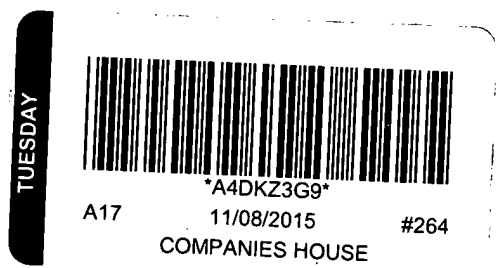


JOHN HENRY AND SONS (DEVELOPMENTS) LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 JANUARY 2015



JOHN HENRY AND SONS (DEVELOPMENTS) LIMITED

COMPANY INFORMATION

DIRECTORS	Patrick Henry (resigned 28 July 2014) James Henry John G Henry
REGISTERED NUMBER	08611804
REGISTERED OFFICE	The Mount The Sidings Station Road Longstanton Cambridge CB24 3DS
TRADING ADDRESS	The Mount The Sidings Station Road Longstanton Cambridge CB24 3DS
INDEPENDENT AUDITORS	Price Bailey LLP Chartered Accountants & Statutory Auditors Tennyson House Cambridge Business Park Cambridge CB4 0WZ
BANKERS	Lloyds TSB Bank Plc Black Horse House Castle Park Cambridge CB3 0AR

JOHN HENRY AND SONS (DEVELOPMENTS) LIMITED

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JOHN HENRY AND SONS (DEVELOPMENTS) LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 JANUARY 2015

The directors present their report and the financial statements for the year ended 31 January 2015.

DIRECTORS' RESPONSIBILITIES STATEMENT

The directors are responsible for preparing the Group Strategic Report, 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 the group and of the profit or loss of the group 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 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 group 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 the group 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 the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

PRINCIPAL ACTIVITIES

The principal activity of the company continued to be that of a holding company.

The company has five wholly owned subsidiaries and three 78% controlled subsidiaries which have been consolidated into these financial statements.

RESULTS

The profit for the year, after taxation and minority interests, amounted to £1,832,770 (2014 - £421,472).

DIRECTORS

The directors who served during the year were:

Patrick Henry (resigned 28 July 2014)

James Henry

John G Henry

JOHN HENRY AND SONS (DEVELOPMENTS) LIMITED

**DIRECTORS' REPORT
FOR THE YEAR ENDED 31 JANUARY 2015**

DISCLOSURE OF INFORMATION TO AUDITORS

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 and the group's auditors are 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 relevant audit information and to establish that the company and the group's auditors are aware of that information.

AUDITORS

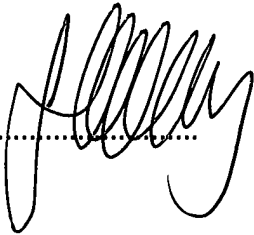
Under section 487(2) of the Companies Act 2006, Price Bailey LLP will be deemed to have been reappointed as auditors 28 days after these financial statements were sent to members or 28 days after the latest date prescribed for filing the accounts with the registrar, whichever is earlier.

This report was approved by the board on

24 July 2015

and signed on its behalf.

.....
John G Henry
Director



JOHN HENRY AND SONS (DEVELOPMENTS) LIMITED

GROUP STRATEGIC REPORT FOR THE YEAR ENDED 31 JANUARY 2015

INTRODUCTION

We aim to present a balanced and comprehensive review of the development and performance of our business during the year and its position at the year end.

Our review is consistent with the size and non-complex nature of our business and is written in the context of the risks and uncertainties we face.

BUSINESS REVIEW

The principal activity of the company is that of a holding company.

Overall the results for company and its subsidiaries for the year and financial position at the year end were considered satisfactory by the the directors.

PRINCIPAL RISKS AND UNCERTAINTIES

The environment in which we operate continues to be challenging.

