COMPANIES HOUSE

Registered Number 2590521

Van Elle Limited

Annual report and financial statements

for the year ended 30 April 2011

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COMPANIES HOUSE

Van Elle Limited

Annual report and financial statements for the year ended 30 April 2011

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Van Elle Limited

Directors' report for the year ended 30 April 2011

The directors present their report and the financial statements of the Company for the year ended 30 April 2011

Principal activities and business review
The Company is principally engaged in open site piling, ground stabilisation, restricted access micro piling, site investigation and subsidence repair in the construction/civil engineering sector

The economic conditions and austerity measures have combined to cause the construction industry to remain fragile throughout the financial year

Despite this the Company has achieved a small increase in turnover. More significantly pre tax profits showed a marked increase on the previous year

This was achieved against a background of reduced margins and increased competition within the industry and clearly demonstrates that the tight control of our finances and increased efficiencies gained in on-site activities have been beneficial

Our principal aim is to continue improving our efficiency, reduce the risk of client insolvency through robust credit checks and grow the Company in areas which attract higher margins

The directors remain confident that we continue to be well placed to increase turnover, profits and market share going forward

Key Performance Indicators
By way of tracking the performance of the Company, KPIs (Key Performance Indicators) are used by the management of Van Elle Limited Financial KPIs include debtor days and contribution. The management team at Van Elle review the KPIs continuously and believe that action plans are in place to improve all KPIs

Debtor Days (2011 64 days - 2010 63 days)

Contribution (2011 35 6 % - 2010 31 5 %)

The management team of Van Elle also recognise the importance of non-financial KPIs in the performance measurement of the business Such indicators include, but are not limited to, accident and injury levels, enquiries, tenders and orders received A selection of these indicators is given below

	2011	2010
Accident incident rate/1000 employees	8 33	4
Quotes delivered	£237m	£239m

Financial risk management objectives and policies

Credit risk
The Company has credit risk from debts arising from its operations The Company seeks to manage credit risk by careful review of potential customers and strict control of credit

Interest rate risk
The Company finances its operations through funding and loans arranged by its parent company as well as finance leases arranged directly through the Company These facilities and those arranged directly through the Company utilise both fixed and floating rates in order to manage exposure to interest rate fluctuations

Liquidity risk
The Company seeks to manage financial risk by ensuring sufficient liquidity is available to meet foreseeable needs This is primarily achieved by utilising funding arranged by the parent company and secured on the Company's assets

Directors' report for the year ended 30 April 2011 (continued)

Currency risk
The Company is not exposed to significant transaction or translation foreign exchange risk An Irish division has been set up which transacts and holds balances in Euros albeit these are not considered significant to the Company

Going concern
After making appropriate enquiries, including of its funders, and reviewing forecasts, the directors have formed a judgement at the time of approving the financial statements that there is a reasonable expectation that the Company has more than sufficient resources and headroom in the available financing facilities to continue in operational existence for the foreseeable future, that is twelve months from the date of signing these financial statements For this reason the directors continue to adopt the going concern basis in preparing the financial statements

Results and dividends
The Company's profit for the year after taxation amounted to £535,000 (2010· £248,000) No dividends have been declared (2010 nil)

Employees
Regular consultative meetings are held with managers and employees on matters affecting the Company's progress and the future development of the Company's activities and areas of operation, such consultations promote a bilateral channel of communication, which encourages the involvement of all employees

Applications for employment by disabled persons are always considered fully, bearing in mind the respective aptitudes and abilities of the applicant concerned In the event of members of staff becoming disabled, every effort is made to ensure that their employment with the Company continues and that the appropriate training is arranged It is the policy of the Company that the training, career development and promotion of a disabled person should, as far as possible, be identical to that of a person who does not suffer from a disability

Directors and their interests
The directors who held office during the year, together with their beneficial and non-beneficial interests in the shares of Van Elle 03 Limited at the beginning (or date of appointment) and end of the financial year, are shown below No director had an interest in the shares of the Company at any time during the year

	B ordinary 30 April 2011	**C ordinary 30 April 2011**	B ordinary 30 April 2010	C ordinary 30 April 2010
T Collin	**44,285**	**5,444**	44,285	5,444
V Handley	**154,992**	**19,067**	154,992	19,067
M Mason	**66,294**	**8,178**	66,294	8,178
I Gorbould (resigned 8 October 2010)	-	-	44,285	-
C Bosworth	-	-	-	-
S Morton	**40,000**	**5,444**	40,000	5,444

