

Registration number SC015372

W.J. Clow & Co. Limited

Directors' report and consolidated financial statements

for the year ended 31 December 2012

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W.J. Clow & Co. Limited

Company information

Directors	T.D. Clow J. McKechnie C.McB. Clow D.A. Clow J.L. Gardner
Secretary	J. McKechnie C.A
Company number	SC015372
Registered office	183/187 Broad Street Glasgow G40 2QR
Auditors	Alexander Sloan 38 Cadogan Street Glasgow G2 7HF
Business address	183/187 Broad Street Glasgow G40 2QR

W.J. Clow & Co. Limited

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W.J. Clow & Co. Limited
Directors' report
for the year ended 31 December 2012

The directors present their report and the financial statements for the year ended 31 December 2012.

Principal activity and development

The group is engaged in the manufacture, hire and distribution of access equipment and bespoke access solutions; the servicing and maintenance of customers equipment; the distribution of builders and decorators tools and equipment; the fabrication of sheet metal products; to commerce and industry principally in the UK and Europe.

Business review

Although turnover for the group increased by 8.8%, operating profit reduced to £182,149 (2011-£424,129), and profit before tax reduced to £160,775 (2011-£385,142). The increase in turnover arose from increased activity in the main trading subsidiary. The effect on profitability arose from costs incurred by that trading subsidiary in completing a major contract on time.

Key Performance Indicators

KPIs in the business are measured at the following levels:

- financial performance
- quality assurance
- health and safety

Management changes

There were no changes in the period under review

Current Trading

Trading in the first quarter of 2013 remains challenging in the current economic climate, and is expected to remain so during the rest of the year.

Future prospects

Trading prospects beyond 2013 are difficult to ascertain in the face of current economic conditions, but the group recognises the importance of expanding both its customer and sector exposure and is committed to continuing customer development supported by high quality products, service, and customer support.

Results and dividends

The results of the group for the year are set out on page 6.

The directors do not recommend payment of a final dividend.

W.J. Clow & Co. Limited

Directors' report for the year ended 31 December 2012

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Principal Risks and Uncertainties

While market conditions for the group's products and services remains highly competitive. The group seeks to manage the risk of losing customers to key competitors by the provision of added value services, improving response times in the supply and handling of customer enquiries, and in maintaining local representation with key customers.

Sales to Europe are made in euros. The group also purchases raw materials and components from various markets around the world, and seeks to manage any exposure to foreign currency movements by taking out forward contracts to secure the exchange rate at a fixed level, when required.

The group's credit risk is primarily attributed to trade debtors, and this is managed by obtaining credit references on new customers, periodically updating credit information on existing customers and monitoring payments against contractual agreements.

The group monitors cash flow as part of its day to day procedures. The board ensures that appropriate facilities are available to be drawn upon as necessary.

Directors

The directors who served during the year are as stated below:

T.D. Clow
J. McKechnie
C.McB. Clow
D.A. Clow
J.L. Gardner

Statement of directors' responsibilities

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare group 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 group and the company and of the group's profit or loss for that year. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group or 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 group and 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 group and the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

W.J. Clow & Co. Limited

**Directors' report
for the year ended 31 December 2012**

..... continued

In so far as the directors are aware:

- there is no relevant audit information (information needed by the company's auditors in connection with preparing their report) of which the company's auditors are unaware, and
- the directors have taken all the steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Auditors

Alexander Sloan are deemed to be reappointed in accordance with Section 487(2) of the Companies Act 2006.

This report was approved by the Board on 20 June 2013 and signed on its behalf by


J. McKechnie C.A.
Secretary

**Independent auditors' report to the shareholders of
W.J. Clow & Co. Limited**

We have audited the financial statements of W.J. Clow & Co. Limited for the year ended 31 December 2012 which comprise the Group Profit and Loss Account, the Group and Parent Company Balance Sheet, the Group Cash Flow Statement, the Group Statement of Total Recognised Gains and Losses, the Reconciliation of Movements in Shareholders' Funds 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 auditors' 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 directors and auditors

As explained more fully in the Directors' Responsibilities Statement set out on pages 2-3, 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 the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

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 circumstances and have been consistently applied and adequately disclosed; and the overall presentation of the financial statements.

