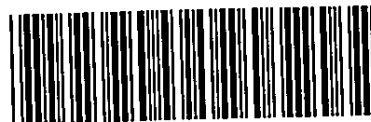


REGISTERED NUMBER: 05896721 (England and Wales)

Report of the Directors and
Consolidated Financial Statements for the year ended 30th June 2011
for
Counterline Holdings Limited

FRIDAY



A15B2H75

A22

23/03/2012

#331

COMPANIES HOUSE

Contents of the Consolidated Financial Statements
for the year ended 30th June 2011

	Page
Company Information	1
Report of the Directors	2
Report of the Independent Auditors	5
Consolidated Profit and Loss Account	6
Consolidated Statement of Total Recognised Gains and Losses	7
Consolidated Balance Sheet	8
Company Balance Sheet	9
Consolidated Cash Flow Statement	10
Notes to the Consolidated Cash Flow Statement	11
Notes to the Consolidated Financial Statements	13

Counterline Holdings Limited
Company Information
for the year ended 30th June 2011

DIRECTORS:	S Dutton T J C Flood A Perry M P Campey
SECRETARY:	S Dutton
REGISTERED OFFICE:	Unit 12 Randles Road Knowsley Business Park Merseyside L34 9HZ
REGISTERED NUMBER:	05896721 (England and Wales)
AUDITORS:	Sadofskys Chartered Accountants Statutory Auditors Princes House Wright Street Hull HU2 8HX
BANKERS:	National Westminster Bank Plc 28 Castle Steet Liverpool L2 0UP

Counterline Holdings Limited

Report of the Directors **for the Year Ended 30th June 2011**

The directors present their report with the financial statements of the company and the group for the year ended 30th June 2011

PRINCIPAL ACTIVITY

The principal activity of the group in the year under review was that of the manufacture of food service counters and displays

REVIEW OF BUSINESS

There has been significant sales growth this year as the group returns to turnover levels enjoyed pre-recession. Sales achieved in 2010/11 of £9,826,554 compare with £6,791,471 in 2009/10 and £7,218,481 in 2008/09. This has resulted in a small fall in operating profit from £283,798 in 2009/10 to £248,518 in 2010/11.

Whilst the directors consider this increase in turnover to be very positive it is recognised that the operating profit is disproportionately low. This is due to a number of factors including an increase in administrative expenses. However, the reduction in gross profit as a percentage of turnover from 41.3% in 2009/10 down to 33.7% in 2010/11 is largely responsible and is due to a number of factors, namely,

- Selling price pressure in the group's bespoke counter business market
- Setup costs associated with the investment in new product lines
- Raw materials and finished goods stock revaluation and write off
- Lower margins in areas of new incremental business

The directors believe that much of the impact of these heavier costs is either a one off occurrence or that these costs are behind us in terms of their negative impact. An improvement in gross margin is expected in the coming year where sales continue to be buoyant and market conditions improve.

Since the balance sheet date the board of directors continue to be confident about the strength of the business, its strategic direction and market leading position.

DIVIDENDS

No dividends will be distributed for the year ended 30th June 2011.

FUTURE DEVELOPMENTS

The group intends to maintain its policy of steady organic growth and cost control whilst attempting to remain competitive in an increasingly difficult UK market.

DIRECTORS

The directors during the year under review were

S Dutton

N T Douce

T J C Flood

A Perry

M P Campey

- resigned 3/7/10

The beneficial interests of the directors holding office on 30th June 2011 in the issued share capital of the company were as follows

	30.6.11	1.7.10
Ordinary £1 shares		
S Dutton	40,000	40,000
T J C Flood	40,000	40,000
A Perry	40,000	40,000
M P Campey	40,000	40,000

Report of the Directors
for the year ended 30th June 2011

FINANCIAL INSTRUMENTS

The group's principle financial instruments comprise bank balances, trade debtors and trade creditors. The main purpose of these instruments is to finance the company's operations.

