Registered number: 5856056

DEVON VALLEY LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2009

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COMPANY INFORMATION

Directors A Puri

E Holt S Todd

Company secretary MM Secretariat Limited

Company number 5856056

Registered office **Environment House**

6 Union Road Nottingham Nottinghamshire NG3 1FH

Auditors

PKF (UK) LLP Regent House Clinton Avenue Nottingham NG5 1AZ

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DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2009

The directors present their report and the financial statements for the year ended 31 December 2009

Principal activities

The Company's principal activity throughout the period was the manufacture of specialty papers to the food and overlay markets

Business review

The results for 2009 showed a loss before tax of £426,471 compared with a profit of £414,217 for the prior year

Turnover increased by 8 2% from £13 6m in 2008 to £14 7m in 2009 and the gross margin reduced by £0 9m from £3 16m to £2 29m. The gross margin percentage reduced from 23% to 16%. A significant part of the gross margin reduction (£472k- see note 3 to the statutory accounts) can be attributed to realised and unrealised foreign exchange differences when compared year on year. In addition, the company was impacted by higher energy costs during 2009 when compared to 2008.

Overhead costs as a percentage of sales were reduced and continue to be carefully managed

As a result of the gross margin reduction shown above, the net profit before tax declined from £0 4m in 2008 to a loss of £0 4m in 2009

The company's overall net liabilities increased to £1.7m (2008 £1.4m) including amounts due to Melham Group Limited of £4.4m (2008 £4.1m)

As explained in note 1 to the financial statements, Melham Group Limited has confirmed that it is not their intention to demand full repayment of the loan, included in note 12, at the present time and therefore the directors consider that it is appropriate for the financial statements to be prepared on a going concern basis. The financial statements do not include any adjustments that would result if a demand were made for full repayment of the loan.

Principal risks and uncertainties

In common with many businesses in these recessionary times, the company is dependant on ongoing relationships with key customers and suppliers

Financial performance may be affected by downturns in the target markets with which the company operates

The cost of raw materials and energy used to manufacture our products could increase, or the availability of key raw materials could become more constrained. As a result the company is subject to risks in terms of raw materials and energy cost fluctuation. This is mitigated where possible by placing forward orders at fixed prices.

The impact of foreign exchange movements can have significant impacts on the company's results particularly as the company trades almost exclusively with overseas markets

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2009

Results

The loss for the year, after taxation, amounted to £215,169 (2008 - profit £389,450)

Directors

The directors who served during the year were

A Pun

E Holt

S Todd

Future developments

The company has experienced an improvement in demand for its products in the last quarter of 2009 which has continued into 2010. The company will continue to focus on quality and service to build the company further whilst keeping control over operating costs and waste.

Significant product development has taken place since the Company was incorporated in June 2006. The Company will continue to develop new products in line with the requirements of the market and its customers.

Financial risk management

The company makes sales on normal credit terms and manages the related risks through its credit control procedures. The company does not hedge interest payments on any of its borrowings. The company has taken out hedging contracts on part of its currency exposures that are not naturally hedged.

Qualifying third party indemnity provisions

- del

The company maintains liability insurance for directors and officers as permitted by section 309A(4) of the Companies Act 1985

Provision of information to auditors

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that

- so far as that director is aware, there is no relevant audit information of which the company's auditors are unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of
 any information needed by the company's auditors in connection with preparing their report and to
 establish that the company's auditors are aware of that information

This report was approved by the board on 31 March 2010 and signed on its behalf

S Todd Director

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 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 judgments and 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.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF DEVON VALLEY LIMITED

We have audited the financial statements of Devon Valley Limited for the year ended 31 December 2009 which comprise the profit and loss account, the balance sheet, the cash flow statement 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 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 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 directors' responsibilities statement, 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 Ethical Standards for Auditors.

Scope of the audit

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 company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements.

