557
Total assets less current liabilities			**15,643,073**		13,400,891
Creditors amounts falling due after more than one year	15		**(3,707,535)**		(3,526,122)
Provisions for liabilities					
Deferred tax	17		**(323,874)**		(346,409)
Net assets			**11,611,664**		9,528,360
Capital and reserves					
Called up share capital	19		**1,050,000**		1,050,000
Other reserves	20		**1,100,000**		1,100,000
Profit and loss account	20		**9,461,664**		7,378,360
Shareholders' funds	21		**11,611,664**		9,528,360

The financial statements were approved and authorised for issue by the board and were signed on its behalf on
11TH MARCH 2013.

J Marion
Director

The notes on pages 10 to 27 form part of these financial statements

Company Balance Sheet
As at 31 December 2012

	Note	£	2012 £	£	2011 £
Fixed assets					
Investments	11		**3,327,397**		3,327,397
Current assets					
Debtors	13	**2,922,244**		2,969,972	
Cash at bank		**28,834**		15,659	
		2,951,078		2,985,631	
Creditors: amounts falling due within one year	14	**(1,401,823)**		(1,787,874)	
Net current assets			**1,549,255**		1,197,757
Total assets less current liabilities			**4,876,652**		4,525,154
Creditors: amounts falling due after more than one year	15		**(1,847,324)**		(1,508,040)
Net assets			**3,029,328**		3,017,114
Capital and Reserves					
Called up share capital	19		**1,050,000**		1,050,000
Profit and loss account	20		**1,979,328**		1,967,114
Shareholders' funds	21		**3,029,328**		3,017,114

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 11TH MARCH 2013

J Marion
Director

The notes on pages 10 to 28 form part of these financial statements

Consolidated Cash Flow Statement

For the year ended 31 December 2012

	Note	2012 £	2011 £
Net cash flow from operating activities	22	**5,275,437**	2,355,772
Returns on investments and servicing of finance	23	**(64,157)**	(83,090)
Taxation		**(632,571)**	(956,084)
Capital expenditure and financial investment	23	**(995,805)**	(1,437,200)
Cash inflow/(outflow) before financing		**3,582,904**	(120,602)
Financing	23	**(1,254,046)**	(2,108,783)
Increase/(Decrease) in cash in the year		**2,328,858**	(2,229,385)

Reconciliation of Net Cash Flow to Movement in Net Debt

For the year ended 31 December 2012

	2012 £	2011 £
Increase/(Decrease) in cash in the year	**2,328,858**	(2,229,385)
Cash outflow from decrease in debt and lease financing	**1,254,046**	2,108,783
Movement in net debt in the year	**3,582,904**	(120,602)
Net debt at 1 January 2012	**(5,291,719)**	(5,171,117)
Net debt at 31 December 2012	**(1,708,815)**	(5,291,719)

The notes on pages 10 to 27 form part of these financial statements

Notes to the Financial Statements
For the year ended 31 December 2012

1. Accounting Policies

1 1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards

1.2 Going concern
The directors have prepared cash flow forecasts for the next 12 months which show the company will be profitable and have sufficient resources available On this basis the accounts have been prepared on the going concern basis

1.3 Basis of consolidation

The financial statements consolidate the accounts of Lindal Holdings Limited and all of its subsidiary undertakings ('subsidiaries'), as defined by FRS9

Investments are considered as associates where the group has a participating interest and has significant influence over the entity

1.4 Turnover

Turnover comprises revenue recognised by the company in respect of goods and services supplied during the year, exclusive of Value Added Tax and trade discounts

Sales of goods are recognised on despatch and sales of services upon performance of the service

1.5 Intangible fixed assets and amortisation

Intangible assets are recognised at cost

Amortisation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows

Licences	-	5%

1.6 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual value, over their expected useful lives on the following bases

Freehold property	-	2% - 10%
Plant & machinery	-	10% - 50%
Motor vehicles	-	20%
Fixtures & fittings	-	10% - 50%

Notes to the Financial Statements

For the year ended 31 December 2012

1. Accounting Policies (continued)

1.7 Investments

(i) Subsidiary undertakings
Investments in subsidiaries are valued at cost less provision for impairment

(ii) Other investments
Investments held as fixed assets are shown at cost less provision for impairment

