REPORT OF THE DIRECTORS AND CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2011 FOR DICKS ELECTRICAL LIMITED

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DICKS ELECTRICAL LIMITED (REGISTERED NUMBER: 03833058)

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COMPANY INFORMATION FOR THE YEAR ENDED 31 MARCH 2011

DIRECTORS:

M Williamson

T O'Keeffe

SECRETARY:

T O'Keeffe

REGISTERED OFFICE:

Avebury House 6 St Peter Street Winchester Hampshire

SO23 8BN

REGISTERED NUMBER:

3833058 (England and Wales)

AUDITORS:

Rothman Pantall LLP

Chartered Accountants and Registered Auditors

Avebury House St Peter Street Winchester Hampshire SO23 8BN

BANKERS:

National Westminster Bank plc

105 High Street Winchester Hampshire SO23 9AW

SOLICITORS:

Dutton Gregory Trussell House 23 St Peter Street Winchester Hampshire SO23 8BT

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 MARCH 2011

The directors present their report with the financial statements of the company and the group for the year ended 31 March 2011

PRINCIPAL ACTIVITY

The principal activity of the group in the year under review was that of the supply and installation of electrical equipment

DIRECTORS

The directors shown below have held office during the whole of the period from 1 April 2010 to the date of this report

M Williamson T O'Keeffe

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Report of the Directors 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 the group and of the profit or loss of the group 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 and the group's transactions and disclose with reasonable accuracy at any time the financial position of the company and the group 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 the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the group's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the group's auditors are aware of that information

AUDITORS

The auditors, Rothman Pantall LLP, will be proposed for re-appointment at the forthcoming Annual General Meeting

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 MARCH 2011

This report has been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies

ON BEHALF OF THE BOARD:

M Williamson - Director

21 December 2011

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF DICKS ELECTRICAL LIMITED

We have audited the financial statements of Dicks Electrical Limited for the year ended 31 March 2011 on pages six to eighteen. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities)

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 a Report of the Auditors 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 set out on page two, 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 Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the group's and the parent 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. In addition, we read all the financial and non-financial information in the financial statements to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the group's and of the parent company's affairs as at 31 March 2011 and of the group's loss for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities, 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 Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF DICKS ELECTRICAL LIMITED

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, or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the Report of the Directors

B M Lynch (Senior Statutory Auditor)

for and on behalf of Rothman Pantall LLP

21.12.11.

Chartered Accountants and Registered Auditors

Avebury House

St Peter Street

Winchester

Hampshire

SO23 8BN

Date

CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2011

N	lotes	2011 £	2010 £
TURNOVER		2,140,362	4,196,646
Cost of sales		1,425,655	3,377,014
GROSS PROFIT		714,707	819,632
Administrative expenses		753,496	795,863
		(38,789)	23,769
Other operating income		16,642	58,512
OPERATING (LOSS)/PROFIT	2	(22,147)	82,281
Interest receivable and similar income		47	120
		(22,100)	82,401
Interest payable and similar charges	3	2,352	1,507
(LOSS)/PROFIT ON ORDINARY ACTIVE BEFORE TAXATION	TITIES	(24,452)	80,894
Tax on (loss)/profit on ordinary activities	4	(1,930)	28,444
(LOSS)/PROFIT FOR THE FINANCIAL GROUP	YEAR FOR THE	(22,522)	52,450

CONSOLIDATED STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES FOR THE YEAR ENDED 31 MARCH 2011

	2011 £	2010 £
(LOSS)/PROFIT FOR THE FINANCIAL YEAR Unrealised (deficit) on revaluation	(22,522)	52,450 (38,363)
TOTAL RECOGNISED GAINS AND LOSSES RELATING TO THE YEAR	(22,522)	14,087
NOTE OF HISTORICAL COST P FOR THE YEAR ENDED 3		
	2011 £	2010 £
REPORTED (LOSS)/PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION Historical cost depreciation transfer	(24,452) 4,625	80,894
HISTORICAL COST (LOSS)/PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	(19,827)	80,894
HISTORICAL COST LOSS FOR THE YEAR RETAINED AFTER TAXATION AND DIVIDENDS	(33,165)	(8,451)

