

Company Registration No. 02365913 (England and Wales)

BARNFIELD CONSTRUCTION LIMITED
DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2012



BARNFIELD CONSTRUCTION LIMITED

COMPANY INFORMATION

Directors	T J H Webber S Webber S J Riley A Couper
Secretary	A Couper
Company number	02365913
Registered office	Mentor House Ainsworth Street Blackburn Lancashire BB1 6AY
Auditors	Pierce C A Limited Mentor House Ainsworth Street Blackburn Lancashire BB1 6AY
Business address	Kenyon Road Lomeshaye Industrial Estate Nelson Lancashire BB9 5SP
Bankers	NatWest Bank plc 2 Leeds Road Nelson Lancashire BB9 9SY Handelsbanken 3 Kestrel Court Bridgewater Close Network 65 Business Park Burnley Lancashire BB11 5NA

BARNFIELD CONSTRUCTION LIMITED

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BARNFIELD CONSTRUCTION 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 and review of the business

The principal activity of the company continued to be that of property developers and builders

The directors are pleased to report turnover of £49m and profit before tax of £4.8m

The outlook for 2013 is positive and the current estimate is for turnover to reach £55m with secured orders of over £40m at the time of signing these accounts. These contracts are in a number of sectors so we are more than confident on the spread of risk. Further contracts are working through the system at present which we believe will bolster our already strong order book.

Financial risk management

Financial risk management is an integral part of the company's processes.

Cash flow risk is monitored by regular review of cash position against forecasts and trade debt levels are continually monitored and managed to keep them at an acceptable level. This in turn ensures that the company has the ability to meet the cash flow requirements of the operations, whilst avoiding excessive levels of debt and / or breach of any loan agreements.

Tight management of credit risk is essential in our business. We assess every customer at the start of any contract and regularly monitor the aging of our debt profile to highlight any potential risk at the earliest opportunity. Given the relationships we have with our customers our exposure to bad debts is limited.

Our skills in house mitigate much of the risk based around ongoing prospects and development and we have a vast amount of experience within our contracts department which can be relied upon to produce accurate forecasts. Actual spends are constantly reviewed against these forecasts and the appropriate action taken to keep costs under control. This gives cost certainty to all activities within the business.

Other risk management

Competitor risk - There are a number of other companies who could be classed as a competitor to our business. In order to minimise the threat from them we regularly review our marketplace and our competitors. The building of close relationships with our customers is seen as key to maintaining this competitive advantage.

We have taken the opportunity to grow our dominance within the sector and whilst we are appreciative of our competitors, our cash position and credibility within the industry ensures we remain focused yet confident.

We now have the opportunity to reinforce our position by not only continuing with our ongoing partners and relationships but creating new connections to like minded companies. Historically some of these relationships would have been seen as potential competitors.

BARNFIELD CONSTRUCTION LIMITED

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2012

Environmental, Health and Safety and Employees

We continue to monitor activities which could lead to an environmental impact

The company has had a Health and Safety Policy in place for a number of years. Our Health and Safety Officer liaises with site managers and organises health, safety and risk assessment courses as appropriate. We use external experts as and when required.

Our ISO accreditations have been audited and renewed for another year in

- ISO 9001 Quality Systems
- ISO 14001 Environmental Systems
- ISO 18001 Occupational Health And Safety

Employees

We continue to develop our staff using both external and in house resources. Programmes are developed around both business needs and personal development. It is important that our customer facing staff present a professional and friendly service and employees are encouraged to engage with customers to gain feedback on our activities. Where possible we promote from within the organisation.

We continue to appraise all systems and staff wellbeing and actively promote a positive change in company culture.

Results and dividends

The results for the year are set out on page 6.

A dividend of £3,547,482 (2011 - £Nil) has been paid during the year.

Directors

The following directors have held office since 1 January 2012:

T J H Webber
S Webber
S J Riley
A Couper

Charitable donations

	2012	2011
	£	£
During the year the company made the following payments		
Charitable donations	<u>19,741</u>	<u>24,426</u>

Creditor payment policy

It is the company's policy to agree the terms and conditions under which business transactions are conducted with each supplier. The company will abide by the payment terms where the supplier has provided goods and services in accordance with the terms and conditions of the contract.