In addition J Fenton was appointed on 28 July 2011 and held 28,340 'B' ordinary shares on the date of his appointment

Van Elle Limited

Directors' report for the year ended 30 April 2011 (continued)

Statement of directors' responsibilities

The directors are responsible for preparing the directors' report and the financial statements in accordance with applicable laws and regulations

Company law requires the directors to prepare financial statements for each financial year Under that law the directors have elected to prepare financial statements in accordance with United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) Under Company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently
- make judgements and accounting estimates that are reasonable and prudent
- 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 Company will continue in business

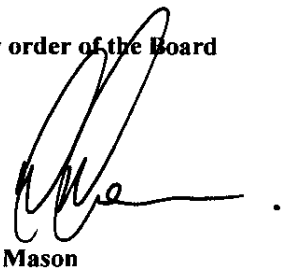
The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006 They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities

In so far as the directors are aware there is no relevant audit information of which the Company's auditor is unaware, and the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information

Auditor

The Company's articles require annual reappointment of the auditor Grant Thornton UK LLP have expressed willingness to continue in office In accordance with s485(4) of the Companies Act 2006 a resolution to reappoint Grant Thornton UK LLP as auditor will be proposed at the Annual General Meeting

By order of the Board



M Mason
Managing Director
Van Elle Limited
Registered number: 2590521
21 December 2011

Van Elle Limited

Independent auditor's report to the members of Van Elle Limited

We have audited the financial statements of Van Elle Limited for the year ended 30 April 2011 which comprise the profit and loss account, the balance sheet and notes 1 to 22 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 auditors
As explained more fully in the statement of directors responsibilities set out on page 4, 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 APB'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 30 April 2011 and of its 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

Independent auditor's report to the members of Van Elle Limited (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 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
Statutory Auditor, Chartered Accountants
Milton Keynes
21 December 2011

Van Elle Limited

Profit and loss account for the year ended 30 April 2011

	Note	2011 £'000	2010 £'000
Turnover	1	**30,044**	29,348
Cost of sales		**(21,418)**	(22,097)
Gross profit		**8,626**	7,251
Administrative expenses		**(7,776)**	(6,753)
Operating profit	2	**850**	498
Net interest payable and similar charges	3	**(136)**	(137)
Profit on ordinary activities before taxation		**714**	361
Tax on profit on ordinary activities	4	**(179)**	(113)
Retained profit for the year transferred to reserves	15	**535**	248

All items dealt with in arriving at the profit above relate to continuing operations There are no recognised gains and losses in the year other than those disclosed in the profit and loss account

The notes 1 – 22 form part of these financial statements

Van Elle Limited

Balance sheet as at 30 April 2011

	Note	2011 £'000	2011 £'000	2010 £'000	2010 £'000
Fixed assets					
Tangible assets	7		**4,472**		5,623
Investments	8		**73**		73
			4,545		5,696
Current assets					
Stocks	9	**718**		598	
Debtors	10	**11,184**		10,926	
Cash at bank		**12**		335	
		11,914		11,859	
Creditors - amounts falling due within one year	11	**(7,161)**		(8,072)	
Net current assets			**4,753**		3,787
Total assets less current liabilities			**9,298**		9,483
Creditors - amounts falling due after more than one year	12		**(386)**		(996)
Provisions for liabilities	13		**(241)**		(351)
Net assets			**8,671**		8,136
Capital and reserves					
Called up share capital	14		**2**		2
Profit and loss account	15		**8,669**		8,134
Total equity shareholders' funds	16		**8,671**		8,136

The notes 1 – 22 form part of these financial statements

The financial statements were approved by the board of directors on 21 December 2011 and were signed on its behalf by

Mr M Mason
Director

Van Elle Limited

Notes to the financial statements for the year ended 30 April 2011

1 Principal accounting policies

The financial statements have been prepared in accordance with applicable Accounting Standards in the United Kingdom A summary of the more important accounting policies, which have been applied consistently, is set out below

Basis of accounting
The financial statements are prepared under the historical cost convention

Basis of preparation
The Company has taken advantage of the exemptions in section 400 of the Companies Act 2006 and has not prepared consolidated financial statements These financial statements present information about the Company as an individual entity, and not about it as a group Consolidated financial statements are prepared by the ultimate holding company, Van Elle 03 Limited