Opinion on financial statements

In our opinion the financial statements

give a true and fair view of the state of the company's affairs as at 31 December 2009 and of its loss 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

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, or returns adequate for our audit have not been received from branches not visited by us, or

the 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

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF DEVON VALLEY LIMITED

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Richard Wilson (Senior statutory auditor)

PKF (vs) WP

or and on behalf of PKF (UK) LLP, Statutory auditors

Nottingham

31 March 2010

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2009

	Note	2009 £	2008 £
TURNOVER	1,2	14,688,457	13,573,014
Cost of sales		(12,396,979)	(10,412,075)
GROSS PROFIT		2,291,478	3,160,939
Selling and distribution costs		(1,228,482)	(1,325,143)
Administrative expenses		(1,116,038)	(1,047,844)
OPERATING (LOSS)/PROFIT	3	(53,042)	787,952
Interest payable	5	(373,429)	(373,735)
(LOSS)/PROFIT ON ORDINARY ACTIVITIES BEFORE			
TAXÁTION		(426,471)	414,217
Tax on (loss)/profit on ordinary activities	6	211,302	(24,767)
(LOSS)/PROFIT FOR THE FINANCIAL YEAR	15	(215,169)	389,450

All amounts relate to continuing operations

There were no recognised gains and losses for 2009 or 2008 other than those included in the Profit and loss account

The notes on pages 8 to 16 form part of these financial statements

DEVON VALLEY LIMITED REGISTERED NUMBER: 5856056

BALANCE SHEET AS AT 31 DECEMBER 2009

	Note	£	2009 £	£	2008 £
FIXED ASSETS					
Intangible fixed assets	7		33,200		38,000
Tangible fixed assets	8		1,109,620		1,152,283
			1,142,820		1,190,283
CURRENT ASSETS					
Stocks	9	2,026,911		768,642	
Debtors	10	2,425,325		3,117,441	
Cash at bank and in hand		111,253		121,438	
		4,563,489		4,007,521	
CREDITORS: amounts falling due within one year	11	(2,970,530)		(2,524,360)	
NET CURRENT ASSETS			1,592,959	-	1,483,161
TOTAL ASSETS LESS CURRENT LIABILIT	ries		2,735,779		2,673,444
CREDITORS: amounts falling due after more than one year	12		4,349,752		4,072,248
CAPITAL AND RESERVES					
Called up share capital	14	150,000		150,000	
Profit and loss account	15	(1,763,973)		(1,548,804)	
	16		(1,613,973)		(1,398,804)
			2,735,779		2,673,444

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 31. March 2010

S Todd Director

The notes on pages 8 to 16 form part of these financial statements

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2009

1. ACCOUNTING POLICIES

1.1 Basis of preparation of financial statements

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

The balance sheet shows net liabilities of £1,613,973 (2008 £1,398,804) including amounts due to a related party, Melham Group Limited of £4,349,752 (2008 £4,072,248)

Melham Group Limited has confirmed that it is not their intention to demand full repayment of the loan, included in note 12, at the present time and therefore the directors consider that it is appropriate for the financial statements to be prepared on a going concern basis. The financial statements do not include any adjustments that would result if a demand were made for full repayment of the loan.

1.2 Cash flow

The company, being a subsidiary undertaking where 90% or more of the voting rights are controlled within the group whose consolidated financial statements are publicly available, is exempt from the requirement to draw up a cash flow statement in accordance with FRS 1

1.3 Turnover

Turnover comprises revenue recognised by the company in respect of goods supplied, exclusive of Value Added Tax and trade discounts. Turnover is recognised as the goods are dispatched

1.4 Intangible fixed assets and amortisation

Goodwill is the difference between amounts paid on the acquisition of a business and the fair value of the identifiable assets and liabilities. It is amortised to the Profit and loss account over its estimated economic life.

1.5 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual value, over their expected useful lives on the following bases.

Leasehold property improvements- 20% straight line Plant & machinery - 10% straight line Motor vehicles - 33 3% straight line

1.6 Operating leases

Rentals under operating leases are charged to the Profit and loss account on a straight line basis over the lease term

1.7 Stocks and work in progress

Stocks are valued at the lower of cost and net realisable value after making due allowance for obsolete and slow-moving stocks. Cost includes all direct costs and an appropriate proportion of fixed and variable overheads.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2009

1. ACCOUNTING POLICIES (continued)

1.8 Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation

A net deferred tax asset is recognised only if it can be regarded as 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 assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse

Deferred tax assets and liabilities are not discounted

1.9 Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at rates of exchange ruling at the balance sheet date

Transactions in foreign currencies are translated into sterling at the rate ruling on the date of the transaction

Exchange gains and losses are recognised in the Profit and loss account

1.10 Pensions

The company operates a defined contribution pension scheme and the pension charge represents the amounts payable by the company to the fund in respect of the year

2. TURNOVER

The whole of the turnover is attributable to a single class of business

A geographical analysis of turnover is as follows

	2009 £	2008 £
United Kingdom Rest of world	40,198 14,648,259	71,697 13,501,317
	14,688,457	13,573,014

