

**COMPANY NUMBER:**  
**7280583**

**BRAINNET SUPPLY MANAGEMENT CONSULTANTS UK LTD**

**DIRECTORS' REPORT AND FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 30 JUNE 2012**

**LEONARD BROWN LIMITED**  
**CHARTERED ACCOUNTANT**  
**REGISTERED AUDITORS**  
**THORNBURY HOUSE**  
**16 WOODLANDS**  
**GERRARDS CROSS**  
**BUCKINGHAMSHIRE**  
**SL9 8DD**

MONDAY



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COMPANIES HOUSE

**BRAINNET SUPPLY MANAGEMENT CONSULTANTS UK LTD**

**COMPANY INFORMATION**

**Company Number:** 7280583

**Directors:** K Baenziger (Resigned 12 January 2012)  
F Henzler (Resigned 2 July 2012)  
M Hoegel  
C Wolleb (Appointed 11 January 2012)  
T Schiefer (Appointed 2 July 2012)

**Registered Office:** 16 Woodlands  
Gerrards Cross  
Buckinghamshire  
SL9 8DD

**Statutory Auditors:** Leonard Brown Limited  
Chartered Accountant  
Registered Auditors  
Thornbury House  
16 Woodlands  
Gerrards Cross  
Buckinghamshire  
SL9 8DD

**Bankers:** National Westminster Bank plc  
1 Penn Road  
Beaconsfield  
Buckinghamshire  
HP9 2PU

**BRAINNET SUPPLY MANAGEMENT CONSULTANTS UK LTD**

**REPORTS AND FINANCIAL STATEMENTS**

**FOR THE PERIOD ENDED 30 JUNE 2012**

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**BRAINNET SUPPLY MANAGEMENT CONSULTANTS UK LTD**

**DIRECTORS' REPORT**

**FOR THE YEAR ENDED 30 JUNE 2012**

The directors present their report and the financial statements for the year ended 30 June 2012

**Principal activities**

The principal activity of the company was that of management consultancy specialising in supply chain management

**Directors**

The directors who served during the period were as follows

K Baenziger (Resigned 12 January 2012)

F Henzler (Resigned 2 July 2012)

M Hoegel

C Wolleb (Appointed 11 January 2012)

T Schiefer (Appointed 2 July 2012)

**Small company provisions**

The report has been prepared in accordance with the small companies regime of the Companies Act 2006

**Post Balance Sheet Event**

The parent company was taken over by KPMG AG Wirtschaftspruefungsgesellschaft on 27 July 2012

**Responsibilities of the directors**

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial period. 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 law). The financial statements are required by law to 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 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 proper accounting records that 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.

**BRAINNET SUPPLY MANAGEMENT CONSULTANTS UK LTD**

**DIRECTORS' REPORT** (Continued)

**FOR THE YEAR ENDED 30 JUNE 2012**

In the case of each of the persons who are directors at the time when the directors report is approved

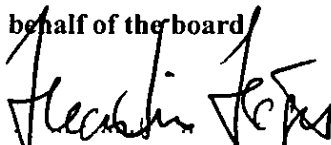
So far as the director is aware, there is no relevant audit information (information needed by the company's auditors in connection with preparing their report) of which the company's auditors are unaware, and

each director has taken all the steps that he/she ought to have taken as a director in order to make himself aware of any relevant audit information

**Auditors**

The auditors, Leonard Brown Limited, will be proposed for re-appointment at the annual general meeting

On behalf of the board



M HOEGEL - DIRECTOR

**20 December 2012**

## **INDEPENDENT AUDITOR'S REPORT**

### **TO THE MEMBERS OF BRAINNET SUPPLY MANAGEMENT CONSULTANTS UK LTD**

We have audited the financial statements of BRAINNET SUPPLY MANAGEMENT CONSULTANTS UK LTD for the year ended 30 June 2012 on pages 6 to 9 The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (Effective April 2008)

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 Directors' Responsibilities Statement [set out in the Directors' Report], 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 apparent material misstatements or inconsistencies we consider the implications of our report

#### **Basis for qualified opinion on financial statements**

We are unable to determine the completeness of income because the company has a dispute with a client and is unable to obtain relevant information to invoice for the work done

Included in the debtors shown on the balance sheet is an amount of £400,316 (after a provision of £400,316) due to the above mentioned client As a result of the dispute, in our opinion, the company may not receive the full payment Accordingly, debtors may be overstated

#### **Qualified opinion on financial statements**

In our opinion, except for the effects of the matter described in the Basis for Qualified Opinion paragraph, the financial statements

