## Strategic Report, Report of the Directors and

**Financial Statements** 

for the Year Ended 31 October 2015

<u>for</u>

threesixty innovation limited



22/03/2016 COMPANIES HOUSE

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## threesixty innovation limited

# Company Information for the Year Ended 31 October 2015

**DIRECTORS:** 

P J Duke G R Lee

C A Thornton

SECRETARY:

P J Duke

**REGISTERED OFFICE:** 

The Mills Canal Street Derby Derbyshire DE1 2RJ

**REGISTERED NUMBER:** 

03996904 (England and Wales)

**AUDITORS:** 

**Bates Weston Audit Ltd** Statutory Auditors
Chartered Accountants

The Mills **Canal Street** Derby DE1 2RJ

## Strategic Report for the Year Ended 31 October 2015

The directors present their strategic report for the year ended 31 October 2015.

#### **REVIEW OF BUSINESS**

The results for the year and financial position are shown in the financial statements.

Turnover for the year increased by 14.7% from 2014 and there was also a slight increase in gross margin to 19.9% (2014: 19.6%). The profit before tax was £377,620 (2014: £198,224).

Repairs and renewals have increased by £61k due to the refurbishment of the new leasehold premises.

The finance costs of the company have increased during the year due to the company taking out further bank borrowings to fund the refurbishment of the new leasehold premises.

### PRINCIPAL RISKS AND UNCERTAINTIES

The key business risk and uncertainty affecting the company is foreign currency fluctuations. The company mitigates this risk through the use of forward contracts.

#### INVESTMENT

Investment in capital expenditure in 2015 increased as the company carried out refurbishment to its new leasehold premises.

#### **ORGANISATION**

The directors continue to monitor the company's organisation and profitability with the intention of constantly improving them wherever possible.

#### **FINANCIAL INSTRUMENTS**

The company uses basic financial instruments, comprising bank borrowings and other liquid resources and various other items such as trade debtors and creditors that arise directly from its operations. The main purpose of these financial instruments is to maintain finance for company's operations and ensure sufficient liquidity is available to meet foreseeable needs.

ON BEHALF OF THE BOARD:

G R Lee - Director

Date:

## Report of the Directors for the Year Ended 31 October 2015

The directors present their report with the financial statements of the company for the year ended 31 October 2015.

#### **DIVIDENDS**

No dividends will be distributed for the year ended 31 October 2015.

#### DIRECTORS

The directors shown below have held office during the whole of the period from 1 November 2014 to the date of this report.

P J Duke

GR Lee

C A Thornton

#### 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 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.

#### 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 company'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 company's auditors are aware of that information.

ON BEHALFOR THE BOARD:

G R Lee - Director

17-3-16

## Report of the Independent Auditors to the Members of threesixty innovation limited

We have audited the financial statements of threesixty innovation limited for the year ended 31 October 2015 on pages six to seventeen. 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 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 three, 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 Strategic Report and the Report of the Directors to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. 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 October 2015 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 Strategic Report and 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 threesixty innovation 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.

lan Neal FCA CTA (Senior Statutory Auditor) for and on behalf of Bates Weston Audit Ltd Statutory Auditors Chartered Accountants The Mills Canal Street Derby DE1 2RJ

1 7 MAR 2016

### Profit and Loss Account for the Year Ended 31 October 2015

	Notes	2015 £	2014 £
TURNOVER		8,920,836	7,779,059
Cost of sales		7,147,455	6,255,513
GROSS PROFIT		1,773,381	1,523,546
Administrative expenses		1,271,461	1,214,449
OPERATING PROFIT	3	501,920	309,097
Interest receivable and similar income		42	
		501,962	309,097
Interest payable and similar charges	4	124,342	110,873
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		377,620	198,224
Tax on profit on ordinary activities	5	46,283	65,000
PROFIT FOR THE FINANCIAL YEAR		331,337	133,224

### **CONTINUING OPERATIONS**

None of the company's activities were acquired or discontinued during the current year or previous year.