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2009

3 OPERATING (LOSS)/PROFIT

The operating (loss)/profit is stated after charging/(crediting)

2009	2008
£	£
4,800	4,800
162,983	150,405
9,000	9,000
·	
44,418	55,580
110,000	109,998
285,702	(186,144)
	£ 4,800 162,983 9,000 44,418 110,000

During the year, no director received any emoluments (2008 - £NIL)

4. STAFF COSTS

Staff costs were as follows

	2009 £	2008 £
Wages and salaries	1,351,947	1,313,194
Social security costs	140,010	136,356
Other pension costs	47,518	45,910
	1,539,475	1,495,460

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

	2009 No	2008 No
Manufacturing and production	43	41
Sales and distribution	1	1
Administration	3	3
	47	45
		

5. INTEREST PAYABLE

	2009 £	2008 £
On bank loans and overdrafts On loans from group undertakings	99,009 274,420	99,314 274,421
	373,429	373,735

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2009

6. TAXATION

	2009 £	2008 £
Analysis of tax (credit)/charge in the year	-	~
Current tax (see note below)		
UK corporation tax (credit)/charge on (loss)/profit for the year Adjustments in respect of prior periods	(162,842) (58,460)	-
Total current tax	(221,302)	-
Deferred tax (see note 13)		
Origination and reversal of timing differences	10,000	24,767
Tax on (loss)/profit on ordinary activities	(211,302)	24,767

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2008 - lower than) the standard rate of corporation tax in the UK (28%). The differences are explained below

	2009 £	2008 £
(Loss)/profit on ordinary activities before tax	(426,471)	414,217
(Loss)/profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 28% (2008 - 28%)	(119,412)	121,662
Effects of:		
Expenses not deductible for tax purposes Capital allowances for year in excess of depreciation Utilisation of tax losses Tax losses carried forward	5,943 (49,373) - (58,460)	3,171 (46,617) (78,216)
Current tax (credit)/charge for the year (see note above)	(221,302)	

Factors that may affect future tax charges

The current year losses have been surrendered to a related company. There are losses of approximately £430,000 (2008 £430,000) that are available to be carried forward and set against future profits

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2009

7 INTANGIBLE FIXED ASSETS

	Goodwill £
Cost	_
At 1 January 2009 and 31 December 2009	50,000
Amortisation	
At 1 January 2009 Charge for the year	12,000 4,800
At 31 December 2009	16,800
Net book value	
At 31 December 2009	33,200
At 31 December 2008	38,000

Goodwill represents the premium paid on the acquisition of the trade and assets of J R Crompton Limited in 2006

8. TANGIBLE FIXED ASSETS

	Leasehold property improve- ments £	Plant and machinery £	Motor vehicles £	Total £
Cost				
At 1 January 2009 Additions	15,163 -	1,472,174 120,320	4,500 -	1,491,837 120,320
At 31 December 2009	15,163	1,592,494	4,500	1,612,157
Depreciation	<u></u>			
At 1 January 2009 Charge for the year	6,809 3,032	329,120 159,076	3,625 875	339,554 162,983
At 31 December 2009	9,841	488,196	4,500	502,537
Net book value				
At 31 December 2009	5,322	1,104,298	-	1,109,620
At 31 December 2008	8,354	1,143,054	875	1,152,283

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2009

9. STOCKS

	310CK3	J.
2009		
£		
1.668,220	Raw materials	
	Work in progress	
175,956	Finished goods and goods for resale	
2,026,911		
	DEBTORS	10.
2009		
£		
1,783,888	Trade debtors	
169,675	Amounts owed by related parties	
170,000	Deferred tax asset (see note 13)	
2,425,325		
		11.
	, , , , , , , , , , , , , , , ,	
2009 £		
1 534 642	Trade creditors	
1,304,042		
_		
43.533		
	Other creditors	
167,905	Accruals and deferred income	
2,970,530		
	1,668,220 182,735 175,956 2,026,911 2009 £ 1,783,888 169,675 202,800 98,962 170,000 2,425,325 2009 £ 1,534,642 - 43,533 1,224,450	### Raw materials

Included within other creditors is £1,200,968 (2008 £1,585,375) relating to monies forwarded against trade debtors by Euro Sales Finance plc This loan is secured by way of a fixed and floating charge over the assets of the company