- give a true and fair view of the state of the company's affairs as at 30 June 2012 and of its profits for the year ended
- have been properly prepared in accordance with the United Kingdom Generally accepted Accounting Practice
- 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

## **INDEPENDENT AUDITOR'S REPORT**

### **TO THE MEMBERS OF BRAINNET SUPPLY MANAGEMENT CONSULTANTS UK LTD**

(Continued)

#### **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 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
- The directors were entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies exemption in preparing the directors' report



Leonard Brown (Senior Statutory Auditor)  
For and on behalf of Leonard Brown Limited  
Chartered Accountants and Statutory Auditors  
Thornbury House  
16 Woodlands  
Gerrards Cross  
Buckinghamshire  
SL9 8DD

Dated 20 December 2012

**BRAINNET SUPPLY MANAGEMENT CONSULTANTS UK LTD**

**PROFIT AND LOSS ACCOUNT**

**FOR THE YEAR ENDED 30 JUNE 2012**

	<b>Note</b>	<b>2012 £</b>	<b>2011 £</b>
<b>Turnover</b>	2	1,040,134	638,391
<b>Cost of sales</b>		(582,638)	(380,683)
<b>Gross profit</b>		457,496	257,708
<b>Administrative expenses</b>		(492,793)	(142,325)
<b>Operating (loss)/profit</b>	4	(35,297)	115,383
<b>Interest payable</b>	5	(196)	(815)
<b>(loss)/Profit on ordinary activities before taxation</b>		(35,493)	114,568
<b>Tax on loss on ordinary activities</b>	6	59,784	(23,885)
<b>(Loss)/Profit for the period</b>		£ (95,277)	£ 90,683

The annexed notes form part of these financial statements



**COMPANY NUMBER:7280583**

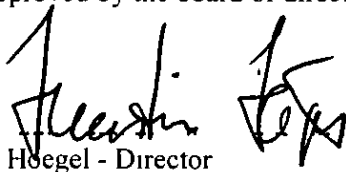
**BRAINNET SUPPLY MANAGEMENT CONSULTANTS UK LTD**

**BALANCE SHEET**

**AT 30 JUNE 2012**

	Note	£	2012 £	£	2011 £
<b>Current assets</b>					
Debtors	7	446,316		394,044	
Cash at bank and in hand		127,397		86,308	
		<u>573,713</u>		<u>480,352</u>	
<b>Creditors</b>					
Amounts falling due within one year	8	(668,657)		(480,019)	
<b>Net current (liabilities)/assets</b>			( 94,944)		333
<b>Total assets less current liabilities</b>			<u>(94,944)</u>		<u>333</u>
<b>Net (liabilities)/assets</b>			<u>£ (94,944)</u>		<u>£ 333</u>
<b>Capital and reserves</b>					
Called up share capital	9		100		100
Profit and loss account	10		(95,044)		233
<b>Shareholders' funds</b>			<u>£ (94,944)</u>		<u>£ 333</u>

Approved by the board of directors on 20 December 2012 and signed on its behalf

  
M Hoegel - Director

The annexed notes form part of these financial statements

**BRAINNET SUPPLY MANAGEMENT CONSULTANTS UK LTD**

**NOTES TO THE FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 30 JUNE 2012**

**1 Accounting policies**

The accounts have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (Effective April 2008)

**Cashflow statement**

The Company has taken advantage of the exemption in Financial Reporting Standard No 1 from the requirement to produce a cashflow statement on the grounds that it is a small company

**Turnover**

Turnover, which is stated net of value added tax, represents amounts invoiced to third parties, except in respect of long-term contracts where turnover represents the sales value of work done in the year, including estimates in respect of amounts not invoiced. Turnover in respect of long term contracts is calculated as that proportion of total contract value which costs incurred to date bear to total expected costs for that contract

**Foreign exchange**

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 ruling on the date of the transaction. Exchange differences are taken into account in arriving at the operating profit

**Pension costs**

The company operates a defined contribution pension scheme. Contributions are charged to the Profit & Loss account as they become payable

**2 Turnover**

99% of all turnover arises in the UK

**3 Directors' emoluments**

	<b>2012</b>	<b>2011</b>
	<b>£</b>	<b>£</b>
Directors' emoluments	120,050	56,319
	<u>          </u>	<u>          </u>