Qualified opinion arising from disagreement about accounting treatment

The Group has not met the requirements of Financial Reporting Standard 15 (FRS 15) in the following area

- No depreciation has been provided for buildings owned by the Group.

We are unable to quantify the impact of this error.

Except for the financial effect of the above, 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 December 2012 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 Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

**Independent auditors' report to the shareholders of
W.J. Clow & Co. Limited**

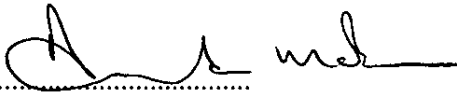
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Matters on which we are required to report by exception

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's 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.

We have nothing to report in respect of these matters.



Andrew McBean (senior statutory auditor)
For and on behalf of Alexander Sloan
Chartered Accountants and
Statutory Auditors
20 June 2013

38 Cadogan Street
Glasgow
G2 7HF

W.J. Clow & Co. Limited

**Consolidated profit and loss account
for the year ended 31 December 2012**

		Continuing operations	
		2012	2011
	Notes	£	£
Turnover	2	6,156,626	5,656,138
Cost of sales		(3,923,021)	(3,188,667)
Gross profit		2,233,605	2,467,471
Distribution costs		(1,095,041)	(1,029,356)
Administrative expenses		(958,915)	(1,016,486)
Other operating income		2,500	2,500
Operating profit	3	182,149	424,129
Other interest receivable and similar income	5	82	6
Interest payable and similar charges	6	(21,456)	(38,993)
Profit on ordinary activities before taxation		160,775	385,142
Tax on profit on ordinary activities	9	54,448	-
Profit for the year	19	215,223	385,142
Statement of total recognised gains and losses			
Profit on ordinary activities after taxation		215,223	385,142
Unrealised movement on revaluation of property		(75,582)	-
Unrealised movement on revaluation of investment property		201,522	-
Foreign exchange gain on net investment		2,528	1,924
Total recognised gains/(losses) since last annual report		343,691	387,066

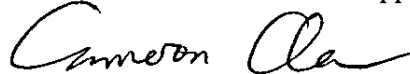
The notes on pages 10 to 24 form an integral part of these financial statements.

W.J. Clow & Co. Limited

**Consolidated Balance sheet
as at 31 December 2012**

		2012		2011	
	Notes	£	£	£	£
Fixed assets					
Tangible assets	11		2,836,595		2,911,492
Current assets					
Stocks	13	1,874,258		1,802,212	
Debtors	14	1,236,755		1,478,127	
Cash at bank and in hand		23,592		44,294	
		<u>3,134,605</u>		<u>3,324,633</u>	
Creditors: amounts falling due within one year	15	<u>(1,036,435)</u>		<u>(1,652,445)</u>	
Net current assets			<u>2,098,170</u>		<u>1,672,188</u>
Total assets less current liabilities			4,934,765		4,583,680
Creditors: amounts falling due after more than one year	16		(9,894)		-
Accruals and deferred income	17		<u>(88,800)</u>		<u>(91,300)</u>
Net assets			4,836,071		4,492,380
Minority Interests			<u>(37,023)</u>		<u>(37,023)</u>
Shareholders' Funds			<u>4,799,048</u>		<u>4,455,357</u>
Capital and reserves					
Called up share capital	18		100,000		100,000
Revaluation reserve	19		694,725		770,307
Investment property revaluation reserve	19		201,522		-
Profit and loss account	19		3,802,801		3,585,050
Shareholders' funds	20		<u>4,799,048</u>		<u>4,455,357</u>

The financial statements were approved by the Board on 20 June 2013 and signed on its behalf by



C.McB. Clow
Director



J. McKechnie
Director

Registration number SC015372

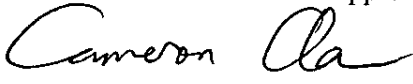
The notes on pages 10 to 24 form an integral part of these financial statements.

