

Company Registration No. SC017828 (Scotland)

Goodfellow & Steven Group Limited

Annual report and unaudited financial statements

for the year ended 30 January 2016

pages for filing with Registrar

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Goodfellow & Steven Group Limited

Company information

Directors RSI Goodfellow
MN Goodfellow
S Goodfellow MacLean

Secretary LM Ross

Company number SC017828

Registered office 81 Gray Street
Broughty Ferry
Dundee
DD5 2BQ

Accountants Henderson Loggie
The Vision Building
20 Greenmarket
Dundee
DD1 4QB

Bankers Clydesdale Bank plc
Nethergate House
158 Nethergate
Dundee
DD1 4DY

Solicitors Blackadders
30 & 34 Reform Street
Dundee
DD1 1RJ

Goodfellow & Steven Group Limited

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Goodfellow & Steven Group Limited

Balance sheet

as at 30 January 2016

	Notes	2016 £	2015 £
Fixed assets			
Tangible assets	3	25,871	-
Investment properties	4	2,372,597	2,372,597
Investments	5	84,100	84,100
		<u>2,482,568</u>	<u>2,456,697</u>
Current assets			
Debtors	6	5,033	59,436
Cash at bank and in hand		393,053	183,829
		<u>398,086</u>	<u>243,265</u>
Creditors: amounts falling due within one year	8	<u>(338,372)</u>	<u>(169,382)</u>
Net current assets		59,714	73,883
Total assets less current liabilities		<u>2,542,282</u>	<u>2,530,580</u>
Creditors: amounts falling due after more than one year	9	(91,918)	(234,296)
Provisions for liabilities	10	(120,537)	(120,537)
Net assets		<u>2,329,827</u>	<u>2,175,747</u>
Capital and reserves			
Called up share capital	11	10,000	10,000
Non distributable reserves		482,150	482,150
Other reserves		219,162	219,162
Profit and loss reserves		1,618,515	1,464,435
Total equity		<u>2,329,827</u>	<u>2,175,747</u>

The directors of the company have elected not to include a copy of the profit and loss account within the financial statements.

Goodfellow & Steven Group Limited

Balance sheet (continued)

as at 30 January 2016

For the financial year ended 30 January 2016 the company was entitled to exemption from audit under section 477 of the Companies Act 2006.

Directors' responsibilities:

- The members have not required the company to obtain an audit of its financial statements for the year in question in accordance with section 476;
- The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of financial statements.

These financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies' regime.

The financial statements were approved by the board of directors and authorised for issue on 4 August 2016 and are signed on its behalf by:



RSI Goodfellow
Director

Company Registration No. SC017828

Goodfellow & Steven Group Limited

Notes to the financial statements

for the year ended 30 January 2016

1 Accounting policies

Company information

Goodfellow & Steven Group Limited is a private company limited by shares incorporated in Scotland. The registered office is 81 Gray Street, Broughty Ferry, Dundee, DD5 2BQ.

1.1 Accounting convention

The financial statements are prepared under the historical cost convention modified to include the revaluation of freehold land and buildings.

The company has taken advantage of the exemption provided by Section 403 of the Companies Act 2006 not to prepare group accounts. These accounts therefore present information about the company as an individual undertaking and not about its group.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared on the historical cost convention, modified to include the revaluation of freehold properties and to include investment properties and certain financial instruments at fair value. The principal accounting policies adopted are set out below.

These financial statements for the year ended 30 January 2016 are the first financial statements of Goodfellow & Steven Group Limited prepared in accordance with FRS 102, The Financial Reporting Standard applicable in the UK and Republic of Ireland. The date of transition to FRS 102 was 1 February 2014. An explanation of how transition to FRS 102 has affected the reported financial position and financial performance is given in note 16.

1.2 Turnover

Turnover represents income from the letting of property and management charges and arises wholly in the United Kingdom.

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer (usually on dispatch of the goods), the amount of revenue can be measured reliably, it is probable that the economic benefits associated with the transaction will flow to the entity and the costs incurred or to be incurred in respect of the transaction can be measured reliably.