1.8 Leasing and hire purchase

Assets held under finance leases, which are leases where substantially all the risks and rewards of ownership of the asset have passed to the company, and hire purchase contracts, are capitalised in the balance sheet and are depreciated over their useful lives The capital elements of future obligations under the leases and hire purchase contracts are included as liabilities in the balance sheet

The interest elements of the rental obligations are charged in the profit and loss account over the periods of the leases and hire purchase contracts and represent a constant proportion of the balance of capital repayments outstanding

Rentals payable under operating leases are charged in the profit and loss account on a straight line basis over the lease term

1 9 Stocks and work in progress

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items Work in progress is valued on the basis of direct costs plus attributable overheads based on normal level of activity Provision is made for any foreseeable losses where appropriate No element of profit is included in the valuation of work in progress

1.10 Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more, tax

Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date

Notes to the Financial Statements
For the year ended 31 December 2012

1. Accounting Policies (continued)

1.11 Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at rates of exchange ruling at the balance sheet date

Transactions in foreign currencies are translated into sterling at the rate ruling on the date of the transaction

Exchange gains and losses are recognised in the Consolidated profit and loss account

1.12 Pensions

The company operates a defined contribution pension scheme and the pension charge represents the amounts payable by the company to the fund in respect of the year

1.13 Goodwill

Goodwill arising on consolidation, representing the excess of the fair value of the consideration given over the fair values of the identifiable net assets acquired, is capitalised and is amortised on a straight line basis over its estimated useful life Negative goodwill is written back to the profit and loss account over a period matching that of the related assets

As a matter of accounting policy, negative goodwill arising on consolidation first accounted for in accounting periods ending before 23 December 1998, the implementation date of Financial Reporting Standard 10, was credited to profit and loss account on acquisition

1.14 Financial instruments

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all of its financial liabilities

Where the contractual obligations of the financial instruments (including share capital) are equivalent to a similar debt instrument, those financial instruments are classed as financial liabilities Financial liabilities are presented as such in the balance sheet Finance costs and gains or losses relating to financial liabilities are included in the profit and loss account Finance costs are calculated so as to produce a constant rate of return on the outstanding liability

Where the contractual terms of share capital do not have any terms meeting the definition of a financial liability then this is classed as an equity instrument Dividends and distributions relating to equity instruments are debited direct to equity

Notes to the Financial Statements
For the year ended 31 December 2012

2. Turnover

An analysis of turnover by class of business is as follows

	2012	2011
	£	£
United Kingdom	**22,264,178**	19,976,788
Europe	**3,083,259**	3,902,359
Rest of the World	**5,200,208**	6,289,843
	30,547,645	30,168,990

All turnover arose within the United Kingdom

3. Operating profit

The operating profit is stated after charging

	2012	2011
	£	£
Amortisation - intangible fixed assets	**-**	31,456
Depreciation of tangible fixed assets		
- owned by the group	**365,913**	360,113
- held under finance leases	**491,287**	335,887
Auditor's remuneration	**28,980**	35,000
Auditor's remuneration - non-audit	**4,980**	8,000
Operating lease rentals		
- plant and machinery	**46,483**	43,000
- other operating leases	**18,563**	-
Difference on foreign exchange	**158,981**	109,317

Notes to the Financial Statements

For the year ended 31 December 2012

4. Staff costs

Staff costs, including directors' remuneration, were as follows

	2012 £	2011 £
Wages and salaries	**2,485,841**	2,403,017
Social security costs	**251,921**	245,792
Other pension costs	**78,817**	69,480
	2,816,579	2,718,289

The average monthly number of employees, including the directors, during the year was as follows

	2012 No.	2011 No
Production	**72**	70
Administration	**26**	26
	98	96

5. Director's remuneration

	2012 £	2011 £
Emoluments receivable	-	143,000
Pension contributions to money purchase pension schemes	-	11,000
Total	-	154,000

During the year retirement benefits were accruing to no directors (2011 - 4) in respect of defined contribution pension schemes

6. Interest receivable

	2012 £	2011 £
Interest receivable from group companies	**218,372**	236,959
Other interest receivable	**5**	27
	218,377	236,986

