

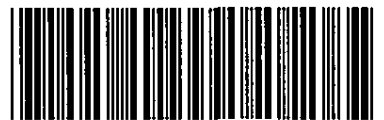
COMPANY REGISTRATION NUMBER 04716632

R & M WILLIAMS (HOLDINGS) LIMITED

FINANCIAL STATEMENTS

31 JANUARY 2014

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R & M WILLIAMS (HOLDINGS) LIMITED

FINANCIAL STATEMENTS

PERIOD FROM 1 DECEMBER 2012 TO 31 JANUARY 2014

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R & M WILLIAMS (HOLDINGS) LIMITED
OFFICERS AND PROFESSIONAL ADVISERS

The director

Mr M J Williams

Registered office

West Point Industrial Estate
Penarth Road
Cardiff
CF11 8JQ

Auditor

Kilsby & Williams LLP
Chartered Accountants
& Statutory Auditor
Cedar House
Hazell Drive
Newport
South Wales
NP10 8FY

R & M WILLIAMS (HOLDINGS) LIMITED

STRATEGIC REPORT

PERIOD FROM 1 DECEMBER 2012 TO 31 JANUARY 2014

BUSINESS REVIEW

Turnover

Total group turnover showed an increase of £8.7m in the 14 months ended 31 January 2014 compared to the year ended 31 November 2012. This is as a result of new opportunities in the social housing sector and expansion in the construction market.

Gross profit

Total gross profit for the period increased by £1.1m. Gross margin has improved against the prior year as further controls have been implemented to monitor contract performance.

Review of the year and future outlook

The group's main goals and achievements for 2014 were:

- to raise the profile of the group. This has been achieved through tendering and being awarded prestigious contracts such as the renovation of Penarth Pier and Empire House, Cardiff Bay.
- to protect and grow the reactive maintenance works division which was achieved through securing a 4 year contract with Cardiff City Council.
- successfully implementing a new accounting system to aid the expansion of the business.
- lay the foundation for further expansion with the appointment of several senior manager positions.

The group continues to be successful in securing work from existing and new customers. In tandem with this process, there is a continuing drive for contract efficiency and the re-examination of long established practices of operation.

Risks and uncertainties

- i) The group considers its major risks are that other contractors tender uncommercial prices for work, thus restricting turnover and margin. However, the group remains highly flexible and competitive, and there are signs that the construction industry is now seeing growth in the sectors in which the group works, proven by the increase in turnover in the current financial period.
- ii) Finance risks are low as the group has cash funds. Working capital and asset purchases have been funded out of the group's profits and reserves, and consequently, a shortage of capital is not an issue.
- iii) A substantial reduction in public sector work would affect the group as a substantial proportion of turnover is from this sector. However, the group continues to operate in three divisions made up of trade contracting, housing stock maintenance and construction projects. Up to this point, the diversity of capability and a highly flexible workforce along with an established framework continue to subdue this risk.
- iv) The management of complex contracts within time and budget. A new accounting system has been implemented during the year which provides management with better information on contract performance. Poorer performing contracts are monitored closely. Where costs not anticipated are incurred, discussions are held with the customer to renegotiate the contract price.

Signed by
M Williams
Director

Approved by the director on



29/10/14

R & M WILLIAMS (HOLDINGS) LIMITED

DIRECTOR'S REPORT

PERIOD FROM 1 DECEMBER 2012 TO 31 JANUARY 2014

The director presents his report and the financial statements of the group for the period from 1 December 2012 to 31 January 2014

RESULTS AND DIVIDENDS

The profit for the period, after taxation, amounted to £9,855. Particulars of dividends paid are detailed in note 10 to the financial statements.

FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The group's principal financial instruments comprise bank balances, bank overdrafts, bank loans, trade creditors, trade debtors and finance lease agreements. The main purpose of these instruments is to raise funds to finance the group's operations.

Due to the nature of the financial instruments used by the group there is no exposure to price risk. The group's approach to managing other risks applicable to the financial instruments concerned is shown below.

In respect of bank balances, the liquidity risk is managed by maintaining a balance between the continuity of funding and flexibility through the use of overdrafts at floating rates of interest.

Trade debtors are managed in respect of credit and cash flow risk by policies concerning the credit offered to customers and the regular monitoring of amounts outstanding for both time and credit limits.

Trade creditors' liquidity risk is managed by ensuring sufficient funds are available to meet amounts due.

DIRECTOR

The director who served the company during the period was as follows:

Mr M J Williams

DIRECTOR'S RESPONSIBILITIES

The director is responsible for preparing the Strategic Report, Director's Report and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial period. Under that law the director has 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 director 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 the group and of the profit or loss of the group for that period.

