# FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2015

\*A5FP28EY\*

A05 17/09/2016 #124

#### CONTENTS

	Page
Company information page	1
Independent auditor's report	2 - 3
Company profit and loss account	4
Company balance sheet	5
Consolidated profit and loss account	6
Consolidated balance sheet	7
Notes to the financial statements	8 - 19

#### **COMPANY INFORMATION**

**DIRECTORS** W E Boggs (retired 01/11/2015)

G E Clark N D Cohen R E Friend II N A Jeffers A E Steinman K Sturn

COMPANY SECRETARY G E Clark (UK Secretary)

K Sturn (US Secretary)

**REGISTERED NUMBER** FC 021049

REGISTERED OFFICE 10501 Rhode Island Avenue

Beltsville Maryland USA MD20705

ADMINISTRATION OFFICE

Harrier LLC York Laboratories Brunel Road Newton Abbot TQ12 4UH

INDEPENDENT AUDITOR

Nexia Smith & Williamson

Registered Auditor & Chartered Accountants

Portwall Place Portwall Lane Bristol BS1 6NA

#### INDEPENDENT AUDITOR'S REPORT TO THE DIRECTORS OF HARRIER LLC

We have audited the financial statements of Harrier LLC for the period ended 31 December 2015, which comprise the company profit and loss account, the company balance sheet, the consolidated profit and loss account, the consolidated balance sheet and the related notes which have been prepared in accordance with the accounting policies set out in note 1

This report is made solely to the company's directors in accordance with our engagement letter dated 24 December 2012. Our audit work has been undertaken so that we might state to the company's directors 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 directors for our audit work, for this report, or for the opinions we have formed

#### RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITOR

The directors are responsible for preparing 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 group and company financial statements in accordance with Section 404. Companies Act 2006 as applied by the Overseas Companies Regulations 2009 ("Overseas companies group accounts") applying the recognition and measurement principles of United Kingdom Generally Accepted Accounting Principles (UK GAAP). 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 group and company and of the profit or loss of the group and company for that period

In preparing these financial statements, the directors are required to

- Select suitable accounting policies and 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 Overseas Companies Regulations. 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.

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 Financial Reporting Council's (FRC'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 FRC's website at www frc org uk/auditscopeukprivate

#### INDEPENDENT AUDITOR'S REPORT TO THE DIRECTORS OF HARRIER LLC

#### **OPINION ON THE FINANCIAL STATEMENTS**

In our opinion the financial statements have been properly prepared in accordance with the accounting policies set out in note 1

Nexia Smith & Williamson

195/16

Registered Auditor Chartered Accountants

Portwall Place Portwall Lane Bristol BS1 6NA

Date

#### COMPANY PROFIT AND LOSS ACCOUNT FOR THE PERIOD ENDED 31 DECEMBER 2015

	Note	Period ended 31 December 2015 £	Period ended 27 December 2014 £
Turnover	2	19,951,536	21,606,816
Cost of Sales		(15,341,515)	(16,342,409)
Gross profit		4,610,021	5,264,407
Sales and distribution costs		(1,920,592)	(901,884)
Administrative expenses		(2,931,414)	(3,920,406)
(Loss)/profit from operations before other operating income		(241,985)	442,117
Other operating income		374,530	285,773
Interest receivable		90,011	110,138
Interest payable	7	(43,646)	(69,691)
Profit before tax		178,910	768,337
Taxation	8	(15,513)	(174,485)
Profit for the year attributable to the owners		163,397	593,852

All amounts relate to continuing activities

There are no recognised gains and losses in the year other than those included above

#### **COMPANY BALANCE SHEET** FOR THE PERIOD ENDED 31 DECEMBER 2015

Company number FC 021049			31 December 2015	27 December 2014
	Note		£	£
Fixed assets				
Intangible assets Tangible assets Investment in subsidiary	10 11 12		3,658 2,419,090 360,834	3,658 2,815,477 360,834
·			2,783,582	3,179,969
Current assets				
Stocks Debtors Cash at bank and in hand	13 14	1,715,441 7,615,237 4,241,644		1,291,261 10,404,420 2,017,520
			13,572,322	13,713,201
otal assets			16,355,904	16,893,170
Current liabilities				
reditors amounts falling due in less than one year	15		(8,401,630)	(8,169,588
ong-term liabilities				
reditors amounts falling due in more than one year	16			(935,798
NET ASSETS			7,954,274	7,787,784
Share capital				
nitial members' capital Profit and loss account	17 18		636,670 7,317,604	636,670 7,151,114
FOTAL EQUITY	19		7,954,274	7,787,784