1.3 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Motor vehicles	25% straight line method
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Goodfellow & Steven Group Limited

Notes to the financial statements (continued)

for the year ended 30 January 2016

1 Accounting policies (continued)

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

1.4 Investment properties

Investment property, which is property held to earn rentals and/or for capital appreciation, is measured using the fair value model and stated at its fair value as the reporting end date. The surplus or deficit on revaluation is recognised in the profit and loss account.

Where fair value cannot be achieved without undue cost or effort, investment property is accounted for as tangible fixed assets.

1.5 Fixed asset investments

Interests in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

A subsidiary is an entity controlled by the company. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

1.6 Impairment of fixed assets

At each reporting period end date, the company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

Goodfellow & Steven Group Limited

Notes to the financial statements (continued)

for the year ended 30 January 2016

1 Accounting policies (continued)

1.7 Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.8 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's statement of financial position when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Other financial assets

Other financial assets, including investments in equity instruments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publically traded and whose fair values cannot be measured reliably are measured at cost less impairment.

Impairment of financial assets

Financial assets, other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

Goodfellow & Steven Group Limited

Notes to the financial statements (continued)

for the year ended 30 January 2016

1 Accounting policies (continued)

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the company transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

Classification of financial liabilities

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 company after deducting all of its liabilities.

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future receipts discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Other financial liabilities

Derivatives, including interest rate swaps and forward foreign exchange contracts, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss in finance costs or finance income as appropriate, unless hedge accounting is applied and the hedge is a cash flow hedge.

Debt instruments that do not meet the conditions in FRS 102 paragraph 11.9 are subsequently measured at fair value through profit or loss. Debt instruments may be designated as being measured at fair value through profit or loss to eliminate or reduce an accounting mismatch or if the instruments are measured and their performance evaluated on a fair value basis in accordance with a documented risk management or investment strategy.

Derecognition of financial liabilities

Financial liabilities are derecognised when the company's contractual obligations expire or are discharged or cancelled.

Goodfellow & Steven Group Limited

Notes to the financial statements (continued)

for the year ended 30 January 2016

1 Accounting policies (continued)

1.9 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of direct issue costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

1.10 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

Deferred tax

The tax expense represents the sum of the corporation tax and deferred tax charge for the year.

The tax currently payable is based on taxable profit for the year. The company's liability for current tax is calculated using the tax rates that have been enacted or substantively enacted by the balance sheet date.

1.11 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

1.12 Retirement benefits

The company operates a defined contribution scheme for the benefit of its employees. Contributions payable are charged to the profit and loss account in the year they are payable.

Goodfellow & Steven Group Limited

Notes to the financial statements (continued) for the year ended 30 January 2016

2 Employees

The average monthly number of persons (including directors) employed by the company during the year was:

	2016 Number	2015 Number
Total	2	2

3 Tangible fixed assets

	Motor vehicles £
Cost	
At 1 February 2015	39,714
Additions	34,495
Disposals	(23,500)
At 30 January 2016	50,709
Depreciation and impairment	
At 1 February 2015	39,714
Depreciation charged in the year	8,624
Eliminated in respect of disposals	(23,500)
At 30 January 2016	24,838
Carrying amount	
At 30 January 2016	25,871
At 31 January 2015	-

4 Investment properties

	2016 £
Fair value	
At 1 February 2015 and 30 January 2016	2,372,597

On transition to FRS 102 the company's heritable property which was included in the financial statements at valuation has been reclassified as Investment Properties. In the directors' opinion the fair value of the investment property at the year end would not differ significantly from a valuation carried out by a independent valuer and therefore no valuation has been carried out at the year end.