In preparing these financial statements, the director is 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 group will continue in business.

R & M WILLIAMS (HOLDINGS) LIMITED

DIRECTOR'S REPORT *(continued)*

PERIOD FROM 1 DECEMBER 2012 TO 31 JANUARY 2014

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

DONATIONS

During the period the company made the following contributions

	Period to 31 January 2014	Year to 30 November 2012
	£	£
Charitable	<u>11,462</u>	<u>15,080</u>

STRATEGIC REPORT

In accordance with section 414C(11) of the Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2013 we set out in the company's strategic report information required by schedule 7 of the Large and Medium sized companies and Groups (Accounts and report) Regulations 2008.

AUDITOR

Kilsby & Williams LLP are deemed to be re-appointed under section 487(2) of the Companies Act 2006.

The director at the date of the approval of this report confirms that

- so far as the director is aware, there is no relevant audit information of which the group's auditor is unaware, and
- the director has taken all steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the company's auditor is aware of that information.

Signed by

M Williams
Director

Approved by the director on


29/10/14

**INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS
OF R & M WILLIAMS (HOLDINGS) LIMITED
PERIOD FROM 1 DECEMBER 2012 TO 31 JANUARY 2014**

We have audited the group and parent company financial statements ("the financial statements") of R & M Williams (Holdings) Limited for the period from 1 December 2012 to 31 January 2014 which comprise the Consolidated Profit and Loss Account, Group Statement of Total Recognised Gains and Losses, Consolidated Balance Sheet and Company Company Balance Sheet, Consolidated Cash Flow Statement 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 shareholders, 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 shareholders 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 shareholders as a body, for our audit work, for this report, or for the opinions we have formed.

RESPECTIVE RESPONSIBILITIES OF DIRECTOR AND AUDITOR

As explained more fully in the Director's Responsibilities Statement set out on pages 3 to 4, the director is 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 group's and the parent company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the director, and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. 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 group's and parent company's affairs as at 31 January 2014 and of the group's loss for the period 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 Strategic Report and Director's Report for the financial period for which the financial statements are prepared is consistent with the financial statements.

**INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS
OF R & M WILLIAMS (HOLDINGS) LIMITED (CONTINUED)
PERIOD FROM 1 DECEMBER 2012 TO 31 JANUARY 2014**

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 by the parent company, or returns adequate for our audit have not been received from branches not visited by us, or
- the parent company financial statements are not in agreement with the accounting records and returns, or
- certain disclosures of director's remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit

NOEL WILLIAMS (Senior Statutory Auditor)
For and on behalf of
Kilsby & Williams LLP
Chartered Accountants & Statutory Auditor

Cedar House
Hazell Drive
Newport
South Wales
NP10 8FY



30/10/2014

R & M WILLIAMS (HOLDINGS) LIMITED

CONSOLIDATED PROFIT AND LOSS ACCOUNT PERIOD FROM 1 DECEMBER 2012 TO 31 JANUARY 2014

		Period from 1 Dec 12 to 31 Jan 14 £	Year to 30 Nov 12 £
GROUP TURNOVER (including share of joint venture)	Note 2	43,475,072	34,300,653
Less share of joint venture turnover		(481,774)	—
Group Turnover		<u>42,993,298</u>	<u>34,300,653</u>
Cost of sales		(38,189,839)	(30,601,146)
GROSS PROFIT		<u>4,803,459</u>	<u>3,699,507</u>
Administrative expenses excluding exceptional items		(4,696,408)	(2,865,094)
Exceptional administrative expenses	6	(278,773)	—
Administrative expenses		(4,975,181)	(2,865,094)
Other operating income		16,406	19,448
OPERATING (LOSS)/PROFIT	3	<u>(155,316)</u>	<u>853,861</u>
Share of joint venture operating loss		(6,483)	—
TOTAL OPERATING LOSS/PROFIT· GROUP AND SHARE OF JOINT VENTURES		<u>(161,799)</u>	<u>853,861</u>
Interest receivable and similar income		38,957	8,516
Interest payable and similar charges	7	(1,365)	(184)
(LOSS)/PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		<u>(124,207)</u>	<u>862,193</u>
Tax on (loss)/profit on ordinary activities	8	(89,368)	(145,505)
(LOSS)/PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		<u>(213,575)</u>	<u>716,688</u>
Minority interests		223,430	(87,987)
PROFIT ATTRIBUTABLE TO MEMBERS OF THE PARENT COMPANY	9	<u>9,855</u>	<u>628,701</u>
PROFIT FOR THE FINANCIAL PERIOD		<u>9,855</u>	<u>628,701</u>