G E Clark Director

#### CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE PERIOD ENDED 31 DECEMBER 2015

	Note	Period ended 31 December 2015 £	Period ended 27 December 2014 £
Turnover	2	30,214,488	26,860,393
Cost of Sales		(22,075,603)	(20,023,224)
Gross profit		8,138,885	6,837,169
Sales and distribution costs		(2,103,835)	(971,579)
Administrative expenses		(3,562,176)	(3,565,346)
Profit from operations before other operating income		2,472,874	2,300,244
Other operating income		374,530	285,773
Interest receivable		93,593	110,451
Interest payable	7	(43,646)	(69,691)
Profit before tax		2,897,351	2,626,777
Taxation	8	(566,402)	(573,668)
Profit for the year attributable to the owners		2,330,949	2,053,109

All amounts relate to continuing activities

There are no recognised gains and losses in the year other than those included above

## CONSOLIDATED BALANCE SHEET FOR THE PERIOD ENDED 31 DECEMBER 2015

Company number FC 021049			31 December		27 December
	Note		2015 £		2014 £
Fixed assets					
Intangible assets Tangible assets	10 11		3,658 2,419,090		3,658 2,815,477
			2,422,748		2,819,135
Current assets					
Stocks Debtors Cash at bank and in hand	13 14	1,715,441 7,261,592 6,747,075		1,291,261 10,709,429 2,630,832	
			15,724,108		14,631,522
Total assets			18,146,856		17,450,657
Current liabilities					
Creditors amounts falling due in less than one year	15		(6,180,606)		(6,881,881)
Long-term liabilities					
Creditors amounts falling due in more than one year	16				(935,798)
NET ASSETS			11,966,250		9,632,978
Share capital					
Initial members' capital Profit and loss account	17 18		636,670 11,329,580		636,670 8,996,308
TOTAL EQUITY	19		11,966,250		9,632,978

The financial statements were approved by the board of directors and authorised for issue on 195 May 2016

G E Clark Director

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2015

#### 1. ACCOUNTING POLICIES

#### 1.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and are in accordance with Section 404 ('Overseas companies group accounts') of the Companies Act 2006 as applied to overseas companies by the Overseas Companies Regulations 2009. The accounts have been audited under International Standards on Auditing (UK and Ireland) issued by the UK Financial Reporting Council.

The following principal accounting policies which incorporate the recognition and valuation principles set out in UK Generally Accepted Accounting Practice (UK GAAP), have been applied

Related party transactions are not disclosed separately in the financial statements

#### 12 Basis of consolidation

The financial statements present the Company's own results as well as consolidate the results of Harrier LLC and all of its subsidiary undertakings ('subsidiaries') using the acquisition method of accounting as required. Where this method is used, the results of subsidiary undertakings and included from the date of acquisition.

Harrier LLC is USA limited liability company (LLC) LLCs are formed in accordance with the laws of the state in which such entities are organised LLCs generally have the following characteristics

- An LLC is an unincorporated association of two or more 'persons',
- Its members have limited personal liability for obligations or debts of the entity,
- It is classified as a partnership for federal income tax purposes

#### 13 Cash flow statement

The financial statements have been prepared for the purposes of delivery to Companies House They have been prepared in accordance with Section 404 ('Overseas companies group accounts') of the Companies Act 2006 as applied to overseas companies by the Overseas Companies Regulations 2009 Consequently no cash flow statement is presented

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2015

#### 1. ACCOUNTING POLICIES (continued)

#### 1.4 Intangible fixed assets and amortisation

#### Goodwill

Goodwill represents the excess of the fair value of the consideration given over the fair value of the identifiable assets and liabilities acquired

Goodwill is capitalised and written off on a straight line basis over its useful economic life of between 4 to 15 years. Provision is made for any impairment

