

COMPANIES HOUSE COPY

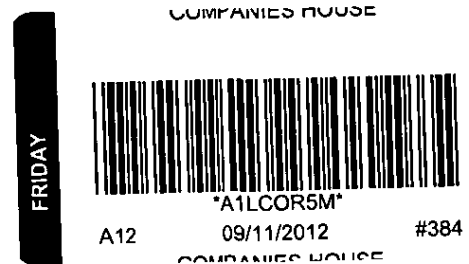
Van Elle Limited

Report and Financial Statements

Year Ended

30 April 2012

Company Number 2590521



Van Elle Limited

Report and financial statements for the year ended 30 April 2012

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Directors

S Morton
J Fenton
M Mason
C Bosworth
V Handley
M Ellis

Registered office

Kirkby Lane, Pinxton, Nottingham, Nottinghamshire, NG16 6JA, United Kingdom

Company number

2590521

Auditors

BDO LLP, 125 Colmore Row, Birmingham, B3 3SD

Van Elle Limited

Report of the directors for the year ended 30 April 2012

The directors present their report together with the audited financial statements for the year ended 30 April 2012

Results and dividends

The profit and loss account is set out on page 6 and shows the profit for the year

The directors recommend the payment of a final dividend of 2,859p per ordinary share

Principal activities, review of business and future developments

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

Review of business and future developments

The economic conditions in the UK remained challenging during the financial year. However, our strategy of providing a broad range of disciplines across all construction sectors throughout the UK, has contributed to a significant increase in turnover of over 13% this year.

More importantly, our continued focus on improvements in efficiency and growth areas which attract higher margins, has led to a healthy increase in operating profits up 61% from last year.

Our strict company procedures continue to reduce our exposure to client insolvency and bad debts and are reviewed on a regular basis.

We are particularly proud of our performance compared with the industry. We are now listed in the top five specialist foundation companies based on turnover and top two based on profit.

The Directors are very confident that the Company is well placed to increase turnover, profits and market share going forward.

Key performance indicators

The key performance indicators of the company are as follows:

- Turnover
- Gross profit margin
- Operating profit margin
- Profit on ordinary activities before taxation

See details on page 6

Van Elle Limited

Report of the directors for the year ended 30 April 2012 (continued)

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 loan notes arranged by the 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.

Currency risk

The Company is not exposed to significant transaction or translation foreign exchange risk.

Health and Safety

The health and safety at work of our employees, clients and subcontractors is a major consideration of the board and a high priority on our agenda. Health and safety performance is monitored by our in-house inspection regime; additionally we have a comprehensive training programme in place.

Employment of disabled persons

The company is committed to a policy of recruitment and promotion on the basis of aptitude and ability without discrimination of any kind. Management actively pursues both the employment of disabled persons whenever a suitable vacancy arises and the continued employment and retraining of employees who become disabled whilst employed by the company. Particular attention is given to the training, career development and promotion of disabled employees with a view to encouraging them to play an active role in the development of the company.

Employee involvement

The flow of information to staff has been maintained by our staff newsletter. Members of the management team regularly visit branches and discuss matters of current interest and concern to the business with members of staff, in addition to having a staff nominated works committee which meets regularly.

Directors

The directors of the company during the year were

S Morton
J Fenton (appointed 28 July 2011)
M Mason
C Bosworth
T Collin (resigned 30 July 2012)
V Handley

On 1 August 2012, M Ellis was appointed as a director of the company.

Van Elle Limited

Report of the directors for the year ended 30 April 2012 (*continued*)

Directors' responsibilities

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and 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,
- 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.

Auditors

All of the current 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 purposes 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.

BDO LLP were appointed as auditors during the year and have expressed their willingness to continue in office. A resolution to re-appoint them will be proposed at the annual general meeting.

On behalf of the board



J Fenton
Director

29 10 12

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 2012 which comprise the profit and loss account, the balance sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As explained more fully in the statement of directors' responsibilities, 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 2012 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 matters 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.

Van Elle Limited

Independent auditor's report *(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

*BDO LLP
5 November 2012*

*Thomas Lawton (senior statutory auditor)
For and on behalf of BDO LLP, statutory auditor
Birmingham
United Kingdom*

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127)

Van Elle Limited

Profit and loss account for the year ended 30 April 2012

	Note	2012 £'000	2011 £'000
Turnover	2	33,865	30,044
Cost of sales		23,669	21,418
		<u> </u>	<u> </u>
Gross profit		10,196	8,626
Administrative expenses		8,820	7,776
		<u> </u>	<u> </u>
Operating profit	3	1,376	850
Interest payable and similar charges	6	(109)	(136)
		<u> </u>	<u> </u>
Profit on ordinary activities before taxation		1,267	714
Taxation on profit on ordinary activities	7	304	179
		<u> </u>	<u> </u>
Profit on ordinary activities after taxation		<u>963</u>	<u>535</u>