Notes to the Financial Statements

For the year ended 31 December 2012

7. Interest payable

	2012	2011
	£	£
On bank loans and overdrafts	**77,009**	129,942
On other loans	**-**	687
On finance leases and hire purchase contracts	**42,124**	31,479
On loans from group undertakings	**163,401**	157,968
	282,534	320,076

8. Taxation

	2012	2011
	£	£
Analysis of tax charge in the year		
Current tax (see note below)		
UK corporation tax charge on profit for the year	**685,613**	721,272
Adjustments in respect of prior periods	**(3,006)**	(4,562)
Total current tax	**682,607**	716,710
Deferred tax		
Origination and reversal of timing differences	**4,053**	83,829
Effect of decreased tax rate on opening liability	**(27,811)**	(21,007)
Adjustment in respect of prior periods	**1,223**	4,133
Total deferred tax (see note 17)	**(22,535)**	66,955
Tax on profit on ordinary activities	**660,072**	783,665

Notes to the Financial Statements
For the year ended 31 December 2012

8. Taxation (continued)

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2011 - lower than) the standard rate of corporation tax in the UK of 24 50% (2011 - 26 49%) The differences are explained below

	2012	2011
	£	£
Profit on ordinary activities before tax	**2,743,376**	2,948,059
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 24 50% (2011 - 26 49%)	**672,127**	780,941
Effects of:		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	**20,870**	36,221
Capital allowances for year in excess of depreciation	**(7,331)**	(88,649)
Utilisation of tax losses	**(2,993)**	(6,775)
Adjustments to tax charge in respect of prior periods	**(3,006)**	(4,562)
Other timing differences leading to an increase (decrease) in taxation	**2,940**	(466)
Current tax charge for the year (see note above)	**682,607**	716,710

9. Intangible fixed assets

	Licences
Group	£
Cost	
At 1 January 2012 and 31 December 2012	**381,456**
Amortisation	
At 1 January 2012 and 31 December 2012	**381,456**
Net book value	
At 31 December 2012	-
At 31 December 2011	-

Notes to the Financial Statements
For the year ended 31 December 2012

10. Tangible fixed assets

Group	Freehold property £	Plant & machinery £	Motor vehicles £	Fixtures & fittings £	Total £
Cost					
At 1 January 2012	**2,606,208**	**6,489,424**	**28,856**	**1,040,410**	**10,164,898**
Additions	-	**963,779**	-	**109,502**	**1,073,281**
Disposals	-	**(116,347)**	-	-	**(116,347)**
At 31 December 2012	**2,606,208**	**7,336,856**	**28,856**	**1,149,912**	**11,121,832**
Depreciation					
At 1 January 2012	**690,465**	**2,414,918**	**22,623**	**706,802**	**3,834,808**
Charge for the year	**59,748**	**720,372**	**1,700**	**75,380**	**857,200**
On disposals	-	**(38,871)**	-	-	**(38,871)**
At 31 December 2012	**750,213**	**3,096,419**	**24,323**	**782,182**	**4,653,137**
Net book value					
At 31 December 2012	**1,855,995**	**4,240,437**	**4,533**	**367,730**	**6,468,695**
At 31 December 2011	1,915,743	4,074,506	6,233	333,608	6,330,090

The net book value of assets held under finance leases or hire purchase contracts, included above, are as follows

Group	2012 £	2011 £
Plant and machinery	**1,592,011**	2,405,142

The depreciation charged in the year on plant and machinery held under finance leases was £419,287 (2011 £335,887)

At the year end there are assets under the course of construction amounting to £836,470 (2011 £1,062,978)

Notes to the Financial Statements
For the year ended 31 December 2012

11. Fixed asset investments

Group	Unlisted investments £
Cost or valuation	
At 1 January 2012 and 31 December 2012	**3,397,244**
Net book value	
At 31 December 2012	**3,397,244**
At 31 December 2011	3,397,244

Company	Investments in subsidiary companies £	Unlisted investments £	Total £
Cost or valuation			
At 1 January 2012 and 31 December 2012	**49,998**	**3,277,399**	**3,327,397**
Net book value			
At 31 December 2012	**49,998**	**3,277,399**	**3,327,397**
At 31 December 2011	49,998	3,277,399	3,327,397