All of the activities of the group are classed as continuing

The company has taken advantage of section 408 of the Companies Act 2006
not to publish its own Profit and Loss Account

The notes on pages 12 to 25 form part of these financial statements

R & M WILLIAMS (HOLDINGS) LIMITED

GROUP STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES

PERIOD FROM 1 DECEMBER 2012 TO 31 JANUARY 2014

	Period from 1 Dec 12 to 31 Jan 14 £	Year to 30 Nov 12 £
Profit for the financial period excluding share of (loss)/profit of joint venture	16,338	628,701
Share of loss for the period of joint venture	(6,483)	—
(Loss)/Profit attributable to shareholders of the parent company	<u>9,855</u>	<u>628,701</u>
 Total recognised gains and losses relating to the period	 <u>9,855</u>	 <u>628,701</u>
Prior year adjustment	—	(290,000)
Total gains and losses recognised since the last annual report	<u>9,855</u>	<u>338,701</u>

The notes on pages 12 to 25 form part of these financial statements.

R & M WILLIAMS (HOLDINGS) LIMITED

CONSOLIDATED BALANCE SHEET

31 JANUARY 2014

	Note	31 Jan 14 £	30 Nov 12 £
FIXED ASSETS			
Tangible assets	11	1,090,662	1,034,355
Investments	12		
Investments in joint ventures			
Share of gross assets		24,459	—
Share of gross liabilities		(20,942)	—
		3,517	—
Other investments		18,379	28,379
		21,896	28,379
		<u>1,112,558</u>	<u>1,062,734</u>
CURRENT ASSETS			
Stocks	13	1,257,521	864,374
Debtors	14	7,927,811	6,197,394
Cash at bank and in hand		2,685,034	4,317,664
		<u>11,870,366</u>	<u>11,379,432</u>
CREDITORS' Amounts falling due within one year	15	(7,036,104)	(6,460,177)
NET CURRENT ASSETS		<u>4,834,262</u>	<u>4,919,255</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>5,946,820</u>	<u>5,981,989</u>
PROVISIONS FOR LIABILITIES			
Deferred taxation	16	(40,938)	(21,264)
		<u>5,905,882</u>	<u>5,960,725</u>
MINORITY INTERESTS		<u>(347,003)</u>	<u>(226,701)</u>
		<u>5,558,879</u>	<u>5,734,024</u>
CAPITAL AND RESERVES			
Called-up equity share capital	20	2,400,000	2,400,000
Other reserves	21	(2,398,000)	(2,398,000)
Profit and loss account	21	5,556,879	5,732,024
SHAREHOLDERS' FUNDS	22	<u>5,558,879</u>	<u>5,734,024</u>

These accounts were approved and signed by the director and authorised for issue on 29/10/14

Mr M J Williams

The notes on pages 12 to 25 form part of these financial statements

R & M WILLIAMS (HOLDINGS) LIMITED

COMPANY BALANCE SHEET

31 JANUARY 2014

	Note	31 Jan 14 £	30 Nov 12 £
FIXED ASSETS			
Tangible assets	11	193,434	202,127
Investments	12	2,160,620	2,400,720
		<u>2,354,054</u>	<u>2,602,847</u>
CURRENT ASSETS			
Stocks	13	676,696	129,636
Debtors	14	1,094,311	955,497
Cash at bank		318,978	872,737
		<u>2,089,985</u>	<u>1,957,870</u>
CREDITORS: Amounts falling due within one year	15	(6,174)	(24,998)
NET CURRENT ASSETS		<u>2,083,811</u>	<u>1,932,872</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>4,437,865</u>	<u>4,535,719</u>
CAPITAL AND RESERVES			
Called-up equity share capital	20	2,400,000	2,400,000
Profit and loss account	21	2,037,865	2,135,719
SHAREHOLDERS' FUNDS		<u>4,437,865</u>	<u>4,535,719</u>

The accounts were approved and signed by the director and authorised for issue on 29/1/14