Goodfellow & Steven Group Limited

Notes to the financial statements (continued)

for the year ended 30 January 2016

5 Fixed asset investments

	2016	2015
	£	£
Investments	84,100	84,100

Movements in fixed asset investments

	Shares in group undertakings £
Cost or valuation	
At 1 February 2015 & 30 January 2016	84,100
Carrying amount	
At 30 January 2016	84,100
At 31 January 2015	84,100

6 Debtors

	2016	2015
	£	£
Amounts falling due within one year:		
Trade debtors	1,054	4,536
Amounts due from group undertakings	-	51,069
Other debtors	3,979	3,831
	5,033	59,436

7 Loans and overdrafts

	2016	2015
	£	£
Bank loans	197,252	295,440
Payable within one year	105,334	61,144
Payable after one year	91,918	234,296

Goodfellow & Steven Group Limited

Notes to the financial statements (continued)

for the year ended 30 January 2016

7 Loans and overdrafts (continued)

8 Creditors: amounts falling due within one year

	2016	2015
	£	£
Bank loans and overdrafts	105,334	61,144
Amounts due to group undertakings	122,647	19,797
Corporation tax	49,217	43,405
Other taxation and social security	3,040	4,725
Other creditors	58,134	40,311
	<u>338,372</u>	<u>169,382</u>

9 Creditors: amounts falling due after more than one year

	2016	2015
	£	£
Bank loans and overdrafts	<u>91,918</u>	<u>234,296</u>

There is a bond and floating charge in place over the whole assets of the company. There is a standard security in place over business premises at Fowler Road, West Pitkerro Industrial Estate, Dundee.

Cross letters of guarantee are in place by Goodfellow and Steven Group Limited, Dundee Cake Limited and Goodfellows of Dundee Limited.

10 Provisions for liabilities

	2016	2015
	£	£
Deferred tax liabilities	<u>120,537</u>	<u>120,537</u>
	<u>120,537</u>	<u>120,537</u>

Goodfellow & Steven Group Limited

Notes to the financial statements (continued)

for the year ended 30 January 2016

11 Called up share capital

	2016	2015
	£	£
Ordinary share capital		
Issued and fully paid		
10,000 Ordinary shares of £1 each	<u>10,000</u>	<u>10,000</u>

12 Reserves

Called-up share capital represents the nominal value of shares that have been issued.

Profit and loss account includes all current and prior period retained distributable profit and losses.

Non distributable reserves represent the revaluation gain arising on previous UK GAAP treatment of hertiable property, now reclassified as investment property under FRS 102. To comply with the requirements of FRS 102 deferred tax has been applied on the gain.

Other reserves relate to other non distributable reserves.

13 Related party transactions

Transactions with related parties

Included in turnover is £348,100 (2015 - £398,100 in respect of services provided to Goodfellows of Dundee Limited, a subsidiary company.

At 31 January 2016 £102,850 (2015 - £51,069 due from) was due to Goodfellows of Dundee Limited and £19,797 (2015 - £19,797) was due to Dundee Cake Company Ltd (previously named Abertay Bakery Limited).

14 Controlling party

There is no individual controlling party.

15 Directors' transactions

Dividends totalling £43,859 (2015 - £30,538) were paid in the year in respect of shares held by the company's directors.

Goodfellow & Steven Group Limited

Notes to the financial statements (continued) for the year ended 30 January 2016

16 Reconciliations on adoption of FRS 102

Reconciliation of equity

	1 February 2014	30 January 2015
Notes	£	£
Equity as reported under previous UK GAAP	2,155,343	2,296,284
Adjustments arising from transition to FRS 102:		
Heritable property reclassified as investment property	(2,372,597)	(2,372,597)
Investment property reclassified from heritable property	2,372,597	2,372,597
Deferred tax on previous revaluations	(120,537)	(120,537)
Equity reported under FRS 102	<u>2,034,806</u>	<u>2,175,747</u>

Reconciliation of profit or loss

	2015 £
Profit or loss as reported under previous UK GAAP and under FRS 102	<u>171,475</u>

Notes to reconciliations on adoption of FRS 102

Investment properties transferred from Heritable property

1 - On transition to FRS 102 the company's heritable property has been reclassified as Investment Properties to comply with the definition of Investment Properties. The investment properties are held at fair value.

Revaluation reserve and deferred tax

2 - The revaluation gain arising on previously revalued heritable property has been transferred to non distributable reserves and deferred tax has been applied on the previous revaluation as prescribed by FRS 102.