HASLERS

Registered number: 05263274

GEMCOM LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2008

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COMPANIES HOUSE

GEMCOM LIMITED

COMPANY INFORMATION

DIRECTORS	G E Millar E Molyneaux
COMPANY SECRETARY	H P Millar
COMPANY NUMBER	05263274
REGISTERED OFFICE	68 Great Portland Street London W1W 7NG
TRADING ADDRESS	68 Great Portland Street London W1W 7NG
AUDITOR	Haslers Chartered Accountants & Registered Auditor Old Station Road Loughton Essex IG10 4PL

GEMCOM LIMITED

CONTENTS

	Page
Directors' report	1 - 2
Independent auditor's report	3 - 4
Profit and loss account	5
Balance sheet	6
Notes to the financial statements	7 - 12

GEMCOM LIMITED

DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2008

The directors present their report and the financial statements for the year ended 31 December 2008.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Annual 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). The financial statements are required by law to 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 judgments and 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 proper accounting records that 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 1985. 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.

PRINCIPAL ACTIVITY

The principal activity of the company is the buying and selling of animal feed ingredients.

DIRECTORS

The directors who served during the year and their interests in the company's issued share capital were:

	Ordinary shares of £1 each	
	31/12/08	*1/1/08*
G E Millar	**70,000**	*70,000*
E Molyneaux	**-**	*-*

PROVISION OF INFORMATION TO AUDITOR

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

- so far as that director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any information needed by the company's auditor in connection with preparing its report and to establish that the company's auditor is aware of that information.

GEMCOM LIMITED

DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2008

AUDITOR

The auditor, Haslers, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

The report of the directors has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

This report was approved by the board on 21 April 2009 and signed on its behalf.



G E Millar
Director

GEMCOM LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF GEMCOM LIMITED

We have audited the financial statements of Gemcom Limited for the year ended 31 December 2008, set out on pages 5 to 12. These financial statements have been prepared under the accounting policies set out therein and the requirements of the Financial Reporting Standard for Smaller Entities (effective January 2007).

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. 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 Auditor's 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

The directors' responsibilities for preparing the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of directors' responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the Directors' report is consistent with the financial statements.

In addition we report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

We read the Directors' report and consider the implications for our report if we become aware of any apparent misstatements within it.

BASIS OF AUDIT OPINION

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgments made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

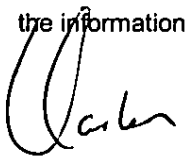
GEMCOM LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF GEMCOM LIMITED

OPINION

In our opinion:

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities, of the state of the company's affairs as at 31 December 2008 and of its profit for the year then ended;
- the financial statements have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the Directors' report is consistent with the financial statements.



HASLERS

Chartered Accountants
Registered Auditor

Old Station Road
Loughton
Essex
IG10 4PL

21 April 2009

GEMCOM LIMITED

PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2008

	Note	2008 £	2007 £
TURNOVER	1	**15,070,356**	*7,177,176*
Cost of sales		**(14,246,046)**	*(6,629,397)*
GROSS PROFIT		**824,310**	*547,779*
Administrative expenses		**(491,239)**	*(332,580)*
OPERATING PROFIT	2	**333,071**	*215,199*
Interest receivable		**3,212**	*3,764*
Interest payable		**(46,167)**	-
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		**290,116**	*218,963*
Tax on profit on ordinary activities	4	**(62,662)**	*(43,874)*
PROFIT FOR THE FINANCIAL YEAR	10	**£ 227,454**	*£ 175,089*

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

GEMCOM LIMITED

BALANCE SHEET
AS AT 31 DECEMBER 2008

	Note	£	2008 £	£	2007 £
FIXED ASSETS					
Tangible assets	5		**22,824**		*32,757*
CURRENT ASSETS					
Stocks		**1,306,905**		*302,354*	
Debtors	6	**1,902,653**		*950,973*	
Cash at bank and in hand		**226,832**		*56,659*	
		3,436,390		*1,309,986*	
CREDITORS: amounts falling due within one year	7	**(3,197,242)**		*(1,167,637)*	
NET CURRENT ASSETS			**239,148**		*142,349*
TOTAL ASSETS LESS CURRENT LIABILITIES			**261,972**		*175,106*
PROVISIONS FOR LIABILITIES					
Deferred taxation	8		**(1,090)**		*(1,778)*
NET ASSETS			**£ 260,882**		*£ 173,328*
CAPITAL AND RESERVES					
Called up share capital	9		**70,000**		*70,000*
Profit and loss account	10		**190,882**		*103,328*
SHAREHOLDERS' FUNDS			**£ 260,882**		*£ 173,328*

The financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 applicable to small companies, and in accordance with the Financial Reporting Standard for Smaller Entities (effective January 2007).

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 21 April 2009.

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G E Millar
Director

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

GEMCOM LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2008

1. ACCOUNTING POLICIES

1.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective January 2007).

1.2 Cash flow

The financial statements do not include a cash flow statement because the company, as a small reporting entity, is exempt from the requirement to prepare such a statement under the Financial Reporting Standard for Smaller Entities (effective January 2007).

1.3 Turnover

Turnover comprises revenue recognised by the company in respect of goods and services supplied, exclusive of value added tax.

Revenue is recognised once the goods have been dispatched.