The subsidiaries are involved in the civil engineering market which is highly competitive and we have witnessed significant price reductions from our key clients. Therefore operating margins continue to be under pressure. Notwithstanding the general market conditions, the directors do feel optimistic about our future prospects as across all sectors of our operation we are seeing strong positive signs of increased activity and we now have a number of opportunities which give us good reason to look forward for success over the coming years.

However as usual within our markets there is always the need to be aware that any plans for the future of the business may be subject to unforeseen events outside of our control.

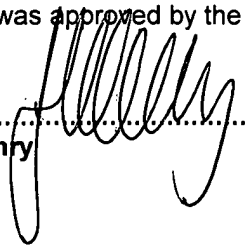
FINANCIAL KEY PERFORMANCE INDICATORS

We consider that our key performance indicators are those that communicate the financial performance and strength of the group as a whole, these being turnover, gross margin and net assets.

Turnover has increased from £13.3m in 2013/14 to £35.9m in 2014/15 and overall gross margin has increased from 20.48% in 2013/14 to 24.97% in 2014/15. Net assets including minority interests have increased from £18.2m in 2013/14 to £20.6m in 2014/15.

This report was approved by the board on 24 July 2015 and signed on its behalf.

.....
John G Henry
Director



JOHN HENRY AND SONS (DEVELOPMENTS) LIMITED

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF JOHN HENRY AND SONS (DEVELOPMENTS) LIMITED

We have audited the financial statements of John Henry And Sons (Developments) Limited for the year ended 31 January 2015, set out on pages 6 to 23. 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, 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 group's and the parent 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 Group Strategic Report and the Directors' Report 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 group's and the parent company's affairs as at 31 January 2015 and of the group's 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 Group Strategic Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

JOHN HENRY AND SONS (DEVELOPMENTS) LIMITED

**INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF JOHN HENRY AND SONS
(DEVELOPMENTS) 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 by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company 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.

Paul Cullen FCCA (Senior Statutory Auditor)

for and on behalf of

Price Bailey LLP

Chartered Accountants
Statutory Auditors

Tennyson House
Cambridge Business Park
Cambridge
CB4 0WZ

29 July 2015

JOHN HENRY AND SONS (DEVELOPMENTS) LIMITED

**CONSOLIDATED PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 JANUARY 2015**

	Note	Year ended 31 January 2015 £	Period ended 31 January 2014 £
TURNOVER	1,2	35,991,578	13,327,293
Cost of sales		(27,004,737)	(10,597,544)
GROSS PROFIT		8,986,841	2,729,749
Administrative expenses		(5,501,183)	(1,781,849)
OPERATING PROFIT	3	3,485,658	947,900
Interest receivable and similar income		6,941	12,894
Interest payable and similar charges	7	(262,641)	(62,178)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		3,229,958	898,616
Tax on profit on ordinary activities	8	(824,655)	(270,565)
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		2,405,303	628,051
Minority interests		(572,533)	(206,579)
PROFIT FOR THE FINANCIAL YEAR	18	1,832,770	421,472

All amounts relate to continuing operations.

There were no recognised gains and losses for 2015 or 2014 other than those included in the Profit and Loss Account.

The notes on pages 10 to 23 form part of these financial statements.

JOHN HENRY AND SONS (DEVELOPMENTS) LIMITED
REGISTERED NUMBER: 08611804

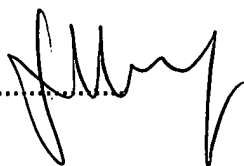
CONSOLIDATED BALANCE SHEET
AS AT 31 JANUARY 2015