Notes to the Financial Statements

For the year ended 31 December 2012

11. Fixed asset investments (continued)

	Country of incorporation	Proportion held	Share capital and reserves	Profit / (loss) for the year
			£	£
Lindal Valve Company Limited	United Kingdom	100%	8,729,540	2,075,293
Aerosol Technique Lindal (UK) Limited	United Kingdom	100%	-	-
Lindal de Mexico	Mexico	2%	785,929	263,502
Lindal France	France	34%	11,907,529	16,367
VARI SpA	Italy	1%	4,977,905	223,742
Lindal do Brasil Ltda*	Brazil	28%	92,471	182,488

*Investment held by Lindal Valve Company Limited

Lindal France has not been included in these accounts as an associate on the basis that Lindal Holdings Limited does not have a long term participating interest in Lindal France as defined in Companies law and relevent accounting standards

Lindal do Brasil has not been included in these accounts as an associate on the basis that Lindal Holdings Limited does not have any significant influence over its operating and financial policies

12. Stocks

	Group		Company	
	2012	2011	**2012**	2011
	£	£	**£**	£
Raw materials	**873,709**	835,930	-	-
Work in progress	**162,104**	220,800	-	-
Finished goods and goods for resale	**756,665**	390,477	-	-
	1,792,478	1,447,207	-	-

13. Debtors

	Group		Company	
	2012	2011	**2012**	2011
	£	£	**£**	£
Trade debtors	**7,832,078**	6,978,719	-	-
Amounts owed by group undertakings	**3,839,145**	4,790,759	**2,922,244**	2,969,972
Other debtors	**89,849**	78,123	-	-
Prepayments and accrued income	**73,914**	139,416	-	-
	11,834,986	11,987,017	**2,922,244**	2,969,972

Notes to the Financial Statements
For the year ended 31 December 2012

14. Creditors:
Amounts falling due within one year

	Group		Company	
	2012	2011	**2012**	2011
	£	£	**£**	£
Bank loans and overdrafts	**297,977**	2,231,245	-	-
Other loans	-	1,164,542	-	1,164,542
Net obligations under finance leases and hire purchase contracts	**320,453**	340,686	-	-
Trade creditors	**4,045,009**	3,313,142	-	-
Amounts owed to group undertakings	**3,040,263**	2,039,453	**1,401,822**	517,261
Corporation tax	**411,450**	361,414	-	-
Social security and other taxes	**482,475**	647,377	-	-
Other creditors	**1**	87,667	**1**	87,667
Accruals and deferred income	**22,528**	37,977	-	18,404
	8,620,156	10,223,503	**1,401,823**	1,787,874

The overdrafts are secured by a fixed and floating charge over all the assets of the UK group

The bank loans are secured against freehold land and buildings

The other loans were with third parties as part of the treasury function and are unsecured loans with interest rates of between 4% - 6%

15. Creditors:
Amounts falling due after more than one year

	Group		Company	
	2012	2011	**2012**	2011
	£	£	**£**	£
Bank loans	**1,272,217**	1,133,288	-	-
Net obligations under finance leases and hire purchase contracts	**587,994**	884,794	-	-
Amounts owed to group undertakings	**1,847,324**	1,508,040	**1,847,324**	1,508,040
	3,707,535	3,526,122	**1,847,324**	1,508,040

Notes to the Financial Statements

For the year ended 31 December 2012

15. Creditors:
Amounts falling due after more than one year (continued)

Creditors include amounts not wholly repayable within 5 years as follows

	Group		Company	
	2012	2011	**2012**	2011
	£	£	**£**	£
Repayable by instalments	**102,458**	295,779	-	-

There are three bank loans One is payable over 15 years by monthly repayments of £13,489 Interest on the loan is charged at 1 25% per annum over base rate The second loan is payable over 10 years by monthly repayments of £3,958 exclusive of interest Interest on this loan is charged at 2 25% over base rate Both bank loans are secured by a charge on the assets of the company The third loan is payable over 5 years by monthly repayments of £7,383 exclusive of interest Interest on this loan is charged at 2 7% over base rate All bank loans are secured by a charge on the assets of the company

Obligations under finance leases and hire purchase contracts, included above, are payable as follows

	Group		Company	
	2012	2011	**2012**	2011
	£	£	**£**	£
Between one and five years	**587,994**	884,794	-	-

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For the year ended 31 December 2012