Trade creditors of the company as at 31 December 2012 were equivalent to 55 days' purchases (2011 - 58 days), based on the average daily amount invoiced by suppliers during the period.

BARNFIELD CONSTRUCTION LIMITED

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2012

Auditors

The auditors, Pierce C A Limited, are deemed to be reappointed under section 487(2) of the Companies Act 2006

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,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements,
- 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.

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.

By order of the board



A Couper
Secretary
29 April 2013

BARNFIELD CONSTRUCTION LIMITED

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BARNFIELD CONSTRUCTION LIMITED

We have audited the financial statements of Barnfield Construction Limited for the year ended 31 December 2012 set out on pages 6 to 20. 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 set out on pages 1 - 3, 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, 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.

BARNFIELD CONSTRUCTION LIMITED

INDEPENDENT AUDITORS' REPORT (CONTINUED)

TO THE MEMBERS OF BARNFIELD CONSTRUCTION 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

Jane Smith

**Jane Smith (Senior Statutory Auditor)
for and on behalf of Pierce C.A. Limited**

29 April 2013

Statutory Auditor

Mentor House
Ainsworth Street
Blackburn
Lancashire
BB1 6AY

BARNFIELD CONSTRUCTION LIMITED

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31 DECEMBER 2012

	Notes	2012 £	2011 £
Turnover	2	49,094,433	33,969,150
Cost of sales		(41,901,426)	(27,917,203)
Gross profit		<u>7,193,007</u>	<u>6,051,947</u>
Distribution costs		(116,719)	(103,903)
Administrative expenses		(2,312,999)	(1,953,740)
Exceptional administrative expenses - bad debts charge		-	(718,752)
Operating profit	3	<u>4,763,289</u>	<u>3,344,144</u>
Investment income	4	100,000	88,858
Other interest receivable and similar income	4	131,048	162,870
Interest payable and similar charges	5	(137,706)	(124,039)
Profit on ordinary activities before taxation		<u>4,856,631</u>	<u>3,471,833</u>
Tax on profit on ordinary activities	6	(1,118,840)	(708,060)
Profit for the year	19	<u><u>3,737,791</u></u>	<u><u>2,763,773</u></u>

The profit and loss account has been prepared on the basis that all operations are continuing operations

There are no recognised gains and losses other than those passing through the profit and loss account

BARNFIELD CONSTRUCTION LIMITED

BALANCE SHEET

AS AT 31 DECEMBER 2012

	Notes	2012		2011	
		£	£	£	£
Fixed assets					
Intangible assets	8		250		250
Tangible assets	9 and 10		4,847,568		4,918,850
Investments	11		44,742		44,742
			<u>4,892,560</u>		<u>4,963,842</u>
Current assets					
Stocks	12	8,765,716		8,718,058	
Debtors	13	15,322,824		14,165,595	
Cash at bank and in hand		7,071,958		2,313,693	
		<u>31,160,498</u>		<u>25,197,346</u>	
Creditors' amounts falling due within one year	14	<u>(20,687,738)</u>		<u>(19,048,817)</u>	
Net current assets			<u>10,472,760</u>		<u>6,148,529</u>
Total assets less current liabilities			15,365,320		11,112,371
Creditors' amounts falling due after more than one year	15		(4,542,857)		(1,557,143)
Provisions for liabilities	16		<u>(4,013,623)</u>		<u>(2,936,697)</u>
			<u>6,808,840</u>		<u>6,618,531</u>
Capital and reserves					
Called up share capital	18		200		200
Revaluation reserve	19		199,530		199,530
Other reserves	19		1,153,646		1,153,646
Profit and loss account	19		5,455,464		5,265,155
Shareholders' funds	20		<u>6,808,840</u>		<u>6,618,531</u>

Approved by the Board and authorised for issue on 29 April 2013

T J H Webber
Director

Company Registration No. 02365913

BARNFIELD CONSTRUCTION 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 modified to include the revaluation of freehold land and buildings

The company finances its operations by means of a bank loan facility. The directors are not aware of any reason why the facility will not be maintained at its current level. As a result the directors have continued to adopt the going concern basis in preparing the financial statements.