Price Risk

The group manufactures food service display equipment and bespoke food service counters. In the current global recession the market has inevitably shrunk and the group has operated in an increasingly price sensitive environment. This risk is managed by careful assessment of competitive advantage, added value, diversification and keeping internal costs to a managed minimum so as to remain competitive.

Liquidity Risk

The group's liquidity risk is managed by ensuring sufficient funds are available to meet amounts due and the board of directors does not consider that liquidity poses a significant risk.

Interest rate and Cashflow

The group maintains favourable cash balances and the board does not consider interest rate variations or cashflow poses a significant risk.

Credit Risk

Credit control is maintained to ensure that debtors pay within agreed terms. Continual assessment is made with regard to customer financial strength and amounts outstanding for credit time and limit. Although the group has not experienced significant bad debt, careful credit control will remain in place to limit future exposure.

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 the group and of the profit or loss of the group 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 and the group's transactions and disclose with reasonable accuracy at any time the financial position of the company and the group 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 the group 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 group's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the group's auditors are aware of that information.

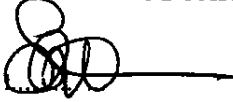
Counterline Holdings Limited (Registered number: 05896721)

Report of the Directors
for the year ended 30th June 2011

AUDITORS

The auditors, Sadofskys Chartered Accountants, will be proposed for re-appointment at the forthcoming Annual General Meeting

ON BEHALF OF THE BOARD:

A handwritten signature in black ink, appearing to be 'S Dutton', with a horizontal line extending to the right.

S Dutton - Secretary

Date 9th March 2012

Report of the Independent Auditors to the Members of
Counterline Holdings Limited

We have audited the financial statements of Counterline Holdings Limited for the year ended 30th June 2011 on pages six to twenty one. 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 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 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 directors, and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the financial statements 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 group's and of the parent company's affairs as at 30th June 2011 and of the group's profit for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept 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 directors' remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit.

Alan Brocklehurst (Senior Statutory Auditor)
for and on behalf of Sadofskys Chartered Accountants
Statutory Auditors
Princes House
Wright Street
Hull
HU2 8HX

Date 16th MARCH 2012

Counterline Holdings Limited (Registered number: 05896721)

Consolidated Profit and Loss Account
for the year ended 30th June 2011

	Notes	30/6/11 £	£	30/6/10 £	£
TURNOVER			9,826,554		6,791,471
Cost of sales			6,515,568		3,986,992
GROSS PROFIT			3,310,986		2,804,479
Distribution costs		171,548		88,583	
Administrative expenses		2,890,920		2,432,098	
			3,062,468		2,520,681
OPERATING PROFIT	3		248,518		283,798
Interest payable and similar charges	4		122,616		124,797
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION			125,902		159,001
Tax on profit on ordinary activities	5		44,476		49,740
PROFIT FOR THE FINANCIAL YEAR FOR THE GROUP			81,426		109,261

CONTINUING OPERATIONS

None of the group's activities were acquired or discontinued during the current year or previous year

The notes form part of these financial statements

Counterline Holdings Limited (Registered number: 05896721)

Consolidated Statement of Total Recognised Gains and Losses
for the year ended 30th June 2011

	30/6/11	30/6/10
	£	£
PROFIT FOR THE FINANCIAL YEAR	81,426	109,261
Revaluation		
TOTAL RECOGNISED GAINS AND LOSSES		
RELATING TO THE YEAR	<u>81,426</u>	<u>109,261</u>

The notes form part of these financial statements

Counterline Holdings Limited (Registered number: 05896721)

