Van Elle 03 Limited

Report and Financial Statements

Year Ended

30 April 2014

Company Number 4720018

Van Elle 03 Limited

Report and financial statements
for the year ended 30 April 2014

Contents

Page:

Directors

M F Ellis
J E Ellis
V Handley
J Fenton
J Duffey
S Lindup

Registered office

Kirkby Lane, Pinxton, Nottingham, Nottinghamshire, NG16 6JA

Company number

4720018

Auditors

BDO LLP, 125 Colmore Row, Birmingham, B3 3SD

Van Elle 03 Limited

Strategic Report
for the year ended 30 April 2014

The directors present their Annual Report together with the audited financial statements for the year ended 30 April 2014.

Principal activities

The Group is principally engaged in providing total foundation solutions to the construction/civil engineering/rail sectors, manufacturing and installing a variety of piling techniques, including open site piling, ground stabilisation, restricted access micro piling, off-track rail piling, site investigation and subsidence repair.

Business review and strategy

The Group is built in three simple Core Principles which are:

- Always put your safety and that of others first
- Always work together and help one another and do an excellent job for our clients.
- Always make a profit

As a result of adhering to these Core Principles the Company has delivered strong improvements in turnover, profits and return on capital employed, backed by significant investment in both employees and equipment.

Turnover for.the year grew to £46,645k (2013: £35,680k) with operating profit increasing to £2,917k (2013: £1,587k).

The Group has and continues to heavily invest to deliver the organic growth seen this year and sustain this into the coming years. Average headcount in the year has increased by 67 employees and capital additions were in excess of £6,000k. This investment is driven by workloads, for which the Group has seen enquiry levels increase year on year by nearly 20%.

These results are in excess of the industry average which is the result of our investment in our existing management, staff and training over the years.

Market conditions and prospects

Generally across all Sectors the Group delivers to, there has been a material upturn in economic conditions and activity such that turnover and profits are almost at pre-recession levels.

Of note, the new build housing market has been a primary contributor to our growth in the year with conditions significantly improved, buoyed by the Government's Help to Buy initiative.

Also the Rail sector, with the announcement of CP5 frameworks and the HS2 project, is going to be a major client over the long term and we are actively targeting market penetration with investment in both staff and equipment.

Against this backdrop, the directors are confident that the business is positioned strongly for 2014 and the foreseeable future to take advantage of the resurging markets in which we operate.

Industry recognition

Last year Van Elle was named 2013 Construction News Specialist Contractor of the Year and this year received the Construction News Specialist Contractor of the Year award for Business Growth.

Employee engagement

To put together a skilled workforce requires investment and over the past year we have invested over £250k in staff development training. This is vital to our success as we want our staff to realise their full potential and give them the opportunity to rise through the ranks of the Group.

The Group is committed to a policy of recruitment and promotion on the basis of aptitude and ability without discrimination of any kind. Management actively pursues both the employment of disabled persons whenever a suitable vacancy arises and the continued employment and retraining of employees who become disabled whilst employed by the Group. Particular attention is given to the training, career development and promotion of disabled employees with a view to encouraging them to play an active role in the development of the Group.

Everyone shares in the profit of the Group with bonus schemes in place for all staff and labour, based on profit and safety performance.

To ensure employee engagement encompasses the whole workforce, the Group has a works and innovations committee at which every Division is represented and is chaired by the Group Managing Director. There are three main topics: health and safety; training requirements; and continuous process improvements and is the key vehicle for communication between the sites and offices.

Principal risks

The principal risks and uncertainties that the Group face are considered to include:

- exposure to credit risk from debts arising from our operations for which the Group seeks to manage by careful review of potential customers and strict control of credit;
- aggressive bidding by our competitors impacting on our ability to secure new work which we mitigate through value engineering and innovation in our design to differentiate our solutions from our competitors;
- supply chain price increases and ability to meet demand to which we apply selective criteria when choosing our suppliers to ensure our standards for quality, reliability and financial partnering are satisfied;
- the health and safety at work of our employees and those affected by our activities is a major consideration of the board and a high priority on our agenda which is monitored by our in house inspection regime; regular monthly site safety visits by managers/directors/Board members; a comprehensive training programme; staff briefings all encompassed in our health and safety initiative Think Safety: Act Safely;
- attracting, developing and retaining excellent people to actively grow the business for which we invest in staff training, personal support and development, graduate sponsorship; and employee engagement to ensure all our people achieve their full potential.

