

**Abbreviated Accounts for the Year Ended 31 December 2012**

**for**

**Henley Bridge Ingredients Limited**

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for the Year Ended 31 December 2012**

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**Company Information  
for the Year Ended 31 December 2012**

**DIRECTORS:**

A C Mycock  
Mrs K Mycock  
C A Martin  
T St John

**SECRETARY:**

Mrs K Mycock

**REGISTERED OFFICE:**

Bank Chambers  
61 High Street  
Cranbrook  
Kent  
TN17 3EG

**REGISTERED NUMBER:**

03605607 (England and Wales)

**AUDITORS:**

McCabe Ford Williams  
Statutory Auditors and  
Chartered Accountants  
Bank Chambers  
61 High Street  
Cranbrook  
Kent  
TN17 3EG

**Report of the Directors  
for the Year Ended 31 December 2012**

The directors present their report with the financial statements of the company for the year ended 31 December 2012

**PRINCIPAL ACTIVITY**

The principal activity of the company in the year under review was that of procuring and supplying food ingredients to industry

**REVIEW OF BUSINESS**

Although the overall economic climate continued to be difficult throughout the year, turnover reached almost £10m for the 12 months. A key focus was and is to improve margin and this is proving successful in that Gross Margin increased by c 4% from 19.75 to 20.5%. This was achieved by replacing low margin business with larger customers with a more profitable customer/product profile. The benefits of this strategy will continue to come through in the coming year as the lower margin business is fully unwound.

Following market sector analysis, the Foodservice sector was identified as offering huge potential for growth. A strategy was therefore developed and is being implemented, now resulting in double digit growth in this sector. A Repack Unit was also specified and purchased to facilitate hand packing of mainly Décor products into intermediate size packs for Foodservice, Bakers and Pâtisseries etc.

The outlook for 2013 is very positive with budgeted growth in overall sales, together with margin consolidation and improvement.

**DIRECTORS**

The directors shown below have held office during the whole of the period from 1 January 2012 to the date of this report.

A C Mycock  
Mrs K Mycock  
C A Martin  
T St John

**POLITICAL AND CHARITABLE CONTRIBUTIONS**

Our sponsorship of the Grenada Organic Cocoa Farmers Co-operative (incorporating The Grenada Chocolate Company) continues through indirect support and with storage and distribution of their retail products throughout the EU.

Total donations in the year were £4,048 of which £3,434 was for the Grenada Co-operative to purchase a new truck.

**Report of the Directors  
for the Year Ended 31 December 2012**

**STATEMENT OF DIRECTORS' RESPONSIBILITIES**

The directors are responsible for preparing the Report of the Directors 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.

**STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS**

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he or she ought to have taken as a director in order to make himself or herself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

**AUDITORS**

The auditors, McCabe Ford Williams, will be proposed for re-appointment at the forthcoming Annual General Meeting.

This report has been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies.

**ON BEHALF OF THE BOARD:**

Mrs K Mycock - Secretary



27 March 2013

## **Report of the Independent Auditors to the Members of Henley Bridge Ingredients Limited**

We have audited the financial statements of Henley Bridge Ingredients Limited for the year ended 31 December 2012 on pages six to fourteen. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

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 a Report of the Auditors 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 three, 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 Ethical Standards for Auditors.

### **Scope of the audit of the financial statements**

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Report of the Directors to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

### **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 31 December 2012 and of its profit for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities, 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 Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements.

**Report of the Independent Auditors to the Members of  
Henley Bridge Ingredients Limited**

**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, or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the Report of the Directors



David Boobyer FCA (Senior Statutory Auditor)  
for and on behalf of McCabe Ford Williams  
Statutory Auditors and  
Chartered Accountants  
Bank Chambers  
61 High Street  
Cranbrook  
Kent  
TN17 3EG