#### **Development costs**

Development costs capitalised represent the market value of the customer list acquired on the acquisition of the trade and assets of the branch

Development costs are being amortised to match the costs with the expected future economic benefits that are attributable to that asset Provision is made for any impairment

#### Concessions, patents, licenses, trademarks and similar rights and assets

Such expenditure is capitalised at cost and then subject to annual impairment reviews based on the existing benefit derived from the acquisition

#### 1.5 Turnover

Revenue is recognised to the extent that the group obtains the right to consideration in exchange for its performance. Revenue is measured at the fair value of the consideration received, excluding discounts, rebates, Value Added Tax and other sales taxes or duty, where appropriate. The following criteria must also be met before revenues recognised.

#### Sale of goods

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer, usually on dispatch of the goods

#### 1.6 Interest

Interest is included in the financial statements on an accruals basis

#### 1.7 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.

Property improvements
Plant & machinery

5-10 years 2-7 years

Motor vehicles

2-5 years

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2015

#### 1 ACCOUNTING POLICIES (continued)

#### 1.8 Investments

Investments are shown at cost less any provision for impairment

Where previously recorded impairment is reversed, a gain is recognised to the extent that the investment is restated to a maximum of its original cost

#### 1.9 Stocks

Stocks are valued at the lower of cost and net realisable value after making due allowance for obsolete and slow-moving stocks. Cost includes all direct costs and an appropriate proportion of fixed and variable overheads.

#### 1.10 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 Profit and loss account

#### 1.11 Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation

A net deferred tax asset is recognised only if it can be regarded as 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 assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse

Deferred tax assets and liabilities are not discounted

#### 1.12 Leasing and hire purchase

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible fixed assets. Assets acquired by finance lease are depreciated over the shorter of the lease term and their useful lives. Assets acquired by hire purchase are depreciated over their useful lives. Finance leases are those where substantially all of the benefits and risks of ownership are assumed by the company. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the Profit and loss account so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2015

#### 1. ACCOUNTING POLICIES (continued)

#### 1.13 Operating leases

Rentals under operating leases are charged to the Profit and loss account on a straight line basis over the lease term

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight line basis over the period until the date the rent is expected to be adjusted to the prevailing market rate

#### 1.14 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 period

#### 1.15 Provisions for liabilities

A provision is recognised when the group has a legal or constructive obligation as a result of a past event and it is probable that an outflow of economic benefits will be required to settle the obligation

Provisions for the expected costs of dilapidations and onerous leases are charged against profits when the above recognition criteria are met. The effect of the time value of money is not material and therefore the provisions are not discounted.

#### 2 TURNOVER

The whole of the turnover is attributable to the principal activity of the group

All turnover arose within the British Isles

#### 3 OTHER OPERATING INCOME

Period ended	Period ended
31 December	27 December
2015	2014
£	£
374,530	285,773

Other operating income

## NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2015

#### 4. PROFIT FROM OPERATIONS

The profit is stated after charging

	Period ended 31 December	Period ended 27 December
	2015	2014
	£	£
Depreciation of tangible fixed assets		
- owned by the group	1,005,741	465,201
<ul> <li>held under finance leases</li> </ul>	-	574,201
Auditor's remuneration	33,090	33,075
Operating lease rentals		
- other operating leases	62,125	62,125
Difference on foreign exchange	(14,562)	(4,484)
Profit on disposal of assets	-	(7,036)
	=======================================	

Auditors fees for the company were £33,090 (2014 - £33,075)

#### 5 STAFF COSTS

Staff costs were as follows

	Period ended 31 December 2015	Period ended 27 December 2014
	£	£
Wages and salaries	5,010,475	4,511,701
Social security costs	568,153	519,314
Other pension costs	270,270	187,945
	<del></del>	
	5,848,898	5,218,960
	<del></del>	

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

	Period ended 31 December 2015 No	Period ended 27 December 2014 No
Production Administration Retail	121 74 0	108 60 3
	195	171

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2015

#### 6. DIRECTORS' REMUNERATION

	Period ended 31 December 2015 £	Period ended 27 December 2014 £
Emoluments	400,307	343,163
Company pension contributions to defined contribution pension schemes	88,919	36,372