Key Performance Indicators

The key performance indicators of the Group are as follows:

- Turnover
- Gross profit margin
- Operating profit margin
- Profit on ordinary activities before taxation

On behalf of the Board

J Fenton
Director

24th October 2014

Results and dividends

The profit and loss account for the year ended 30 April 2014 is set out on page 8 and shows the result for the year.

The directors do not recommend the payment of a final dividend (2013 £Nil).

Directors

The directors of the company during the year were:

M F Ellis
J E Ellis
V Handley
J Fenton
J Duffey
S Lindup

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 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 of the profit or loss of the company 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 transactions and disclose with reasonable accuracy at any time the financial position of 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 company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Auditors

All of the current directors have taken all the steps that they ought to have taken to make themselves aware of any information needed by the company's auditors for the purposes of their audit and to establish that the auditors are aware of that information. The directors are not aware of any relevant audit information of which the auditors are unaware.

BDO LLP have expressed their willingness to continue in office and a resolution to re-appoint them will be proposed at the annual general meeting.

On behalf of the board

J Fenton
Director

24th October 2014

To the members of Van Elle 03 Limited

We have audited the financial statements of Van Elle 03 Limited for the year ended 30 April 2014 which comprise the consolidated profit and loss account, the consolidated and company balance sheets, the consolidated cash flow statement, the consolidated statement of total recognised gains and losses, the consolidated note of historical cost profits and losses 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 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 an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's 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, 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 Financial Reporting Council's (FRC's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the FRC's website at www.frc.org.uk/auditscopeukprivate.

Opinion on financial statements
In our opinion the financial statements:

- give a true and fair view of the state of the group's and the parent company's affairs as at 30 April 2014 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 matters prescribed by the Companies Act 2006

In our opinion the information given in the strategic report and 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.

BDO LLP
28 October 2018

Thomas Lawton (senior statutory auditor)
For and on behalf of BDO LLP, statutory auditor
Birmingham

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

Van Elle 03 Limited

Consolidated profit and loss account
for the year ended 30 April 2014

	Note	2014 £'000	2013 £'000
Turnover	2	**46,645**	35,680
Cost of sales		**31,460**	24,740
Gross profit		**15,185**	10,940
Administrative expenses		**12,268**	9,353
Group operating profit	3	**2,917**	1,587
Interest payable and similar charges	6	**(276)**	(210)
Profit on ordinary activities before taxation		**2,641**	1,377
Taxation on profit on ordinary activities	7	**624**	409
Profit on ordinary activities after taxation		**2,017**	968

All amounts relate to continuing activities.
All recognised gains and losses in the current and prior year are included in the profit and loss account.

The notes on pages 13 to 26 form part of these financial statements.

Van Elle 03 Limited

Consolidated balance sheet
at 30 April 2014

Company number 4720018	Note	2014 £'000	2014 £'000	2013 £'000	2013 £'000
Fixed assets					
Intangible assets	9		**1,963**		2,179
Tangible assets	10		**11,064**		6,490
			13,027		8,669
Current assets					
Stocks	12	**1,072**		604	
Debtors	13	**11,186**		6,259	
Cash at bank and in hand		**975**		884	
		13,233		7,747	
Creditors: amounts falling due within one year	14	**14,949**		9,342	
Net current liabilities			**(1,716)**		(1,595)
Total assets less current liabilities			**11,311**		7,074
Creditors: amounts falling due after more than one year	15	**3,708**		1,686	
Provisions for liabilities	16	**340**		142	
			4,048		1,828
			7,263		5,246

The notes on pages 13 to 26 form part of these financial statements.