27 March 2013

**Henley Bridge Ingredients Limited**

**Profit and Loss Account  
for the Year Ended 31 December 2012**

|                                                          |       | Year Ended<br>31 12 12<br>£ | Period<br>18 10<br>to<br>31 12 11<br>£ |
|----------------------------------------------------------|-------|-----------------------------|----------------------------------------|
|                                                          | Notes |                             |                                        |
| <b>TURNOVER</b>                                          |       | 9,785,155                   | 13,224,858                             |
| Cost of sales                                            |       | <u>7,798,563</u>            | <u>10,610,446</u>                      |
| <b>GROSS PROFIT</b>                                      |       | 1,986,592                   | 2,614,412                              |
| Administrative expenses                                  |       | <u>1,621,626</u>            | <u>2,233,196</u>                       |
|                                                          |       | 364,966                     | 381,216                                |
| Other operating income                                   |       | <u>28,745</u>               | <u>26,635</u>                          |
| <b>OPERATING PROFIT</b>                                  | 2     | 393,711                     | 407,851                                |
| Interest payable and similar charges                     |       | <u>28,236</u>               | <u>31,200</u>                          |
| <b>PROFIT ON ORDINARY ACTIVITIES<br/>BEFORE TAXATION</b> |       | 365,475                     | 376,651                                |
| Tax on profit on ordinary activities                     | 3     | <u>88,118</u>               | <u>72,687</u>                          |
| <b>PROFIT FOR THE FINANCIAL YEAR</b>                     |       | 277,357                     | 303,964                                |
| Retained profit brought forward                          |       | <u>66,522</u>               | <u>64,683</u>                          |
|                                                          |       | 343,879                     | 368,647                                |
| Dividends                                                | 4     | <u>(258,750)</u>            | <u>(302,125)</u>                       |
| <b>RETAINED PROFIT CARRIED FORWARD</b>                   |       | <u>85,129</u>               | <u>66,522</u>                          |

The notes form part of these financial statements

**Henley Bridge Ingredients Limited**

**Balance Sheet  
31 December 2012**

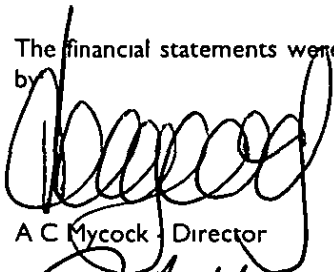
|                                              | Notes | 31 12 12<br>£    | £               | 31 12 11<br>£    | £                |
|----------------------------------------------|-------|------------------|-----------------|------------------|------------------|
| <b>FIXED ASSETS</b>                          |       |                  |                 |                  |                  |
| Tangible assets                              | 5     |                  | 287,174         |                  | 335,824          |
| <b>CURRENT ASSETS</b>                        |       |                  |                 |                  |                  |
| Stocks                                       |       | 573,906          |                 | 914,319          |                  |
| Debtors                                      | 6     | 1,812,395        |                 | 1,820,338        |                  |
| Cash at bank and in hand                     |       | <u>46,304</u>    |                 | <u>29,217</u>    |                  |
|                                              |       | 2,432,605        |                 | 2,763,874        |                  |
| <b>CREDITORS</b>                             |       |                  |                 |                  |                  |
| Amounts falling due within one year          | 7     | <u>2,507,839</u> |                 | <u>2,864,142</u> |                  |
| <b>NET CURRENT LIABILITIES</b>               |       |                  | <u>(75,234)</u> |                  | <u>(100,268)</u> |
| <b>TOTAL ASSETS LESS CURRENT LIABILITIES</b> |       |                  | 211,940         |                  | 235,556          |
| <b>CREDITORS</b>                             |       |                  |                 |                  |                  |
| Amounts falling due after more than one year | 8     |                  | (96,311)        |                  | (140,958)        |
| <b>PROVISIONS FOR LIABILITIES</b>            | 11    |                  | <u>(30,300)</u> |                  | <u>(27,876)</u>  |
| <b>NET ASSETS</b>                            |       |                  | <u>85,329</u>   |                  | <u>66,722</u>    |
| <b>CAPITAL AND RESERVES</b>                  |       |                  |                 |                  |                  |
| Called up share capital                      | 12    |                  | 200             |                  | 200              |
| Profit and loss account                      |       |                  | <u>85,129</u>   |                  | <u>66,522</u>    |
| <b>SHAREHOLDERS' FUNDS</b>                   |       |                  | <u>85,329</u>   |                  | <u>66,722</u>    |

The notes form part of these financial statements

**Balance Sheet - continued**  
**31 December 2012**

The financial statements have been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies and with the Financial Reporting Standard for Smaller Entities (effective April 2008)

The financial statements were approved by the Board of Directors on 27 March 2013 and were signed on its behalf by



A C Mycock - Director



C A Martin - Director

**Notes to the Financial Statements  
for the Year Ended 31 December 2012**

**1 ACCOUNTING POLICIES**

**Accounting convention**

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

**Turnover**

Turnover represents net invoiced sales of goods, excluding value added tax

**Tangible fixed assets**

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life

|                                    |                                            |
|------------------------------------|--------------------------------------------|
| Leasehold property                 | - Over period of lease                     |
| Improvements to leasehold property | - Over period of lease                     |
| Plant and machinery                | - 15% on reducing balance                  |
| Fixtures, fittings and equipment   | - straight line basis between 3 & 10 years |
| Motor vehicles                     | - 25% on reducing balance                  |