During the period retirement benefits were accruing to 2 directors (2014 - 2) in respect of defined contribution pension schemes

The total amount payable to the highest paid director in respect of emoluments was £298,935 (2014 - £224,800) Company pension contributions of £59,025 (2014 - £29,831) were made to a defined contribution pension scheme on their behalf

#### 7. INTEREST PAYABLE

		Group		Company
	Period ended 2 January 2016 £	Period ended 27 December 2014 £	Period ended 2 January 2016 £	Period ended 27 December 2014 £
Other interest HP interest Bank loans and overdraft	11,303 32,343 -	69,691	11,303 32,343 -	69,691
	43,646	69,691	43,646	69,691

# NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2015

8.	TAXATION				
			Group		Company
		Period ended 31 December 2015 £	Period ended 27 December 2014 £	Period ended 31 December 2015 £	Period ended 27 December 2014 £
	UK Corporation tax				
	Current tax on profits of the year Adjustment in respect of previous	506,378	604,895	(20,015)	205,712
	periods	(44,020)	447	(44,020)	447
	Total current tax	462,358	605,342	(64,035)	206,159
	Deferred tax				
	Origination and reversal of timing differences Adjustment in respect of previous	20,606	(51,751)	23,699	(51,751)
	periods	40,962	-	40,962	-
	Effect of changes in tax rates	14,464	20,077	14,464	20,077
	Total	538,390	573,668	15,090	174,485
9.	DEFERRED TAX ASSET		Group		Company
		24 Dagambar		24 December	
		31 December 2015 £	27 December 2014 £	31 December 2015 £	27 December 2014 £
	At beginning of period	185,600	153,926	185,600	153,926
	(Released) / additions during the period	(79,125)	31,674	(79,125)	31,674
	At end of period	106,475	185,600	106,475	185,600
	The deferred tax asset is made up as foll	lows			
			Group		Company
		31 December 2015 £	27 December 2014 £	31 December 2015 £	27 December 2014 £
	Accelerated capital allowances Short term timing differences	73,734 32,741	100,957 84,643	73,734 32,741	100,957 84,643
		106,475	185,600	106,475	185,600

Page 14

# NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2015

10.	INTANGIBLE FIXED ASSETS				
		Trademark	Development	Goodwill	Total
	Group and Company	£	£	£	£
	Cost				
	At 28 December 2014 and 31 December				
	2015	88,800	6,042,870	2,200,459	8,332,129
	Amortisation				
	At 28 December 2014 and 31 December				
	2015	88,800	6,039,212	2,200,459	8,328,471
	Net book value				
	At 31 December 2015	_	3,658	_	3,658
	, o				
	At 27 December 2014	-	3,658	-	3,658
			·		
11	TANGIBLE FIXED ASSETS				
		Property	Plant &	Motor	
		improvements	machinery	vehicles	Total
	Group and Company	£	£	£	£
	Cost				
	At 28 December 2014	456,662	9,756,703	24,435	10,237,800
	Additions	115,028	523,492 (355,410)	-	638,520 (386,485)
	Disposals	(31,066)	(355,419)		(300,403)
	At 31 December 2015	540,624	9,924,776	24,435	10,489,835
	Depreciation			-	
	At 28 December 2014	334,119	7,085,097	3,107	7,422,323
	Charge for the period	61,232	935,687	8,822	1,005,741
	On disposals	(31,066)	(326,253)	-	(357,319)
	At 31 December 2015	364,285	7,694,531	11,929	8,070,745
	Net book value				
	At 31 December 2015	176,339	2,230,245	12,506	2,419,090
	At 27 December 2014	122,543	2,671,606	21,328	2,815,477
	The net book value of assets held under finance leases or hire purchase contracts, included above, are				
	as follows		31	December	27 December
	Current Commence			2015	201
	Group and Company			£	
	Plant and machinery			-	1,870,806

## NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2015

#### 12 FIXED ASSET INVESTMENTS

Company Cost	Investments in subsidiary companies £
At 28 December 2014 and 31 December 2015	360,834
Net book value	
At 31 December 2015	360,834
At 27 December 2014	360,834