Van Elle 03 Limited

Consolidated balance sheet
at 30 April 2014 *(continued)*

	Note	2014 £'000	2014 £'000	2013 £'000	2013 £'000
Capital and reserves					
Called up share capital	17	-	**1,002**		1,002
Profit and loss account	18		**6,243**		4,226
Shareholders' funds	19		**7,245**		5,228
Minority interests			**18**		18
			7,263		5,246

The financial statements were approved by the board of directors and authorised for issue on 24th October 2014

J Fenton
Director

The notes on pages 13 to 26 form part of these financial statements.

Van Elle 03 Limited

Company balance sheet
at 30 April 2014

Company number 4720018	Note	2014 £'000	2014 £'000	2013 £'000	2013 £'000
Fixed assets					
Fixed asset investments	11		**6,051**		6,051
Current assets					
Debtors	13	**-**		10	
Creditors: amounts falling due within one year	14	**7,903**		7,798	
Net current liabilities			**(7,903)**		(7,788)
Total assets less current liabilities			**(1,852)**		(1,737)
Creditors: amounts falling due after more than one year	15		**-**		-
			(1,852)		(1,737)
Capital and reserves					
Called up share capital	17		**1,002**		1,002
Profit and loss account	18		**(2,854)**		(2,739)
Shareholders' deficit	19		**(1,852)**		(1,737)

The financial statements were approved by the board of directors and authorised for issue on 24th October 2014

J Fenton
Director

The notes on pages 13 to 26 form part of these financial statements.

Van Elle 03 Limited

Consolidated cash flow statement
for the year ended 30 April 2014

	Note	2014 £'000	2014 £'000	2013 £'000	2013 £'000
Net cash inflow from operating activities	24		**2,673**		3,863
Returns on investments and servicing of finance					
Interest paid: other loans		**(135)**		(120)	
Interest paid: hire purchase		**(141)**		(90)	
Net cash outflow from returns on investments and servicing of finance			**(276)**		(210)
Taxation					
Corporation tax paid			**(410)**		(448)
Capital expenditure and financial investment					
Payments to acquire tangible fixed assets		**(2,350)**		(1,250)	
Receipts from sale of tangible fixed assets		**157**		79	
Net cash outflow from capital expenditure and financial investment			**(2,193)**		(1,171)
Cash inflow before use of financing			**(206)**		2,034
Financing					
Repayment of borrowings		**(110)**		(1,217)	
New funding available		**1,601**		-	
Capital element of finance leases repaid		**(1,194)**		(711)	
Net cash outflow from financing			**297**		(1,928)
Increase in cash	25		**91**		106

The notes on pages 13 to 26 form part of these financial statements.

1 Accounting policies

The financial statements have been prepared under the historical cost convention and are in accordance with applicable accounting standards.

The following principal accounting policies have been applied:

Basis of consolidation

The consolidated financial statements incorporate the results of Van Elle 03 Limited and all of its subsidiary undertakings as at 30 April 2014 using the acquisition or merger method of accounting as required. Where the acquisition method is used, the results of subsidiary undertakings are included from the date of acquisition.

Basis of preparation

The group has prepared profit and cashflow forecasts for the period to 30 April 2016. These forecasts show that the group is expected to continue to trade profitably and that it has the required funding facilities to be able to trade for at least the next 12 months following the date of approval of these financial statements. Therefore, the financial statements have been prepared on the going concern basis.

Goodwill

Goodwill arising on consolidation, representing the excess of the fair value of the consideration given over the fair values of the identifiable net assets acquired, is capitalised and amortised through the profit and loss account on a straight line basis over the directors' estimate of its useful economic life which has been selected as 20 years.

Turnover

Turnover represents the total amounts receivable by the group for goods supplied and services provided and work performed on contracts not yet invoiced, excluding value added tax and trade discounts. The Group's turnover arises in the UK.

In the case of long term contracts, turnover reflects the contract activity during the year and represents the proportion of total contract value which costs incurred to date bear to total expected contract cost.

Depreciation

Depreciation is provided to write off the cost, less estimated residual values, of all tangible fixed assets, except for investment properties and freehold land, evenly over their expected useful lives. It is calculated at the following rates:

Land and buildings	- 10% per annum
Plant and machinery	- 10-20% per annum
Motor vehicles	- 10-25% per annum
Office equipment	- 10-25% per annum

Assets under construction are not depreciated until completed.

