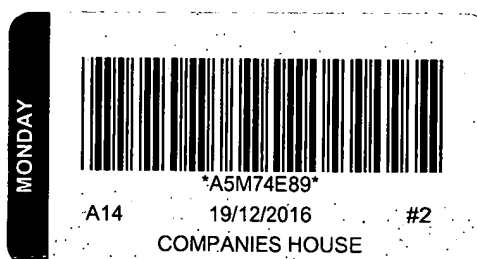


Company Registration No. SC322513 (Scotland)

CLEAN BURNER SYSTEMS LIMITED
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2016
PAGES FOR FILING WITH REGISTRAR



CLEAN BURNER SYSTEMS LIMITED

COMPANY INFORMATION

Directors	Mr R Jordan Mr S Smith
Company number	SC322513
Registered office	11 Caputhall Road Deans Industrial Estate Livingston West Lothian Scotland EH54 8AS
Auditor	Baldwins Audit Services Limited Churchill House 59 Lichfield Street Walsall West Midlands WS4 2BX
Business address	Parkfield Industrial Estate Parkfield Road Rugby Warwickshire CV21 1QJ

CLEAN BURNER SYSTEMS LIMITED

CONTENTS

	Page
Balance sheet	1
Notes to the financial statements	2 - 10

CLEAN BURNER SYSTEMS LIMITED

BALANCE SHEET

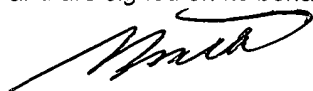
AS AT 31 MARCH 2016

		2016		2015 as restated	
	Notes	£	£	£	£
Fixed assets					
Tangible assets	3		390,168		363,324
Current assets					
Stocks		140,140		154,704	
Debtors	4	1,373,096		1,414,725	
Cash at bank and in hand		6,498		28,993	
		<u>1,519,734</u>		<u>1,598,422</u>	
Creditors: amounts falling due within one year	5	<u>(3,068,962)</u>		<u>(3,073,365)</u>	
Net current liabilities			(1,549,228)		(1,474,943)
Total assets less current liabilities			<u>(1,159,060)</u>		<u>(1,111,619)</u>
Capital and reserves					
Called up share capital	6		100		100
Revaluation reserve	7		132,011		72,726
Profit and loss reserves			<u>(1,291,171)</u>		<u>(1,184,445)</u>
Total equity			<u>(1,159,060)</u>		<u>(1,111,619)</u>

The directors of the company have elected not to include a copy of the profit and loss account within the 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 8 December 2016 and are signed on its behalf by:



Mr S Smith
Director

Company Registration No. SC322513

CLEAN BURNER SYSTEMS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2016

1 Accounting policies

Company information

Clean Burner Systems Limited is a private company limited by shares incorporated in Scotland. The registered office is 11 Caputhall Road, Deans Industrial Estate, Livingston, West Lothian, Scotland, EH54 8AS.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

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 under 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 31 March 2016 are the first financial statements of Clean Burner Systems 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 April 2014. The reported financial position and financial performance for the previous period are not affected by the transition to FRS 102.

1.2 Turnover

Turnover is recognised at the fair value of the consideration received or receivable for goods and services provided in the normal course of business, and is shown net of VAT and other sales related taxes. The fair value of consideration takes into account trade discounts, settlement discounts and volume rebates.

When cash inflows are deferred and represent a financing arrangement, the fair value of the consideration is the present value of the future receipts. The difference between the fair value of the consideration and the nominal amount received is recognised as interest income.

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.

Revenue from contracts for the provision of professional services is recognised by reference to the stage of completion when the stage of completion, costs incurred and costs to complete can be estimated reliably. The stage of completion is calculated by comparing costs incurred, mainly in relation to contractual hourly staff rates and materials, as a proportion of total costs. Where the outcome cannot be estimated reliably, revenue is recognised only to the extent of the expenses recognised that are recoverable.

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.

CLEAN BURNER SYSTEMS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2016

1 Accounting policies

(Continued)

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:

Plant and machinery	20% Straight Line
Fixtures, fittings & equipment	25% Straight Line

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 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.

1.5 Stocks

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the stocks to their present location and condition.

Stocks held for distribution at no or nominal consideration are measured at cost, adjusted where applicable for any loss of service potential.

At each reporting date, an assessment is made for impairment. Any excess of the carrying amount of stocks over its estimated selling price less costs to complete and sell is recognised as an impairment loss in profit or loss. Reversals of impairment losses are also recognised in profit or loss.

1.6 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and 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.

CLEAN BURNER SYSTEMS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2016

1 Accounting policies

(Continued)

1.7 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.

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.

CLEAN BURNER SYSTEMS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2016

1 Accounting policies

(Continued)

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.

1.8 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.

1.9 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.

1.10 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

CLEAN BURNER SYSTEMS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2016

1 Accounting policies

(Continued)

1.11 Foreign exchange

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation are included in the profit and loss account for the period.

2 Tangible fixed assets

	Plant and machinery etc £
Cost or valuation	
At 1 April 2015 (as restated)	776,799
Revaluation	69,320
At 31 March 2016	846,119
Depreciation and impairment	
At 1 April 2015	403,440
Depreciation charged in the year	42,476
Transfers	10,035
At 31 March 2016	455,951
Carrying amount	
At 31 March 2016	390,168
At 31 March 2015 (as restated)	363,324

PPE was revalued in 2012 and 2016. The historical NBV of fixed assets would be £294,175 (2015 - £325,616)

See prior year adjustment note for changes in fixed asset note.