CONSOLIDATED BALANCE SHEET 31 MARCH 2011

		201	1	2010)
	Notes	£	£	£	£
FIXED ASSETS					
Tangible assets	7		306,871		317,899
Investments	8				-
			306,871		317,899
CURRENT ASSETS					
Stocks	9	4,086		7,409	
Debtors	10	780,546		811,081	
Cash at bank and in hand		37,459		249,858	
		822,091		1,068,348	
CREDITORS Amounts falling due within one year	11	589,460		808,147	
NET CURRENT ASSETS			232,631		260,201
TOTAL ASSETS LESS CURRENT LIABILITIES			539,502		578,100
PROVISIONS FOR LIABILITIES	14		6,662		7,470
NET ASSETS			532,840		570,630
CAPITAL AND RESERVES					
Called up share capital	15		3,347		3,347
Revaluation reserve	16		252,788		257,413
Capital redemption reserve	16		5,373		5,373
Profit and loss account	16		271,332		304,497
SHAREHOLDERS' FUNDS			532,840		570,630

The financial statements have been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies and with the Financial Reporting Standard for Smaller Entities (effective April 2008)

The financial statements were approved by the Board of Directors on 21 December 2011 and were signed on its behalf by

M Williamson - Director

COMPANY BALANCE SHEET 31 MARCH 2011

Notes 7 8	£	£ 256,622	£	£
		256 622		
		ZDD.DZZ		264 627
		3,347		261,637 3,347
				
		259,969		264,984
	1,681		1,848	
11	5,268		5,269	
		(3,587)		(3,421)
ARILITIES		256.382		261,563
, (DILITIES		=====		=
15		3,347		3,347
16		252,788		257,413
16		247		803
		256,382		261,563
	ABILITIES 15 16	11 5,268 ABILITIES 15 16	11 5,268 (3,587) 256,382 15 3,347 16 252,788 16 247	1,681 1,848 11 5,268 5,269 (3,587) 256,382 15 3,347 16 252,788 16 247

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M Williamson - Director

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2011

ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared under the historical cost convention as modified by the revaluation of certain assets and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

Tumover

Turnover is the amount derived from ordinary activities, and is stated after trade discounts, other sales taxes and net of VAT. The turnover was derived from the company's principal activity which was carried out wholly in the UK.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off the cost less estimated residual value of each asset over its estimated useful life

Leasehold property
Tenants Improvements

The term of the leaseThe term of the lease

- In - 20

- 20% on reducing balance

Plant and machinery Fixtures and fittings

- 15% on reducing balance

An amount equal to the excess of the annual depreciation charge on revalued assets over the notional historical cost depreciation charge of those assets is transferred annually from the revaluation reserve to the profit and loss reserve

Stocks

Stocks are stated at the lower of cost and net realisable value. Cost is computed on a first in first out basis. Net realisable value is based on estimated selling price less the estimated cost of disposal. The cost of work in progress and finished goods includes all production overheads and depreciation, and the attributable proportion of indirect overheads based on the normal level of activity.

Long term contracts

Long term contracts are assessed on a contract by contract basis

The estimated turnover, related costs and attributable profit for each contract are apportioned evenly over the estimated length of the contract and are reflected in the profit and loss account pro rata on a time basis

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date

Hire purchase and leasing commitments

Rentals paid under operating leases are charged to the profit and loss account on a straight line basis over the period of the lease

Pension costs and other post-retirement benefits

The group operates a defined contribution pension scheme. Contributions payable to the group's pension scheme are charged to the profit and loss account in the period to which they relate

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2011

2	OPERATING (LOSS)/PROFIT		
	The operating loss (2010 - operating profit) is stated after charging		
		2011 £	2010 £
	Depreciation - owned assets Loss on disposal of fixed assets	12,274 -	8,135 254
	Auditors' remuneration Pension costs	6,000 39,315	6,000 41,403
	1 Chaidh adda		====
	Directors' remuneration	97,394	102,256
	Directors' pension contributions to money purchase schemes	26,400	26,400
	The number of directors to whom retirement benefits were accruing was as	ollows	
	Money purchase schemes	2	2
_			
3	INTEREST PAYABLE AND SIMILAR CHARGES		
	Interest payable and similar charges includes the following	2011	2010
	Bank interest	£ 2,217	£ 861
	Corporation tax interest	135	51
		2,352	912
			