The company has taken advantage of the exemption in Financial Reporting Standard No 1 (Revised 1996) from the requirement to produce a cash flow statement on the grounds that it is a subsidiary undertaking where 90 percent or more of the voting rights are controlled within the group.

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 sold, services provided and rental income net of VAT and trade discounts. The company does not recognise retentions on contracts until they are actually received, normally 12 months after completion, when the retention is invoiced following certification of the quality of construction work.

1.4 Patents

Patents are valued at cost less accumulated amortisation. Amortisation is calculated to write off the cost in equal annual instalments over their estimated useful lives.

1.5 Tangible fixed assets and depreciation

Tangible fixed assets include investment properties professionally valued by a director on an existing use open market value basis. Other tangible fixed assets are stated at cost or valuation less depreciation. Depreciation is provided at rates calculated to write off the cost or valuation less estimated residual value of each asset over its expected useful life, as follows:

Plant and machinery	15 - 20% on cost
Motor vehicles	25% reducing balance

Investment properties are included in the balance sheet at their open market value. Depreciation is provided only on those investment properties which are leasehold and where the unexpired lease term is less than 20 years.

Although this accounting policy is in accordance with the applicable accounting standard, SSAP 19, Accounting for investment properties, it is a departure from the general requirement of the Companies Act 2006 for all tangible assets to be depreciated. In the opinion of the directors compliance with the standard is necessary for the financial statements to give a true and fair view. Depreciation or amortisation is only one of many factors reflected in the annual valuation and the amount of this which might otherwise have been charged cannot be separately identified or quantified.

1.6 Leasing

Rentals payable under operating leases are charged against income on a straight line basis over the lease term.

BARNFIELD CONSTRUCTION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2012

1 Accounting policies (continued)

1.7 Investments

Fixed asset investments are stated at cost less provision for diminution in value

1.8 Stock and work in progress

Stock and work in progress are valued at cost plus attributable profit estimated to be earned to date, less any provision for anticipated future losses on contracts. Cost comprises prime cost together with a proportion of direct overhead charges. Profit on individual contracts is only taken when their outcome can be assessed with reasonable certainty. Where such an outcome cannot be assessed with reasonable certainty, an appropriate proportion of turnover is recognised based on the total contract value, using a zero estimate of profit.

1.9 Pensions

The company operates a defined contribution scheme for the benefit of its employees. Contributions payable are charged to the profit and loss account in the year they are payable.

1.10 Deferred taxation

Deferred taxation is provided in full in respect of taxation deferred by timing differences between the treatment of certain items for taxation and accounting purposes. The deferred tax balance has not been discounted.

1.11 Group accounts

The financial statements present information about the company as an individual undertaking and not about its group. The company has not prepared group accounts as it is exempt from the requirement to do so by section 400 of the Companies Act 2006 as it is a subsidiary undertaking of Barnfield Group Limited, a company incorporated in England and Wales, and is included in the consolidated accounts of that company.

2 Turnover

The total turnover of the company for the year has been derived from its principal activity wholly undertaken in the United Kingdom.

BARNFIELD CONSTRUCTION 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	192,885	225,657
	Loss on disposal of tangible assets	-	5,775
	and after crediting		
	Profit on disposal of tangible assets	(10,418)	-
		<u> </u>	<u> </u>
	Auditors' remuneration		
	Fees payable to the company's auditor for the audit of the company's annual accounts	14,000	14,000
	Taxation and general accountancy services	11,000	12,813
		<u> </u>	<u> </u>
		25,000	26,813
		<u> </u>	<u> </u>
4	Investment income	2012	2011
		£	£
	Income from shares in group undertakings	100,000	100,000
	Loss on disposal of investment	-	(11,142)
	Bank interest	24,589	17,236
	Other interest	106,459	145,634
		<u> </u>	<u> </u>
		231,048	251,728
		<u> </u>	<u> </u>
5	Interest payable	2012	2011
		£	£
	On bank loans and overdrafts	132,755	119,368
	On overdue tax	4,951	4,671
		<u> </u>	<u> </u>
		137,706	124,039
		<u> </u>	<u> </u>