Company name	Country of incorporation	Percentage shareholding	Activity
Harrier Print Ltd	England	100%	Commercial printing
TP Development CI Limited	Guernsey, Channel Islands	100%	Trading company

#### 13. STOCKS

		Group		Company	
	31 December	27 December	31 December	27 December	
	2015	2014	2015	2014	
	£	£	£	£	
Raw materials	1,715,441	1,291,261	1,715,441	1,291,261	

#### 14 DEBTORS

	w	Group		Company
	31 December	27 December	31 December	27 December
	2015	2014	2015	2014
	£	£	£	£
Trade debtors	6,284,520	7,886,399	4,417,484	6,237,049
Amounts owed by group undertakings	-	-	1,891,453	1,344,341
Other debtors	409,200	-	745,267	-
Sundry debtors	149,231	2,336,877	149,231	2,336,877
Prepayments and accrued income	309,073	300,553	302,234	300,553
Deferred tax asset (see note 9)	106,475	185,600	106,475	185,600
	7,258,499	10,709,429	7,612,144	10,404,420

Included within other debtors is an amount of £nil (2014  $\,$ £1,900,000) which falls due after more than a year from the balance sheet date

# NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2015

# 15 CREDITORS Amounts falling due within one year

		Group		Company
	31 December 2015 £	27 December 2014 £	31 December 2015 £	27 December 2014 £
Bank loans Net obligations under finance leases	-	271,748	-	271,748
and hire purchase contracts	-	499,591	-	499,591
Trade creditors	2,593,462	1,196,016	2,579,157	1,196,016
Amounts owed to group undertakings	-	-	3,097,661	2,000,000
Corporation tax	397,818	554,931	80,337	205,712
Other taxation and social security	489,794	591,844	465,997	546,533
Other creditors	52,967	35,970	52,530	33,391
Accruals and deferred income	2,646,565	3,731,781	2,125,948	3,416,597
	6,180,606	6,881,881	8,401,630	8,169,588
	<del></del>			

#### 16 CREDITORS:

Amounts falling due after more than one year

Amounts failing due after more than one year		
	Group and Company	
	31 December 2015 £	27 December 2014 £
Bank loans	-	185,634
Net obligations under finance leases and hire purchase contracts	-	750,164
	-	935,798
		<del></del>
Included within the above are amounts falling due as follows		
	Group	and Company
	31 December 2015 £	27 December 2014 £
Between two and five years	~	-
Bank loans	-	185,634

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2015

4	6.	CR	FDI	TO	RS:
	υ.	$\sim$			NJ.

Amounts falling due after more than one year (continued)

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

	Group and Company	
	31 December 2015	27 December 2014
	£	£
Between two and five years	-	750,164
	<del></del>	<del></del>

The hire purchase agreements were secured by the assets which they relate to

#### 17. INITIAL MEMBERS' CAPITAL

At 31 December 2015

	Group £	Company £
At 27 December 2014 and 2 January 2016	636,670	636,670

#### 18. RESERVES

Group	Profit and loss account £
At 28 December 2014 Profit for the period	8,996,308 2,330,178
At 31 December 2015	11,326,486
Company	Profit and loss account £
At 28 December 2014 Profit for the period	7,151,114 163,397

7,314,511

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2015

#### 19. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS

Group	31 December 2015 £	27 December 2014 £
Opening shareholders' funds Profit for the financial period	9,632,978 2,330,178	7,579,869 2,053,109
Closing shareholders' funds	11,963,156	9,632,978
Company	31 December 2015 £	27 December 2014 £
Opening shareholders' funds Profit for the financial period	7,787,784 163,397	7,193,932 593,852
Closing shareholders' funds	7,951,181	7,787,784

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

#### 20. PENSION COMMITMENTS

The group operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the group in an independently administered fund. The pension charge amounted to £270,270 (2014 - £160,007). Contributions amounting to £20,389 (2014 - £1,341) were payable to the fund and are included in creditors.

#### 21. GUARANTEES

On 12 June 2013, a debenture was created over certain assets, securing amounts owed by Harrier LLC to Barclays Bank plc

On 15 January 2007, a debenture was created over certain assets, securing amounts owed by Harrier LLC to HSBC Bank plc

There are no liabilities attached to these debentures