1 Accounting policies *(continued)*

Stocks and work in progress

Stocks are valued at the lower of cost and net realisable value. Cost is based on the cost of purchase on a first in, first out basis. Net realisable value is based on estimated selling price less additional costs to completion and disposal.

Long-term contracts are assessed on a contract by contract basis and are reflected in the profit and loss account by recording turnover and related costs as contract activity progresses. Where the outcome of each long-term contract can be assessed with reasonable certainty before its conclusion, the attributable profit is recognised in the profit and loss account as the difference between the reported turnover and related costs for that contract.

Foreign currency

Foreign currency transactions of individual companies are translated at the rates ruling when they occurred. Foreign currency monetary assets and liabilities are translated at the rates ruling at the balance sheet date. Any differences are taken to the profit and loss account.

Financial instruments

Financial instruments are measured initially and subsequently at cost.

Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

Dividends on shares wholly recognised as liabilities are recognised as expenses and classified within interest payable.

Deferred taxation

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except the recognition of deferred tax assets is limited to the extent that the group anticipates making sufficient taxable profits in the future to absorb the reversal of the underlying timing differences.

Deferred tax balances are not discounted.

Leased assets

Where assets are financed by leasing agreements that give rights approximating to ownership (finance leases), the assets are treated as if they had been purchased outright. The amount capitalised is the present value of the minimum lease payments payable over the term of the lease. The corresponding leasing commitments are shown as amounts payable to the lessor. Depreciation on the relevant assets is charged to the profit and loss account over the shorter of estimated useful economic life and the period of the lease.

Lease payments are analysed between capital and interest components so that the interest element of the payment is charged to the profit and loss account over the period of the lease and is calculated so that it represents a constant proportion of the balance of capital repayments outstanding. The capital part reduces the amounts payable to the lessor.

1 Accounting policies *(continued)*

All other leases are treated as operating leases. Their annual rentals are charged to the profit and loss account on a straight-line basis over the term of the lease.

Pension costs

Amounts charged in the financial statements relate to payments to money purchase schemes for employees and directors. In addition, individual executive pension plans have been set up for senior executives of the Company. The pension costs charged against operating profits are the contributions payable to the schemes in respect of the accounting period.

Fixed asset investments

The cost of investments in subsidiary undertakings is recorded at the value of shares issued in connection with the acquisition, cash paid and further costs connected with the acquisition, less amounts written off. Fixed asset investments are stated at cost less provision for permanent diminution in value.

Related party disclosures

The company has taken advantage of the exemption conferred by Financial Reporting Standard 8 'Related party disclosures' not to disclose transactions with its wholly owned subsidiaries.

2 Turnover

Turnover is wholly attributable to the principal activity of the group and arises solely within the United Kingdom.

3 Operating profit

	2014 £'000	2013 £'000
This is arrived at after charging:		
Depreciation of tangible fixed assets	**1,530**	1,254
Amortisation of positive goodwill	**216**	216
Hire of plant and machinery - operating leases	**1,841**	1,663
Fees payable to the group's auditor or an associate of the group's auditor for the auditing of the group's annual accounts	**24**	24
Fees payable to the group's auditor or an associate of the group's auditor for other non-audit services	**8**	3

4 Employees

Staff costs (including directors) consist of:

	Group 2014 £'000	Group 2013 £'000
Wages, salaries and fees	**12,373**	9,185
Social security costs	**1,291**	1,027
Other pension costs	**63**	59
	13,727	10,271

The average number of employees (including directors) during the year was as follows:

	Group 2014 Number	Group 2013 Number
Weekly paid staff	**204**	154
Salaried staff	**95**	78
	299	232

5 Directors' remuneration

	2014 £'000	2013 £'000
Directors' emoluments	**1,123**	472
Company contributions to money purchase pension schemes	**4**	4
Amounts paid to third parties in respect of directors' services	**97**	-

The total amount payable to the highest paid director in respect of emoluments was £336k (2013 - £164k). Company pension contributions of £Nil (2013 - £Nil) were made to a money purchase scheme on their behalf.