BARNFIELD CONSTRUCTION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2012

6	Taxation	2012	2011
		£	£
	Domestic current year tax		
	U K corporation tax	1,166,341	862,319
	Adjustment for prior years	(47,501)	(154,259)
	Total current tax	1,118,840	708,060
	Factors affecting the tax charge for the year		
	Profit on ordinary activities before taxation	4,856,631	3,471,833
	Profit on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 24.50% (2011 - 26.50%)	1,189,875	920,036
	Effects of		
	Non deductible expenses	3,024	966
	Depreciation add back	44,704	61,329
	Capital allowances	(31,219)	(33,979)
	Tax losses utilised	-	(38,955)
	Adjustments to previous periods	(11,638)	(40,879)
	Dividends and distributions received	(24,500)	(26,500)
	Other tax adjustments	(51,406)	(133,958)
		(71,035)	(211,976)
	Current tax charge for the year	1,118,840	708,060
7	Dividends	2012	2011
		£	£
	Ordinary interim paid	3,547,482	-
8	Intangible fixed assets		Patents
			£
	Cost		
	At 1 January 2012 & at 31 December 2012		250
	Net book value		
	At 31 December 2012 and at 31 December 2011		250

BARNFIELD CONSTRUCTION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2012

9 Tangible fixed assets

	Plant and machinery £	Motor vehicles £	Total £
Cost or valuation			
At 1 January 2012	1,191,329	226,468	1,417,797
Additions	138,135	4,000	142,135
Disposals	(33,672)	(15,485)	(49,157)
At 31 December 2012	<u>1,295,792</u>	<u>214,983</u>	<u>1,510,775</u>
Depreciation			
At 1 January 2012	696,056	105,603	801,659
On disposals	(14,286)	(14,339)	(28,625)
Charge for the year	162,058	30,827	192,885
At 31 December 2012	<u>843,828</u>	<u>122,091</u>	<u>965,919</u>
Net book value			
At 31 December 2012	<u>451,964</u>	<u>92,892</u>	<u>544,856</u>
At 31 December 2011	<u>495,273</u>	<u>120,865</u>	<u>616,138</u>

10 Tangible fixed assets

	Investment properties £
Cost or valuation	
At 1 January 2012 & at 31 December 2012	<u>4,302,712</u>
Net book value	
At 31 December 2012	<u>4,302,712</u>
At 31 December 2011	<u>4,302,712</u>

The historical cost of property held at valuation was £4,103,182 (2011 - £4,103,182) The investment properties were valued at 31 December 2012 by T J H Webber, director of Barnfield Construction Limited, on an open market value existing use basis

BARNFIELD CONSTRUCTION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2012

11 Fixed asset investments

	Unlisted investments £	Shares in group undertakings £	Total £
Cost or valuation			
At 1 January 2012 & at 31 December 2012	44,656	86	44,742
Net book value			
At 31 December 2012	44,656	86	44,742
At 31 December 2011	44,656	62	44,742

Holdings of more than 20%

The company holds more than 20% of the share capital of the following companies

Company	Country of registration or incorporation	Shares held	
		Class	%
Subsidiary undertakings			
Roger Whalley Limited	England and Wales	Ordinary	100 00
Barnfield Centric Limited	England and Wales	Ordinary	60 00
Participating interests			
Speke Business Park Limited	England and Wales	Ordinary	24 00

The aggregate amount of capital and reserves and the results of these undertakings for the last relevant financial year were as follows

		Capital and reserves 2012 £	Profit/(loss) for the year 2012 £
	Principal activity		
Roger Whalley Limited	Plumbing contractors	433,686	139,388
Barnfield Centric Limited	Property developers	145,954	94,646
Speke Business Park Limited	Property developers	100	-

BARNFIELD CONSTRUCTION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2012

12 Stocks and work in progress	2012 £	2011 £
Work in progress	3,802,817	3,738,146
Land and property stocks	4,962,899	4,979,912
	<u>8,765,716</u>	<u>8,718,058</u>