	Note	£	2015 £	£	2014 £
FIXED ASSETS					
Intangible assets	9		9,225,024		9,773,918
Tangible assets	10		849,058		995,019
			<u>10,074,082</u>		<u>10,768,937</u>
CURRENT ASSETS					
Stocks	12	407,840		381,313	
Debtors	13	15,828,301		12,963,157	
Cash at bank and in hand		2,723,808		3,310,470	
		<u>18,959,949</u>		<u>16,654,940</u>	
CREDITORS: amounts falling due within one year	14	(6,395,892)		(4,941,041)	
NET CURRENT ASSETS			<u>12,564,057</u>		<u>11,713,899</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>22,638,139</u>		<u>22,482,836</u>
CREDITORS: amounts falling due after more than one year	15		(2,000,000)		(4,250,000)
NET ASSETS			<u><u>20,638,139</u></u>		<u><u>18,232,836</u></u>
CAPITAL AND RESERVES					
Called up share capital	17		16,166,605		16,166,605
Profit and loss account	18		2,254,242		421,472
SHAREHOLDERS' FUNDS	20		18,420,847		16,588,077
MINORITY INTERESTS	21		2,217,292		1,644,759
			<u><u>20,638,139</u></u>		<u><u>18,232,836</u></u>

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

24 July 2015

.....
James Henry
 Director



The notes on pages 10 to 23 form part of these financial statements.

JOHN HENRY AND SONS (DEVELOPMENTS) LIMITED
REGISTERED NUMBER: 08611804

COMPANY BALANCE SHEET
AS AT 31 JANUARY 2015

	Note	£	2015 £	£	2014 £
FIXED ASSETS					
Investments	11		24,166,574		24,166,574
CURRENT ASSETS					
Cash at bank		9,532		10,000	
CREDITORS: amounts falling due within one year	14	(8,104,229)		(5,807,322)	
NET CURRENT LIABILITIES			(8,094,697)		(5,797,322)
TOTAL ASSETS LESS CURRENT LIABILITIES			16,071,877		18,369,252
CREDITORS: amounts falling due after more than one year	15		-		(2,250,000)
NET ASSETS			16,071,877		16,119,252
CAPITAL AND RESERVES					
Called up share capital	17		16,166,605		16,166,605
Profit and loss account	18		(94,728)		(47,353)
SHAREHOLDERS' FUNDS	20		16,071,877		16,119,252

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

24 July 2015

.....
James Henry
 Director



The notes on pages 10 to 23 form part of these financial statements.

JOHN HENRY AND SONS (DEVELOPMENTS) LIMITED

**CONSOLIDATED CASH FLOW STATEMENT
FOR THE YEAR ENDED 31 JANUARY 2015**

	Note	Year ended 31 January 2015 £	Period ended 31 January 2014 £
Net cash flow from operating activities	23	2,580,745	3,838,920
Returns on investments and servicing of finance	24	(255,701)	(16,232)
Taxation		(644,661)	(50,518)
Capital expenditure and financial investment	24	(188,126)	(330,913)
Acquisitions and disposals	24	-	2,804,300
CASH INFLOW BEFORE FINANCING		1,492,257	6,245,557
Financing	24	(2,160,084)	(2,999,969)
(DECREASE)/INCREASE IN CASH IN THE YEAR		(667,827)	3,245,588

**RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET FUNDS/DEBT
FOR THE YEAR ENDED 31 JANUARY 2015**

	Year ended 31 January 2015 £	Period ended 31 January 2014 £
(Decrease)/Increase in cash in the year	(667,827)	3,245,588
Cash outflow from decrease in debt and lease financing	2,160,084	(5,000,000)
CHANGE IN NET DEBT RESULTING FROM CASH FLOWS	1,492,257	(1,754,412)
New finance lease	-	(160,084)
MOVEMENT IN NET DEBT IN THE YEAR	1,492,257	(1,914,496)
Net debt at 1 February 2014	(1,914,496)	-
NET DEBT AT 31 JANUARY 2015	(422,239)	(1,914,496)

The notes on pages 10 to 23 form part of these financial statements.

JOHN HENRY AND SONS (DEVELOPMENTS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 2015

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 applicable accounting standards.

1.2 Basis of consolidation

The financial statements consolidate the accounts of John Henry And Sons (Developments) Limited and all of its subsidiary undertakings ('subsidiaries').

The results of subsidiaries acquired during the year are included from the effective date of acquisition.