Going concern
After making appropriate enquiries, including of its funders, and reviewing forecasts, the directors have formed a judgement at the time of approving the financial statements that there is a reasonable expectation that the Company has more than sufficient resources and headroom in the available financing facilities to continue in operational existence for the foreseeable future, that is twelve months from the date of signing these financial statements For this reason the directors continue to adopt the going concern basis in preparing the financial statements

Cash flow statement and related party disclosures
The Company is a wholly owned subsidiary of Van Elle 03 Limited and is included in the consolidated financial statements of Van Elle 03 Limited, which are publicly available Consequently, the Company has taken advantage of the exemption from preparing a cash flow statement under the terms of Financial Reporting Standard 1 (Revised 1996) The Company is also exempt under the terms of Financial Reporting Standard 8 from disclosing related party transactions (but not balances) with wholly-owned entities that are part of the Van Elle group

Turnover
Turnover represents the total amounts receivable by the Company for goods supplied and services provided and work performed on contracts not yet invoiced, excluding value added tax and trade discounts The Company's turnover arises in the UK and Republic of Ireland

In the case of long term contracts, turnover reflects the contract activity during the year and represents the proportion of total contract value which costs incurred to date bear to total expected contract cost

Deferred taxation
Deferred taxation is recognised on all timing differences where the transactions or events that give the Company an obligation to pay more tax in the future, or a right to pay less tax in the future, have occurred by the balance sheet date Deferred tax assets are recognised when it is more likely than not that they will be recovered Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods which timing differences reverse

Notes to the financial statements for the year ended 30 April 2011 (continued)

1 Principal accounting policies (continued)

Investments in subsidiary undertakings
The cost of investments in subsidiary undertakings is recorded at the value of shares issued in connection with the acquisition, cash paid and any further costs connected with the acquisition, less amounts written off Fixed asset investments are stated at cost less provision for permanent diminution in value

Fixed assets
The cost of tangible fixed assets is their purchase cost, together with any incidental expenses of acquisition

Depreciation is calculated so as to write off the cost of tangible fixed assets on a straight-line basis over their estimated economic lives The estimated economic lives used for this purpose are

Office equipment	10-25% per annum
Motor vehicles	10-25% per annum
Plant and machinery	10-20% per annum

Leases
Leasing agreements and hire purchase contracts that transfer to the Company substantially all the benefits and risks of ownership of an asset ("finance leases") are treated as if the asset had been purchased outright Assets held under such agreements are included in fixed assets and the capital element of commitments is shown as obligations under finance leases Payments under such agreements are treated as consisting of capital and interest elements The interest element is charged to the profit and loss account over the primary lease period in proportion to the reducing capital element outstanding Assets held under finance leases are depreciated over the shorter of the lease terms and the useful lives of equivalent owned assets

All other leases are treated as operating leases, the costs of which are charged on a straight-line basis over the lease term

Stocks and work in progress
Stocks and work in progress are stated at the lower of cost and net realisable value In general, cost is determined on a first in first out basis and includes transport and handling costs In the case of manufactured products, cost includes all direct expenditure and an appropriate proportion of production overheads based on the normal level of activity Where necessary, provision is made for obsolete, slow-moving and defective stocks

Costs of work done against which turnover has not been recognised are included in work in progress net of applications made Applications made in excess of costs incurred are included in creditors

Pensions
Amounts charged in the financial statements relate to payments to money purchase schemes for employees and directors In addition, individual executive pension plans have been set up for senior executives of the Company. The pension costs charged against operating profits are the contributions payable to the schemes in respect of the accounting period

Notes to the financial statements for the year ended 30 April 2011 (continued)

1 Principal accounting policies (continued)

Foreign currencies
Monetary 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 of exchange ruling at the date of the transaction Exchange differences are taken into account in arriving at the operating profit

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 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 30 April 2011 (continued)

2 Operating profit

	2011 £'000	2010 £'000
Operating profit is stated after charging/(crediting):		
Plant and equipment hire	**2,002**	2,003
Depreciation of tangible fixed assets		
- owned assets	**450**	506
- under finance leases	**849**	895
Operating lease charges	**248**	221
Profit on disposal of fixed assets	**(5)**	(25)
Auditor's remuneration		
- audit services	**40**	40
- non-audit services - taxation compliance and advice	**15**	15