**BRAINNET SUPPLY MANAGEMENT CONSULTANTS UK LTD**

**NOTES TO THE FINANCIAL STATEMENTS** (Continued)

**FOR THE YEAR ENDED 30 JUNE 2012**

4	<b>Operating loss</b>	<b>2012</b>	<b>2011</b>
		<b>£</b>	<b>£</b>
	This is stated after charging		
	Auditors remuneration	5,000	5,000
		<u>          </u>	<u>          </u>
5	<b>Interest payable</b>	<b>2012</b>	<b>2011</b>
		<b>£</b>	<b>£</b>
	Interest payable - other	196	815
		<u>      </u>	<u>      </u>
6	<b>Taxation on profit on ordinary activities</b>	<b>2012</b>	<b>2011</b>
		<b>£</b>	<b>£</b>
	Analysis of charge in period		
	<b>Current Tax:</b>		
	UK corporation tax on profits of the period	59,784	23,885
		<u>          </u>	<u>          </u>
	Tax on profit on ordinary activities	59,784	23,885
		<u>          </u>	<u>          </u>
7	<b>Debtors</b>	<b>2012</b>	<b>2011</b>
		<b>£</b>	<b>£</b>
	Due within one year		
	Trade debtors	436,316	370,272
	Deposits	10,000	-
	VAT receivable	-	23,772
		<u>          </u>	<u>          </u>
		£446,316	£394,044
		<u>          </u>	<u>          </u>

**BRAINNET SUPPLY MANAGEMENT CONSULTANTS UK LTD**

**NOTES TO THE FINANCIAL STATEMENTS** (Continued)

**FOR THE YEAR ENDED 30 JUNE 2012**

**8 Creditors - amounts falling due within one year**

	<b>2012</b>	<b>2011</b>
	<b>£</b>	<b>£</b>
Trade creditors	22,090	113,851
Amount due to parent company	412,462	241,321
Other creditors	3,631	7,712
Director's current account	-	27,135
Corporation tax	83,670	23,885
Other taxes and social security	103,662	11,220
Accruals and Deferred Income	43,142	54,895
	<u>£668,657</u>	<u>£480,019</u>

**9 Share capital**

	<b>£</b>	<b>£</b>
<b>Allotted, called up and fully paid</b>		
100 Ordinary shares of £1 each	100	100
	<u>      </u>	<u>      </u>

**10 Profit and loss account**

	<b>2012</b>
	<b>£</b>
Balance at 01 July 2011	233
Loss for the year	(95,277)
	<u>      </u>
Balance at 30 June 2012	<u>£(95,044)</u>

**11 Related party transactions**

- (a) The company provided services to fellow group companies amounting to £12,802
- (b) The parent company provided services to the company amounting to £56,808
- (c) The parent company provided a further loan to the company of £100,000
- (d) The company owed the parent company £414,462 at the year end (2011 £241,321)

**12 Controlling party**

In the opinion of the directors the ultimate controlling party at the year end was Brainnet Supply Management Group AG of Switzerland. This company was acquired by KPMG AG Wirtschaftsprüfungsgesellschaft of Germany on 27 July 2012.

**BRAINNET SUPPLY MANAGEMENT CONSULTANTS UK LTD**

**DETAILED TRADING AND PROFIT AND LOSS ACCOUNT**

**FOR THE YEAR ENDED 30 JUNE 2012**

	2012		2011	
	£	£	£	£
<b>Turnover</b>				
Sales		1,040,134		638,391
<b>Cost of sales</b>				
Project Costs	50,732		27,827	
Project Costs - BrainNet Group	9,646		-	
Directors Remuneration	60,025		27,652	
Direct Staff Costs	208,450		84,768	
Subcontractors	233,133		240,436	
Subcontractors BrainNet Group	20,652		-	
		582,638		380,683
<b>Gross profit</b>		457,496		257,708
<b>Overheads</b>				
Conference Expenses	-		33,848	
Directors Remuneration	60,025		28,667	
Employers National Insurance	7,767		3,436	
Directors Pension	-		9,649	
Marketing & Promotion	16,570		3,261	
Telephone	1,440		1,428	
Entertaining	817		539	
Travelling Expenses	4,071		1,507	
Accountancy fees	445		5,375	
Audit fees	5,000		5,000	
Legal fees	34,679		-	
General expenses	31		17	
Licence Fees - BrainNet Group	9,600		12,205	
Executive Search	-		21,500	
Management Charge - BrainNet Group	12,840		9,896	
Rent & Occupancy	5,161		5,997	
Provision for bad debts (net of VAT)	333,597		-	
Late filing penalty	750		-	
Interest to Parent Company	-		815	
Interest on Corporation Tax	196		-	
		492,989		143,140
<b>(Loss)/Profit on ordinary activities</b>		£ (35,493)		£ 114,568