Consolidated Balance Sheet
30th June 2011

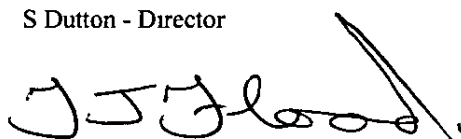
	Notes	30/6/11 £	30/6/10 £
FIXED ASSETS			
Intangible assets	7	1,536,821	1,644,976
Tangible assets	8	1,383,369	1,254,533
Investments	9	-	-
		<u>2,920,190</u>	<u>2,899,509</u>
CURRENT ASSETS			
Stocks	10	1,116,040	891,418
Debtors	11	2,166,072	1,995,011
Cash at bank		12,288	73,559
		<u>3,294,400</u>	<u>2,959,988</u>
CREDITORS			
Amounts falling due within one year	12	<u>3,548,316</u>	<u>3,086,757</u>
NET CURRENT LIABILITIES		<u>(253,916)</u>	<u>(126,769)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>2,666,274</u>	<u>2,772,740</u>
CREDITORS			
Amounts falling due after more than one year	13	(1,076,737)	(1,151,819)
PROVISIONS FOR LIABILITIES	17	<u>(82,187)</u>	<u>(39,997)</u>
NET ASSETS		<u><u>1,507,350</u></u>	<u><u>1,580,924</u></u>
CAPITAL AND RESERVES			
Called up share capital	18	160,000	177,777
Revaluation reserve	19	204,934	204,934
Capital redemption reserve	19	17,777	-
Profit and loss account		<u>1,124,639</u>	<u>1,198,213</u>
SHAREHOLDERS' FUNDS	21	<u><u>1,507,350</u></u>	<u><u>1,580,924</u></u>

The financial statements were approved by the Board of Directors on its behalf by

9th March 2012 and were signed on



S Dutton - Director



T J C Flood - Director

The notes form part of these financial statements

Counterline Holdings Limited (Registered number: 05896721)

Company Balance Sheet
30th June 2011

	Notes	30/6/11 £	£	30/6/10 £	£
FIXED ASSETS					
Intangible assets	7		-		-
Tangible assets	8		-		-
Investments	9		2,302,065		2,302,065
			<u>2,302,065</u>		<u>2,302,065</u>
CURRENT ASSETS					
Debtors	11	-		155,000	
CREDITORS					
Amounts falling due within one year	12	<u>1,727,332</u>		<u>1,723,488</u>	
NET CURRENT LIABILITIES			<u>(1,727,332)</u>		<u>(1,568,488)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			574,733		733,577
CREDITORS					
Amounts falling due after more than one year	13		<u>390,950</u>		<u>484,700</u>
NET ASSETS			<u><u>183,783</u></u>		<u><u>248,877</u></u>
CAPITAL AND RESERVES					
Called up share capital	18		160,000		177,777
Capital redemption reserve	19		17,777		-
Profit and loss account			<u>6,006</u>		<u>71,100</u>
SHAREHOLDERS' FUNDS	21		<u><u>183,783</u></u>		<u><u>248,877</u></u>

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 its behalf by

9th March 2012

and were signed on



S Dutton - Director



T J C Flood - Director

The notes form part of these financial statements

Counterline Holdings Limited (Registered number: 05896721)

Consolidated Cash Flow Statement
for the year ended 30th June 2011

	Notes	30/6/11 £	£	30/6/10 £	£
Net cash inflow/(outflow) from operating activities	1		441,893		(30,619)
Returns on investments and servicing of finance	2		(122,616)		(124,797)
Taxation			(123,396)		(274,668)
Capital expenditure	2		(27,085)		(19,888)
			168,796		(449,972)
Financing	2		(231,582)		362,346
Decrease in cash in the period			<u>(62,786)</u>		<u>(87,626)</u>
Reconciliation of net cash flow to movement in net debt	3				
Decrease in cash in the period		(62,786)		(87,626)	
Cash outflow/(inflow) from decrease/(increase) in debt and lease financing		<u>76,582</u>		<u>(362,344)</u>	
Change in net debt resulting from cash flows			13,796		(449,970)
New finance leases			<u>(279,873)</u>		<u>(138,767)</u>
Movement in net debt in the period			(266,077)		(588,737)
Net debt at 1st July			<u>(2,372,683)</u>		<u>(1,783,946)</u>
Net debt at 30th June			<u>(2,638,760)</u>		<u>(2,372,683)</u>