All amounts relate to continuing activities

All recognised gains and losses in the current and prior year are included in the profit and loss account

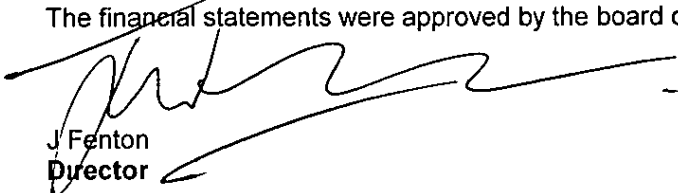
The notes on pages 8 to 18 form part of these financial statements

Van Elle Limited

Balance sheet at 30 April 2012

<i>Company number 2590521</i>	Note	2012 £'000	2012 £'000	2011 £'000	2011 £'000
Fixed assets					
Tangible assets	9		4,783		4,472
Fixed asset investments	10		73		73
			<u>4,856</u>		<u>4,545</u>
Current assets					
Stocks	11	542		718	
Debtors	12	13,013		11,184	
Cash at bank and in hand		778		12	
		<u>14,333</u>		<u>11,914</u>	
Creditors: amounts falling due within one year	13	8,568		7,161	
		<u>8,568</u>		<u>7,161</u>	
Net current assets			5,765		4,753
Total assets less current liabilities			10,621		9,298
Creditors: amounts falling due after more than one year	14	889		386	
Provisions for liabilities	15	168		241	
		<u>1,057</u>		<u>627</u>	
			9,564		8,671
Capital and reserves					
Called up share capital	16		2		2
Profit and loss account	17		9,562		8,669
			<u>9,564</u>		<u>8,671</u>
Shareholders' funds	18		9,564		8,671

The financial statements were approved by the board of directors and authorised for issue on 29 10 12


J Fenton
Director

The notes on pages 8 to 18 form part of these financial statements

Van Elle Limited

Notes forming part of the financial statements for the year ended 30 April 2012

1 Accounting policies

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

The following principal accounting policies have been applied

Consolidated financial statements

The financial statements contain information about Van Elle Limited as an individual company and do not contain consolidated financial information as the parent of a group. The company has taken advantage of the exemption conferred by section 400 of the Companies Act 2006 not to produce consolidated financial statements as it is included in EEA group accounts of a larger group

Cash flow statement

The company has taken advantage of the exemption conferred by Financial Reporting Standard 1 'Cash Flow Statements (Revised 1996)' not to prepare a cash flow statement on the grounds that at least 90% of the voting rights in the company are controlled within the group headed by Van Elle 03 Limited and the company is included in consolidated financial statements

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

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

Depreciation

Depreciation is provided to write off the cost, less estimated residual values, of all tangible fixed assets, except for investment properties and freehold land, evenly over their expected useful lives. It is calculated at the following rates

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

Stocks

Stocks are valued at the lower of cost and net realisable value. Cost is based on the cost of purchase on a first in, first out basis. Net realisable value is based on estimated selling price less additional costs to completion and disposal

Long-term contracts 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 long-term 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

Foreign currency

Foreign currency transactions are translated into sterling at the rates ruling when they occurred. Foreign currency monetary assets and liabilities are translated at the rates ruling at the balance sheet date. Any differences are taken to the profit and loss account

Van Elle Limited

Notes forming part of the financial statements for the year ended 30 April 2012 (*continued*)

1 Accounting policies (*continued*)

Financial instruments

Financial instruments are measured initially and subsequently at cost

Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

Dividends on shares wholly recognised as liabilities are recognised as expenses and classified within interest payable.

Deferred taxation

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except that

- deferred tax is not recognised on timing differences arising on revalued properties unless the company has entered into a binding sale agreement and is not proposing to take advantage of rollover relief, and
- the recognition of deferred tax assets is limited to the extent that the company anticipates making sufficient taxable profits in the future to absorb the reversal of the underlying timing differences.

Deferred tax balances are not discounted.

Leased assets

Where assets are financed by leasing agreements that give rights approximating to ownership (finance leases), the assets are treated as if they had been purchased outright. The amount capitalised is the present value of the minimum lease payments payable over the term of the lease. The corresponding leasing commitments are shown as amounts payable to the lessor. Depreciation on the relevant assets is charged to the profit and loss account over the shorter of estimated useful economic life and the period of the lease.

Lease payments are analysed between capital and interest components so that the interest element of the payment is charged to the profit and loss account over the period of the lease and is calculated so that it represents a constant proportion of the balance of capital repayments outstanding. The capital part reduces the amounts payable to the lessor.

All other leases are treated as operating leases. Their annual rentals are charged to the profit and loss account on a straight-line basis over the term of the lease.

Pension costs

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.

