

2079607

ELLIOTTS PREMIER ROOFING LIMITED

**DIRECTORS' REPORT AND FINANCIAL
STATEMENTS**

FOR THE YEAR ENDED 31 DECEMBER 2011



ELLIOTTS PREMIER ROOFING LIMITED

COMPANY INFORMATION

Directors S G Mason-Elliott BA (Hons)
T Mason-Elliott ACMA
D R Pretty
P Stubbington

Secretary T Mason-Elliott ACMA

Company Number 2079607

Registered Office Millbank Wharf
Millbank Street
Northam
Southampton
SO14 5AG

Auditors Mazars LLP
8 New Fields
2 Stinsford Road
Poole
Dorset
BH17 0NF

Solicitors Paris Smith LLP
Number 1 London Road
Southampton
Hampshire
SO15 2AE

ELLIOTTS PREMIER ROOFING LIMITED

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ELLIOTTS PREMIER ROOFING LIMITED

DIRECTORS REPORT FOR THE YEAR ENDED 31 DECEMBER 2011

The directors present their report and financial statements for the year ended 31 December 2011

Principal Activities and Business Review

The company operates as a roofing contractor for both commercial and domestic structures

The UK economic recession and the decrease in activity in the construction market led to considerably reduced demand level for roofing contractors. Where business is won through the tendering process, in times of reduced demand, bidding for profitable contracts becomes increasingly challenging. However, the company managed its resources well, minimising costs and quoting carefully in an intensively competitive market. The company's ongoing relationship with key suppliers and its excellent reputation for quality and customer service enabled it to continue winning work and contributing to the businesses overhead.

Sustained and significant market recovery is still in the future, but the company considers itself well placed to compete in the market place and achieve positive growth when this eventually occurs.

Results and dividends

The results for the year are set out in the profit and loss account on page 4.

The directors do not recommend a dividend.

Directors

The directors who served the company during the year were as follows:

S G Mason-Elliott BA (Hons)
D R Pretty
D Stubbington (Resigned 31st December 2011)
P Stubbington (Appointed 1st January 2012)
T Mason-Elliott ACMA

Auditors

Mazars LLP have expressed their willingness to continue in office and a resolution to re-appoint them will be proposed at the annual general meeting.

Third Party Indemnity Provision for Directors

Qualifying third party indemnity provision for the benefit of one or more directors of the company was in force during the financial year.

ELLIOTTS PREMIER ROOFING LIMITED

DIRECTORS REPORT FOR THE YEAR ENDED 31 DECEMBER 2011

Directors' Responsibilities

Company law requires the Directors to prepare financial statements for each financial year which give a true and fair view of the state of the affairs of the company and of the profit or loss of the company for that period. In preparing those financial statements, the Directors are required to

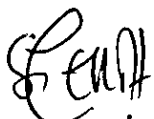
- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business

The Directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to 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 have taken all the steps that they ought to have taken to make themselves aware of any information needed by the company's auditors for the purpose of their audit and to establish that the auditors are aware of that information. The directors are not aware of any relevant audit information of which the auditors are unaware.

This report has been prepared in accordance with the special provisions of section 415A of the Companies Act 2006 relating to small companies.

On behalf of the board



**S G MASON-ELLIOTT
DIRECTOR**

Date: 30th May 2012

ELLIOTTS PREMIER ROOFING LIMITED

Independent auditors' report to the shareholders of Elliotts Premier Roofing Limited

We have audited the financial statements of Elliotts Premier Roofing Limited for the year ended 31 December 2011 which comprise the profit and loss account, the balance sheet and 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).

Respective responsibilities of directors and auditors

As explained more fully in the Directors' Responsibilities Statement set out on page 2, the directors are responsible for the preparation of 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 Practice Board's (APB's) Ethical Standards for Auditors. 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.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the APB's website at <https://www.frc.org.uk/apb/scope/private.cfm>.

Opinion on the 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 2011 and of its loss 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.

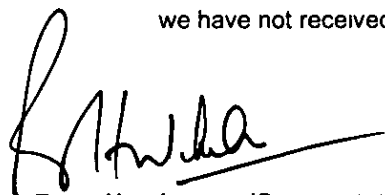
Opinion on the other matter prescribed by the Companies Act 2006

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.

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.