Mr M J Williams

Company Registration Number 04716632

The notes on pages 12 to 25 form part of these financial statements

R & M WILLIAMS (HOLDINGS) LIMITED

CONSOLIDATED CASH FLOW STATEMENT

PERIOD FROM 1 DECEMBER 2012 TO 31 JANUARY 2014

	Note	Period from 1 Dec 12 to 31 Jan 14 £	Year to 30 Nov 12 £
NET CASH (OUTFLOW)/INFLOW FROM OPERATING ACTIVITIES	23	(1,086,296)	3,635,509
RETURNS ON INVESTMENTS AND SERVICING OF FINANCE			
Interest received		38,957	8,516
Interest paid		(1,365)	(184)
NET CASH INFLOW FROM RETURNS ON INVESTMENTS AND SERVICING OF FINANCE		37,592	8,332
TAXATION		(103,700)	(380,425)
CAPITAL EXPENDITURE			
Payments to acquire tangible fixed assets		(384,788)	(525,965)
Receipts from sale of fixed assets		24,603	19,940
NET CASH OUTFLOW FROM CAPITAL EXPENDITURE		(360,185)	(506,025)
ACQUISITIONS AND DISPOSALS			
Disposal of shares in group undertakings		64,959	
Acquisition investments in participating interests		—	(10,000)
NET CASH INFLOW/(OUTFLOW) FROM ACQUISITIONS AND DISPOSALS		64,959	(10,000)
EQUITY DIVIDENDS PAID		(185,000)	(164,944)
(DECREASE)/INCREASE IN CASH	23	<u>(1,632,630)</u>	<u>2,582,447</u>

The notes on pages 12 to 25 form part of these financial statements

R & M WILLIAMS (HOLDINGS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 1 DECEMBER 2012 TO 31 JANUARY 2014

1. ACCOUNTING POLICIES

Basis of accounting

The financial statements have been prepared under the historical cost convention

Basis of consolidation

The consolidated financial statements incorporate the financial statements of the company and all group undertakings. These are adjusted, where appropriate, to conform to group accounting policies. The addition of the parent has been accounted for as a group reconstruction and in accordance with the principles of merger accounting. Therefore the results have been presented as if the group has always been in existence. As a consolidated profit and loss account is published, a separate profit and loss accounts for the company is omitted from the group financial statements by virtue of section 408 of the Companies Act 2006.

Joint ventures and associates are accounted for using the equity method which involves recognition in the consolidated profit and loss account the groups share of the operating results of the joint ventures and associates for the year. The groups interest in joint ventures and associates is carried in the balance sheet as its share of net assets of the entity.

Related parties transactions

In accordance with FRS8, transactions with other group companies that are included within these consolidated accounts are not disclosed.

Turnover

The turnover shown in the profit and loss account is derived from ordinary activities and represents the value of work done in the financial year, exclusive of Value Added Tax.

In respect of long-term contracts and contracts for on-going services, turnover represents the value of work done in the year, including estimates of amounts not invoiced. Turnover in respect of long-term contracts and contracts for on-going services is recognised by reference to the stage of completion.

Fixed assets

All fixed assets are initially recorded at cost.

Depreciation

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows:

Leasehold Property	- 4% straight line
Plant & Machinery	- 35% reducing balance
Fixtures & Fittings	- 25% reducing balance
Motor Vehicles	- 25% reducing balance

R & M WILLIAMS (HOLDINGS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 1 DECEMBER 2012 TO 31 JANUARY 2014

1. ACCOUNTING POLICIES *(continued)*

Investment properties

Investment properties are shown at their open market value. The surplus or deficit arising from the annual revaluation is transferred to the investment revaluation reserve unless a deficit, or its reversal, on an individual investment property is expected to be permanent, in which case it is recognised in the profit and loss account for the year.

This is in accordance with SSAP 19 which, unlike the Companies Act 2006, does not require depreciation of investment properties. Investment properties are held for their investment potential and not for use by the company and so their current value is of prime importance. The departure from the provisions of the Act is required in order to give a true and fair view.

Stocks

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

Work in progress

Work in progress is valued on the basis of direct costs plus attributable overheads based on normal level of activity. Provision is made for any foreseeable losses where appropriate. No element of profit is included in the valuation of work in progress.

Operating lease agreements

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against profits on a straight line basis over the period of the lease.

Pension costs

The company operates a defined contribution pension scheme for employees. The assets of the scheme are held separately from those of the company. The annual contributions payable are charged to the consolidated profit and loss account.

Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more tax, with the following exceptions:

Provision is made for tax on gains arising from the revaluation (and similar fair value adjustments) of fixed assets, and gains on disposal of fixed assets that have been rolled over into replacement assets, only to the extent that, at the balance sheet date, there is a binding agreement to dispose of the assets concerned. However, no provision is made where, on the basis of all available evidence at the balance sheet date, it is more likely than not that the taxable gain will be rolled over into replacement assets and charged to tax only where the replacement assets are sold.

