

CONSOLIDATED INCOME STATEMENT

for the year ended 30th September 2012

	Notes	Before non-recurring items and amortisation (see Note 10)		2012 £'000	2011 (Restated)* £'000
		2012 £'000	2012 £'000		
Continuing operations					
Revenue	5	82,521	–	82,521	59,696
Cost of sales		(62,138)	–	(62,138)	(43,644)
Gross profit		20,383	–	20,383	16,052
Administrative expenses		(15,815)	–	(15,815)	(12,748)
– amortisation of intangible assets		–	(1,073)	(1,073)	(30)
– non-recurring expenses		–	(2,176)	(2,176)	(298)
Total administrative expenses		(15,815)	(3,249)	(19,064)	(13,076)
Operating profit	6	4,568	(3,249)	1,319	2,976
Finance costs	8	(504)	(283)	(787)	(514)
Profit before tax		4,064	(3,532)	532	2,462
Income taxation charge	9	(1,138)	709	(429)	(779)
Profit for the year		2,926	(2,823)	103	1,683
Earnings per share (Pence)					
Basic earnings per ordinary share	11			0.0	1.1
Diluted earnings per ordinary share	11			0.0	1.0

* During the year the Directors decided to classify depreciation charges on certain plant and machinery as Cost of Sales rather than Administrative Expenses. The comparative figures have been reclassified to ensure consistency, with Cost of Sales for 2011 increasing and Administrative Expenses decreasing by £280,000.

The notes on pages 41 to 71 form part of these financial statements.

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

for the year ended 30th September 2012

	2012 £'000	2011 £'000
Profit for the year	103	1,683
Other comprehensive income		
Cash flow hedges:		
– gain arising during the year	–	40
– related tax charge	–	(10)
	–	30
Foreign currency translation gain	6	–
Total comprehensive income for the year	109	1,713

The notes on pages 41 to 71 form part of these financial statements.

CONSOLIDATED BALANCE SHEET

at 30th September 2012

	Notes	2012 £'000	2011 £'000
Assets			
Non-current assets			
Goodwill	12	26,420	17,761
Other intangible assets	13	7,216	453
Deferred tax asset	9	713	–
Property, plant and equipment	15	11,350	2,652
Trade and other receivables	18	1,724	1,001
		47,423	21,867
Current assets			
Inventories and work in progress	16	4,903	3,064
Trade and other receivables	18	34,646	17,305
Cash and cash equivalents		4,456	2,567
		44,005	22,936
Total assets		91,428	44,803
Non-current liabilities			
Borrowings	20	11,386	4,038
Trade and other payables	23	1,724	1,001
Contingent consideration	21	1,704	109
Deferred tax liabilities	9	1,884	221
		16,698	5,369
Liabilities			
Current liabilities			
Borrowings	20	4,296	3,793
Trade and other payables	23	29,083	10,864
Other financial liabilities	17	–	31
Contingent consideration	21	1,643	326
Current tax liabilities		1,510	749
		36,532	15,763
Total liabilities		53,230	21,132
Net assets		38,198	23,671
Equity			
Share capital	24	3,132	1,808
Share premium account		15,283	2,456
Equity reserve		788	721
Hedging reserve		–	(22)
Foreign currency translation reserve		6	–
Other reserve		4,135	4,135
Retained earnings		14,854	14,573
Total equity		38,198	23,671

These financial statements were approved by the Board of Directors on 4th December 2012. Signed on behalf of the Board of Directors:

Ian Johnson
Director

The notes on pages 41 to 71 form part of these financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the year ended 30th September 2012

	Share capital £'000	Share premium £'000	Other reserve £'000	Equity reserve £'000	Hedging reserve £'000	Capital reserve £'000	Foreign exchange reserve £'000	Retained earnings £'000	Total £'000
At 1st October 2010	1,516	17,813	16,635	464	(52)	3,749	–	(21,172)	18,953
Net profit for year	–	–	–	–	–	–	–	1,683	1,683
Other comprehensive income	–	–	–	–	30	–	–	–	30
Total comprehensive income for the year	–	–	–	–	30	–	–	1,683	1,713
Shares issued	292	2,456	–	–	–	–	–	–	2,748
Capital cancellation*	–	(17,813)	(12,500)	–	–	(3,749)	–	34,062	–
Share-based payment charge	–	–	–	257	–	–	–	–	257
At 1st October 2011	1,808	2,456	4,135	721	(22)	–	–	14,573	23,671
Net profit for year	–	–	–	–	–	–	–	103	103
Other comprehensive income	–	–	–	–	–	–	6	–	6
Total comprehensive income for the year	–	–	–	–	–	–	6	103	109
Shares issued	1,324	13,236	–	–	–	–	–	–	14,560
Expenses of share issue	–	(409)	–	–	–	–	–	–	(409)
Share-based payment charge	–	–	–	267	–	–	–	–	267
Transfers	–	–	–	(200)	22	–	–	178	–
At 30th September 2012	3,132	15,283	4,135	788	–	–	6	14,854	38,198

* Following special resolutions of the Company which were confirmed by the High Court on 16th February 2011, the Company cancelled the share premium account and capital reserve and also cancelled £12.5m of deferred shares from the other reserve, which increased retained earnings by a total of £34.1m.

The other reserve is non-distributable and represents the remaining balance of the premiums arising on the issuance of certain warrants and of shares issued in order to acquire Group companies.

The notes on pages 41 to 71 form part of these financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS

for the year ended 30th September 2012

	Notes	2012 £'000	2011 £'000
Cash flows from operating activities			
Profit for the year		103	1,683
Income taxation charge	9	429	779
Finance costs (net)	8	787	514
Amortisation of intangibles	13	1,073	30
Depreciation on property, plant and equipment	15	1,364	525
Profit on disposal of property, plant and equipment		(73)	(2)
Share-based payments	26	267	257
Movements in working capital:			
– Increase in inventories		(1,219)	(2,066)
– Increase in trade and other receivables		(8,031)	(3,599)
– Increase in trade and other payables		6,254	2,114
Cash generated from operations		954	235
Income tax paid		(555)	(628)
Net cash inflow / (outflow) from operating activities		399	(393)
Cash flows from investing activities			
Purchase of property, plant and equipment		(138)	(656)
Proceeds from sale of property, plant and equipment		375	17
Acquisition of subsidiaries (net of cash acquired)		(6,784)	(1,348)
Net cash outflow from investing activities		(6,547)	(1,987)
Cash flows from financing activities			
Interest paid		(630)	(433)
Interest paid on finance leases		(92)	(6)
Payments for hire purchase contract principals		(990)	(53)
Proceeds from bank loans		3,737	–
Repayments of bank loans		–	(930)
Proceeds from issue of equity shares (net)		8,401	2,198
Net cash inflow from financing activities		10,426	776
Net increase / (decrease) in cash and cash equivalents		4,278	(1,604)
Cash and cash equivalents at the beginning of the year		(318)	1,286
Cash and cash equivalents at the end of the year		3,960	(318)
Cash and cash equivalents comprises:			
Cash at bank and in hand	19	4,456	2,567
Bank overdrafts	19	(496)	(2,885)
		3,960	(318)

The notes on pages 41 to 71 form part of these financial statements.