Liability Limitation Agreement with the auditor

The directors propose that the Company enter into a liability limitation agreement with Grant Thornton UK LLP, the statutory auditor, in respect of the statutory audit for the year ended 30 April 2011 The proportionate liability agreement follows the standard terms in Appendix B to the Financial Reporting Council's June 2008 Guidance on Auditor Liability Agreements, and will be proposed for approval at the forthcoming Annual General Meeting

3 Interest payable and similar charges

	2011 £'000	2010 £'000
Interest payable on finance lease contracts	**136**	136
Other interest payable	**-**	1
	136	137

Notes to the financial statements for the year ended 30 April 2011 (continued)

4 Tax on profit on ordinary activities

The tax charge represents	2011 £'000	2010 £'000
UK corporation tax at 28% (2010 28%)	**248**	103
Group relief	**54**	61
Adjustments in respect of prior year's corporation tax	**(13)**	5
Total current tax	**289**	169
Origination and reversal of timing differences	**(110)**	(56)
Total deferred tax	**(110)**	(56)
Tax on profit on ordinary activities	**179**	113

The tax assessed for the year differs from the standard rate of corporation tax in the UK of 28% (2010 28%)

Profit on ordinary activities before tax	**714**	361
Profit on ordinary activities multiplied by the standard rate of corporation	**199**	101
Effects of		
Expenses not deductible for tax	**5**	11
Difference between depreciation and capital allowances	**99**	58
Short term timing differences	**(1)**	-
Marginal relief	**-**	(6)
Adjustments in respect of prior periods	**(13)**	5
Current tax charge for the year	**289**	169

Notes to the financial statements for the year ended 30 April 2011 (continued)

5 Directors' emoluments

The emoluments of the directors of the Company were

	2011	2010
	£'000	£'000
Emoluments	377	438
Pension contributions to money purchase schemes	12	18
	389	456

Retirement benefits are accruing to 5 directors (2010 6) under money purchase schemes

	2011	2010
Highest paid director:	£'000	£'000
Emoluments	97	72
Pension contributions to money purchase schemes	-	3
Total amount of emoluments	97	75

6 Employee costs

	2011	2010
	£'000	£'000
Wages and salaries	7,519	7,111
Social security costs	795	735
Other pensions costs	56	63
Staff costs	8,370	7,909
	Number	Number
Average number of employees for the year	254	237

Notes to the financial statements for the year ended 30 April 2011 (continued)

7 Tangible assets

	Plant and machinery	Motor vehicles	Office equipment	Total
	£'000	£'000	£'000	£'000
Cost				
At 1 May 2010	10,381	2,640	719	13,740
Additions	43	64	50	157
Disposals	(3)	(71)	-	(74)
At 30 April 2011	**10,421**	**2,633**	**769**	**13,823**
Depreciation				
At 1 May 2010	5,660	1,965	492	8,117
Charge for the year	904	288	107	1,299
Disposals	(3)	(62)	-	(65)
At 30 April 2011	**6,561**	**2,191**	**599**	**9,351**
Net book amount				
At 30 April 2011	**3,860**	**442**	**170**	**4,472**
At 30 April 2010	4,721	675	227	5,623

Included in tangible assets is an amount of £259,000 (2010 £404,000) in respect of motor vehicles and an amount of £3,070,000 (2010 £3,712,000) in respect of plant and equipment held under finance lease contracts The depreciation charged in the year on these assets amounted to £170,000 and £679,000 respectively

Notes to the financial statements for the year ended 30 April 2011 (continued)

8 Fixed asset investments

Cost	Shares in subsidiary undertakings £'000
At 1 May 2010	73
At 30 April 2011	**73**

The principal subsidiaries of the Company are as follows

	Group interest in ordinary shares	Issued ordinary share capital	Country of incorporation
A&G (Steavenson) Limited	75%	66,333	Great Britain
Dram Investments Limited	100%	400	Great Britain
Van Elle Hoopsafe Limited	100%	1,000	Great Britain

All subsidiaries are dormant

9 Stocks

	2011 £'000	2010 £'000
Raw materials and consumables	**370**	271
Work in progress	**348**	327
	718	598

Notes to the financial statements for the year ended 30 April 2011 (continued)

10 Debtors

	2011 £'000	2010 £'000
Trade debtors	**6,628**	6,441
Amounts owed from group companies	**3,547**	3,427
Loan to Settlement Trust (note 19)	**98**	193
Other debtors	**911**	865
	11,184	10,926