## **TOTAL RECOGNISED GAINS AND LOSSES**

The company has no recognised gains or losses other than the profits for the current year or previous year.

### Balance Sheet 31 October 2015

		201	5	201	4
	Notes	£	£	£	£
FIXED ASSETS Tangible assets	6		673,635		37,607
rangible assets	Ū		070,000		07,007
CURRENT ASSETS	_	0.500.704		0.400.045	
Stocks	7	2,532,781		2,423,045	
Debtors	8	2,967,209		2,402,271	
Cash at bank and in hand		46,528		144,690	
ODEDITORS		5,546,518		4,970,006	
CREDITORS Amounts falling due within one year	9	4,422,197		3,846,045	
NET CURRENT ASSETS			1,124,321		1,123,961
TOTAL ASSETS LESS CURRENT LIABILITIES			1,797,956		1,161,568
CREDITORS  Amounts falling due after more than one	•				
year	10		(637,752)		(405,701)
PROVISIONS FOR LIABILITIES	14		(73,000)		
NET ASSETS			1,087,204		755,867
CAPITAL AND RESERVES					
Called up share capital	15		600,000		600,000
Profit and loss account	16		487,204		155,867
SHAREHOLDERS' FUNDS	21		1,087,204		755,867
				,	

The financial statements were approved by the Board of Directors on signed on its behalf by: 17 - 3 - 16 and were signed on its behalf by:

G R Lee - Director

## Cash Flow Statement for the Year Ended 31 October 2015

		20		201	
Net cash outflow	Notes	£	£	£	£
from operating activities	22		(163,540)		(568,200)
Returns on investments and servicing of finance	23		(124,300)		(110,873)
Taxation			(41,724)		(40,692)
Capital expenditure	23		(585,206)		(10,737)
			(914,770)		(730,502)
Financing	23		870,506		725,050
Decrease in cash in the period			(44,264)		(5,452)
Reconciliation of net cash flow to movement in net debt	24				
Decrease in cash in the period Cash inflow from increase in debt and lease		(44,264)		(5,452)	
financing		(870,506)		(725,050)	
Change in net debt resulting from cash flows New hire purchase			(914,770) (80,000)		(730,502) 
Movement in net debt in the period Net debt at 1 November			(994,770) (2,739,219)		(730,502) (2,008,717)
Net debt at 31 October			(3,733,989)		(2,739,219)

## Notes to the Financial Statements for the Year Ended 31 October 2015

#### 1. ACCOUNTING POLICIES

#### **Accounting convention**

The financial statements have been prepared under the historical cost convention.

#### Turnover

Turnover represents invoiced sales of goods, excluding value added tax.

#### Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life or, if held under a finance lease, over the lease term, whichever is the shorter.

Improvements to property
Plant and machinery
Fixtures and fittings

Office equipment

Straight line over 25 years25% on reducing balance15% on reducing balance

33% on cost

#### Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Cost is based on invoice price on purchase. Stock includes goods on the water.

Stock held on consignment where title has not passed, and also the terms of the consignment agreement and normal commercial practice indicate that the company does not hold the principal risks or benefits of ownership, are not accounted for in the financial statements until the goods are sold.

#### Deferred tax

Provision is made at current rates for taxation deferred in respect of all material timing differences.

#### Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

### Hire purchase and leasing commitments

Assets obtained under hire purchase contracts or finance leases are capitalised in the balance sheet. Those held under hire purchase contracts are depreciated over their estimated useful lives. Those held under finance leases are depreciated over their estimated useful lives or the lease term, whichever is the shorter.

The interest element of these obligations is charged to the profit and loss account over the relevant period. The capital element of the future payments is treated as a liability.

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

#### Invoice discounting

The debts discounted are included within trade debtors with a financing limit relating to proceeds received from the invoice discounter included within creditors.

The interest element and other discount charges are recognised within the profit and loss account as they accrue.