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 of fixed assets, less their estimated residual value, over their expected useful lives on the following bases:

Leasehold improvements	-		over the period of the lease
Plant and machinery	-	25%	straight line
Fixtures and fittings	-	25%	straight line
Office equipment	-	25%	straight line

1.5 Operating leases

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

1.6 Stocks

Stocks are valued at the lower of cost and net realisable value.

1.7 Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation.

A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse.

Deferred tax assets and liabilities are not discounted.

1. ACCOUNTING POLICIES (continued)

1.8 Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at rates of exchange ruling at the balance sheet date.

Transactions in foreign currencies are translated into sterling at the rate ruling on the date of the transaction.

Exchange gains and losses are recognised in the profit and loss account.

2. OPERATING PROFIT

The operating profit is stated after charging:

	2008 £	*2007* *£*
Depreciation of tangible fixed assets:		
- owned by the company	**11,812**	*11,483*
Auditors' remuneration	**8,000**	*5,300*

3. DIRECTORS' REMUNERATION

	2008 £	*2007* *£*
Aggregate emoluments	**£ 83,837**	*£ 85,941*

4. TAXATION

	2008 £	*2007* *£*
Analysis of tax charge in the year		
Current tax (see note below)		
UK corporation tax charge on profit for the year	**63,350**	*44,150*
Adjustments in respect of prior periods	**-**	*(54)*
Total current tax	**63,350**	*44,096*
Deferred tax (see note 8)		
Origination and reversal of timing differences	**(688)**	*(222)*
Tax on profit on ordinary activities	**£ 62,662**	*£ 43,874*

4. TAXATION (continued)

There were no factors that affected the tax charge for the year which has been calculated on the profits on ordinary activities before tax at the standard rate of corporation tax in the UK of 21% *(2007 - 20%)*.

There were no factors that may affect future tax charges.

5. TANGIBLE FIXED ASSETS

	Leasehold improvements £	Plant and machinery £	Fixtures and fittings £	Office equipment £	Total £
Cost					
At 1 January 2008	**6,257**	**19,187**	**7,245**	**16,432**	**49,121**
Additions	**-**	**-**	**1,879**	**-**	**1,879**
At 31 December 2008	**6,257**	**19,187**	**9,124**	**16,432**	**51,000**
Depreciation					
At 1 January 2008	**626**	**7,374**	**3,277**	**5,087**	**16,364**
Charge for the year	**626**	**4,797**	**2,281**	**4,108**	**11,812**
At 31 December 2008	**1,252**	**12,171**	**5,558**	**9,195**	**28,176**
Net book value					
At 31 December 2008	**£ 5,005**	**£ 7,016**	**£ 3,566**	**£ 7,237**	**£ 22,824**
At 31 December 2007	*£ 5,631*	*£ 11,813*	*£ 3,968*	*£ 11,345*	*£ 32,757*

6. DEBTORS

	2008 £	*2007 £*
Trade debtors	**1,823,397**	*789,057*
Other debtors	**79,256**	*161,916*
	£ 1,902,653	*£ 950,973*

GEMCOM LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2008

7. CREDITORS:
Amounts falling due within one year

	2008 £	2007 £
Bank overdraft	**1,023,183**	*4,434*
Trade creditors	**1,053,927**	*591,395*
Corporation tax	**63,350**	*44,150*
Social security and other taxes	**4,237**	*3,059*
Proceeds of factored debts	**824,563**	*426,704*
Other creditors	**227,982**	*97,895*
	£ 3,197,242	*£ 1,167,637*

The bank loans and overdrafts of £1,023,183 *(2007 - £4,434)* have been secured on the assets of the company.

The proceeds of factored debts of £825,619 *(2007 - £426,704)* are secured on the trade debtor balances to which they relate.

8. DEFERRED TAXATION

	2008 £	2007 £
At beginning of year	**1,778**	*2,000*
Released during year	**(688)**	*(222)*
At end of year	**£ 1,090**	*£ 1,778*

The provision for deferred taxation is made up as follows:

	2008 £	2007 £
Accelerated capital allowances	**£ 1,090**	*£ 1,778*

9. SHARE CAPITAL

	2008 £	2007 £
Authorised, allotted, called up and fully paid		
70,000 Ordinary shares of £1 each	**£ 70,000**	*£ 70,000*

10. RESERVES

	Profit and loss account £
At 1 January 2008	**103,328**
Profit for the year	**227,454**
Dividends	**(139,900)**
At 31 December 2008	**£ 190,882**

11. DIVIDENDS

	2008 £	*2007 £*
Dividends	**£ 139,900**	*£ 97,000*

12. OPERATING LEASE COMMITMENTS

At 31 December 2008 the company had annual commitments under non-cancellable operating leases as follows:

	2008 £	*2007 £*
Expiry date:		
Between 2 and 5 years	**20,000**	*20,000*

13. OTHER FINANCIAL COMMITMENTS

The company has entered into a number of forward exchange contracts prior to the year end. The expected gain or loss, purchasing and selling amount and the rate of exchange at the date of settlement has been summarised below:

14. TRANSACTIONS WITH DIRECTORS

At the year end the company was owed £252 by Gavin Millar, a director of the company *(2007 - (£55))*. This amount has subsequently been repaid. Interest of £70 *(2007 - £554)* was charged to G Millar for the amount due to the company for part of the year.

15. DIRECTORS' PERSONAL GUARANTEES

Gavin Millar, a director of the company, has provided a personal guarantee of £250,000 *(2007 - £250,000)* against the borrowings of the company.

16. CONTROLLING PARTY

Gavin Millar is the controlling party by virtue of his shareholding.