3 Debtors

	2016 £	2015 £
Amounts falling due within one year:		
Trade debtors	96,653	139,927
Amounts due from group undertakings and undertakings in which the group has a participating interest	1,269,131	1,269,544
Other debtors	7,312	5,254
	1,373,096	1,414,725

CLEAN BURNER SYSTEMS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2016

4 Creditors: amounts falling due within one year

	2016 £	2015 £
Bank loans and overdrafts	49,703	30,224
Trade creditors	30,614	55,009
Amounts due to group undertakings and undertakings in which the group has a participating interest	2,952,435	2,936,686
Other taxation and social security	5,216	13,753
Other creditors	30,994	37,693
	<u>3,068,962</u>	<u>3,073,365</u>

5 Called up share capital

	2016 £	2015 £
Ordinary share capital		
Authorised		
100 Ordinary Shares of £1 each	<u>100</u>	<u>100</u>
Issued and fully paid		
100 Ordinary Shares of £1 each	<u>100</u>	<u>100</u>

6 Revaluation reserve

	2016 £	2015 £
At beginning of year	72,726	82,761
Revaluation surplus arising in the year	69,320	-
Other movements	(10,035)	(10,035)
At end of year	<u>132,011</u>	<u>72,726</u>

7 Audit report information

As the income statement has been omitted from the filing copy of the financial statements the following information in relation to the audit report on the statutory financial statements is provided in accordance with s444(5B) of the Companies Act 2006:

The auditor's report was unqualified.
The senior statutory auditor was Mr David Baldwin FCCA.
The auditor was Baldwins Audit Services Limited.

CLEAN BURNER SYSTEMS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2016

8 Related party transactions

Transactions with related parties

During the year the company entered into the following transactions with related parties:

	Sale of goods		Purchase of goods	
	2016	2015	2016	2015
	£	£	£	£
Other related parties	155,641	176,569	40,240	41,249
	<u>155,641</u>	<u>176,569</u>	<u>40,240</u>	<u>41,249</u>
	<u>155,641</u>	<u>176,569</u>	<u>40,240</u>	<u>41,249</u>
	Management charges		Other	
	2016	2015	2016	2015
	£	£	£	£
Transactions with subsidiaries	113,519	155,005	-	-
	<u>113,519</u>	<u>155,005</u>	<u>-</u>	<u>-</u>
	<u>113,519</u>	<u>155,005</u>	<u>-</u>	<u>-</u>

The following amounts were outstanding at the reporting end date:

	Amounts owed to related parties	
	2016	2015
	£	£
Transactions with subsidiaries	2,951,010	2,935,261
	<u>2,951,010</u>	<u>2,935,261</u>
	<u>2,951,010</u>	<u>2,935,261</u>

The following amounts were outstanding at the reporting end date:

	Amounts owed by related parties		Amounts owed by related parties	
	2016	2015	2016	2015
	Balance	Net	Balance	Net
	£	£	£	£
Transactions with subsidiaries	1,244,652	1,244,652	1,254,898	1,254,898
Other related parties	24,479	24,479	14,646	14,646
	<u>1,269,131</u>	<u>1,269,131</u>	<u>1,269,544</u>	<u>1,269,544</u>
	<u>1,269,131</u>	<u>1,269,131</u>	<u>1,269,544</u>	<u>1,269,544</u>

CLEAN BURNER SYSTEMS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2016

9 Parent company

The ultimate parent company is Nu-Phalt Group Limited. In the opinion the Director Russell Jordan is the controlling party.

10 Prior year adjustment

During the year the company carried out a thorough review of their tangible fixed assets and depreciation policies. Historically assets have only been capitalised with a value in excess of £1000 and have not captured any of the plant/tooling manufactured in house. Going forward, all plant, machinery and tooling will be capitalised and depreciated in line with the following:

Plant & Machinery - the useful life of plant and machinery is indefinite as the assets are continually being maintained with the repair and maintenance cost recognised as an expense in the profit and loss account as it is incurred. For the purposes of depreciation it will be assumed the assets have a 10 year life with a residual value based on the estimated net realisable value of the asset at the end of the ten year period. Depreciation will therefore be provided at a 10% Straight Line rate to write off the cost less any residual value over this period.

Press Tooling - the industry standard for gas burners is a 10 year life plus a 10 year spares requirement and therefore press tooling will be written off over 20 years. Press tools are either bought in or made in house. The tools are costed at the bought in value or the cost of material and estimated labour hours if manufactured in house. Press tools are classified as either 'simple' or 'complex' tools and the residual value is the estimated net realisable value at the end of the economic life where this can be determined or at a rate of £1500 for a complex and £500 for a simple tool.

Fly Press Tooling - as press tooling above with the exception that all fly press tools are considered to be 'simple' with a residual value of £150 each.

Vipros/Promecam Tooling - as press tooling above with the residual value estimated at the net realisable value for the tooling.

Jigs & Fixtures - as press tooling above the jigs and fixtures are categorised into 'simple' and 'complex' with the residual value estimated at £100 for simple and £250 for complex.

Fixtures & Fittings - we estimate the useful life of fixtures and fittings to be five years and depreciation will be provided on a 20% straight line basis less any estimated residual value.

As a result of this exercise, a prior year adjustment has been made to include in fixed assets items of tooling previously expensed through the profit and loss account. The total amount in relation to this adjustment is £252,150.

11 Auditors' Ethical Standards

In common with many businesses of our size and nature we use our auditors to prepare and submit returns to the tax authorities and assist with the preparation of the financial statement.

CLEAN BURNER SYSTEMS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2016

12 Auditor's liability limitation agreement

In accordance with Companies Act 2006 (s538), we are required to disclose any auditor liability limitation agreement in effect.

A resolution was passed dated 15 July 2016 which limits the liability of the auditor to £2m for any loss or damage suffered by Nu-Phalt Group arising out of or in connection with the provision of the services provided by the auditor including negligence but not willful default.