#### Trade finance facility

Short term advances are made by the bank under a facility to settle certain invoices from foreign suppliers to enable quicker delivery. These advances are repaid by the company in accordance with the terms of the facility.

Page 9 continued...

# Notes to the Financial Statements - continued for the Year Ended 31 October 2015

### 2. STAFF COSTS

3.

Wages and salaries Social security costs	2015 £ 550,059 36,957	2014 £ 609,403 28,337
	587,016	637,740
The average monthly number of employees during the year was as follow	ws:	
	2015	2014
Directors Sales, admin and warehouse	£ 3 17	£ 3 15
	20	18
OPERATING PROFIT		
The operating profit is stated after charging/(crediting):		
	2015 £	2014 £
Other operating leases Depreciation - owned assets	149;757 23,627	102,627 13,500
Depreciation - owned assets  Depreciation - assets on hire purchase contracts	1,180	-
Loss on disposal of fixed assets	4,371	-
Auditors' remuneration Auditors' remuneration for non audit work	6,175 6,345	5,995 6,815
Foreign exchange differences	(99,216)	44,884
Directors' remuneration	164,276	299,853
Directors' fees (including benefits).	2015 £ 164,276	2014 £ 299,853
Amounts paid to third parties	118,885	121,369
·	283,161	421,222

During the year, payments of £Nil (2014: £55,394) and £118,885 (2014: £65,975) were made to 3PCL and Hyrax Resourcing Limited respectively for making available the services of a consultant whilst they were also a non-executive director.

### 4. INTEREST PAYABLE AND SIMILAR CHARGES

INTEREST FATABLE AND SIMILAR STARGES	2015	2014
	£	£
Bank interest	2,358	3,775
Loan interest	11,827	9,384
Loan interest Invoice discounting charges and interest	110,157	97,714
	124,342	110,873

# Notes to the Financial Statements - continued for the Year Ended 31 October 2015

### 5. TAXATION

The tax charge on the profit on ordinary activities for the year was as follows:	2015	2014
Current tax: UK corporation tax	(3,441)	65,000

UK corporation tax Adjustment re prior period	(3,441) (23,276)	65,000 -
Total current tax	(26,717)	65,000
Deferred tax	73,000	
Tax on profit on ordinary activities	46,283	65,000

Factors affecting the tax charge

Analysis of the tax charge

The tax assessed for the year is lower than the standard rate of corporation tax in the UK. The difference is explained below:

	2015 £	2014 £
Profit on ordinary activities before tax	377,620	198,224
Profit on ordinary activities multiplied by the standard rate of corporation tax		
in the UK of 20% (2014 - 20%)	75,524	39,645
Effects of:		
Expenses not deductible for tax purposes	15,207	25,047
Capital allowances in excess of depreciation	(94,992)	-
Depreciation in excess of capital allowances	-	308
Adjustments to tax charge in respect of previous periods	(23,276)	-
Short term timing differences	820	
Current tax charge	(26,717)	65,000

## Notes to the Financial Statements - continued for the Year Ended 31 October 2015

## 6. TANGIBLE FIXED ASSETS

	Improvements	3	Fixtures		
	to	Plant and	and	Office	
	property	machinery	fittings	equipment	Totals
	£	£	£	£	£
COST					
At 1 November 2014	•	118,722	41,177	77,246	237,145
Additions	631,248	1,660	4,963	28,834	666,705
Disposals	-	(14,952)	(28,068)	(53,738)	(96,758)
At 31 October 2015	631,248	105,430	18,072	52,342	807,092
DEPRECIATION	<del></del>				
At 1 November 2014	-	95,896	35,203	68,439	199,538
Charge for year	10,226	5,627	788	8,166	24,807
Eliminated on disposal		(13,113)	(24,037)	(53,738)	(90,888)
At 31 October 2015	10,226	88,410	11,954	22,867	133,457
NET BOOK VALUE					
At 31 October 2015	621,022	17,020	6,118	29,475	673,635
At 31 October 2014		22,826	5,974	8,807	37,607
				-	

The net book value of tangible fixed assets includes £87,297 (2014: £Nil) in respect of assets held under hire purchase contracts.