4	TAXATION		
	Analysis of the tax (credit)/charge The tax (credit)/charge on the loss on ordinary activities for the year was as	fallows	
	The tax (credit/)charge on the loss on ordinary activities for the year was as	2011	2010
	Current tax	£	£
	UK corporation tax Prior periods	(1,095) (27)	21,845 (871)
	Total current tax	(1,122)	20,974
	Deferred tax	(808)	7,470
	Tax on (loss)/profit on ordinary activities	(1,930)	28,444
			

5 PROFIT OF PARENT COMPANY

As permitted by Section 408 of the Companies Act 2006, the profit and loss account of the parent company is not presented as part of these financial statements. The parent company's profit for the financial year was £10,087 (2010 - £260,774)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2011

6	DIVIDENDS					
Ū					2011 £	2010 £
	Ordinary shares of £1 each Interim Preference shares of £1 each				15,211	60,844
	Interim				57	57
					15,268	60,901
7	TANGIBLE FIXED ASSETS					
	Group					
		Leasehold property £	Tenants Improvements £	Plant and machinery £	Fixtures and fittings £	Totals £
	COST OR VALUATION		-	_		
	At 1 April 2010 Additions	261,637 -	11,467 -	4,364 -	94,521 1,246	371,989 1,246
	At 31 March 2011	261,637	11,467	4,364	95,767	373,235
	DEPRECIATION					
	At 1 April 2010	-	604	592 75.4	52,894	54,090
	Charge for year	5,015 ———	201	754 	6,304	12,274
	At 31 March 2011	5,015	805	1,346	59,198	66,364
	NET BOOK VALUE					
	At 31 March 2011	256,622	10,662	3,018	36,569 	306,871
	At 31 March 2010	261,637	10,863	3,772	41,627	317,899

On 8th December 2000 the leasehold property was transferred at its net book value from Dicks (Electrical Installations) Limited, a subsidiary undertaking of the company

The leasehold property was revalued on 27 February 2010 by Pearsons Commercial, Chartered Surveyors. The basis of the valuation used was open market value, before deduction of expected selling costs.

Cost or valuation is represented by

181,397
50,000
30,000
(38,363)
38,603
261,637

Leasehold

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2011

TANGIBLE FIXED ASSETS - continued		
Company		Leasehold property £
COST OR VALUATION At 1 April 2010 and 31 March 2011		261,637
DEPRECIATION Charge for year		5,015
At 31 March 2011		5,015
NET BOOK VALUE At 31 March 2011		256,622
At 31 March 2010		261,637
Cost or valuation at 31 March 2011 is represented by		Leasehold
Valuation in 2000 Valuation in 2002 Valuation in 2004 Valuation in 2010 Cost		property £ 181,397 50,000 30,000 (38,363) 38,603
		261,637
If leasehold property had not been revalued it would have been inclu cost	ded at the follo	wing historical
,	2011 £	2010 £
Cost	38,603	38,603
Aggregate depreciation	17,547	17,157

Leasehold property was valued on an open market basis on 27 February 2010 by Pearson Commercial, Chartered Surveyors

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2011

8 FIXED ASSET INVESTMENTS

	Shares in group undertakings £
COST	
At 1 April 2010 and 31 March 2011	3,347
NET BOOK VALUE At 31 March 2011	3,347
At 31 March 2010	3,347

The group or the company's investments at the balance sheet date in the share capital of companies include the following

Subsidiary

Dicks (Electrical Installations) Ltd

Nature of business Supply and installation of electrical equipment

	%
Class of shares	holding
Ordinary £1	100 00
Preference £1	100 00

	2011	20.0
	£	£
Aggregate capital and reserves	279,805	312,414
(Loss)/Profit for the year	(17,341)	52,578
		=======================================

9 STOCKS

	Grou	Group	
	2011	2010	
	£	£	
Stocks	3,200	3,344	
Work-in-progress	886	4,065	
	4,086	7,409	

2011

2010

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2011

10 DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Gr	oup
	2011	2010
	£	£
Trade debtors	494,288	619,617
Other debtors	76,253	103,675
Amounts recoverable on		
contracts	204,385	87,789
Tax	5,620	-
		