The notes form part of these financial statements

Notes to the Consolidated Cash Flow Statement
for the year ended 30th June 2011

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

	30/6/11 £	30/6/10 £
Operating profit	248,518	283,798
Depreciation charges	272,915	218,761
Loss on disposal of fixed assets	13,362	-
Increase in stocks	(224,622)	(241,866)
Increase in debtors	(171,061)	(554,991)
Increase in creditors	302,781	263,679
Net cash inflow/(outflow) from operating activities	441,893	(30,619)

2 ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THE CASH FLOW STATEMENT

	30/6/11 £	30/6/10 £
Returns on investments and servicing of finance		
Interest paid	(96,273)	(106,141)
Interest element of hire purchase payments	(26,343)	(18,656)
Net cash outflow for returns on investments and servicing of finance	(122,616)	(124,797)
Capital expenditure		
Purchase of tangible fixed assets	(47,713)	(19,888)
Sale of tangible fixed assets	20,628	-
Net cash outflow for capital expenditure	(27,085)	(19,888)
Financing		
Loan repayments in year	136,759	459,671
Capital repayments in year	(213,341)	(97,325)
Share buyback	(155,000)	-
Net cash (outflow)/inflow from financing	(231,582)	362,346

Notes to the Consolidated Cash Flow Statement
for the year ended 30th June 2011

3 ANALYSIS OF CHANGES IN NET DEBT

	At 1/7/10 £	Cash flow £	Other non-cash changes £	At 30/6/11 £
Net cash				
Cash at bank	73,559	(61,271)		12,288
Bank overdrafts	(5,900)	(1,515)		(7,415)
	<u>67,659</u>	<u>(62,786)</u>		<u>4,873</u>
Debt				
Hire purchase	(248,691)	213,341	(279,873)	(315,223)
Debts falling due within one year	(1,394,547)	(230,509)	-	(1,625,056)
Debts falling due after one year	<u>(797,104)</u>	<u>93,750</u>	<u>-</u>	<u>(703,354)</u>
	<u>(2,440,342)</u>	<u>76,582</u>	<u>(279,873)</u>	<u>(2,643,633)</u>
Total	<u>(2,372,683)</u>	<u>13,796</u>	<u>(279,873)</u>	<u>(2,638,760)</u>

Notes to the Consolidated Financial Statements
for the year ended 30th June 2011

1 ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared under the historical cost convention as modified by the revaluation of certain assets

Turnover

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

Goodwill

Goodwill brought forward, being the amount paid in connection with the acquisition of a business in 2005 by Counterline Limited, is being amortised evenly over its estimated useful life of ten years

Goodwill additions is consolidated goodwill, being the amount paid in connection with the acquisition of Counterline Limited in December, 2006, and is being amortised evenly over its useful life of twenty years

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life or, if held under a finance lease, over the lease term, whichever is the shorter

Freehold property	- 2% on cost and not provided
Plant and machinery	- 10% on reducing balance
Motor vehicles	- 25% on reducing balance
Computer equipment	- 33% on cost

Stocks

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

Cost includes all direct expenditure and an appropriate proportion of fixed and variable overheads

Deferred tax

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

Hire purchase and leasing commitments

Assets obtained under hire purchase contracts or finance leases are capitalised in the balance sheet. Those held under hire purchase contracts are depreciated over their estimated useful lives. Those held under finance leases are depreciated over their estimated useful lives or the lease term, whichever is the shorter.

The interest element of these obligations is charged to the profit and loss account over the relevant period. The capital element of the future payments is treated as a liability.

Rentals paid under operating leases are charged to the profit and loss account on a straight line basis over the period of the lease.

Pension costs and other post-retirement benefits

The group operates a defined contribution pension scheme. Contributions payable to the group's pension scheme are charged to the profit and loss account in the period to which they relate.