Brian Hutchinson (Senior statutory auditor) for and on behalf of Mazars LLP

Chartered Accountants and Statutory Auditors
8 New Fields
2 Stinsford Road
Poole
Dorset
BH17 0NF

Date 30 May 2012

ELLIOTTS PREMIER ROOFING LIMITED

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2011

	<u>Notes</u>	<u>2011</u> £	<u>2010</u> £
Turnover		5,484,944	4,888,131
Cost of Sales		(4,640,397)	(4,066,625)
Gross Profit		<u>844,547</u>	<u>821,506</u>
Administrative expenses		(825,807)	(912,948)
Operating profit/(loss) from continuing operations	2	<u>18,740</u>	<u>(91,442)</u>
Cost of re-organisation	3	(120,421)	-
Other interest receivable and similar income		-	3
(Loss) on ordinary activities before taxation		<u>(101,681)</u>	<u>(91,439)</u>
Tax on (loss)/profit on ordinary activities	5	14,243	15,926
(Loss) on ordinary activities after taxation	16	<u><u>(87,438)</u></u>	<u><u>(75,513)</u></u>

The Company had no recognised gains or losses other than those dealt with in the profit and loss account

All of the company's operations are classed as continuing

The notes on pages 6 to 12 form part of these financial statements

ELLIOTTS PREMIER ROOFING LIMITED
COMPANY REGISTRATION NO: 2079607 (England and Wales)

BALANCE SHEET
AS AT 31 DECEMBER 2011

	<u>Notes</u>	<u>2011</u>	<u>2010</u>
		£	£
Fixed Assets			
Intangible assets	6	-	-
Tangible assets	7	34,404	62,832
Investments	8	11,625	11,625
		<u>46,029</u>	<u>74,457</u>
Current Assets			
Stocks and work in progress	9	232,591	162,486
Debtors	10	1,444,789	1,499,048
Cash at bank and in hand		500	500
		<u>1,677,880</u>	<u>1,662,034</u>
Creditors Amounts falling due within one year	11	(966,715)	(891,859)
Net current assets		<u>711,165</u>	<u>770,175</u>
Total assets less current liabilities		<u>757,194</u>	<u>844,632</u>
Creditors Amounts falling due after more than one year	13	(10,000)	(10,000)
Provisions for liabilities and charges	14	-	-
		<u><u>747,194</u></u>	<u><u>834,632</u></u>
CAPITAL AND RESERVES			
Called up share capital	15	9,600	9,600
Profit and loss account	16	737,594	825,032
Shareholders' funds	17	<u><u>747,194</u></u>	<u><u>834,632</u></u>

The financial statements were approved by the board on the 30th May 2012 and authorised for issue by


S G MASON-ELLIOTT
DIRECTOR


T MASON-ELLIOTT
DIRECTOR

The notes on pages 6 to 12 form part of these financial statements

ELLIOTTS PREMIER ROOFING LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011

1 Accounting Policies

1.1 Accounting convention

The financial statements have been prepared under the historical cost convention and in accordance with Applicable Accounting Standards

1.2 Goodwill

Purchased goodwill is amortised through the profit and loss account over the directors' estimate of its useful life

1.3 Depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows

Short leasehold property	Over the life of the lease
Motor vehicles	20% - 25% Straight line
Plant and equipment	20% Straight line
Fixtures and equipment	20% - 33 33% Straight line

1.4 Turnover

Turnover represents amounts receivable for goods and services net of VAT and trade discounts

1.5 Stock

Stock is valued at the lower of cost and net realisable value

1.6 Contracts in progress

Contracts in progress are assessed on a contract by contract basis and are reflected in the profit and loss account by recording turnover and related costs as contract activity progresses. Where the outcome of each contract can be assessed with reasonable certainty before its conclusion, the attributable profit is recognised in the profit and loss account as the difference between the reported turnover and related costs for that contract

1.7 Pensions

The parent company operates a defined contribution pension scheme. Contributions payable for the year are charged in the profit and loss account

1.8 Cash Flow Statement

The company is a subsidiary undertaking of Elliott Brothers Limited and has therefore taken advantage of the exemption under FRS1 not to prepare a cash flow statement

1.9 Deferred Taxation

Deferred tax is recognised in full in respect of taxation advanced or deferred by timing differences between the treatment of certain items for taxation and accounting purposes. The deferred tax balance has not been discounted

1.10 Investments

Fixed asset investments are stated at cost less provision for diminution in value

1.11 Basis of consolidation

The accounts contain information about Elliotts Premier Roofing Limited as an individual company and do not contain consolidated financial information as the parent of a group. The company is exempt as it is included in the consolidated financial statements of its ultimate parent undertaking

1.12 Leases

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

ELLIOTTS PREMIER ROOFING LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011

2 Operating (Loss)/Profit

	<u>2011</u>	<u>2010</u>
	£	£
This is stated after charging		
Remuneration of auditors - for audit work	4,100	4,000
- for non audit work	460	350
Depreciation of intangible assets	-	12,500
Depreciation of tangible assets	18,986	29,460
Profit on disposal of tangible fixed assets	(1,750)	(6,355)
Operating lease charges		
Plant and machinery	39,768	44,385
Land and buildings	<u>55,563</u>	<u>31,000</u>

3 Exceptional Items

To save overheads in the business the decision was made to enact the break clause on the lease of the property and move operations to the Head Office of fellow subsidiary, Elliott Brothers Limited, at Millbank Wharf, Northam, Southampton. The move out of the previous premises, Unit 25 Parnham Drive, Eastleigh took place prior to the end of the year with the business moving into the new premises on the 3rd January 2012.