The payments noted above include payments of £97k that were made to a third party service company in respect of certain services provided by the directors.

6 Interest payable and similar charges

	2014 £'000	2013 £'000
Bank loans and overdrafts	**135**	120
Finance leases and hire purchase contracts	**141**	90
	276	210

7 Taxation on profit on ordinary activities

	2014 £'000	2013 £'000
UK Corporation tax		
UK Corporation tax on results for the period	**446**	387
Adjustment in respect of previous periods	**(20)**	48
Total current tax	**426**	435
Deferred tax		
Origination and reversal of timing differences	**185**	3
Effect of changes in tax rate	**(23)**	(6)
Prior year adjustment	**36**	(23)
Movement in deferred tax provision	**198**	(26)
Taxation on profit on ordinary activities	**624**	409

Factors affecting the current tax charge

The tax assessed on the profit on ordinary activities for the period is different from the standard rate of corporation tax in the UK of 23% (2013: 24%). The differences are reconciled below:

	2014 £'000	2013 £'000
Profit on ordinary activities before tax	**2,641**	1,377
Profit on ordinary activities at the standard rate of corporation tax in the UK of 23% (2013 - 24%)	**607**	330
Effect of:		
Expenses not deductible for tax purposes	**60**	50
Accelerated capital allowances	**(236)**	8
Adjustment to tax charge in respect of previous periods	**(20)**	48
Effect of change in tax rate in the year	**3**	(1)
Other short term timing differences	**12**	-
Current tax charge for the year	**426**	435

8 Profit for the financial year

The company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own profit and loss account in these financial statements. The group result for the year includes a loss after tax of £115k (2013 - £117k) which is dealt with in the financial statements of the parent company.

9 Intangible fixed assets

Group

	Goodwill on Consolidation £'000
Cost	
At 1 May 2013 and 30 April 2014	4,322
Amortisation	
At 1 May 2013	2,143
Provided in the year	216
At 30 April 2014	2,359
Net book value	
At 30 April 2014	**1,963**
At 30 April 2013	2,179

10 Tangible fixed assets

Group

	Land and Buildings £000	Plant and machinery £'000	Motor vehicles £'000	Office equipment £'000	Total £'000
Cost					
At 1 May 2013	827	13,078	3,518	835	18,258
Additions	576	4,620	875	146	6,217
Disposals	-	(174)	-	(15)	(189)
At 30 April 2014	**1,403**	**17,524**	**4,393**	**966**	**24,286**
Depreciation					
At 1 May 2013	-	8,428	2,631	709	11,768
Provided for in the year	20	1,170	305	35	1,530
Disposals	-	(73)	-	(3)	(76)
At 30 April 2014	**20**	**9,525**	**2,936**	**741**	**13,222**
Net book value					
At 30 April 2014	**1,383**	**7,999**	**1,457**	**225**	**11,064**
At 30 April 2013	827	4,650	887	126	6,490

Included in tangible assets is an amount of £1,242k (2013 - £425k) in respect of motor vehicles and amount of £5,468k (2013 - £3,177k) in respect of plant and equipment held under finance leases and hire purchase contracts. The depreciation charged in the year on these assets amounted to £266k (2013 - £83k) and £520k (2012 - £335k) respectively.

Included within land and buildings and plant and machinery are assets that were under construction in 2013 but were completed in January 2014 from which time depreciation commenced.

11 Fixed asset investments

Company

	Group undertakings £'000
Cost	
At 1 May 2013 and 30 April 2014	**6,051**

Subsidiary undertakings, associated undertakings and other investments

The principal undertakings in which the company's interest at the year end is 20% or more are as follows:

Subsidiary undertakings	Class of share capital held	Proportion of share capital held	Nature of business
Van Elle Limited	Ordinary	100%	Open site piling, ground stabilisation, restricted access micro piling, site investigation, and subsidence repair in the constructive/civil engineering sector
A&G (Steavenson) Limited *	Ordinary	75%	Dormant
Dram Investments Limited *	Ordinary	100%	Dormant
Van Elle Hoopsafe Limited *	Ordinary	100%	Dormant

* held indirectly

12 Stocks

	Group 2014 £'000	Group 2013 £'000	Company 2014 £'000	Company 2013 £'000
Raw materials and consumables	709	431	-	-
Work in progress	363	173	-	-
	1,072	604	--	

There is no material difference between the replacement cost of stocks and the amounts stated above.