Deferred tax assets are recognised only to the extent that the director considers that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

R & M WILLIAMS (HOLDINGS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 1 DECEMBER 2012 TO 31 JANUARY 2014

1 ACCOUNTING POLICIES *(continued)*

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted 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 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.

Employer financed retirement benefit schemes (EFRBS)

During the current accounting period the Group made an additional contribution to a previously established employer financed retirement benefit scheme for the benefit of its officers, employees and their wider families, The R & M Williams Limited 2012 EFRBS ("the Scheme")

In accordance with UITF Abstract 32 "Employee Benefits: Trusts and other intermediate payment arrangements", the Group does not include the assets and liabilities of the Scheme on its balance sheet to the extent that it considers that it will not retain any future economic benefit from the assets of the Scheme and will not have control of the rights or other access to those future economic benefits.

2 TURNOVER

The turnover and loss before tax are attributable to the one principal activity of the group.

An analysis of turnover is given below:

	Period from 1 Dec 12 to 31 Jan 14 £	Year to 30 Nov 12 £
United Kingdom	<u>42,993,298</u>	<u>34,300,653</u>

R & M WILLIAMS (HOLDINGS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 1 DECEMBER 2012 TO 31 JANUARY 2014

3 OPERATING (LOSS)/PROFIT

Operating (loss)/profit is stated after charging

	Period from 1 Dec 12 to 31 Jan 14 £	Year to 30 Nov 12 £
Depreciation of owned fixed assets	257,252	190,348
Loss on disposal of fixed assets	46,626	6,564
Auditor's remuneration		
- as auditor	18,400	17,000
Operating lease costs		
- Plant and equipment	27,213	6,561
Employer financed retirement benefit scheme contributions	494,900	425,000
Net loss on foreign currency translation	—	48
	<u> </u>	<u> </u>

4. PARTICULARS OF EMPLOYEES

The average number of staff employed by the group during the financial period amounted to

	Period from 1 Dec 12 to 31 Jan 14 No	Year to 30 Nov 12 No
Number of production staff	121	152
Number of administrative staff	43	41
	<u> </u>	<u> </u>
	164	193

The aggregate payroll costs of the above were

	Period from 1 Dec 12 to 31 Jan 14 £	Year to 30 Nov 12 £
Wages and salaries	4,541,514	4,382,125
Social security costs	452,708	369,442
Other pension costs	27,087	42,178
	<u> </u>	<u> </u>
	5,021,309	4,793,745

5. DIRECTOR'S REMUNERATION

The director's aggregate remuneration in respect of qualifying services were

	Period from 1 Dec 12 to 31 Jan 14 £	Year to 30 Nov 12 £
Aggregate remuneration	—	—
	<u> </u>	<u> </u>

R & M WILLIAMS (HOLDINGS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 1 DECEMBER 2012 TO 31 JANUARY 2014

5 DIRECTOR'S REMUNERATION *(continued)*

The number of directors who accrued benefits under company pension schemes was as follows

	Period from 1 Dec 12 to 31 Jan 14 No	Year to 30 Nov 12 No
Money purchase schemes	<u>1</u>	<u>1</u>

The Group, in order to motivate and incentivise its officers and employees, has, made contributions to a previously established employer financed retirement benefit scheme for the benefit of the Group's officers, employees and their wider families, The R & M Williams Limited 2012 EFRBS ("the Scheme")

Contributions were made to the Scheme during the accounting period and these created value in that Scheme. The amount of such value which is held on terms which are discretionary was £485,150. Because no earmarking has yet taken place in respect of this amount, it is not considered that this amount can be regarded as directors' remuneration and, therefore, it has been excluded from the overall figure above.

6. EXCEPTIONAL ITEMS

	Period from 1 Dec 12 to 31 Jan 14 £	Year to 30 Nov 12 £
Recognised in arriving at operating (loss)/profit		
Loss on part disposal of investment in subsidiary undertaking	<u>(278,773)</u>	<u>-</u>

7. INTEREST PAYABLE AND SIMILAR CHARGES

	Period from 1 Dec 12 to 31 Jan 14 £	Year to 30 Nov 12 £
Interest payable on bank borrowing	-	184
Other similar charges payable	<u>1,365</u>	<u>-</u>
	<u>1,365</u>	<u>184</u>

R & M WILLIAMS (HOLDINGS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS PERIOD FROM 1 DECEMBER 2012 TO 31 JANUARY 2014