**Stocks**

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items

**Deferred tax**

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date

**Foreign currencies**

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 transaction. Exchange differences are taken into account in arriving at the operating result

**2 OPERATING PROFIT**

The operating profit is stated after charging

|                                                | Year Ended<br>31 12 12<br>£ | Period<br>18 10<br>to<br>31 12 11<br>£ |
|------------------------------------------------|-----------------------------|----------------------------------------|
| Depreciation - owned assets                    | 76,461                      | 104,554                                |
| Loss on disposal of fixed assets               | 1,108                       | 3,544                                  |
| Auditors' remuneration                         | <u>6,000</u>                | <u>16,000</u>                          |
| Directors' remuneration and other benefits etc | <u>74,404</u>               | <u>103,878</u>                         |

Notes to the Financial Statements - continued  
for the Year Ended 31 December 2012

3 TAXATION

Analysis of the tax charge

The tax charge on the profit on ordinary activities for the year was as follows

|                                      | Year Ended<br>31 12 12<br>£ | Period<br>18 10<br>to<br>31 12 11<br>£ |
|--------------------------------------|-----------------------------|----------------------------------------|
| Current tax                          |                             |                                        |
| UK corporation tax                   | 85,694                      | 71,196                                 |
| Deferred tax                         |                             |                                        |
| Accelerated capital allowances       | <u>2,424</u>                | <u>1,491</u>                           |
| Tax on profit on ordinary activities | <u>88,118</u>               | <u>72,687</u>                          |

4 DIVIDENDS

|                                | Year Ended<br>31 12 12<br>£ | Period<br>18 10<br>to<br>31 12 11<br>£ |
|--------------------------------|-----------------------------|----------------------------------------|
| Ordinary 'A' shares of £1 each |                             |                                        |
| Interim                        | 126,000                     | 113,000                                |
| Ordinary 'B' shares of £1 each |                             |                                        |
| Interim                        | <u>132,750</u>              | <u>189,125</u>                         |
|                                | <u>258,750</u>              | <u>302,125</u>                         |

**Notes to the Financial Statements - continued**  
**for the Year Ended 31 December 2012**

**5 TANGIBLE FIXED ASSETS**

|                        | Leasehold<br>property<br>£                     | Improvements<br>to<br>leasehold<br>property<br>£ | Plant and<br>machinery<br>£ |
|------------------------|------------------------------------------------|--------------------------------------------------|-----------------------------|
| <b>COST</b>            |                                                |                                                  |                             |
| At 1 January 2012      | 17,051                                         | 160,234                                          | 101,727                     |
| Additions              | -                                              | -                                                | 385                         |
| At 31 December 2012    | <u>17,051</u>                                  | <u>160,234</u>                                   | <u>102,112</u>              |
| <b>DEPRECIATION</b>    |                                                |                                                  |                             |
| At 1 January 2012      | 2,684                                          | 24,663                                           | 33,111                      |
| Charge for year        | 1,895                                          | 16,964                                           | 10,263                      |
| Eliminated on disposal | -                                              | -                                                | -                           |
| At 31 December 2012    | <u>4,579</u>                                   | <u>41,627</u>                                    | <u>43,374</u>               |
| <b>NET BOOK VALUE</b>  |                                                |                                                  |                             |
| At 31 December 2012    | <u>12,472</u>                                  | <u>118,607</u>                                   | <u>58,738</u>               |
| At 31 December 2011    | <u>14,367</u>                                  | <u>135,571</u>                                   | <u>68,616</u>               |
|                        | Fixtures,<br>fittings<br>and<br>equipment<br>£ | Motor<br>vehicles<br>£                           | Totals<br>£                 |
| <b>COST</b>            |                                                |                                                  |                             |
| At 1 January 2012      | 245,684                                        | 34,839                                           | 559,535                     |
| Additions              | 28,584                                         | -                                                | 28,969                      |
| Disposals              | -                                              | (5,300)                                          | (5,300)                     |
| At 31 December 2012    | <u>274,268</u>                                 | <u>29,539</u>                                    | <u>583,204</u>              |
| <b>DEPRECIATION</b>    |                                                |                                                  |                             |
| At 1 January 2012      | 149,028                                        | 14,225                                           | 223,711                     |
| Charge for year        | 42,475                                         | 4,864                                            | 76,461                      |
| Eliminated on disposal | -                                              | (4,142)                                          | (4,142)                     |
| At 31 December 2012    | <u>191,503</u>                                 | <u>14,947</u>                                    | <u>296,030</u>              |
| <b>NET BOOK VALUE</b>  |                                                |                                                  |                             |
| At 31 December 2012    | <u>82,765</u>                                  | <u>14,592</u>                                    | <u>287,174</u>              |
| At 31 December 2011    | <u>96,656</u>                                  | <u>20,614</u>                                    | <u>335,824</u>              |