13 Debtors

	Group 2014 £'000	Group 2013 £'000	Company 2014 £'000	Company 2013 £'000
Trade debtors	**9,606**	5,837	**-**	-
Other debtors	**1,580**	422	**-**	10
	11,186	6,259	**-**	10

All amounts shown under debtors fall due for payment within one year.

14 Creditors: amounts falling due within one year

	Group 2014 £'000	Group 2013 £'000	Company 2014 £'000	Company 2013 £'000
Other loans (see note 15)	**8**	118	**8**	118
Trade creditors	**8,118**	5,614	**-**	-
Amounts owed to group undertakings	**-**	-	**4,973**	6,505
Corporation tax	**245**	200	**-**	-
Other taxation and social security	**403**	265	**-**	-
Obligations under finance lease and hire purchase contracts	**1,421**	770	**-**	-
Other creditors and accruals	**4,754**	2,375	**2,951**	1,175
	14,949	9,342	**7,932**	7,798

Finance lease creditors are secured against the assets to which they relate.

Amounts totalling £2,768k (2013 - £1,167k) within other creditors and accruals relate to funding arrangements and are secured by a charge over debtors of the Group.

The amounts owed to group undertakings are not expected to be substantially repaid within 12 months of the date of approval of these financial statements.

15 Creditors: amounts falling due after more than one year

	Group 2014 £'000	Group 2013 £'000	Company 2014 £'000	Company 2013 £'000
Obligations under finance lease and hire purchase contracts	**3,708**	1,686	**-**	-
Other loans	**-**	-	**-**	-
	3,708	1,686	**-**	-

Group:

Maturity of debt:

	Other loans 2014 £'000	Other loans 2013 £'000	Finance leases 2014 £'000	Finance leases 2013 £'000
In one year or less, or on demand	**8**	118	**1,421**	768
In more than one year but not more than two years	**-**	-	**1,312**	707
In more than two years but not more than five years	**-**	-	**2,396**	979
	-	-	**3,708**	1.686

Other loans include notes with an original value of £551k (2013 - £551k) issued in prior years to a number of the shareholders in accordance with a deed dated 1 July 2009. The Loan Notes issued are Variable Rate Guaranteed Secured Subordinated Redeemable Loan Notes 2014. Interest is charged at 1% above the rate charged to the participators who have borrowed such sums to subscribe to the Loan Notes and is payable in advance. The Loan Notes are repayable in sixty equal monthly instalments commencing 1 July 2009.

16 Provisions for liabilities

Group

	Deferred taxation £'000
Cost	
At 1 May 2013	**142**
Profit and loss account	**185**
Adjustments in respect of prior years	**36**
Effect of change in tax rate	**(23)**
At 30 April 2014	**340**

Deferred taxation

	Group 2014 £'000	Group 2013 £'000	Company 2014 £'000	Company 2013 £'000
Accelerated capital allowances	**340**	142	**-**	-

17 Share capital

	2014 £'000	2013 £'000
Allotted, called up and fully paid		
800,000 'A' Ordinary shares of 50p each	**400**	400
1,200,000 'B' Ordinary shares of 50p each	**600**	600
222,222 'C' Ordinary shares of 1p each	**2**	2
	1,002	1,002

Both 'A' and 'B' class shares have equal voting rights, and equal rights to income from dividends, subject to clauses in respect of swamping rights and pre-emption rights which are contained within the Articles of Association. In addition to these rights the holders of the 'C' class shares are entitled to a sum equal to 10% of the amount in excess of £10,000k on a sale or liquidation.