12. CREDITORS

Amounts falling due after more than one year

	2009	2008
	£	£
Amounts owed to related parties	4,349,752	4,072,248

Amounts due to related parties after more than one year relate to a loan due to Melham Group Limited This loan is secured by way of a fixed and floating charge over the assets of the company

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2009

13. DEFERRED TAX ASSET	r	ASSE	X	TA	ED	RR	FE	DE	3.	13
------------------------	---	------	---	----	----	----	----	----	----	----

	2009 £	2008 £
At beginning of year Charged for year	180,000 (10,000)	204,767 (24,767)
At end of year	170,000	180,000
The deferred tax asset is made up as follows		
	2009 £	2008 £
Accelerated capital allowances Short term timing differences Tax losses	(42,946) (8,978) (118,076)	(5,255) (5,040) (169,705)
	(170,000)	(180,000)

A deferred tax asset has been recognised in respect of timing differences as there is sufficient evidence that the asset will be recovered in the next financial year

14. SHARE CAPITAL

	2009	2008
	£	£
Allotted, called up and fully paid		
150,000 Ordinary shares shares of £1 each	150,000	150,000

15. RESERVES

	Profit and loss account £
At 1 January 2009 Loss for the year	(1,548,804) (215,169)
At 31 December 2009	(1,763,973)

16 RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' DEFICIT

	2009 £	2008 £
Opening shareholders' deficit (Loss)/profit for the year	(1,398,804) (215,169)	(1,788,254) 389,450
Closing shareholders' deficit	(1,613,973)	(1,398,804)

17. PENSION COMMITMENTS

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2009

The company operates a defined contribution pension scheme, the assets of which are held in a separately administered fund

Contributions made by the company during the period to the scheme amounted to £47,518 (2008 £45,910)

18. OPERATING LEASE COMMITMENTS

At 31 December 2009 the company had annual commitments under non-cancellable operating leases as follows

	Land and buildings		Other	
	2009	2008	2009	2008
	£	£	£	£
Expiry date:				
Within 1 year	-	-	-	4,928
Between 2 and 5 years	-	-	29,900	40,275
After more than 5 years	110,000	110,000	-	-

19. RELATED PARTY TRANSACTIONS

The company has taken advantage of the exemptions available to it under Financial Reporting Standard 8 and does not disclose details of transactions or balances with Purico Limited as it is a wholly owned subsidiary of that company

During the period the company entered into transactions with various companies under common control All transactions were carried out on an arms length basis

Union Papertech Limited

Amounts due to Union Papertech Limited are disclosed as amounts due to related parties within creditors due within one year

	2009	2008
	£	£
Amounts due from Union Papertech Limited	93,551	-
Tax losses surrendered to Union Papertech Limited	221,302	•

Blugilt Holdings Limited

Management charges from Blugilt Holdings Limited are detailed below. There were no amounts outstanding at the year end (2008 - £nil)

outstanding at the year end (2000 - Enn)	2009 £	2008 £
Management charges	(10,000)	-

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2009

Skerritt Properties Limited

Amounts due to Skerritt Properties Limited are disclosed as amounts due to related parties within creditors due within one year

2009	2008
£	£
-	(18,333)

Amounts due to Skerritt Properties Limited Rent paid to Skerritt Properties Limited

(110,000) (110,000)

Purico (USA) Limited

Amounts due to/from Purico (USA) Limited are disclosed as amounts due to/from related parties within debtors

	2009 £	2008 £
Amounts due from / (to)Purico (USA) Limited	76,124	(86,242)
Sales made to Purico (USA) Limited	1,765,106	1,680,141
Commission due to Purico (USA) Limited	(263,419)	(250,109)

Melham Group Limited

Interest charged on this loan during the period was £274,420 (2008 £274,421) Repayments amounted to £51,916 Additional funding of £55,000 was received in the year

The full amount due to Melham Group Limited of £4,349,752 (2008 £4,072,248) is disclosed as creditors due after more than one year

oreditors due after more train one year	2008 £	2007 £
Amounts due to Melham Group Limited (Included in the above)	4,349,752) (222,504)	(4,072,248) (218,404)

20 ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The company is controlled by Purico Limited, this is the largest and small group for which consolidated financial statement are available. Consolidated financial statements are available from Companies House, Cardiff, CF13 3UZ

In the opinion of the directors, the company's ultimate controlling party is Clary Limited, a company incorporated in the Isle of Man