2 STAFF COSTS

	30/6/11	30/6/10
	£	£
Wages and salaries	3,321,685	2,267,148
Social security costs	342,005	231,854
Other pension costs	21,867	27,799
	<u>3,685,557</u>	<u>2,526,801</u>

Counterline Holdings Limited (Registered number: 05896721)

Notes to the Consolidated Financial Statements - continued
for the year ended 30th June 2011

2 STAFF COSTS - continued

The average monthly number of employees during the year was as follows

	30/6/11	30/6/10
Office incl Directors	47	39
Production	101	95
	<u>148</u>	<u>134</u>

3 OPERATING PROFIT

The operating profit is stated after charging/(crediting)

	30/6/11	30/6/10
	£	£
Hire of plant and machinery	22,719	14,590
Other operating leases	124,667	42,948
Depreciation - owned assets	69,147	59,580
Depreciation - assets on hire purchase contracts	95,613	51,026
Loss on disposal of fixed assets	13,362	-
Goodwill amortisation	108,155	108,155
Auditors' remuneration	6,900	6,900
Foreign exchange differences	-	(988)

Directors' remuneration	<u>258,986</u>	<u>226,437</u>
-------------------------	----------------	----------------

Information regarding the highest paid director is as follows

	30/6/11	30/6/10
	£	£
Emoluments etc	<u>73,167</u>	<u>85,403</u>

4 INTEREST PAYABLE AND SIMILAR CHARGES

	30/6/11	30/6/10
	£	£
Bank loan interest	26,255	44,382
Invoice financing interest	53,419	45,151
Corporation tax interest	(9)	1,298
Director loans interest	16,608	12,091
Loan note interest	-	3,219
Hire purchase interest	26,343	18,656
	<u>122,616</u>	<u>124,797</u>

Notes to the Consolidated Financial Statements - continued
for the year ended 30th June 2011

5 TAXATION

Analysis of the tax charge

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

	30/6/11 £	30/6/10 £
Current tax		
UK corporation tax	2,286	48,138
Deferred taxation	42,190	1,602
Tax on profit on ordinary activities	<u>44,476</u>	<u>49,740</u>

6 PROFIT OF PARENT COMPANY

As permitted by Section 408 of the Companies Act 2006, the profit and loss account of the parent company is not presented as part of these financial statements. The parent company's profit for the financial year was £89,906 (2010 - £71,100)

7 INTANGIBLE FIXED ASSETS

Group

	Goodwill £	Development costs £	Totals £
COST			
At 1st July 2010 and 30th June 2011	<u>2,017,870</u>	<u>22,612</u>	<u>2,040,482</u>
AMORTISATION			
At 1st July 2010	395,506	-	395,506
Amortisation for year	<u>108,155</u>	<u>-</u>	<u>108,155</u>
At 30th June 2011	<u>503,661</u>	<u>-</u>	<u>503,661</u>
NET BOOK VALUE			
At 30th June 2011	<u>1,514,209</u>	<u>22,612</u>	<u>1,536,821</u>
At 30th June 2010	<u>1,622,364</u>	<u>22,612</u>	<u>1,644,976</u>

**Notes to the Consolidated Financial Statements - continued
for the year ended 30th June 2011**

8 TANGIBLE FIXED ASSETS

Group	Freehold property £	Plant and machinery £	Motor vehicles £	Computer equipment £	Totals £
COST OR VALUATION					
At 1st July 2010	822,560	345,818	319,157	129,800	1,617,335
Additions	-	21,922	287,243	18,421	327,586
Disposals	-	-	(54,281)	-	(54,281)
At 30th June 2011	822,560	367,740	552,119	148,221	1,890,640
DEPRECIATION					
At 1st July 2010	59,010	84,423	112,030	107,339	362,802
Charge for year	16,451	29,456	102,178	16,675	164,760
Eliminated on disposal	-	-	(20,291)	-	(20,291)
At 30th June 2011	75,461	113,879	193,917	124,014	507,271
NET BOOK VALUE					
At 30th June 2011	747,099	253,861	358,202	24,207	1,383,369
At 30th June 2010	763,550	261,395	207,127	22,461	1,254,533