7	<b>STOCKS</b>

		2015 £	2014 £
	Goods for resale	2,532,781	2,423,045
8.	DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
		2015 £	2014 £
	Trade debtors Tax	2,963,768 3,441	2,402,271
		2,967,209	2,402,271
9.	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
		2015 £	2014 £
	Bank loans and overdrafts (see note 11)	132,670	143,604
	Other loans (see note 11)	2,760,473	2,323,085
	Hire purchase contracts (see note 12)	20,583	-
	Trade creditors	909,126	1,069,430
	Tax	-	65,000
	Social security and other taxes	198,098	75,237
	Directors' current accounts	229,039	11,519
	Accrued expenses	172,208	158,170
		4,422,197	3,846,045

# Notes to the Financial Statements - continued for the Year Ended 31 October 2015

## 10. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

11.

YEAR	2015 £	2014 £
Bank loans (see note 11) Hire purchase contracts (see note 12)	585,954 51,798	405,701 -
	637,752	405,701
LOANS		
An analysis of the maturity of loans is given below:		
	2015 £	2014 £
Amounts falling due within one year or on demand:		50.000
Bank overdrafts Bank loans	132,670	53,898 89,706
Amounts due under invoice discounting arrangements	2,086,556	1,811,415
Trade finance facility	673,917	511,670
	2,893,143	2,466,689
Amounts falling due between one and two years:		
Bank loans - 1-2 years	136,129 ======	91,975
Amounts falling due between two and five years:		
Bank loans - 2-5 years	<u>274,739</u>	216,057 ———
Amounts falling due in more than five years:		

The loans are repayable on varying terms of between 7 and 10 years, at interest rates of between 2.5% and 2.75% over base rate.

## 12. OBLIGATIONS UNDER HIRE PURCHASE CONTRACTS AND LEASES

Repayable by instalments

Bank loans - > 5 years

	Hire purchase contract	
	2015	2014
	£	£
Net obligations repayable:		
Within one year	20,583	-
Between one and five years	51,798	-
	<del></del>	
	72,381	-

97,669

175,086

# Notes to the Financial Statements - continued for the Year Ended 31 October 2015

### 12. OBLIGATIONS UNDER HIRE PURCHASE CONTRACTS AND LEASES - continued

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

	Land and buildings		Other operating leases	
	2015	2014	2015	2014
	£	£	£	£
Expiring: Within one year	-	-	-	1,935
Between one and five years	_	43,200	48,556	38,429
In more than five years	120,000	-	-	-
•	120,000	43,200	48,556	40,364
SECURED DEBTS				
The following secured debts are included with	nin creditors:			
			2015	2014
			£	£
Bank overdraft			-	53,898
Bank loans			718,624	495,407
Trade finance facility			673,917	511,670
Hire purchase contracts			72,381	-
Invoice discounting advances			2,086,556	1,811,415
			3,551,478	2,872,390

Bank borrowings and the trade finance facility are secured by way of fixed and floating charges or by a charge on certain land, buildings and other assets.

Hire purchase balances are secured on the assets to which they relate.

The discounting arrangement is secured against the sales ledger debtors to which it relates.

### 14. PROVISIONS FOR LIABILITIES

**13**.

15.

		2015 £	2014 £
Deferred tax Accelerated capital allowances		73,000	
			Deferred tax £
Provided during year			73,000
Balance at 31 October 2015			73,000
CALLED UP SHARE CAPITAL			
Allotted, issued and fully paid:			
Number: Class:	Nominal value:	2015 £	2014 £
600,000 Ordinary	£1	600,000	600,000

## Notes to the Financial Statements - continued for the Year Ended 31 October 2015

#### 16. RESERVES

NEGENVES .	Profit and loss account £
At 1 November 2014 Profit for the year	155,867 331,337
At 31 October 2015	487,204

#### 17. ULTIMATE PARENT COMPANY

Gatesway Limited, a company registered in the Isle of Man, is regarded by the directors as being the company's immediate and ultimate parent company.