The costs of this re-organisation of the business have been fully provided in 2011. These costs include the cost of the lease up until the break date (16th October 2012), the release of all Leasehold Costs capitalised (which were being depreciated over the lease term to 16th October 2017) and a provision for dilapidation costs. Had these costs not been expensed the company's tax liability would have been £5,522.

4 Employees

	<u>2011</u>	<u>2010</u>
	£	£
Staff costs during the year		
Wages and salaries	768,583	789,089
Social security costs	80,814	84,393
Other pension costs	37,891	28,090
	<u>887,288</u>	<u>901,572</u>
The average number of persons employed during the year was	<u>25</u>	<u>26</u>

Directors' Remuneration (including performance related bonuses)

	<u>2011</u>	<u>2010</u>
	£	£
Staff costs include the following remuneration in respect of directors		
Remuneration currently payable	131,166	129,761
Pension scheme contributions	10,604	7,953
	<u>141,770</u>	<u>137,714</u>

The number of directors for whom retirement benefits are accruing under the defined contribution pension scheme amounted to 2 (2010 - 2).

Mr S G Mason-Elliott is a director of Elliott Brothers (Builders Merchants) Limited and management charges are made in respect of his services to the company. The emoluments of Mr S G Mason-Elliott are shown in the accounts of Elliott Brothers (Builders Merchants) Limited.

ELLIOTTS PREMIER ROOFING LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011

5 Tax on profit on ordinary activities

	<u>2011</u> £	<u>2010</u> £
Domestic current year tax		
U K corporation tax	-	-
Group tax relief	(14,843)	(16,426)
Current tax (credit)/charge	<u>(14,843)</u>	<u>(16,426)</u>
Deferred tax		
Deferred tax debit/(credit) - current year	600	500
	<u>(14,243)</u>	<u>(15,926)</u>
Factors affecting the tax charge for the year		
(Loss)/profit on ordinary activities before taxation	<u>(101,681)</u>	<u>(91,439)</u>
Tax at the standard rate of Corporation Tax (26% (2010 28%))	(26,437)	(25,603)
Effects of		
Difference between Depreciation and Capital Allowances	10,109	3,166
Expenses not currently deductible for tax purposes	1,485	6,011
	<u>(14,843)</u>	<u>(16,426)</u>

6 Intangible Fixed Assets

	Goodwill £
Cost	
At 1 January 2011	150,000
Additions	-
At 31 December 2011	<u>150,000</u>
Amortisation	
At 1 January 2011	150,000
Charge for the year	-
At 31 December 2011	<u>150,000</u>
Net Book value	
At 31 December 2011	<u>-</u>
At 31 December 2010	<u>-</u>

Purchased goodwill is being amortised over the directors' estimate of its useful economic life of 6 years

ELLIOTTS PREMIER ROOFING LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011

7 Tangible Fixed Assets

	Short Leasehold Property £	Motor Vehicles £	Plant and machinery £	Fixtures & Equipment £	Total £
Cost					
At 1 January 2011	87,557	94,805	28,986	20,189	231,537
Additions	-	15,099	11,141	-	26,240
Disposals	-	(20,417)	(3,466)	(10,686)	(34,569)
At 31 December 2011	87,557	89,487	36,661	9,503	223,208
Depreciation					
At 1 January 2011	45,845	85,702	19,223	17,935	168,705
Charge for the year	41,712	4,982	6,721	1,253	54,668
Disposals	-	(20,417)	(3,466)	(10,686)	(34,569)
At 31 December 2011	87,557	70,267	22,478	8,502	188,804
Net Book value					
At 31 December 2011	-	19,220	14,183	1,001	34,404
At 31 December 2010	41,712	9,103	9,763	2,254	62,832

8 Fixed asset investments

	Shares in group undertakings £
Cost	
At 1 January 2011 and 31st December 2011	11,625
The subsidiary undertaking of this company and the number and proportion of equity shares held is	
Premier Roofing Services Limited	10,000 ordinary £1 shares 100%
Aggregate capital and reserves at 31st December 2011	£10,000