W.J. Clow & Co. Limited

**Parent Company Balance sheet
as at 31 December 2012**

		2012		2011	
	Notes	£	£	£	£
Fixed assets					
Tangible assets	11		2,600,000		2,469,054
Investments	12		2,174		2,174
			<u>2,602,174</u>		<u>2,471,228</u>
Current assets					
Debtors	14	838,472		836,168	
Cash at bank and in hand		2,104		29	
		<u>840,576</u>		<u>836,197</u>	
Creditors: amounts falling due within one year	15	<u>(41,731)</u>		<u>(57,313)</u>	
Net current assets			<u>798,845</u>		<u>778,884</u>
Total assets less current liabilities			3,401,019		3,250,112
Accruals and deferred income	17		<u>(88,800)</u>		<u>(91,300)</u>
Net assets			<u>3,312,219</u>		<u>3,158,812</u>
Capital and reserves					
Called up share capital	18		100,000		100,000
Revaluation reserve	19		694,725		770,307
Investment property revaluation reserve	19		201,522		-
Profit and loss account	19		2,315,972		2,288,505
Shareholders' funds	20		<u>3,312,219</u>		<u>3,158,812</u>

The financial statements were approved by the Board on 20 June 2013 and signed on its behalf by


C.McB. Clow
Director


J. McKechnie
Director

Registration number SC015372

The notes on pages 10 to 24 form an integral part of these financial statements.

W.J. Clow & Co. Limited

**Consolidated Cash flow statement
for the year ended 31 December 2012**

	Notes	2012 £	2011 £
Reconciliation of operating profit to net cash inflow from operating activities			
Operating profit		182,149	424,129
Depreciation less profit on sale of tangible fixed assets		145,006	83,927
(Increase) in stocks		(72,046)	(153,116)
Decrease in debtors		241,373	(356,759)
Increase in creditors		42,150	(49,532)
Government grant released		(2,500)	(2,500)
Net cash inflow from operating activities		<u>536,132</u>	<u>(53,851)</u>
Cash flow statement			
Net cash inflow from operating activities		536,132	(53,851)
Returns on investments and servicing of finance	22	(21,374)	(38,989)
Taxation	22	58,198	64
Capital expenditure	22	55,831	(32,805)
		<u>628,787</u>	<u>(125,581)</u>
Financing	22	36,511	(24,885)
Increase in cash in the year		<u>665,298</u>	<u>(150,466)</u>
Reconciliation of net cash flow to movement in net funds (Note 23)			
Increase in cash in the year		665,298	(150,466)
New finance leases and hire purchase contracts		(36,511)	24,885
Movement in net funds in the year		628,787	(125,581)
Net debt at 1 January 2012		(908,050)	(782,469)
Net funds at 31 December 2012		<u>(279,263)</u>	<u>(908,050)</u>

W.J. Clow & Co. Limited

Notes to the financial statements for the year ended 31 December 2012

1. Accounting policies

1.1. Accounting convention

The financial statements are prepared under the historical cost convention modified to include the revaluation of certain fixed assets and comply with financial reporting standards of the Accounting Standards Board, except for the non depreciation of land and buildings as noted in 1.3 below.

The Group Financial Statements consolidate the financial statements of W.J. Clow & Co. Limited and its subsidiary undertakings. No Profit and Loss Account is presented for the Parent Company as permitted by Section 408 of the Companies Act 2006.

Acquisitions are accounted for under the acquisition method and goodwill on consolidation is capitalised and written off within 10 years from the year of acquisition. The results of companies acquired or disposed of are included in the profit and loss account after or up to the date that control passes respectively.

1.2. Turnover

Turnover represents the total invoice value, excluding value added tax, of sales made during the year.

1.3. Tangible fixed assets and depreciation

Depreciation has not been provided on freehold land and buildings as the Directors are of the opinion that the current market value of the property is represented by book value.

Depreciation is provided at rates calculated to write off the cost or valuation less residual value of each asset over its expected useful life, as follows:

Plant and machinery	- 10% Straight Line
Fixtures and equipment	- 20% Straight Line
Motor vehicles - new	- 25% Straight Line
	- 33.3% Straight Line

1.4. Investment Properties

In accordance with Statement of Standard Accounting Practice No.19, the group and parent company's investment properties are held for long term investment and must be included in the balance sheet at open market value. The deficit/surplus on revaluation of investment properties is transferred to the investment property revaluation reserve. Depreciation is not provided in respect of freehold investment properties.

This policy does not fall within the requirements of the Companies Act 2006 statutory accounting principles, which requires depreciation to be provided on all fixed assets. The directors consider that this policy is necessary in order that the financial statements may give a true and fair view, because current values and changes in current values are of prime importance rather than the calculation of systematic annual depreciation. Depreciation is only one of the many factors reflected in the valuation and the amount which might otherwise have been shown cannot be separately identified or quantified. The directors consider that this policy results in the accounts giving a true and fair view.