13 Debtors	2012 £	2011 £
Trade debtors	3,504,658	1,753,831
Amounts owed by parent and fellow subsidiary undertakings	3,070,240	4,145,951
Amounts owed by subsidiary undertakings	2,159,374	3,949,000
Amounts owed by participating interests	2,264,395	735,776
Other debtors	4,243,068	3,308,620
Prepayments and accrued income	81,089	272,417
	<u>15,322,824</u>	<u>14,165,595</u>

Amounts falling due after more than one year and included in the debtors above are

	2012 £	2011 £
Amounts owed by group undertakings	3,159,009	-
Other debtors	393,448	-
	<u>3,552,457</u>	<u>-</u>

BARNFIELD CONSTRUCTION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2012

14 Creditors: amounts falling due within one year	2012	2011
	£	£
Bank loans	3,081,851	2,944,068
Trade creditors	6,700,481	5,284,991
Amounts owed to subsidiary undertakings	330,799	114,553
Corporation tax	711,098	365,099
Other taxes and social security costs	752,973	740,822
Other creditors	29,795	31,089
Accruals and deferred income	9,080,741	9,568,195
	<u>20,687,738</u>	<u>19,048,817</u>
	<u>3,081,851</u>	<u>2,944,068</u>
Debt due in one year or less	<u>3,081,851</u>	<u>2,944,068</u>

BARNFIELD CONSTRUCTION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2012

15 Creditors amounts falling due after more than one year	2012 £	2011 £
Bank loans	4,542,857	1,557,143
	<u>4,542,857</u>	<u>1,557,143</u>
Analysis of loans		
Not wholly repayable within five years by instalments		
Bank loans	4,637,143	-
Wholly repayable within five years	2,987,565	4,501,211
	<u>7,624,708</u>	<u>4,501,211</u>
Included in current liabilities	(3,081,851)	(2,944,068)
	<u>4,542,857</u>	<u>1,557,143</u>
Instalments not due within five years	1,015,713	-
	<u>1,015,713</u>	<u>-</u>
Loan maturity analysis		
In more than one year but not more than two years	409,286	1,557,143
In more than two years but not more than five years	3,117,858	-
In more than five years	1,015,713	-
	<u>4,542,857</u>	<u>1,557,143</u>

The company has bank loan borrowings of £7,624,708 (2011 £4,501,211) at the balance sheet date which are secured by a first legal mortgage over the related properties

The company's banker holds a debenture dated 24 June 2005 over the assets of the company

There is a deed of priority in place between Nat West Bank plc and Handelsbanken in favour of Handelsbanken

16 Provisions for liabilities

	Other £
Balance at 1 January 2012	2,936,697
Profit and loss account	1,076,926
	<u>4,013,623</u>
Balance at 31 December 2012	<u>4,013,623</u>

Provision has been made for the anticipated cost of carrying out various items of remedial work on completed contracts

BARNFIELD CONSTRUCTION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2012

17 Pension and other post-retirement benefit commitments

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

Defined contribution

	2012 £	2011 £
Contributions payable by the company for the year	10,006	110,011

18 Share capital

	2012 £	2011 £
Allotted, called up and fully paid		
200 Ordinary shares of £1 each	200	200

19 Statement of movements on reserves

	Revaluation reserve £	Other reserves (see below) £	Profit and loss account £
Balance at 1 January 2012	199,530	1,153,646	5,265,155
Profit for the year	-	-	3,737,791
Dividends paid	-	-	(3,547,482)
Balance at 31 December 2012	199,530	1,153,646	5,455,464

Other reserves

Reserves provided for by the Articles of Association

Balance at 1 January 2012 & at 31 December 2012

1,153,646

20 Reconciliation of movements in shareholders' funds

	2012 £	2011 £
Profit for the financial year	3,737,791	2,763,773
Dividends	(3,547,482)	-
Net addition to shareholders' funds	190,309	2,763,773
Opening shareholders' funds	6,618,531	3,854,758
Closing shareholders' funds	6,808,840	6,618,531

BARNFIELD CONSTRUCTION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2012

21 Contingent liabilities

On 31 December 2012 the company had, in the course of business, entered into performance and other bonds of £385,315 (2011 - £385,315)

The company is party to an inter company guarantee in respect of the borrowings of this company, Barnfield Group Limited, Barnfield Nelson Limited and Barnfield Contractors (UK) Limited. As at 31 December 2012 the amount of borrowings in respect of these companies was £5,865,971 (2011 - £7,443,301)

There are contingent liabilities in respect of certain contracts and legal or potential claims, the outcome of which cannot at present be foreseen. In the opinion of the directors, appropriate provision has been made for all liabilities likely to materialise.