The company has not traded during 2011 or the preceding financial year

9 Stocks and work in progress

	2011 £	2010 £
Raw materials and consumables	79,978	112,802
Work in progress	1,171,833	698,919
Less Payments on account	(1,019,220)	(649,235)
	232,591	162,486

ELLIOTTS PREMIER ROOFING LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011

10 Debtors

	<u>2011</u>	<u>2010</u>
	£	£
Trade debtors	961,650	1,108,331
Amounts recoverable on long term contracts	445,405	345,722
Prepayments	33,334	39,995
	<u>1,440,389</u>	<u>1,494,048</u>
Deferred tax - amount not recoverable within one year (see Note 14)	4,400	5,000
	<u>1,444,789</u>	<u>1,499,048</u>

11 Creditors Amounts falling due within one year

	<u>2011</u>	<u>2010</u>
	£	£
Bank loans and overdrafts	75,648	171,692
Trade creditors	354,125	367,598
Payments on accounts	103,724	46,667
Amounts owed to group undertakings	173,233	98,442
Taxation and social security	79,660	110,388
Accrued expenses	180,325	97,072
	<u>966,715</u>	<u>891,859</u>

12 Security

The bank overdraft is secured by a fixed charge over book and other debts, goodwill, uncalled capital and intellectual property and a Floating Charge over all other assets

13 Creditors: Amounts falling due after more than one year

	<u>2011</u>	<u>2010</u>
	£	£
Amounts owed to group undertakings	<u>10,000</u>	<u>10,000</u>
Analysis of loans		
Repayable in more than five years time	<u>10,000</u>	<u>10,000</u>

14 Provisions for liabilities and charges

Deferred taxation asset	£
At 1 January 2011	(5,000)
Profit and loss account	600
At 31 December 2011	<u>(4,400)</u>

The deferred tax asset is made up as follows:

	<u>2011</u>	<u>2010</u>
	£	£
Accelerated capital allowances	<u>(4,400)</u>	<u>(5,000)</u>

15 Share Capital

	<u>2011</u>	<u>2010</u>
	£	£
Allotted		
9,600 Ordinary Shares of £1 each	<u>9,600</u>	<u>9,600</u>

ELLIOTTS PREMIER ROOFING LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011

16 Reserves

	Profit and loss account £
At 1 January 2011	825,032
Loss for the year	(87,438)
At 31 December 2011	<u>737,594</u>

17 Reconciliation of Movements in Shareholder's funds

	2011 £	2010 £
(Loss)/Profit for the financial year	(87,438)	(75,513)
(Decrease)/Increase in shareholder's funds	<u>(87,438)</u>	<u>(75,513)</u>
Shareholder's funds 1 January 2011	834,632	910,145
Shareholder's funds 31 December 2011	<u>747,194</u>	<u>834,632</u>

18 Contingent liabilities

The company has given an unlimited multilateral guarantee to its bankers (supported by a fixed and floating charge) in respect of overdraft and loan facilities available to other group companies. The maximum amount outstanding at 31 December 2011 was £5,276,067 (2010 - £5,538,838)

The company has guarantees in place for £42,730 with Aster Property Management Limited dated 25 July 2011 and New Forest District Council dated 11 June 2010 and 27 August 2010 for £10,103 and £3,399 respectively

19 Financial commitments

At 31 December 2011 the company had annual commitments under non cancellable operating leases as set out below

	2011 £	2010 £
Land and buildings		
- lease expiring after more than 5 years	<u>-</u>	<u>31,000</u>
	<u>-</u>	<u>31,000</u>
Other assets		
Leases expiring within one year	5,991	4,617
Leases expiring in 2 to 5 years	29,905	31,729
Leases expiring after more than 5 years	3,302	3,302
	<u>39,198</u>	<u>39,648</u>

ELLIOTTS PREMIER ROOFING LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011

20 Pension costs

The company is part of the Elliott Brothers Group defined contribution pension scheme. All monies paid by both the employer and employees are paid into pension funds for the benefit of employees. All contributions due for the year were paid to the group employer during the year.

	<u>2011</u>	<u>2010</u>
	<u>£</u>	<u>£</u>
Contributions payable by the company for the year	<u>37,891</u>	<u>28,090</u>

The Pension Contributions for 2010 benefited from the utilisation of the surplus arising on the Winding Up of the Trust Based Scheme to the extent of £8,578 (of which £2,651 related to directors).

21 Control

The ultimate holding company is Elliott Brothers (Builders Merchants) Limited, a company registered in England and Wales.

Elliott Brothers (Builders Merchants) Limited prepares group financial statements and copies can be obtained from the registered office.

22 Related Party Transactions

Advantage has been taken of the exemption in FRS 8 not to disclose certain group transactions on the grounds that the company is a wholly owned subsidiary.