8. TAXATION ON ORDINARY ACTIVITIES

(a) Analysis of charge in the period

	Period from 1 Dec 12 to 31 Jan 14 £	Year to 30 Nov 12 £
Current tax.		
In respect of the period		
UK Corporation tax based on the results for the period at 20% (2012 - 24%)	44,048	234,694
(Over)/under provision in prior year	25,646	(72,771)
Total current tax	69,694	161,923
Deferred tax		
Origination and reversal of timing differences (note 16)		
Capital allowances	23,447	(14,329)
Other	(3,773)	(2,089)
Total deferred tax (note 16)	19,674	(16,418)
Tax on (loss)/profit on ordinary activities	89,368	145,505

(b) Factors affecting current tax charge

The tax assessed on the (loss)/profit on ordinary activities for the period is higher than the standard rate of corporation tax in the UK of 20% (2012 - 24%)

	Period from 1 Dec 12 to 31 Jan 14 £	Year to 30 Nov 12 £
(Loss)/profit on ordinary activities before taxation	(124,207)	862,193
(Loss)/profit on ordinary activities by rate of tax	(24,841)	206,926
Expenses not deductible for tax purposes	98,223	12,150
Capital allowances for period in excess of depreciation	(28,248)	11,824
Utilisation of tax losses	9,343	-
Tax chargeable at lower rates	(8,426)	1,163
Adjustments to tax charge in respect of previous periods	25,646	(72,771)
Sundry tax adjusting items	(2,003)	2,631
Total current tax (note 8(a))	69,694	161,923

9. LOSS ATTRIBUTABLE TO MEMBERS OF THE PARENT COMPANY

The loss dealt with in the financial statements of the parent company was £(97,854) (2012 - £820,960)

R & M WILLIAMS (HOLDINGS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

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10. DIVIDENDS

Equity dividends

	Period from 1 Dec 12 to 31 Jan 14 £	Year to 30 Nov 12 £
Paid during the year		
Dividends on equity shares	<u>185,000</u>	<u>164,944</u>

11. TANGIBLE FIXED ASSETS

Group	Investment Property £	Leasehold Property £	Plant & Machinery £	Fixtures & Fittings £	Motor Vehicles £	Total £
COST						
At 1 Dec 2012	202,127	125,007	596,032	202,723	1,287,328	2,413,217
Additions	—	—	64,859	22,803	297,126	384,788
Disposals	(8,693)	—	—	(1,594)	(329,008)	(339,295)
At 31 Jan 2014	<u>193,434</u>	<u>125,007</u>	<u>660,891</u>	<u>223,932</u>	<u>1,255,446</u>	<u>2,458,710</u>
DEPRECIATION						
At 1 Dec 2012	—	23,549	459,452	129,350	766,511	1,378,862
Charge for the period	—	5,834	49,528	23,179	178,711	257,252
On disposals	—	—	—	—	(268,066)	(268,066)
At 31 Jan 2014	<u>—</u>	<u>29,383</u>	<u>508,980</u>	<u>152,529</u>	<u>677,156</u>	<u>1,368,048</u>
NET BOOK VALUE						
At 31 Jan 2014	<u>193,434</u>	<u>95,624</u>	<u>151,911</u>	<u>71,403</u>	<u>578,290</u>	<u>1,090,662</u>
At 30 Nov 2012	<u>202,127</u>	<u>101,458</u>	<u>136,580</u>	<u>73,373</u>	<u>520,817</u>	<u>1,034,355</u>

R & M WILLIAMS (HOLDINGS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 1 DECEMBER 2012 TO 31 JANUARY 2014

11. TANGIBLE FIXED ASSETS *(continued)*

Company	Investment Property £
COST	
At 1 December 2012	202,127
Disposals	(8,693)
At 31 January 2014	<u>193,434</u>
DEPRECIATION	
At 1 December 2012 and 31 January 2014	<u>—</u>
NET BOOK VALUE	
At 31 January 2014	<u>193,434</u>
At 30 November 2012	<u>202,127</u>

The investment property was valued by the director at the year end on the basis of open market value

12. INVESTMENTS

Group	Associated undertakings £	Listed investments £	Total £
COST			
At 1 December 2012 and 31 January 2014	<u>10,000</u>	<u>18,379</u>	<u>28,379</u>
AMOUNTS TRANSFERRED			
Transferred in period	<u>10,000</u>	<u>-</u>	<u>10,000</u>
At 31 January 2014	<u>10,000</u>	<u>-</u>	<u>10,000</u>
NET BOOK VALUE			
At 31 January 2014	<u>-</u>	<u>18,379</u>	<u>18,379</u>
At 30 November 2012	<u>10,000</u>	<u>18,379</u>	<u>28,379</u>