Cost or valuation at 30th June 2011 is represented by

	Freehold property £	Plant and machinery £	Motor vehicles £	Computer equipment £	Totals £
Valuation in 2009	204,934	-	-	-	204,934
Cost	617,626	367,740	552,119	148,221	1,685,706
	822,560	367,740	552,119	148,221	1,890,640

The valuation was based on the open market freehold value of the property, and was carried out by Mason Owen and Partners Limited on the 6th April 2009

The net book value of tangible fixed assets includes £471,702 (2010 - £309,059) in respect of assets held under hire purchase contracts

9 FIXED ASSET INVESTMENTS

Company	Shares in group undertakings £
COST	
At 1st July 2010 and 30th June 2011	2,302,065
NET BOOK VALUE	
At 30th June 2011	2,302,065
At 30th June 2010	2,302,065

Notes to the Consolidated Financial Statements - continued
for the year ended 30th June 2011

9 FIXED ASSET INVESTMENTS - continued

10 STOCKS

	Group	
	30/6/11	30/6/10
	£	£
Raw materials	574,076	538,983
Work-in-progress	541,964	352,435
	<u>1,116,040</u>	<u>891,418</u>

11 DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group	Company	
	30/6/11	30/6/10	30/6/11
	£	£	£
Trade debtors	2,043,171	1,806,435	-
Other debtors	-	155,000	-
Prepayments and accrued income	122,901	33,576	-
	<u>2,166,072</u>	<u>1,995,011</u>	<u>155,000</u>

12 CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group	Company	
	30/6/11	30/6/10	30/6/11
	£	£	£
Bank loans and overdrafts (see note 14)	115,686	114,171	79,290
Other loans (see note 14)	1,516,785	1,286,276	-
Hire purchase contracts (see note 15)	139,040	91,176	-
Trade creditors	1,271,498	1,055,083	-
Taxation	21,522	142,632	2,286
Social security and other taxes	367,502	228,260	-
Other creditors	48,000	48,097	-
Amounts due to subsidiary undertaking	-	-	1,642,956
Accruals and deferred income	68,283	121,062	2,800
	<u>3,548,316</u>	<u>3,086,757</u>	<u>1,727,332</u>

13 CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	Group	Company	
	30/6/11	30/6/10	30/6/11
	£	£	£
Bank loans (see note 14)	703,354	797,104	193,750
Hire purchase contracts (see note 15)	176,183	157,515	-
Directors current accounts	197,200	197,200	197,200
	<u>1,076,737</u>	<u>1,151,819</u>	<u>390,950</u>

**Notes to the Consolidated Financial Statements - continued
for the year ended 30th June 2011**

14 LOANS

An analysis of the maturity of loans is given below

	Group		Company	
	30/6/11	30/6/10	30/6/11	30/6/10
	£	£	£	£
Amounts falling due within one year or on demand				
Bank overdrafts	7,415	5,900	7,415	5,900
Bank loans	108,271	108,271	71,875	71,875
Invoice financing	1,516,785	1,286,276	-	-
	<u>1,632,471</u>	<u>1,400,447</u>	<u>79,290</u>	<u>77,775</u>
Amounts falling due between one and two years				
Bank loans - 1-2 years	<u>108,271</u>	<u>108,271</u>	<u>71,875</u>	<u>71,875</u>
Amounts falling due between two and five years				
Bank loans - 2-5 years	<u>231,063</u>	<u>324,813</u>	<u>121,875</u>	<u>215,625</u>
Amounts falling due in more than five years				
Repayable by instalments				
Bank loans more 5 yr by instal	<u>364,020</u>	<u>364,020</u>	<u>-</u>	<u>-</u>

15 OBLIGATIONS UNDER HIRE PURCHASE CONTRACTS

Group

	Hire purchase contracts	
	30/6/11	30/6/10
	£	£
Net obligations repayable		
Within one year	139,040	91,176
Between one and five years	<u>176,183</u>	<u>157,515</u>
	<u>315,223</u>	<u>248,691</u>

Notes to the Consolidated Financial Statements - continued
for the year ended 30th June 2011