1.3 Turnover

Turnover comprises revenue recognised by the group in respect of goods and services supplied during the year, exclusive of Value Added Tax and trade discounts.

1.4 Intangible fixed assets and amortisation

Goodwill is the difference between amounts paid on the acquisition of a business and the fair value of the identifiable assets and liabilities. It is amortised to the profit and loss account over its estimated economic life.

Amortisation is provided at the following rates:

Goodwill	-	10 & 20 years
----------	---	---------------

1.5 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:

Short leasehold improvements	-	10% per annum straight line
Plant and machinery	-	20-50% per annum reducing balance
Motor vehicles	-	25% per annum straight line

1.6 Investments

Investments in subsidiaries are valued at cost less provision for impairment.

1.7 Leasing and hire purchase

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible fixed assets. Assets acquired by finance lease are depreciated over their useful lives. Assets acquired by hire purchase are depreciated over their useful lives. Finance leases are those where substantially all of the benefits and risks of ownership are assumed by the company. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the Profit and Loss Account so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

JOHN HENRY AND SONS (DEVELOPMENTS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 2015

1. ACCOUNTING POLICIES (continued)

1.8 Operating leases

Rentals under operating leases are charged to the Profit and Loss Account on a straight line basis over the lease term.

1.9 Stocks and work in progress

Stocks and work in progress are valued at the lower of cost and net realisable value after making due allowance for obsolete and slow-moving stocks. Cost includes all direct costs.

1.10 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.

1.11 Pensions

The group operates a defined contribution pension scheme and the pension charge represents the amounts payable by the group to the fund in respect of the year.

2. TURNOVER

All turnover arose within the United Kingdom.

3. OPERATING PROFIT

The operating profit is stated after charging:

	Year ended 31 January 2015 £	Period ended 31 January 2014 £
Amortisation - intangible fixed assets	548,894	274,447
Depreciation of tangible fixed assets:		
- owned by the group	334,417	263,063
- held under finance leases	-	26,972
Operating lease rentals:		
- other operating leases	189,377	91,036

JOHN HENRY AND SONS (DEVELOPMENTS) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2015**

4. AUDITORS' REMUNERATION

	Year ended 31 January 2015 £	Period ended 31 January 2014 £
Fees payable to the company's auditor and its associates for the audit of the company's annual accounts	31,130	25,025

5. STAFF COSTS

Staff costs, including directors' remuneration, were as follows:

	Year ended 31 January 2015 £	Period ended 31 January 2014 £
Wages and salaries	5,467,066	2,678,177
Social security costs	453,979	225,556
Other pension costs	64,746	11,506
	<u>5,985,791</u>	<u>2,915,239</u>

The average monthly number of employees, including the directors, during the year was as follows:

	Year ended 31 January 2015 No.	Period ended 31 January 2014 No.
Directors	2	3
Administration	21	16
Production	121	103
	<u>144</u>	<u>122</u>

6. DIRECTORS' REMUNERATION

	Year ended 31 January 2015 £	Period ended 31 January 2014 £
Remuneration	36,991	129,457

During the year retirement benefits were accruing to 2 directors (2014 - 3) in respect of defined contribution pension schemes.

JOHN HENRY AND SONS (DEVELOPMENTS) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2015**

7. INTEREST PAYABLE

	Year ended 31 January 2015 £	Period ended 31 January 2014 £
On bank loans and overdrafts	47,396	42,754
Other interest payable	215,245	19,424
	<u>262,641</u>	<u>62,178</u>

8. TAXATION

	Year ended 31 January 2015 £	Period ended 31 January 2014 £
Analysis of tax charge in the year/period		
Current tax (see note below)		
UK corporation tax charge on profit for the year/period	832,168	245,424
Adjustments in respect of prior periods	-	258
Total current tax	<u>832,168</u>	<u>245,682</u>
Deferred tax (see note 16)		
Origination and reversal of timing differences	<u>(7,513)</u>	<u>24,883</u>
Tax on profit on ordinary activities	<u>824,655</u>	<u>270,565</u>