Notes to the Financial Statements - continued  
for the Year Ended 31 December 2012

6 DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

|               | 31 12 12         | 31 12 11         |
|---------------|------------------|------------------|
|               | £                | £                |
| Trade debtors | 1,501,127        | 1,483,584        |
| Other debtors | 311,268          | 336,754          |
|               | <u>1,812,395</u> | <u>1,820,338</u> |

7 CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

|                              | 31 12 12         | 31 12 11         |
|------------------------------|------------------|------------------|
|                              | £                | £                |
| Bank loans and overdrafts    | 44,508           | 42,042           |
| Trade creditors              | 974,171          | 1,332,511        |
| Taxation and social security | 120,576          | 110,631          |
| Other creditors              | 1,368,584        | 1,378,958        |
|                              | <u>2,507,839</u> | <u>2,864,142</u> |

8 CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

|            | 31 12 12      | 31 12 11       |
|------------|---------------|----------------|
|            | £             | £              |
| Bank loans | <u>96,311</u> | <u>140,958</u> |

9 OPERATING LEASE COMMITMENTS

The following operating lease payments are committed to be paid within one year

|                            | 31 12 12       | 31 12 11       |
|----------------------------|----------------|----------------|
|                            | £              | £              |
| Expiring                   |                |                |
| Within one year            | 1,084          | 349            |
| Between one and five years | 17,413         | 14,827         |
| In more than five years    | <u>117,525</u> | <u>117,525</u> |
|                            | <u>136,022</u> | <u>132,701</u> |

Notes to the Financial Statements - continued  
for the Year Ended 31 December 2012

10 SECURED DEBTS

The following secured debts are included within creditors

|                     | 31 12 12         | 31 12 11         |
|---------------------|------------------|------------------|
|                     | £                | £                |
| Invoice discounting | <u>1,313,196</u> | <u>1,320,201</u> |

Lloyds TSB Commercial Finance Limited hold a fixed and floating charge dated 22 May 2006 over all property and assets of the company

11 PROVISIONS FOR LIABILITIES

|                                | 31 12 12      | 31 12 11      |
|--------------------------------|---------------|---------------|
|                                | £             | £             |
| Deferred tax                   | <u>30,300</u> | <u>27,876</u> |
|                                |               | Deferred tax  |
|                                |               | £             |
| Balance at 1 January 2012      |               | 27,876        |
| Accelerated capital allowances |               | <u>2,424</u>  |
| Balance at 31 December 2012    |               | <u>30,300</u> |

12 CALLED UP SHARE CAPITAL

| Allotted, issued and fully paid |              |               | 31 12 12   | 31 12 11   |
|---------------------------------|--------------|---------------|------------|------------|
| Number                          | Class        | Nominal value | £          | £          |
| 100                             | Ordinary 'A' | £1            | 100        | 100        |
| 100                             | Ordinary 'B' | £1            | <u>100</u> | <u>100</u> |
|                                 |              |               | <u>200</u> | <u>200</u> |

Notes to the Financial Statements - continued  
for the Year Ended 31 December 2012

13 TRANSACTIONS WITH DIRECTORS

The following loans to directors subsisted during the year ended 31 December 2012 and the period ended 31 December 2011

|                                      | 31 12 12<br>£ | 31 12 11<br>£ |
|--------------------------------------|---------------|---------------|
| <b>A C Mycock</b>                    |               |               |
| Balance outstanding at start of year | 4,950         | -             |
| Amounts advanced                     | -             | 5,000         |
| Amounts repaid                       | (4,950)       | (50)          |
| Balance outstanding at end of year   | <u>-</u>      | <u>4,950</u>  |
| <br><b>Mrs K Mycock</b>              |               |               |
| Balance outstanding at start of year | 4,913         | -             |
| Amounts advanced                     | -             | 5,000         |
| Amounts repaid                       | (4,913)       | (87)          |
| Balance outstanding at end of year   | <u>-</u>      | <u>4,913</u>  |

14 ULTIMATE CONTROLLING PARTY

The company is controlled by Mr and Mrs Mycock by virtue of their majority shareholding