	780,546	811,081

11 CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group		Company	
	2011	2010	2011	2010
	£	£	£	£
Bank loans and overdrafts	99,887	108,113	•	-
Payments on account	50,278	53,253	-	-
Trade creditors	261,902	427,100	-	-
Amounts owed to group undertakings	•	· -	4,598	4,655
Taxation and social security	91,732	167,765	-	-
Other creditors	85,661	51,916	670	614
		•		
	589,460	808,147	5,268	5,269

12 OPERATING LEASE COMMITMENTS

The following operating lease payments are committed to be paid within one year

	Group	
	2011	2010
	£	£
Expiring		
Within one year	8,213	3,999
Between one and five years	32,550	41,486
	40,763	45,485
		

13 **SECURED DEBTS**

The following secured debts are included within creditors

	Gr	Group	
	2011	2010	
	£	£	
Bank overdrafts	99,887	108,113	

The bank overdrafts are secured by a fixed and floating charge over all of the assets of the group

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2011

14 PROVISIONS FOR LIABILITIES

				Gro	Group	
				2011	2010	
	Deferred tax	ĸ		£ 6,662	£ 7,470 ———	
	Group				Deferred tax £	
		1 Aprıl 2010 I capıtal allowances			7,470 (808)	
	Balance at	31 March 2011			6,662	
15	CALLED U	P SHARE CAPITAL				
	Allotted, iss	ued and fully paid				
	Number	Class	Nominal value	2011 £	2010 £	
	2,400	Ordinary	£1	2,400	2,400	
	947	Preference	£1	947	947	
				3,347	3,347	

The rights of the preference shareholders are as follows -

Profits shall first be applied in paying to the holders of preference shares a Cumulative Preferential Dividend at the rate of 6% per annum

If the company is wound up, then the assets shall first be applied to the holders of the preference shares in the amount credited as paid on the shares and any accrual of the preferential dividend. Then in repaying the holders of ordinary shares the amounts credited as paid. The balance shall be distributed among the holders of ordinary shares in the proportion to the number of shares held.

The preference shareholders have no right to vote, unless their cumulative preference dividend is twelve months in arrears

16 **RESERVES**

Group

Cicap	Profit and loss account £	Revaluation reserve £	Capital redemption reserve £	Totals £
At 1 April 2010 Deficit for the year	304,497 (22,522)	257,413	5,373	567,283 (22,522)
Dividends	(15,268)			(15,268)
Historical cost transfer	4,625	(4,625)	-	
At 31 March 2011	271,332	252,788	5,373	529,493
	· · · · · · · · · · · · · · · · · · ·			

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2011

16 RESERVES - continued

Company

	Profit and loss account £	Revaluation reserve	Totals £
At 1 April 2010	803	257,413	258,216
Profit for the year	10,087		10,087
Dividends	(15,268)		(15,268)
Historical cost transfer	4,625	(4,625)	<u>-</u>
At 31 March 2011	247	252,788	253,035

17 PENSION COMMITMENTS

The group operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the group in an independently administered fund.

The pension cost charge represents contributions payable by the group to the fund and amounted to £36,644 (2010 £38,733)

18 TRANSACTIONS WITH DIRECTORS

The following loans to directors subsisted during the years ended 31 March 2011 and 31 March 2010

	2011 £	2010 £
M Williamson		
Balance outstanding at start of year	17,354	16,372
Amounts repaid	47.054	47.054
Balance outstanding at end of year	17,354	17,354
		
T O'Keeffe		
Balance outstanding at start of year	784	5,784
Amounts repaid	-	(5,000)
Balance outstanding at end of year	784	784
·		

19 RELATED PARTY DISCLOSURES

Dividends paid to the directors during the year were as follows M Williamson £13,018 (2010 £51,901), T O'Keeffe £2,250 (2010 £9,000)

20 ULTIMATE CONTROLLING PARTY

In the director's opinion the company is controlled by the director M Williamson who is a director and the owner of 85% of the issued ordinary share capital of the company

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2011

21 PROVISION FOR LIABILITIES AND CHARGES

The company has potential deferred taxation unprovided for at the balance sheet date amounting to £51,482 (2010 £56,337). This relates to potential tax arising on the revaluation reserve balance upon the transfer and subsequent revaluations of the leasehold land and buildings from Dicks (Electrical Installations). Limited. This amount is not likely to crystallise as it is not the company's intention to dispose of the property in the foreseeable future.