W.J. Clow & Co. Limited

**Notes to the financial statements
for the year ended 31 December 2012**

..... continued

1.5. Leasing and hire purchase commitments

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible assets and depreciated over the shorter of the lease term and their useful lives. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce constant periodic rates of charge on the net obligations outstanding in each period.

Rentals payable under operating leases are charged against income on a straight line basis over the lease term.

1.6. Investments

Fixed asset investments are stated at cost less provision for permanent diminution in value.

1.7. Stock

Stock is valued at the lower of cost and net realisable value as follows:-

Cost incurred in bringing each product to its present location and condition.

Raw Materials - purchase cost on a weighted average price basis.

Work-in-Progress and finished goods - cost of direct material and labour plus attributable overheads based on normal level of activity.

Net realisable value is based on estimated selling price less further costs expected to be incurred on completion and disposal.

1.8. Long term contracts

Amounts recoverable on long term contracts, which are included in debtors are stated at the net sales value of the work done after provisions for contingencies and anticipated future losses on contracts, less amounts received as progress payments on account. Excess progress payments are included in creditors as payments received on account.

1.9. Pensions

The pension costs charged in the financial statements represent the contribution payable by the group during the year.

**Notes to the financial statements
for the year ended 31 December 2012**

..... continued

1.10. 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 directors consider 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.

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.

1.11. Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange prevailing at the accounting date. Transactions in foreign currencies are recorded at the date of the transactions. All differences are taken to the Profit and Loss account.

The net investments in overseas subsidiary undertakings are translated from their functional currency into sterling at the rate of exchange prevailing at the accounting date. Differences on exchange arising from the retranslation of the opening investment in subsidiary undertakings are taken to the Statement of Total Recognised Gains and Losses.

1.12. Government grants

Grants are credited to deferred revenue. Grants towards capital expenditure are released to the profit and loss account over the expected useful life of the assets. Grants towards revenue expenditure are released to the profit and loss account as the related expenditure is incurred.

1.13 Impairment losses

Impairment reviews are only carried out if there is an indication that the recoverable amount of an asset is below the asset's net book value. Impairment losses are recognised in the year in which the recoverable amount of a fixed asset falls below its depreciated cost.

W.J. Clow & Co. Limited

**Notes to the financial statements
for the year ended 31 December 2012**

..... continued

2. Turnover

	2012	2011
	£	£
Geographical market		
UK	5,961,048	5,422,353
Europe	195,578	233,785
	<u>6,156,626</u>	<u>5,656,138</u>

3. Operating profit

	2012	2011
	£	£
Operating profit is stated after charging:		
Depreciation and other amounts written off tangible assets	198,203	83,927
Loss on disposal of tangible fixed assets	-	9,366
Operating lease rentals		
- Motor vehicles	26,275	15,998
- Office equipment	1,342	848
Auditors' remuneration (Note 4)	<u>13,088</u>	<u>21,150</u>
and after crediting:		
Profit on disposal of tangible fixed assets	53,197	-
Net foreign exchange (loss)/gain	(2,169)	314
Government grants	<u>2,500</u>	<u>2,500</u>

4. Auditors' remuneration

	2012	2011
	£	£
Auditors' remuneration - audit of the financial statements	<u>3,790</u>	<u>4,635</u>
Auditors' remuneration - other fees:		
- Statutory audit of company's subsidiaries	8,198	14,000
- Non audit services	-	340
- audit of company pension scheme	<u>1,100</u>	<u>2,175</u>
	<u>9,298</u>	<u>16,515</u>

W.J. Clow & Co. Limited

**Notes to the financial statements
for the year ended 31 December 2012**

..... continued

5. Interest receivable and similar income	2012	2011
	£	£
Bank interest	82	6
	<u>82</u>	<u>6</u>
6. Interest payable and similar charges	2012	2011
	£	£
On loans and overdrafts	16,827	37,943
Hire purchase interest	4,629	1,050
	<u>21,456</u>	<u>38,993</u>
7. Employees		
Number of employees	2012	2011
The average monthly numbers of employees (including the directors) during the year were:		
Office and Management	17	17
Sales and Distribution	25	27
General Production	50	45
	<u>92</u>	<u>89</u>
Employment costs	2012	2011
	£	£
Wages and salaries	2,077,312	1,722,414
Social security costs	182,090	179,420
Pension costs	9,655	12,282
	<u>2,269,057</u>	<u>1,914,116</u>

