

Company Registration No. 03150185 (England and Wales)

BRECKNELL WILLIS COMPOSITES LIMITED
DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2012



BRECKNELL WILLIS COMPOSITES LIMITED

COMPANY INFORMATION

Directors	M C Casemore M J Bostelmann
Secretary	M J Bostelmann
Company number	03150185
Registered office	Craven House 16 Northumberland Avenue London WC2N 5AP
Independent Auditors	Saffery Champness Lion House Red Lion Street London WC1R 4GB
Bankers	Barclays Bank plc PO Box 328 3 Bedford Street Exeter EX1 1XG

BRECKNELL WILLIS COMPOSITES LIMITED

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BRECKNELL WILLIS COMPOSITES LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2012

The directors present their report and financial statements for the year ended 31 December 2012

Principal activities

The principal activity of the company continued to be that of manufacturing fibre reinforced composite products which included contact moulding (hand lay), resin transfer moulding (RTM), vacuum infusion, vacuum bagging, and chop strand deposit

Directors

The following directors have held office since 1 January 2012

M C Casemore
M J Bostelmann

Auditors

Saffery Champness have expressed their willingness to remain in office as auditors of the company

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 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

BRECKNELL WILLIS COMPOSITES LIMITED


**DIRECTORS' REPORT (continued)
FOR THE YEAR ENDED 31 DECEMBER 2012**

Statement of disclosure to auditors

So far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware. Additionally, the directors have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditors are aware of that information.

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

On behalf of the board

 19/05/13

M C Casemore
Director

BRECKNELL WILLIS COMPOSITES LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF BRECKNELL WILLIS COMPOSITES LIMITED

We have audited the financial statements of Brecknell Willis Composites Limited for the year ended 31 December 2012 set out on pages 5 to 12. 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 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 set out on pages 1 - 2, 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 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 Directors' Report 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 company's affairs as at 31 December 2012 and of its profit 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 Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

BRECKNELL WILLIS COMPOSITES LIMITED

**INDEPENDENT AUDITORS' REPORT (continued)
TO THE MEMBERS OF BRECKNELL WILLIS COMPOSITES 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, 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, 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 directors' report

Saffery Champness

**Michael Strong (Senior Statutory Auditor)
for and on behalf of Saffery Champness**

21st March 2013

**Chartered Accountants
Statutory Auditors**

Lion House
Red Lion Street
London
WC1R 4GB

BRECKNELL WILLIS COMPOSITES LIMITED**PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2012**

		2012	2011
	Notes	£	£
Turnover	2	2,470,048	3,335,040
Cost of sales		<u>(1,883,553)</u>	<u>(2,301,247)</u>
Gross profit		586,495	1,033,793
Distribution costs		(42,603)	(59,737)
Administrative expenses		<u>(165,553)</u>	<u>(293,928)</u>
Operating profit	3	378,339	680,128
Other interest receivable and similar income	4	3,012	2,370
Interest payable and similar charges		<u>-</u>	<u>(7)</u>
Profit on ordinary activities before taxation		381,351	682,491
Tax on profit on ordinary activities	5	<u>(98,722)</u>	<u>(180,360)</u>
Profit for the year	13	<u><u>282,629</u></u>	<u><u>502,131</u></u>

The notes on pages 7 to 12 form part of these financial statements

BRECKNELL WILLIS COMPOSITES LIMITED


**BALANCE SHEET
AS AT 31 DECEMBER 2012**

	Notes	£	2012 £	£	2011 £
Fixed assets					
Tangible assets	7		393,447		410,850
Current assets					
Stocks		414,871		271,523	
Debtors	8	541,355		553,994	
Cash at bank and in hand		<u>1,006,770</u>		<u>1,002,966</u>	
		1,962,996		1,828,483	
Creditors: amounts falling due within one year	9	<u>(409,681)</u>		<u>(449,668)</u>	
Net current assets			<u>1,553,315</u>		<u>1,378,815</u>
Total assets less current liabilities			<u>1,946,762</u>		<u>1,789,665</u>
			<u>1,946,762</u>		<u>1,789,665</u>
Capital and reserves					
Called up share capital	12		450,000		450,000
Profit and loss account	13		<u>1,496,762</u>		<u>1,339,665</u>
Shareholders' funds			<u>1,946,762</u>		<u>1,789,665</u>

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime within Part 15 of the Companies Act 2006 and with the Financial Reporting Standard for Smaller Entities (effective April 2008)

The notes on pages 7 to 12 form part of these financial statements

Approved by the Board for issue on 19/03/13



M C Casemore
Director

Company Registration No. 03150185

BRECKNELL WILLIS COMPOSITES LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2012

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), which have been applied consistently (except as otherwise stated)

1.3 Turnover

Turnover represents amounts receivable for goods net of VAT and trade discounts Revenue is recognised upon the dispatch of goods

1.4 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 less estimated residual value of each asset over its expected useful life, as follows

Land	nil depreciation
Freehold buildings	over 50 years, on a straight line basis
Building Improvements	between 2 and 10 years on a straight line basis
Plant and machinery	between 2 and 10 years on a straight line basis
Tooling	over 2 years, on a straight line basis
Motor vehicles	over 4 years, on a straight line basis

1.5 Stock

Stocks are valued at the lower of cost and net realisable value and after making due allowance for obsolete and slow moving items Cost comprises purchase price, related labour and an element of absorbed overheads Net realisable value is the selling price less costs to sell