This is following a change in the ownership of the company's share capital in September 2015 when Gatesway Limited acquired 80% of the share capital of the company.

#### 18. OTHER FINANCIAL COMMITMENTS

At the balance sheet date the company has given a guarantee and letter of credit in respect of a third party trade supplier amounting to £32,488 (2014: Nil).

#### 19. RELATED PARTY DISCLOSURES

The directors maintain current accounts with the company. At the 31 October 2015 the balance owed to P J Duke was £229,039 (2014: £11,519).

At the period end the company owed P J Duke accrued interest for earlier years of £85,749 (2014: £85,749). The loan has been interest free for several years and is repayable upon demand.

Rent of £83,991 (2014: £43,200) was charged by Gatesway Limited, a company controlled by P J Duke and the company's parent company from September 2015. At the balance sheet date £139,310 (2014: £103,310) was included in trade creditors as monies owed to Gatesway Limited.

Personal guarantees limited to £2,500,000 have been given by P J Duke against the bank borrowings. This increased from £1,000,000 at the beginning of 2015.

#### 20. ULTIMATE CONTROLLING PARTY

The ultimate controlling party is P J Duke.

#### 21. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

Profit for the financial year	2015 £ 331,337	2014 £ 133,224
Net addition to shareholders' funds	331,337	133,224
Opening shareholders' funds	755,867 ————	622,643
Closing shareholders' funds	1,087,204	755,867

### Notes to the Financial Statements - continued for the Year Ended 31 October 2015

# 22. RECONCILIATION OF OPERATING PROFIT TO NET CASH OUTFLOW FROM OPERATING ACTIVITIES

ACTIVITIES	0045	0044
	2015	2014
	£	£
Operating profit	501,920	309,097
Depreciation charges	24,807	13,500
Loss on disposal of fixed assets	4,371	-
Increase in stocks	(109,736)	(665,227)
Increase in debtors	(561,497)	(525,039)
(Decrease)/increase in creditors	(23,405)	299,469
Net cash outflow from operating activities	(163,540)	(568,200)
, <del>u</del>	<del></del>	

## 23. ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THE CASH FLOW STATEMENT

	2015 £	2014 £
Returns on investments and servicing of finance	~	~
Interest received	42	-
Interest paid	(124,342)	(110,873)
Net cash outflow for returns on investments and servicing of		
finance	(124,300)	(110,873)
	<del></del>	
Comital aumanditura		
Capital expenditure Purchase of tangible fixed assets	(586,705)	(10,737)
Sale of tangible fixed assets	1,499	(10,737)
· ·		
Net cash outflow for capital expenditure	(585,206)	(10,737)
·		
Financing		
New loans in year	512,247	312,026
Loan repayments in year	(126,783)	(77,494)
Capital repayments in year	267,522	593,697
Amount introduced by directors	230,000	120,000
Amount withdrawn by directors	(12,480)	(223,179)
Net cash inflow from financing	870,506	725,050

# Notes to the Financial Statements - continued for the Year Ended 31 October 2015

## 24. ANALYSIS OF CHANGES IN NET DEBT

			Other	
	At		non-cash	At
	1.11.14	Cash flow	changes	31.10.15
	£	£	£	£
Net cash:				
Cash at bank and in hand	144,690	(98,162)		46,528
Bank overdraft	(53,898)	53,898		
	90,792	(44,264)		46,528
Debt:				
Hire purchase	-	7,619	(80,000)	(72,381)
Debts falling due	(0.404.040)	(007.070)		(0.400.400)
within one year Debts falling due	(2,424,310)	(697,872)	-	(3,122,182)
after one year	(405,701)	(180,253)		(585,954)
	(2,830,011)	(870,506)	(80,000)	(3,780,517)
	<del> </del>		<del></del>	
Total	(2,739,219)	(914,770)	(80,000)	(3,733,989)