W.J. Clow & Co. Limited

**Notes to the financial statements
for the year ended 31 December 2012**

..... continued

7.1. Directors' remuneration

	2012	2011
	£	£
Remuneration and other emoluments	356,160	227,553
Pension contributions	8,842	6,676
	<u>365,002</u>	<u>234,229</u>
	Number	Number
Number of directors to whom retirement benefits are accruing under a money purchase scheme	<u>4</u>	<u>3</u>
Highest paid director	£	£
Amounts included above:		
Emoluments and other benefits	<u>74,903</u>	<u>75,215</u>

8. Pension costs

The group operates a defined contribution pension scheme. The scheme and its assets are held by independent managers. The pension charge represents contributions due from the group and amounted to £9,655 (2011 - £12,282).

W.J. Clow & Co. Limited

**Notes to the financial statements
for the year ended 31 December 2012**

..... continued

9. Tax on profit on ordinary activities

Analysis of charge in period	2012	2011
	£	£
Current tax		
UK corporation tax	3,750	-
Adjustments in respect of previous periods	(58,198)	-
	<u>(54,448)</u>	<u>-</u>

Factors affecting tax charge for period

The tax assessed for the period is lower than the standard rate of corporation tax in the UK (20%). The differences are explained below:

	2012	2011
	£	£
Profit on ordinary activities before taxation	<u>160,775</u>	<u>385,142</u>
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 20% (31 December 2011 : 20%)	32,155	77,028
Effects of:		
Expenses not deductible for tax purposes	328	287
Capital allowances for period in excess of depreciation	18,382	8,360
Utilisation of tax losses	(46,802)	(85,175)
Adjustments to tax charge in respect of previous periods	(58,198)	-
Income not subject to taxation	(500)	(500)
Other movements	187	-
Current tax charge for period	<u>(54,448)</u>	<u>-</u>

10. Intangible fixed assets

	Goodwill	Total
	£	£
Cost		
At 1 January 2012 and 31 December 2012	73,266	73,266
Impairment losses	(73,266)	(73,266)
Net Book Value		
At 31 December 2011 and 2012	<u>-</u>	<u>-</u>

W.J. Clow & Co. Limited

**Notes to the financial statements
for the year ended 31 December 2012**

..... continued

11. Tangible fixed assets	Land and buildings freehold £	Plant and machinery £	Fixtures and equipment £	Motor vehicles £	Investment Properties £	Total £
Cost or valuation						
At 1 January 2012	2,469,054	920,711	190,174	499,088	-	4,079,027
Additions	5,006	20,859	472	73,170	-	99,507
Revaluation	(75,582)	-	-	-	201,522	125,940
Disposals	(168,478)	(183,146)	-	(96,907)	168,478	(280,053)
At 31 December 2012	<u>2,230,000</u>	<u>758,424</u>	<u>190,646</u>	<u>475,351</u>	<u>370,000</u>	<u>4,024,421</u>
Depreciation						
At 1 January 2012	-	631,560	157,087	378,888	-	1,167,535
On disposals	-	(84,227)	-	(93,685)	-	(177,912)
Charge for the year	-	75,726	23,372	99,105	-	198,203
At 31 December 2012	<u>-</u>	<u>623,059</u>	<u>180,459</u>	<u>384,308</u>	<u>-</u>	<u>1,187,826</u>
Net book values						
At 31 December 2012	<u>2,230,000</u>	<u>135,365</u>	<u>10,187</u>	<u>91,043</u>	<u>370,000</u>	<u>2,836,595</u>
At 31 December 2011	<u>2,469,054</u>	<u>289,151</u>	<u>33,087</u>	<u>120,200</u>	<u>-</u>	<u>2,911,492</u>

W.J. Clow & Co. Limited

**Notes to the financial statements
for the year ended 31 December 2012**

..... continued

Included above are assets held under finance leases or hire purchase contracts as follows:

Asset description	2012		2011	
	Net book value £	Depreciation charge £	Net book value £	Depreciation charge £
Motor vehicles	<u>57,305</u>	<u>15,865</u>	<u>31,106</u>	<u>10,372</u>