16. Borrowings

Borrowings include the following amounts which are due for repayment as follows

	Group		Company	
	2012	2011	**2012**	2011
	£	£	**£**	£
Amounts repayable in one year or less or on demand				
Bank overdraft	**-**	2,021,868	**-**	-
Bank loans and overdraft	**297,977**	209,377	**-**	-
Finance lease and lease purchase	**320,453**	340,687	**-**	-
Other loan	**-**	1,164,542	**-**	1,164,542
In more than one year but not more than two years				
Bank loan	**297,977**	209,377	**-**	-
Finance lease and lease purchase	**280,964**	320,453	**-**	-
Other loans	**-**	-	**-**	-
In more than two years but not more than five years				
Bank loan	**871,782**	628,132	**-**	-
Finance lease and lease purchase	**307,030**	564,341	**-**	-
In greater than five years				
Bank loan	**102,458**	295,779	**-**	-
Total	**2,478,641**	5,754,556	**-**	1,164,542

17. Deferred taxation

	Group		Company	
	2012	2011	**2012**	2011
	£	£	**£**	£
At beginning of year	**346,409**	279,000	**-**	-
(Released during)/charge for the year	**(22,535)**	67,409	**-**	-
At end of year	**323,874**	346,409	**-**	-

Notes to the Financial Statements

For the year ended 31 December 2012

17. Deferred taxation (continued)

The provision for deferred taxation is made up as follows

	Group		Company	
	2012	2011	**2012**	2011
	£	£	**£**	£
Accelerated capital allowances	**328,504**	348,366	-	-
Other timing differences	**(4,630)**	(1,957)	-	-
	323,874	346,409	-	-

18. Related party transactions

The company has applied the FRS8 exemption for wholly owned entities included within consolidated accounts that are publically available in relation to transactions with Lindal Valve Company Limited and Aerosol Technique Lindal (UK) Limited

Related party transactions not covered by the above exemptions for the entities consolidated in this set of financial statements are as follows

2011

	Year end balances Dr/(Cr) £	Sales to £	Purchases from £
Other companies within the same wider group	**1,091,000**	**2,513,549**	**9,251,222**

Within the year end debtor is a net of £4,274,000 being loans repayable by companies under common control The sales and purchases relate to trading with the wider group through the groups principal activity of manufacture, assembly and distribution of aerosol valves and the sale of machinery for use in aerosol valve assembly

Notes to the Financial Statements
For the year ended 31 December 2012

2012

	Year end balances Dr/(Cr) £	Sales to £	Purchases from £
Other companies within the same wider group	**(1,042,660)**	**2,365,477**	**7,949,809**

Within the year end debtor is a net of £2 922,244 being loans repayable by companies under common control The sales and purchases relate to trading with the wider group through the groups principal activity of manufacture, assembly and distribution of aerosol valves and the sales of machinery for use in aerosal valve assembly

The entities in this set of financial statements also provided for balances due from Other companies subject to common control or influence of £42,294 (2011 £nil), purchased fixed assets at book value for consideration of £724,641 (2011 £310,786) and sold fixed assets at with a book value of £69,543 (2011 £nil) for consideration of £72,698 (2011 £nil) from those entities

19. Share capital

	2012 £	2011 £
Authorised		
2,000,000 Ordinary shares of £1 each	**2,000,000**	2,000,000
Allotted, called up and fully paid		
1,050,000 Ordinary shares of £1 each	**1,050,000**	1,050,000

20. Reserves

Group	Other reserves £	Profit and loss account £
At 1 January 2012	**1,100,000**	**7,378,360**
Profit for the year	**-**	**2,083,304**
At 31 December 2012	**1,100,000**	**9,461,664**

Company	Profit and loss account £
At 1 January 2012	**1,967,114**
Profit for the year	**12,214**
At 31 December 2012	**1,979,328**

Cumulative negative goodwill credited to profit and loss reserves is £949,000 (2011 £949,000)

Notes to the Financial Statements

For the year ended 31 December 2012

21. Reconciliation of movement in shareholders' funds

	2012	2011
Group	**£**	£
Opening shareholders' funds	**9,528,360**	7,363,966
Profit for the year	**2,083,304**	2,164,394
Closing shareholders' funds	**11,611,664**	9,528,360