JOHN HENRY AND SONS (DEVELOPMENTS) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2015**

8. TAXATION (continued)

Factors affecting tax charge for the year/period

The tax assessed for the year/period is higher than (2014 - higher than) the standard rate of corporation tax in the UK of 21% (2014 - 23%). The differences are explained below:

	Year ended 31 January 2015 £	Period ended 31 January 2014 £
Profit on ordinary activities before tax	3,229,958	898,616
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 21% (2014 - 23%)	678,291	206,682
Effects of:		
Non-tax deductible amortisation of goodwill and impairment	115,268	63,122
Expenses not deductible for tax purposes, other than goodwill amortisation	34,927	(5,312)
Capital allowances for year/period in excess of depreciation	(28,213)	(9,825)
Other differences leading to an increase / (decrease) in the tax charge	31,895	(8,985)
Current tax charge for the year/period (see note above)	832,168	245,682

9. INTANGIBLE FIXED ASSETS

	Goodwill £
Group	
Cost	
At 1 February 2014 and 31 January 2015	10,048,365
Amortisation	
At 1 February 2014	274,447
Charge for the year	548,894
At 31 January 2015	823,341
Net book value	
At 31 January 2015	9,225,024
At 31 January 2014	9,773,918

JOHN HENRY AND SONS (DEVELOPMENTS) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2015**

10. TANGIBLE FIXED ASSETS

Group	Short leasehold improvements £	Plant and machinery £	Motor vehicles £	Total £
Cost				
At 1 February 2014	13,293	845,650	426,111	1,285,054
Additions	-	161,636	98,200	259,836
Disposals	-	(46,750)	(328,267)	(375,017)
At 31 January 2015	13,293	960,536	196,044	1,169,873
Depreciation				
At 1 February 2014	4,076	153,014	132,945	290,035
Charge for the year	7,162	184,395	142,860	334,417
On disposals	-	(34,902)	(268,735)	(303,637)
At 31 January 2015	11,238	302,507	7,070	320,815
Net book value				
At 31 January 2015	2,055	658,029	188,974	849,058
At 31 January 2014	9,217	692,636	293,166	995,019

The net book value of assets held under finance leases or hire purchase contracts, included above, are as follows:

Group	2015 £	2014 £
Plant and machinery	-	161,832

JOHN HENRY AND SONS (DEVELOPMENTS) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2015**

11. FIXED ASSET INVESTMENTS

Company	Investments in subsidiary companies £
Cost or valuation	
At 1 February 2014 and 31 January 2015	24,166,574
Net book value	
At 31 January 2015	24,166,574
At 31 January 2014	24,166,574

Details of the principal subsidiaries can be found under note number 29.

12. STOCKS

	Group		Company	
	2015 £	2014 £	2015 £	2014 £
Finished goods and goods for resale	407,840	381,313	-	-

The difference between purchase price or production cost of stocks and their replacement cost is not material.

13. DEBTORS

	Group		Company	
	2015 £	2014 £	2015 £	2014 £
Due after more than one year				
Trade debtors	150,000	150,000	-	-
Due within one year				
Trade debtors	15,320,622	12,490,007	-	-
Other debtors	283,709	262,112	-	-
Prepayments and accrued income	39,650	34,231	-	-
Deferred tax asset (see note 16)	34,320	26,807	-	-
	15,828,301	12,963,157	-	-

JOHN HENRY AND SONS (DEVELOPMENTS) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2015**

**14. CREDITORS:
Amounts falling due within one year**

	Group		Company	
	2015	2014	2015	2014
	£	£	£	£
Bank loans and overdrafts	1,146,047	814,882	1,000,000	750,000
Net obligations under finance leases and hire purchase contracts	-	160,084	-	-
Trade creditors	2,645,942	1,833,850	-	-
Amounts owed to group undertakings	-	-	7,097,206	5,037,206
Corporation tax	413,662	246,403	-	-
Other taxation and social security	1,008,371	1,006,077	-	-
Other creditors	120,191	94,975	-	-
Accruals and deferred income	1,061,679	784,770	7,023	20,116
	<u>6,395,892</u>	<u>4,941,041</u>	<u>8,104,229</u>	<u>5,807,322</u>