1.6 Foreign currency translation

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction All differences are taken to the profit and loss account

2 Turnover

In the year to 31 December 2012 1% (2011 - 1%) of the company's turnover was to markets outside the United Kingdom

BRECKNELL WILLIS COMPOSITES LIMITED**NOTES TO THE FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 DECEMBER 2012**

3	Operating profit	2012	2011
		£	£
	Operating profit is stated after charging		
	Depreciation of tangible assets	29,090	35,362
	Auditors' remuneration	11,225	10,850
	Directors' remuneration	134,772	109,798
		<u> </u>	<u> </u>

The number of directors for whom retirement benefits are accruing under defined benefit schemes amounted to 1 (2011 - 1)

4	Investment income	2012	2011
		£	£
	Bank interest	3,012	2,370
		<u> </u>	<u> </u>
		<u>3,012</u>	<u>2,370</u>

5	Taxation	2012	2011
		£	£
	Domestic current year tax		
	U K corporation tax	93,352	180,360
		<u> </u>	<u> </u>
	Total current tax	93,352	180,360
	Deferred tax		
	Deferred tax charge/credit current year	5,370	-
		<u> </u>	<u> </u>
		<u>98,722</u>	<u>180,360</u>

6	Dividends	2012	2011
		£	£
	Ordinary final paid	125,532	99,610
		<u> </u>	<u> </u>

BRECKNELL WILLIS COMPOSITES LIMITED**NOTES TO THE FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 DECEMBER 2012****7 Tangible fixed assets**

	Land and buildings	Plant and machinery etc	Total
	£	£	£
Cost			
At 1 January 2012	335,761	510,364	846,125
Additions	-	11,687	11,687
At 31 December 2012	<u>335,761</u>	<u>522,051</u>	<u>857,812</u>
Depreciation			
At 1 January 2012	17,054	418,221	435,275
Charge for the year	5,326	23,764	29,090
At 31 December 2012	<u>22,380</u>	<u>441,985</u>	<u>464,365</u>
Net book value			
At 31 December 2012	<u>313,381</u>	<u>80,066</u>	<u>393,447</u>
At 31 December 2011	<u>318,707</u>	<u>92,143</u>	<u>410,850</u>

8 Debtors

	2012	2011
	£	£
Trade debtors	480,661	497,487
Amounts owed by group undertakings	21,991	14,382
Deferred tax asset	13,059	18,429
Prepayments	23,587	23,501
Other debtors	2,057	195
	<u>541,355</u>	<u>553,994</u>

BRECKNELL WILLIS COMPOSITES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 DECEMBER 2012**

9 Creditors: amounts falling due within one year	2012	2011
	£	£
Trade creditors	216,204	169,367
Amounts owed to group undertakings	-	86,026
Taxation and social security	119,126	95,175
Other creditors	74,351	99,100
	<u>409,681</u>	<u>449,668</u>

10 Provisions for liabilities and charges

The deferred tax asset (included in debtors, note 8) is made up as follows:

	2012	
	£	
Balance at 1 January 2012	(18,429)	
Profit and loss account	5,370	
	<u>(13,059)</u>	
	2012	2011
	£	£
Decelerated capital allowances	<u>(13,059)</u>	<u>(18,429)</u>

11 Pension costs

The company is an affiliate member of the Brecknell Willis and Co Limited Pension and Life Assurance Scheme which is a defined benefit scheme whose contributions are determined by a qualified actuary. The pension costs representing the company's contributions to this fund amounted to £17,789 (2011 £15,950) of which £1,852 (2011 £1,701) was outstanding at the year end. The scheme is closed to new members and the costs may be expected to increase in the future. Further details regarding this scheme are given in the accounts of Brecknell Willis and Co Limited.

As an alternative the company offers a stakeholder scheme. There have been no joiners or leavers during the year and the number of members benefiting from the scheme is nil (2011 nil).

BRECKNELL WILLIS COMPOSITES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 DECEMBER 2012**

12 Share capital	2012	2011
	£	£
Allotted, called up and fully paid		
450,000 Ordinary shares of £1 each	450,000	450,000

13 Statement of movements on profit and loss account

	Profit and loss account £
Balance at 1 January 2012	1,339,665
Profit for the year	282,629
Dividends paid	(125,532)
Balance at 31 December 2012	1,496,762

14 Financial commitments

At 31 December 2012 the company was committed to making the following payments under non-cancellable operating leases in the year to 31 December 2013

	2012	2011
	£	£
Operating leases which expire		
Within one year	2,098	-
Within two to five years	-	2,098
In over five years	59,783	59,783
	61,881	61,881

15 Control

The company considers Fandstan Electric Group Limited, a company incorporated in England and Wales, to be its ultimate parent company. The company is ultimately controlled by Lord and Lady Tanlaw by virtue of their shareholding in the company's ultimate parent company.

Consolidated accounts for Fandstan Electric Group Limited are available from Companies House

BRECKNELL WILLIS COMPOSITES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 DECEMBER 2012**

16 Related party relationships and transactions

There were no related party transactions other than directors remuneration and transactions with 100% owned group companies. Advantage has been taken of the exemption contained in Financial Reporting Statement 8 Related Party Disclosures from disclosing transactions with other group entities.