R & M WILLIAMS (HOLDINGS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 1 DECEMBER 2012 TO 31 JANUARY 2014

12 INVESTMENTS (continued)

	Holding	Nature of business
Subsidiary Undertakings		
R & M Williams Limited	90% Ordinary shares	Painting and maintenance contractors
Williams PM Electrical Limited	52% Ordinary shares	Electrical contractors
The Crown Penally Limited	100% Ordinary shares	Dormant
Fay Construction Limited*	100% Ordinary shares	Dormant

All subsidiary undertakings are incorporated in England and Wales

* Subsidiary of R & M Williams Limited

Joint Venture

Local Consortium Wales LLP**	Painting and maintenance contractors
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The year end of this entity is 31 October

** R&M Williams Limited is a designated member

Company	Group companies £
COST	
At 1 December 2012	2,400,720
Disposals	(240,100)
At 31 January 2014	<u>2,160,620</u>
NET BOOK VALUE	
At 31 January 2014	<u>2,160,620</u>
At 30 November 2012	<u>2,400,720</u>

During the year the company disposed of 100% of its interest in Suzy's At The Old Ely Hotel Limited and 10% of its interest in R & M Williams Limited

R & M WILLIAMS (HOLDINGS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 1 DECEMBER 2012 TO 31 JANUARY 2014

13. STOCKS

	Group		Company	
	31 Jan 14	30 Nov 12	31 Jan 14	30 Nov 12
	£	£	£	£
Stock	218,967	372,880	—	—
Work in progress	1,038,554	491,494	676,696	129,636
	<u>1,257,521</u>	<u>864,374</u>	<u>676,696</u>	<u>129,636</u>

14. DEBTORS

	Group		Company	
	31 Jan 14	30 Nov 12	31 Jan 14	30 Nov 12
	£	£	£	£
Trade debtors	4,211,949	3,839,802	—	—
Amounts owed by group undertakings	—	—	987,978	929,272
Corporation tax repayable	35,150	1,144	—	—
Amounts recoverable on contract	3,266,806	1,997,172	—	—
Other debtors	149,445	259,306	952	2,722
Directors current accounts	105,381	23,503	105,381	23,503
Prepayments and accrued income	159,080	76,467	—	—
	<u>7,927,811</u>	<u>6,197,394</u>	<u>1,094,311</u>	<u>955,497</u>

The debtors above include the following amounts falling due after more than one year

	Group		Company	
	31 Jan 14	30 Nov 12	31 Jan 14	30 Nov 12
	£	£	£	£
Amounts owed by group undertakings	<u>—</u>	<u>—</u>	<u>787,978</u>	<u>729,272</u>

15. CREDITORS: Amounts falling due within one year

	Group		Company	
	31 Jan 14	30 Nov 12	31 Jan 14	30 Nov 12
	£	£	£	£
Trade creditors	4,800,605	4,832,825	—	600
Corporation tax	—	—	—	17,135
PAYE and social security	364,116	240,746	—	—
VAT	293,180	586,651	4,074	5,063
Other creditors	133,720	65,504	100	200
Accruals and deferred income	1,444,483	734,451	2,000	2,000
	<u>7,036,104</u>	<u>6,460,177</u>	<u>6,174</u>	<u>24,998</u>

R & M WILLIAMS (HOLDINGS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 1 DECEMBER 2012 TO 31 JANUARY 2014

16. DEFERRED TAXATION

The movement in the deferred taxation provision during the period was

	Group		Company	
	1 Dec 12 to 31 Jan 14	Year to 30 Nov 12	1 Dec 12 to 31 Jan 14	Year to 30 Nov 12
	£	£	£	£
Provision brought forward	21,264	37,682	-	-
Increase/(Decrease) in provision	19,674	(16,418)	-	-
Provision carried forward	<u>40,938</u>	<u>21,264</u>	<u>-</u>	<u>-</u>

	Group		Company	
	1 Dec 12 to 31 Jan 14	Year to 30 Nov 12	1 Dec 12 to 31 Jan 14	Year to 30 Nov 12
	£	£	£	£
Excess of taxation allowances over depreciation on fixed assets	46,800	23,353	-	-
Other timing differences	(5,862)	(2,089)	-	-
	<u>40,938</u>	<u>21,264</u>	<u>-</u>	<u>-</u>

17. COMMITMENTS UNDER OPERATING LEASES

At 31 January 2014 the group had annual commitments under non-cancellable operating leases as set out below

Group	Assets other than Land and buildings	
	31 Jan 14	30 Nov 12
	£	£
Operating leases which expire		
Within 1 year	2,360	454
Within 2 to 5 years	40,513	24,962
	<u>42,873</u>	<u>25,416</u>

18. CONTINGENCIES

HMRC are reviewing transactions made by the group in connection with its employer financed retirement benefit scheme. They believe that additional tax is due by the group. The director believes that no further tax is due. If HMRC are successful the group may be liable for additional taxes up to £222k.