18 Reserves

Group

	Profit and loss account £'000
At 1 May 2013	4,226
Profit for the year	2,017
At 30 April 2014	**6,243**

Company

	Profit and loss account £'000
At 1 May 2013	(2,739)
Loss for the year	(115)
At 30 April 2014	**(2,854)**

19 Reconciliation of movements in shareholders' funds/ (deficit)

	Group 2014 £'000	Group 2013 £'000	Company 2014 £'000	Company 2013 £'000
Profit/(loss) for the year	**2,017**	968	**(115)**	(117)
Dividends	**-**	-	**-**	-
Net (deductions from)/additions to shareholders' funds/(deficit)	**2,017**	968	**(115)**	(117)
Opening shareholders' funds/(deficit)	**5,228**	4,260	**(1,737)**	(1,620)
Closing shareholders' funds/(deficit)	**7,245**	5,228	**(1,852)**	(1,737)

20 Contingent liabilities

A cross company bank guarantee has been arranged which creates a fixed and floating charge over the assets of each group company within the group headed by Van Elle 03 Limited. At the year end the outstanding liability under this agreement amounted to £2,768k (2013 - £1,167k).

21 Commitments under operating leases

The group had annual commitments under non-cancellable operating leases as set out below:

	Land and buildings 2014 £'000	Other 2014 £'000	Land and buildings 2013 £'000	Other 2013 £'000
Operating leases which expire:				
In two to five years	232	8	255	8

22 Pension

The Company makes contributions to defined contribution pension schemes. The assets of the scheme are held separately from those of any group company in independently administered funds. The pension charge represents contributions payable by the company to the funds and amounted to £63k (2013: £59k). Contributions amounting to £3k (2013: £3k) were payable to the funds and are included in creditors.

23 Related party disclosures

During the year the Company rented properties owned by the Van Elle Limited Retirement and Death Benefit Scheme and Ellis Life Settlement Trust, in both of which Mr M F Ellis and Mrs J E Ellis have interests. Mr M F Ellis and Mrs J E Ellis are both directors of Van Elle 03 Limited. In addition properties owned directly by Mr M F Ellis were also rented by Van Elle Limited. The total rental charge for the year was £165k (2013: £166k). The total balance outstanding in respect of rental payments at the year end was £Nil (2013: £Nil).

Mr M F Ellis has a director's loan account of £50k (2013: £Nil) with the Company which is included in other debtors. The maximum liability during the year was £50k (2013: £Nil).

Mr J Fenton has a director's loan account of £277k (2013 - £300k) with the Company which is included in other debtors. The maximum liability during the year was £300k (2013: £300k).

Mr V Handley has a director's loan account of £150k (2013 - £Nil) with the Company which is included in other debtors. The maximum liability during the year was £150k (2013: £Nil).

The company has taken advantage of the exemption conferred by Financial Reporting Standard 8 'Related party disclosures' not to disclose transactions with its wholly owned subsidiaries.

24 Reconciliation of operating profit to net cash inflow from operating activities

	2014 £'000	2013 £'000
Operating profit	**2,917**	1.587
Amortisation of intangible fixed assets	**216**	216
Depreciation of tangible fixed assets	**1,530**	1,254
Profit on sale of tangible fixed assets	**(44)**	(36)
(Increase)/decrease in stocks	**(468)**	(62)
Decrease/(increase) in debtors	**(4,927)**	1,751
(Decrease)/increase in creditors	**3,449**	(847)
Net cash inflow from operating activities	**2,673**	3,863

25 Reconciliation of net cash flow to movement in net debt

	2014 £'000	2013 £'000
Increase in cash	**91**	106
Cash inflow from changes in debt	**(297)**	1,928
Movement in net debt resulting from cash flows	**(206)**	2,034
Inception of finance leases	**(3,867)**	(1,753)
Movement in net debt	**(4,073)**	281
Opening net debt	**(2,857)**	(3,138)
Closing net debt	**(6,930)**	(2,857)

26 Analysis of net debt

	At 1 May 2013 £'000	Cash flow £'000	Other non-cash items £'000	At 30 April 2014 £'000
Cash at bank and in hand	884	91		**975**
Other loans	(118)	110		**(8)**
Funding debt	(1,167)	(1,601)		**(2,768)**
Finance leases	(2,456)	1,194	(3,867)	**(5,129)**
Total	(2,857)	(206)	(3,867)	**(6,930)**