16 SECURED DEBTS

The following secured debts are included within creditors

	Group		Company	
	30/6/11	30/6/10	30/6/11	30/6/10
	£	£	£	£
Bank overdraft	7,415	5,900	7,415	5,900
Bank loans	811,625	905,375	265,625	359,375
Invoice financing	1,516,785	1,286,276	-	-
Hire purchase contracts	315,223	248,691	-	-
	<u>2,651,048</u>	<u>2,446,242</u>	<u>273,040</u>	<u>365,275</u>

The bank loan, invoice finance facility and the bank guaranteed loan notes are secured by way of a debenture creating a first legal charge over the company's and its subsidiary's current and future assets

The other loan relates to a loan from the Merseyside Special Investment Fund and is secured by way of a debenture

On 20th December 2006 an inter creditor deed was entered into by the company and its secured creditors, of which it prioritised the creditors in the following order

- 1 The Bank of Scotland
- 2 Merseyside Special Investment Fund

The hire purchase liability is secured against the relevant assets of the company

17 PROVISIONS FOR LIABILITIES

	Group	
	30/6/11	30/6/10
	£	£
Deferred taxation	<u>82,187</u>	<u>39,997</u>
Group		
		Deferred tax
		£
Balance at 1st July 2010		39,997
Deferred taxation		<u>42,190</u>
Balance at 30th June 2011		<u>82,187</u>

18 CALLED UP SHARE CAPITAL

Allotted, issued and fully paid	Nominal value	Group	
Number Class		30/6/11	30/6/10
		£	£
160,000 Ordinary	£1	160,000	177,777
(30/6/10 - 177,777)		<u> </u>	<u> </u>

Notes to the Consolidated Financial Statements - continued
for the year ended 30th June 2011

19 RESERVES

Group

	Profit and loss account £	Revaluation reserve £	Capital redemption reserve £	Totals £
At 1st July 2010	1,198,213	204,934	-	1,403,147
Profit for the year	81,426			81,426
Purchase of own shares	(155,000)	-	17,777	(137,223)
At 30th June 2011	<u>1,124,639</u>	<u>204,934</u>	<u>17,777</u>	<u>1,347,350</u>

Company

	Profit and loss account £	Capital redemption reserve £	Totals £
At 1st July 2010	71,100	-	71,100
Profit for the year	89,906		89,906
Purchase of own shares	(155,000)	17,777	(137,223)
At 30th June 2011	<u>6,006</u>	<u>17,777</u>	<u>23,783</u>

20 RELATED PARTY DISCLOSURES

Mr M Campey was a director during the year and is a director of Minstergate Hull Limited. All transactions undertaken with this company were done at commercial rates.

Consultancy services from Minstergate Hull Limited throughout the year amounted to £1,580 (2010 £32,102), all being fully paid up at the year end.

21 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

Group

	30/6/11 £	30/6/10 £
Profit for the financial year	81,426	109,261
Purchase of own shares	(155,000)	-
Net (reduction)/addition to shareholders' funds	<u>(73,574)</u>	<u>109,261</u>
Opening shareholders' funds	<u>1,580,924</u>	<u>1,471,663</u>
Closing shareholders' funds	<u>1,507,350</u>	<u>1,580,924</u>

Counterline Holdings Limited (Registered number: 05896721)

Notes to the Consolidated Financial Statements - continued
for the year ended 30th June 2011

21 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS - continued

Company	30/6/11	30/6/10
	£	£
Profit for the financial year	89,906	71,100
Purchase of own shares	(155,000)	-
Net (reduction)/addition to shareholders' funds	(65,094)	71,100
Opening shareholders' funds	248,877	177,777
Closing shareholders' funds	183,783	248,877

22 CONTROL

On the 20th December 2006, Counterline Holdings Limited acquired 100% of the share capital of Counterline Limited (05471587), a company registered in England and Wales

During the year the company was controlled by Mr T Flood, Mr A Perry, Mr S Dutton and Mr M Campey