Van Elle Limited

Notes forming part of the financial statements for the year ended 30 April 2012 (continued)

1 Accounting policies (continued)

Fixed asset investments

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

2 Turnover

Turnover is wholly attributable to the principal activity of the company and arises solely within the United Kingdom.

3 Operating profit

	2012 £'000	2011 £'000
This is arrived at after charging/(crediting)		
Depreciation of tangible fixed assets	1,291	1,299
Loss/(profit) on disposal of tangible fixed assets	28	(5)
Hire of other assets - operating leases	294	248
Plant and equipment hire	1,730	2,002
	<u> </u>	<u> </u>
	2012 £'000	2011 £'000
Auditors' remuneration		
- fees payable to the company's auditor for the audit of the company's annual accounts	24	40
- other taxation services	4	15
	<u> </u>	<u> </u>

Van Elle Limited

Notes forming part of the financial statements for the year ended 30 April 2012 (continued)

4 Employees

Staff costs (including directors) consist of

	2012 £'000	2011 £'000
Wages and salaries	8,440	7,933
Social security costs	977	795
Other pension costs	56	56
	<u>9,473</u>	<u>8,784</u>

The average number of employees (including directors) during the year was as follows

	2012 Number	2011 Number
Weekly paid staff	166	185
Salaried staff	77	69
	<u>243</u>	<u>254</u>

5 Directors' remuneration

	2012 £'000	2011 £'000
Directors' emoluments	535	377
Company contributions to money purchase pension schemes	9	12
	<u>544</u>	<u>389</u>

There were 2 directors in the company's defined contribution pension scheme during the year (2011 - 5)

The total amount payable to the highest paid director in respect of emoluments was £149,000 (2011 - £97,000) Company pension contributions of £Nil (2011 - £Nil) were made to a money purchase scheme on their behalf

6 Interest payable and similar charges

	2012 £'000	2011 £'000
Finance leases and hire purchase contracts	109	136
	<u>109</u>	<u>136</u>

Van Elle Limited

Notes forming part of the financial statements for the year ended 30 April 2012 (*continued*)

7 Taxation on profit on ordinary activities

	2012 £'000	2011 £'000
<i>UK Corporation tax</i>		
Current tax on profits of the year	323	248
Adjustment in respect of previous periods	3	(13)
Group relief	51	54
Total current tax	377	289
<i>Deferred tax</i>		
Origination and reversal of timing differences	(39)	(110)
Effect of changes in tax rate	(34)	-
Movement in deferred tax provision	(73)	(110)
Taxation on profit on ordinary activities	304	179

The tax assessed for the year is higher than the standard rate of corporation tax in the UK applied to profit before tax. The differences are explained below:

	2012 £'000	2011 £'000
Profit on ordinary activities before tax	1,267	714
Profit on ordinary activities at the standard rate of corporation tax in the UK of 25% (2011 - 28%)	317	200
Effect of:		
Expenses not deductible for tax purposes	2	5
Depreciation for period in excess of capital allowances	40	99
Adjustment to tax charge in respect of previous periods	3	(13)
Short term timing differences	-	(2)
Effect of change in tax rate in the year	15	-
Current tax charge for the year	377	289

Van Elle Limited

Notes forming part of the financial statements for the year ended 30 April 2012 (continued)

8 Dividends

	2012 £'000	2011 £'000
Ordinary shares		
Final dividend proposed for the year of £28.59 (2011 - £Nil) per share	70	-

9 Tangible fixed assets

	Plant and machinery £'000	Motor vehicles £'000	Office equipment £'000	Total £'000
<i>Cost</i>				
At 1 May 2011	10,421	2,633	769	13,823
Additions	1,230	333	53	1,616
Disposals	(6)	(48)	-	(54)
	<u>11,645</u>	<u>2,918</u>	<u>822</u>	<u>15,385</u>
<i>Depreciation</i>				
At 1 May 2011	6,561	2,191	599	9,351
Provided for the year	937	284	70	1,291
Disposals	(4)	(36)	-	(40)
	<u>7,494</u>	<u>2,439</u>	<u>669</u>	<u>10,602</u>
<i>Net book value</i>				
At 30 April 2012	<u>4,151</u>	<u>479</u>	<u>153</u>	<u>4,783</u>
At 30 April 2011	<u>3,860</u>	<u>442</u>	<u>170</u>	<u>4,472</u>

The net book value of tangible fixed assets includes an amount of £2,585,000 (2011 - £2,538,000) in respect of assets held under finance leases and hire purchase contracts. The related depreciation charge on these assets for the year was £377,000 (2011 - £470,000).