Asset Valuations - company and group

The freehold land and buildings were valued as follows:

Location of property	Name of External Valuer	Valuation date	Basis of valuation	Valuation £
185 Broad Street, Glasgow	James Barr Chartered Surveyors	25/05/2012	Existing use	1,200,000
Lea Bridge Road, London	Petty Son & Prestwich Chartered Surveyors	06/09/2012	Existing use	900,000
Garratts Lane, Cradley Heath	NG Commercial Chartered Surveyors	30/04/2012	Market value	500,000

Tangible fixed assets included at a valuation would have been included on a historical cost basis at:

	2012 £	2011 £
Cost	<u>1,703,754</u>	<u>1,698,748</u>

W.J. Clow & Co. Limited

**Notes to the financial statements
for the year ended 31 December 2012**

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11.1. Parent company Tangible fixed assets

	Land and buildings freehold £	Investment Properties £	Total £
Cost or valuation			
At 1 January 2012	2,469,054	-	2,469,054
Additions	5,006	-	5,006
Revaluation	(75,582)	201,522	125,940
Disposals	(168,478)	168,478	-
At 31 December 2012	<u>2,230,000</u>	<u>370,000</u>	<u>2,600,000</u>
Net book values			
At 31 December 2012	<u>2,230,000</u>	<u>370,000</u>	<u>2,600,000</u>
At 31 December 2011	<u>2,469,054</u>	<u>-</u>	<u>2,469,054</u>

12. Parent Company Fixed asset investments

	Subsidiary undertakings shares £	Total £
Cost/revaluation		
At 1 January 2012 & At 31 December 2012	<u>2,174</u>	<u>2,174</u>
Net book values		
At 31 December 2012	<u>2,174</u>	<u>2,174</u>
At 31 December 2011	<u>2,174</u>	<u>2,174</u>

W.J. Clow & Co. Limited

Notes to the financial statements for the year ended 31 December 2012

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12.1. Subsidiary undertakings

The company holds 20% or more of the share capital of the following companies:

Company	Country of registration or incorporation	Nature of business	Shares held class	Proportion of shares held
Subsidiary undertaking				
W.J. Clow & Co. (Ireland) Ltd	Northern Ireland	Non-trading	Ordinary	100%
W.J. Clow (Midlands) Ltd.	Scotland	Non-trading	Ordinary	100%
F.A. Heffer & Co Ltd.	England	Non-trading	Ordinary	95.6%
McLean, Buchanan & Co Ltd.	Scotland	Non-trading	Ordinary	90%
Quarryknowe Fabricators Ltd.	Scotland	Non-trading	Ordinary	100%
S. & T. Paintrollers Ltd.	England	Non-trading	Ordinary	99.9%
Clow Group Ltd.	Scotland	Manufacturing & wholesale	Ordinary	100%

All the above subsidiaries have been included in the group consolidation and have the same financial year end as W.J. Clow & Co Limited.

13. Stocks

	Group		Parent	
	2012 £	2011 £	2012 £	2011 £
Raw materials and consumables	290,135	552,649	-	-
Finished goods and goods for resale	1,584,123	1,249,563	-	-
	<u>1,874,258</u>	<u>1,802,212</u>	<u>-</u>	<u>-</u>

14. Debtors

	Group		Parent	
	2012 £	2011 £	2012 £	2011 £
Trade debtors	662,464	781,880	-	-
Amounts recoverable on long term contracts	407,502	536,793	-	-
Amounts owed by group undertakings	-	-	835,175	831,801
Other debtors	43,869	46,796	-	57
Prepayments and accrued income	122,920	112,658	3,297	4,310
	<u>1,236,755</u>	<u>1,478,127</u>	<u>838,472</u>	<u>836,168</u>

W.J. Clow & Co. Limited

**Notes to the financial statements
for the year ended 31 December 2012**

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**15. Creditors: amounts falling due
within one year**

	Group		Parent	
	2012	2011	2012	2011
	£	£	£	£
Bank overdraft	260,123	946,123	-	-
Net obligations under finance leases and hire purchase contracts	32,838	6,221	-	-
Trade creditors	459,460	378,179	-	-
Corporation tax	3,750	-	3,750	-
Other taxes and social security costs	187,851	218,428	4,518	4,520
Directors' accounts	14,116	14,101	7,986	7,986
Other creditors	-	2,592	-	-
Accruals and deferred income	78,297	86,801	25,477	44,807
	<u>1,036,435</u>	<u>1,652,445</u>	<u>41,731</u>	<u>57,313</u>

The Bank borrowings are secured by fixed and floating charges and by a cross-guarantee between the group companies.