19. RELATED PARTY TRANSACTIONS

The company is controlled by M Williams by virtue of his sole directorship and shareholding.

During the year the company sold goods and services amounting to £nil (2012 - £121,440) and purchased goods and services amounting to £437,974 (2012 - £29,981) from R & M Williams Limited, a subsidiary undertaking. At the year end there was a balance of £528,541 (2012 - £718,502) included within other debtors due from this company.

R & M WILLIAMS (HOLDINGS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 1 DECEMBER 2012 TO 31 JANUARY 2014

19. RELATED PARTY TRANSACTIONS *(continued)*

Included within other debtors is a balance of £nil (2012 - £2,722) due from a close family member of the director

Also included within other debtors is a balance of £105,381 (2012 - £23,503) due from the director

In respect of the overdrawn director's loan account, the following transactions took place between the director and the company

	M Williams £
Opening balance	23,503
Amounts drawn	480,000
Amounts repaid	(398,122)
Closing balance	<u>105,381</u>
Maximum overdrawn balance	<u>503,503</u>

The directors also received dividends totalling £nil (2012 - £70,000)

20. SHARE CAPITAL

Allotted, called up and fully paid:

	31 Jan 14		30 Nov 12	
	No	£	No	£
Ordinary shares of £1 each	<u>2,400,000</u>	<u>2,400,000</u>	<u>2,400,000</u>	<u>2,400,000</u>

21. RESERVES

Group	Merger Reserve £	Profit and loss account £
Balance brought forward	(2,398,000)	5,732,024
Profit for the period	—	9,855
Equity dividends	—	(185,000)
Balance carried forward	<u>(2,398,000)</u>	<u>5,556,879</u>

R & M WILLIAMS (HOLDINGS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 1 DECEMBER 2012 TO 31 JANUARY 2014

21. RESERVES *(continued)*

Company	Profit and loss account £
Balance brought forward	2,135,719
Loss for the period	(97,854)
Balance carried forward	<u>2,037,865</u>

22 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	31 Jan 14 £	30 Nov 12 £
Profit for the financial period	9,855	628,701
Equity dividends	(185,000)	(164,944)
Net (reduction)/addition to shareholders' funds	(175,145)	463,757
Opening shareholders' funds	5,734,024	5,560,267
Prior year adjustment	—	(290,000)
Closing shareholders' funds	<u>5,558,879</u>	<u>5,734,024</u>

23. NOTES TO THE CASH FLOW STATEMENT

RECONCILIATION OF OPERATING (LOSS)/PROFIT TO NET CASH (OUTFLOW)/INFLOW FROM OPERATING ACTIVITIES

	Period from 1 Dec 12 to 31 Jan 14 £	Year to 30 Nov 12 £
Operating (loss)/profit	(155,316)	853,861
Depreciation	257,252	190,348
Loss on disposal of fixed assets	46,626	6,564
(Increase)/decrease in stocks	(393,147)	183,387
(Increase)/decrease in debtors	(1,696,411)	186,161
Increase in creditors	575,927	2,215,188
Loss on part disposal of investment in subsidiary undertaking	278,773	—
Net cash (outflow)/inflow from operating activities	<u>(1,086,296)</u>	<u>3,635,509</u>

R & M WILLIAMS (HOLDINGS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 1 DECEMBER 2012 TO 31 JANUARY 2014

23. NOTES TO THE CASH FLOW STATEMENT *(continued)*

RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET FUNDS

	31 Jan 14	30 Nov 12
	£	£
(Decrease)/increase in cash in the period	(1,632,630)	2,582,447
	<u>(1,632,630)</u>	<u>2,582,447</u>
Change in net funds	(1,632,630)	2,582,447
Net funds at 1 December 2012	4,317,664	1,735,217
Net funds at 31 January 2014	<u>2,685,034</u>	<u>4,317,664</u>

ANALYSIS OF CHANGES IN NET FUNDS

	At 1 Dec 2012	Cash flows	At 31 Jan 2014
	£	£	£
Net cash			
Cash in hand and at bank	4,317,664	(1,632,630)	2,685,034
Net funds	<u>4,317,664</u>	<u>(1,632,630)</u>	<u>2,685,034</u>