Of the loan to the Settlement Trust £Nil is due after more than one year (2010: £98,000)
Included in other debtors is a director's loan account of £166,887 (2010 £134,273)

11 Creditors – Amounts falling due within one year

	2011 £'000	2010 £'000
Trade creditors	**5,084**	5,820
Finance lease contracts (note 17)	**573**	822
Amounts owed to group companies	**144**	144
Loan from pension fund (note 19)	**98**	95
Corporation tax	**139**	28
Other creditors and accruals	**524**	711
Taxation and social security	**599**	452
	7,161	8,072

Finance lease creditors are secured against the assets to which they relate

The loan from pension fund is secured by a fixed and floating charge over the assets of the Company

Notes to the financial statements for the year ended 30 April 2011 (continued)

12 Creditors – Amounts falling due after more than one year

	2011 £'000	2010 £'000
Finance lease contracts (note 17)	**386**	898
Loan from pension fund (note 19)	**-**	98
	386	996

13 Provisions for liabilities

	2011 £'000	2010 £'000
Deferred tax	**241**	351
	241	351

The deferred tax provision represents accelerated capital allowances totalling £241,000 Deferred tax has been calculated at 28% (2010 28%)

Notes to the financial statements for the year ended 30 April 2011 (continued)

14 Called up share capital

	2011	2010
	£'000	£'000
Authorised		
100,000 ordinary shares of £1 each	**100**	100
Allotted and fully paid		
2,448 ordinary shares of £1 each (2010 2,448 ordinary shares)	**2**	2

15 Reserves

	Profit and loss account
	£'000
At 1 May 2010	8,134
Retained profit for the year after taxation	535
At 30 April 2011	**8,669**

16 Reconciliation of movements in shareholders' funds

	2011	2010
	£'000	£'000
Profit for the financial year	**535**	248
Net change in shareholders' funds	**535**	248
Shareholders' funds as at 1 May 2010	**8,136**	7,888
Shareholders' funds as at 30 April 2011	**8,671**	8,136

Notes to the financial statements for the year ended 30 April 2011 (continued)

17 Financial commitments

Finance leases

Future minimum payments under finance leases and hire purchase contracts are as follows

	2011	2010
	£'000	£'000
Within one year	**573**	822
Between one and five years	**386**	898
	959	1,720

Operating leases

At 30 April 2011 the Company had annual commitments under non-cancellable operating leases as follows

	Land and buildings		**Other assets**	
	2011	2010	**2011**	2010
	£'000	£'000	**£'000**	£'000
Expiry date:				
Between two and five years	**247**	221	**1**	1

Notes to the financial statements for the year ended 30 April 2011 (continued)

18 Capital commitments

Capital expenditure contracted for but not provided in the financial statements amounts to £136,200 (2010: £Nil)

19 Related party transactions

During the year the Company rented properties owned by the Van Elle Limited Retirement and Death Benefit Scheme and Ellis Life Settlement Trust, in both of which Mr M F Ellis and Mrs J E Ellis have interests Mr M F Ellis and Mrs J E Ellis are both directors of the ultimate parent undertaking, Van Elle 03 Limited In addition properties owned directly by Mr M F Ellis were also rented by the Company The total rental charge for the year was £202,726 (2010 £219,993) The total balance outstanding in respect of rental payments at 30 April 2011 was £Nil (2010 £Nil)

Mr M F Ellis has a director's loan account of £166,887 (2010 £134,273) with the Company which is included in other debtors The maximum liability during the year was £166,887 (2010· £134,273)

Included in debtors is an amount outstanding from the Ellis Life Settlement Trust totalling £98,000 An equivalent amount owed to the Van Elle Retirement and Death Benefit Scheme is included within Creditors – Amounts falling due within one year

20 Contingent liabilities

A cross company bank guarantee has been arranged which creates a fixed and floating charge over the assets of each group company within the group headed by Van Elle 03 Limited At 30 April 2011 the outstanding liability under this agreement amounted to £3,554,141 (2010 £3,355,507)

21 Ultimate parent undertaking

The ultimate parent undertaking of this Company is Van Elle 03 Limited and accounts can be obtained from Companies House

22 Controlling party

In the opinion of the directors the controlling party of the Company is considered to be Mr MF and Mrs JE Ellis by virtue of their shareholdings in Van Elle 03 Limited