**16. Creditors: amounts falling due
after more than one year**

	Group		Parent	
	2012	2011	2012	2011
	£	£	£	£
Net obligations under finance leases and hire purchase contracts	<u>9,894</u>	<u>-</u>	<u>-</u>	<u>-</u>

17. Accruals and deferred income- Group

	2012	2011
	£	£
Government grants		
At 1 January 2012	91,300	93,800
Released in year	(2,500)	(2,500)
At 31 December 2012	<u>88,800</u>	<u>91,300</u>

17.1. Accruals and deferred income - Parent company

	2012	2011
	£	£
Government grants		
At 1 January 2012	91,300	93,800
Released in year	(2,500)	(2,500)
At 31 December 2012	<u>88,800</u>	<u>91,300</u>

W.J. Clow & Co. Limited

**Notes to the financial statements
for the year ended 31 December 2012**

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18. Share capital	2012 £	2011 £
Allotted, called up and fully paid 100,000 Ordinary shares of £1 each	<u>100,000</u>	<u>100,000</u>
Equity Shares 100,000 Ordinary shares of £1 each	<u>100,000</u>	<u>100,000</u>

19. Equity Reserves - Group	Revaluation reserve £	Profit and loss account £	Investment property revaluation reserve £	Total £
At 1 January 2012	770,307	3,585,050	-	4,355,357
Revaluation of property	(75,582)	-	201,522	125,940
Foreign currency gain on consolidation	-	2,528	-	2,528
Profit for the year	-	215,223	-	215,223
At 31 December 2012	<u>694,725</u>	<u>3,802,801</u>	<u>201,522</u>	<u>4,699,048</u>

19.1. Equity reserves- Parent company	Revaluation reserve £	Profit and loss account £	Investment property revaluation reserve £	Total £
At 1 January 2012	770,307	2,202,509	-	2,972,816
Revaluation of property	(75,582)	-	201,522	125,940
Profit for the year	-	27,467	-	27,467
At 31 December 2012	<u>694,725</u>	<u>2,229,976</u>	<u>201,522</u>	<u>3,126,223</u>

W.J. Clow & Co. Limited

**Notes to the financial statements
for the year ended 31 December 2012**

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20. Reconciliation of movements in shareholders' funds	2012	2011
	£	£
Profit for the year	215,223	385,142
Other recognised gains or losses	128,468	1,924
Net addition to shareholders' funds	343,691	387,066
Opening shareholders' funds	4,455,357	4,068,291
Closing shareholders' funds	<u>4,799,048</u>	<u>4,455,357</u>

21. Financial commitments - Group

At 31 December 2012 the group had annual commitments under non-cancellable operating leases as follows:

	2012	2011
	£	£
Expiry date:		
Between one and five years	<u>27,539</u>	<u>15,848</u>

22. Group Gross cash flows

	2012	2011
	£	£
Returns on investments and servicing of finance		
Interest received	82	6
Interest paid	(21,456)	(38,995)
	<u>(21,374)</u>	<u>(38,989)</u>
Taxation		
Corporation tax (repaid)/received	<u>64</u>	<u>64</u>
Capital expenditure		
Payments to acquire tangible assets	(99,507)	(37,577)
Receipts from sales of tangible assets	155,338	4,772
	<u>55,831</u>	<u>(32,805)</u>
Financing		
Capital element of finance leases and hire purchase contracts	<u>36,511</u>	<u>(24,885)</u>

W.J. Clow & Co. Limited

**Notes to the financial statements
for the year ended 31 December 2012**

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23. Analysis of changes in Group's net debt

	Opening balance	Cash flows	Closing balance
	£	£	£
Cash at bank and in hand	44,294	(20,702)	23,592
Overdrafts	(946,123)	686,000	(260,123)
	<u>(901,829)</u>	<u>665,298</u>	<u>(236,531)</u>
Finance leases and hire purchase contracts	(6,221)	(36,511)	(42,732)
Net debt	<u><u>(908,050)</u></u>	<u><u>628,787</u></u>	<u><u>(279,263)</u></u>