Van Elle Limited

Notes forming part of the financial statements
for the year ended 30 April 2012 (*continued*)

10 Fixed asset investments

	Group undertakings £'000
<i>Cost</i>	
At 1 May 2011 and 30 April 2012	73

Subsidiary undertakings, associated undertakings and other investments

The principal undertakings in which the company's interest at the year end is 20% or more are as follows

	Country of incorporation or registration	Class of share capital held	Proportion of share capital held	Nature of business
<i>Subsidiary undertakings</i>				
A&G (Steavenson) Limited	Great Britain	Ordinary	75%	Dormant
Dram Investments Limited	Great Britain	Ordinary	100%	Dormant
Van Elle Hoopsafe Limited	Great Britain	Ordinary	100%	Dormant

11 Stocks

	2012 £'000	2011 £'000
Raw materials and consumables	287	370
Work in progress	255	348
	542	718

There is no material difference between the replacement cost of stocks and the amounts stated above

12 Debtors

	2012 £'000	2011 £'000
Trade debtors	7,312	6,628
Amounts owed by group undertakings	5,043	3,547
Other debtors	658	911
Loan to settlement trust	-	98
	13,013	11,184

All amounts shown under debtors fall due for payment within one year

Van Elle Limited

Notes forming part of the financial statements for the year ended 30 April 2012 (*continued*)

13 Creditors' amounts falling due within one year

	2012 £'000	2011 £'000
Trade creditors	6,351	5,084
Amounts owed to group undertakings	196	144
Corporation tax	214	139
Other taxation and social security	405	599
Obligations under finance lease and hire purchase contracts	525	573
Loan from pension fund	-	98
Other creditors	877	524
	<u>8,568</u>	<u>7,161</u>

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

14 Creditors: amounts falling due after more than one year

	2012 £'000	2011 £'000
Obligations under finance lease and hire purchase contracts	<u>889</u>	<u>386</u>
Maturity of debt		
	Finance leases 2012 £'000	Finance leases 2011 £'000
In one year or less, or on demand	<u>525</u>	<u>573</u>
In more than one year but not more than two years	406	261
In more than two years but not more than five years	<u>483</u>	<u>125</u>
	<u>889</u>	<u>386</u>

Van Elle Limited

Notes forming part of the financial statements
for the year ended 30 April 2012 (*continued*)

15 Provisions for liabilities

	Deferred taxation £'000
At 1 May 2011	241
Credited to profit and loss account	(73)
At 30 April 2012	168

Deferred taxation

	2012 £'000	2011 £'000
Accelerated capital allowances	168	241

16 Share capital

	2012 £'000	2011 £'000
<i>Allotted, called up and fully paid</i>		
2,448 ordinary shares of £1 each	2	2

17 Reserves

	Profit and loss account £'000
At 1 May 2011	8,669
Profit for the year	963
Dividends	(70)
At 30 April 2012	9,562

Van Elle Limited

Notes forming part of the financial statements
for the year ended 30 April 2012 (*continued*)

18 Reconciliation of movements in shareholders' funds

	2012 £'000	2011 £'000
Profit for the year	963	535
Dividends	(70)	-
Net additions to shareholders' funds	893	535
Opening shareholders' funds	8,671	8,136
Closing shareholders' funds	9,564	8,671

19 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 2012 the outstanding liability under this agreement amounted to £2,260,652 (2011 - £3,554,141)

20 Commitments under operating leases

The company had annual commitments under non-cancellable operating leases as set out below

	Land and buildings 2012 £'000	Other 2012 £'000	Land and buildings 2011 £'000	Other 2011 £'000
Operating leases which expire				
In two to five years	288	6	247	1

Van Elle Limited

Notes forming part of the financial statements for the year ended 30 April 2012 (continued)

21 Related party disclosures

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 £166,000 (2011 £203,000). The total balance outstanding in respect of rental payments at 30 April 2012 was £Nil (2011 £Nil).

Mr M F Ellis has a director's loan account of £Nil (2011 £167,000) with the Company which is included in other debtors. The maximum liability during the year was £247,000 (2011 £167,000).

Mr J Fenton has a director's loan account of £56,088 (2011 £49,455) with the Company which is included in other debtors. The maximum liability during the year was £87,000 (2011 £49,545).

Included in debtors is an amount outstanding from the Ellis Life Settlement Trust of £Nil (2011 £98,000). An equivalent amount owed to the Van Elle Retirement and Death Benefit Scheme was included within Creditors - Amounts falling due within one year in 2011.

22 Capital commitments

	2012 £'000	2011 £'000
Contracted but not provided for	-	136

23 Ultimate parent company and parent undertaking of larger group

The company is a subsidiary of Van Elle 03 Limited which is the ultimate parent company incorporated in the United Kingdom.

The largest and smallest group in which the results of the company are consolidated is that headed by Van Elle 03 Limited, incorporated in the United Kingdom. The consolidated accounts of this company are available to the public and may be obtained from Companies House. No other group accounts include the results of the company.