**15. CREDITORS:
Amounts falling due after more than one year**

	Group		Company	
	2015	2014	2015	2014
	£	£	£	£
Bank loans	-	2,250,000	-	2,250,000
Other loans	2,000,000	2,000,000	-	-
	<u>2,000,000</u>	<u>4,250,000</u>	<u>-</u>	<u>2,250,000</u>

Bank loans and overdrafts totalling £1,146,047 (2014 - £3,064,882) are secured by way of an unlimited joint and several guarantee made by all subsidiary companies as noted in Note 29 along with a debenture over the group's assets.

Hire purchase obligations of £NIL (2014 - £160,084) are secured on the assets to which they relate.

16. DEFERRED TAXATION

	Group		Company	
	2015	2014	2015	2014
	£	£	£	£
At beginning of year/period	26,807	-	-	-
Released during / (charge for) the period	7,513	(24,883)	-	-
Other movement	-	51,690	-	-
	<u>34,320</u>	<u>26,807</u>	<u>-</u>	<u>-</u>

JOHN HENRY AND SONS (DEVELOPMENTS) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2015**

16. DEFERRED TAXATION (continued)

The deferred taxation balance is made up as follows:

	<u>Group</u>		<u>Company</u>	
	2015 £	2014 £	2015 £	2014 £
Lagged capital allowances	35,198	(36,921)	-	-
Other timing differences	(878)	10,114	-	-
	<u>34,320</u>	<u>(26,807)</u>	<u>-</u>	<u>-</u>

17. SHARE CAPITAL

	2015 £	2014 £
Allotted, called up and fully paid		
15,999,938 Ordinary shares of £1 each	15,999,938	15,999,938
166,667 Founder shares of £1 each	166,667	166,667
	<u>16,166,605</u>	<u>16,166,605</u>

Founder shares

The founder shares confer no right to receive a dividend out of the profits of the company available for distribution nor any further or other rights to participate in the profits of the company.

On a return of assets (whether upon a reduction of capital, winding up or otherwise), the holder of the founder shares shall be entitled to receive by the way of distribution the sum of £1, being the capital paid up or credited as paid up upon such founder shares. The founder shares shall confer no further or other right to participate in the assets of the company.

The holder of the founder shares shall have the right to receive notice of and attend at any general meeting of the company but shall not have the right to vote on any matter except as specified below.

Whenever an ordinary resolution of the company is proposed and the holders present and entitled to vote of at least 50% of the ordinary shares shall vote in favour of the resolution but the holders present and entitled to vote of at least 33% of the ordinary shares shall vote against the resolution then the founder shares shall carry that number of votes which (together with the votes cast against the resolution) shall total 50% of the votes cast for and against the resolution; and if the holder of the founder shares shall vote against the resolution then he shall be deemed to have cast the requisite number of votes against the resolution so that it shall not be carried.

Whenever a special resolution of the company is proposed and the holders present and entitled to vote of at least 75% of the ordinary shares shall vote in favour of the resolution but the holders present and entitled to vote for less than 25% of the ordinary shares shall vote against the resolution then the founder shares shall carry that number of votes which (with that cast against the resolution) shall total 26% of the votes cast for and against the resolution; and if the holder of the founder shares shall vote against the resolution then he shall be deemed to have cast the requisite number of votes against the resolution so that it shall not be carried.

JOHN HENRY AND SONS (DEVELOPMENTS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 2015

18. RESERVES

	Profit and loss account £
Group	
At 1 February 2014	421,472
Profit for the financial year	1,832,770
	<u>2,254,242</u>
At 31 January 2015	
Company	Profit and loss account £
At 1 February 2014	(47,353)
Loss for the financial year	(47,375)
	<u>(94,728)</u>
At 31 January 2015	

19. PRIOR YEAR ADJUSTMENT

The prior period accounts incorrectly disclosed amounts due to group companies of £5,037,206 as payable after more than one year. This has been amended in these financial statements and has no impact on results for the year or reserves at the year end.

20. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS

	2015 £	2014 £
Group		
Opening shareholders' funds	16,588,077	-
Profit for the financial year/period	1,832,770	421,472
Shares issued during the year/period	-	24,166,574
Purchase of ordinary shares	-	(7,999,969)
	<u>18,420,847</u>	<u>16,588,077</u>
Closing shareholders' funds		
	<u>18,420,847</u>	<u>16,588,077</u>
Company	2015 £	2014 £
Opening shareholders' funds	16,119,252	-
Loss for the financial year/period	(47,375)	(47,353)
Shares issued during the year/period	-	24,166,574
Purchase of ordinary shares	-	(7,999,969)
	<u>16,071,877</u>	<u>16,119,252</u>
Closing shareholders' funds		
	<u>16,071,877</u>	<u>16,119,252</u>

The company has taken advantage of the exemption contained within section 408 of the Companies Act 2006 not to present its own Profit and Loss Account.

The loss for the year/period dealt with in the accounts of the company was £47,375 (2014 - £47,353).

JOHN HENRY AND SONS (DEVELOPMENTS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 2015

21. MINORITY INTERESTS

Equity

At 1 February 2014	£ 1,644,759
Proportion of profit after taxation for the year	568,303
	<hr/>
At 31 January 2015	2,213,062
	<hr/>

22. RELATED PARTY TRANSACTIONS

During the year the group rented premises for £160,000 (2014 - £80,000) from a SIPP, that has been set up by the directors.

No amounts were due to the SIPP at the year end (2014 - £Nil).

During the year the group made sales of £2,155,160 (2014 - £1,050,251) and purchases of £198,917 (2014 - £25,729) and also operated a loan account with Cardinalis Developments Limited, a company in which the directors have a material interest.

The net amount due to the group at the year end was £63,194 (2014 - £301,911).

During the year the group made sales of £1,767,702 (2014 - £552,724) and purchases of £737,168 (2014 - £64,712) with Avanti Traffic Management Limited, a company in which the directors have a material interest.

The net amount due to the group at the year end was £113,505 (2014 - 62,361).

In the prior period the group carried out work totalling £341,350 for Patrick Henry, a director during the year.

The amount included within work in progress and due from Patrick Henry at the year end was £ NIL (2014 - £99,683).

In the prior period the group received a loan of £1,000,000 from James Henry, who is a director of the company. The loan is repayable on the earlier of 1 February 2017 or by written notice by the company and attracts interest of 10.4% per annum payable quarterly in arrears.

Interest was paid during the year totalling £104,000 (2014 - £16,526).

There was interest accrued at the year end of £16,526 (2014 - £16,526).

The balance outstanding on the loan at the year end was £1,000,000 (2014 - £1,000,000).

In the prior period the group received a loan of £1,000,000 from John G Henry, who is a director of the company. The loan is repayable on the earlier of 1 February 2017 or by written notice by the company and attracts interest of 10.4% per annum payable quarterly in arrears.

Interest was paid during the year totalling £104,000 (2014 - £16,526).

There was interest accrued at the year end of £16,526 (2014 - £16,526).

The balance outstanding on the loan at the year end was £1,000,000 (2014 - £1,000,000).

The company has taken advantage of the exemption from the requirement to disclose transactions with wholly owned group companies.