	2012	2011
Company	**£**	£
Opening shareholders' funds	**3,017,114**	2,991,543
Profit for the year	**12,214**	25,571
Closing shareholders' funds	**3,029,328**	3,017,114

The company has taken advantage of the exemption contained within section 408 of the Companies Act 2006 not to present its own Profit and loss account

22. Net cash flow from operating activities

	2012	2011
	£	£
Operating profit	**2,807,533**	3,031,149
Amortisation of intangible fixed assets	**-**	32,456
Depreciation of tangible fixed assets	**857,200**	697,498
Profit on disposal of tangible fixed assets	**-**	(800)
(Increase)/decrease in stocks	**(345,272)**	224,741
Decrease/(increase) in debtors	**152,031**	(1,358,701)
Increase/(decrease) in creditors	**1,803,945**	(270,571)
Net cash inflow from operating activities	**5,275,437**	2,355,772

23. Analysis of cash flows for headings netted in cash flow statement

	2012	2011
	£	£
Returns on investments and servicing of finance		
Interest received	**218,377**	236,986
Interest paid	**(240,410)**	(288,597)
Hire purchase interest	**(42,124)**	(31,479)
Net cash outflow from returns on investments and servicing of finance	**(64,157)**	(83,090)

Notes to the Financial Statements

For the year ended 31 December 2012

23. Analysis of cash flows for headings netted in cash flow statement (continued)

	2012 £	2011 £
Capital expenditure and financial investment		
Purchase of tangible fixed assets	**(1,073,281)**	(1,438,000)
Sale of tangible fixed assets	**77,476**	800
Net cash outflow from capital expenditure	**(995,805)**	(1,437,200)

	2012 £	2011 £
Financing		
Receipt of bank loans	**443,000**	-
Repayment of loans	**(215,471)**	(191,526)
Receipt of other loans	-	779,154
Repayment of other loans	**(1,164,542)**	(2,827,411)
New finance leases	-	663,127
Capital element repaid on finance lease rentals	**(317,033)**	(532,127)
Net cash outflow from financing	**(1,254,046)**	(2,108,783)

24. Analysis of changes in net debt

	1 January 2012 £	Cash flow £	Other non-cash changes £	31 December 2012 £
Cash at bank and in hand	462,836	306,990	-	769,826
Bank overdraft	(2,021,868)	2,021,868	-	-
	(1,559,032)	2,328,858	-	769,826
Debt				
Finance leases	(1,225,480)	317,033	-	(908,447)
Debts due within one year	(1,373,919)	937,013	138,929	(297,977)
Debts falling due after more than one year	(1,133,288)	-	(138,929)	(1,272,217)
Net debt	(5,291,719)	3,582,904	-	(1,708,815)

Notes to the Financial Statements
For the year ended 31 December 2012

25. Contingent liabilities

During the year the group has entered into a joint guarantee with its sister company Lindal Dispenser Gmbh for a total of €5,206,120 for an acquisition made in the year by the Group Lindal Valve has joint and several liability in relation to this guarantee

26. Capital commitments

At 31 December 2012 the group and company had capital commitments as follows

	Group		Company	
	2012	2011	**2012**	2011
	£	£	**£**	£
Contracted for but not provided in these financial statements	**69,000**	141,000	**-**	141,000

27. Pension contributions

Defined Contribution Scheme

The company operates a defined contribution pension scheme for the benefit of the employees The assets of the scheme are administered by trustees in a fund independent from those of the company

28. Operating lease commitments

At 31 December 2012 the Group had annual commitments under non-cancellable operating leases as follows

	Land and buildings			Other
	2012	2011	**2012**	2011
Group	**£**	£	**£**	£
Expiry date:				
Within 1 year	**-**	-	**3,258**	13,168
Between 2 and 5 years	**55,750**	-	**35,715**	20,655

29. Controlling related party

The parent undertaking of this company by virtue of its shareholding in this company is Lodans Holdings Limited, a company incorporated in Switzerland Since the legal reorganization and restructuring of Lindal Group, the ultimate parent undertaking of this company is the Familie H P Lilienthal GmbH, based in Hamburg, Germany The beneficial owner of this holding company is Mr Hans Peter Lilienthal, Hamburg, Germany

The company Familie H P Lilienthal GmbH will complete consolidated financial statements as of 31/12/2012 and is the largest group of undertakings for which consolidated accounts are being completed