22 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

	Land and buildings		Other	
	2012	2011	2012	2011
	£	£	£	£
Operating leases which expire				
Between two and five years	88,361	-	108,567	90,232

23 Directors' remuneration

	2012	2011
	£	£
Remuneration for qualifying services	370,775	366,044
Company pension contributions to defined contribution schemes	8,060	108,065
	<u>378,835</u>	<u>474,109</u>

The number of directors for whom retirement benefits are accruing under defined contribution schemes amounted to 2 (2011 - 4)

Remuneration disclosed above includes the following amounts paid to the highest paid director

Remuneration for qualifying services	80,902	81,006
Company pension contributions to defined contribution schemes	-	50,000

BARNFIELD CONSTRUCTION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2012

24 Employees

Number of employees

The average monthly number of employees (including directors) during the year was

	2012 Number	2011 Number
Office & Management	34	30
Production & Sales	91	89
	<u>125</u>	<u>119</u>

Employment costs

	2012 £	2011 £
Wages and salaries	3,272,717	3,026,957
Social security costs	276,650	257,006
Other pension costs	10,006	110,011
	<u>3,559,373</u>	<u>3,393,974</u>

25 Control

The immediate parent company is Barnfield Nelson Limited (formerly Barnfield Group Limited), a company registered in England and Wales

On 20 March 2012 the company's immediate parent company was acquired by Barnfield Group Limited (formerly Barnfield Nelson Limited), a company registered in England and Wales

Barnfield Group Limited prepares group financial statements and copies can be obtained from - 8 Kenyon Road, Lomeshaye Industrial Estate, Nelson, Lancashire, BB9 5SP

The ultimate controlling party was Mr T J H Webber prior to 20 March 2012 and from this date the ultimate controlling parties of the company are Mr T J H Webber, Mrs S Webber and their sons, James and Jonathan, by virtue of their shareholding in the issued share capital of the new ultimate parent company

BARNFIELD CONSTRUCTION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2012

26 Related party relationships and transactions

The company has taken advantage of the exemption in Financial Reporting Standard 8 from the requirement to disclose transactions with group companies on the grounds that consolidated financial statements are prepared by the ultimate parent company

Globe Enterprises Limited is a company in which Barnfield Contractors (UK) Limited has a participating interest

Speke Business Park Limited is a company in which Barnfield Construction Limited has a participating interest

Barnfield Investment Properties Limited is a company in which T Webber and S Webber have an interest

Barnfield Developments Limited is a company in which T Webber and S Webber have an interest

Barnfield Pension Fund is a fund associated with T Webber and S Webber

Barnfield Pensions Limited is a company in which T Webber and S Webber have an interest

Pendle Enterprise and Regeneration 2 Limited is a company in which T Webber and S Webber have an interest

Ribble Property Developments Limited is a company in which T Webber has an interest

At 31 December 2012 the company was owed the following amounts by associated entities

Globe Enterprises Limited - £368,395 (2011 - £539,260)

Speke Business Park Limited - £1,029,976 (2011 - £40,093)

Barnfield Investment Properties Limited - £905,750 (2011 - £747,436)

Barnfield Developments Limited - £393,448 (2011 - £331,726)

Barnfield Pensions Limited - £Nil (2011 - £32,470) A provision of £Nil (2011 - £32,470) has been made against this debtor balance

Pendle Enterprise and Regeneration Limited - £1,560 (2011 - £1,439)

Pendle Enterprise and Regeneration 2 Limited - £2,210,399 (2011 - £1,275,057)

Ribble Property Developments Limited - £359,315 (2011 - £413,711)