JOHN HENRY AND SONS (DEVELOPMENTS) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2015**

23. NET CASH FLOW FROM OPERATING ACTIVITIES

	Year ended 31 January 2015 £	Period ended 31 January 2014 £
Operating profit	3,485,658	947,900
Amortisation of intangible fixed assets	548,894	274,447
Depreciation of tangible fixed assets	334,417	290,035
Profit on disposal of tangible fixed assets	(330)	-
Increase in stocks	(26,527)	(187,060)
(Increase)/decrease in debtors	(2,877,881)	4,995,122
Increase/(decrease) in creditors	1,116,514	(2,481,524)
Net cash inflow from operating activities	2,580,745	3,838,920

24. ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN CASH FLOW STATEMENT

	Year ended 31 January 2015 £	Period ended 31 January 2014 £
Returns on investments and servicing of finance		
Interest received	6,941	12,894
Interest paid	(262,642)	(29,126)
Net cash outflow from returns on investments and servicing of finance	(255,701)	(16,232)
	Year ended 31 January 2015 £	Period ended 31 January 2014 £
Capital expenditure and financial investment		
Purchase of tangible fixed assets	(259,836)	(330,913)
Sale of tangible fixed assets	71,710	-
Net cash outflow from capital expenditure	(188,126)	(330,913)
	Year ended 31 January 2015 £	Period ended 31 January 2014 £
Acquisitions and disposals		
Net cash and overdrafts acquired with subsidiary undertakings	-	2,804,300

JOHN HENRY AND SONS (DEVELOPMENTS) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
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24. ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN CASH FLOW STATEMENT (continued)

	Year ended 31 January 2015 £	Period ended 31 January 2014 £
Financing		
Purchase of ordinary shares	-	(7,999,969)
New secured loans	-	3,000,000
Repayment of loans	(2,000,000)	-
Other new loans	-	2,000,000
Repayment of finance leases	(160,084)	-
Net cash outflow from financing	<u>(2,160,084)</u>	<u>(2,999,969)</u>

25. ANALYSIS OF CHANGES IN NET DEBT

	1 February 2014 £	Cash flow £	Other non-cash changes £	31 January 2015 £
Cash at bank and in hand	3,310,470	(586,662)	-	2,723,808
Bank overdraft	(64,882)	(81,165)	-	(146,047)
	<u>3,245,588</u>	<u>(667,827)</u>	<u>-</u>	<u>2,577,761</u>
Debt:				
Debts due within one year	(910,084)	2,160,084	(2,250,000)	(1,000,000)
Debts falling due after more than one year	(4,250,000)	-	2,250,000	(2,000,000)
Net debt	<u>(1,914,496)</u>	<u>1,492,257</u>	<u>-</u>	<u>(422,239)</u>

JOHN HENRY AND SONS (DEVELOPMENTS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 2015

26. PENSION COMMITMENTS

The group operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the group in an independently administered funds. The pension cost charge represents contributions payable by the group to the fund and amounted to £64,746 (2014 - £11,506). Contributions totalling £9,003 (2014 - £1,316) were payable to the fund at the balance sheet date.

27. OPERATING LEASE COMMITMENTS

At 31 January 2015 the group had annual commitments under non-cancellable operating leases as follows:

Group	Land and buildings		2015	Other
	2015	2014		
	£	£	£	£
Expiry date:				
Between 2 and 5 years	-	-	117,372	10,200
After more than 5 years	160,000	160,000	-	-

28. DIRECTORS' BENEFITS: ADVANCES, CREDIT AND GUARANTEES

At 1 February 2014 James Henry's current account was £732 in credit, during the year loans were repaid to the company totalling £732, leaving no balance outstanding at the year end.

At 1 February 2014 Patrick Henry's current account was £535 in credit, during the year loans were repaid to the company totalling £535, leaving no balance outstanding at the year end.

29. PRINCIPAL SUBSIDIARIES

Company name	Percentage Shareholding	Description
John Henry & Sons (Holdings) Limited	100	Holding Company
John Henry & Sons (Civil Engineers) Limited	100	Civil Engineers
John Henry & Sons (Plant Hire) Limited	100	Civil Engineers
John Henry & Sons (Communications) Limited	100	Civil Engineers
John Henry & Sons (Roadworks) Limited	100	Dormant Company
Communications Trading House Limited	78	Holding Company