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Company Sanderson Group PLC
TIDM SND
Headline Holding in Company
Released 07:06 28-Aug-2013
Number 6096M07



RNS Number : 6096M
 Sanderson Group PLC
 28 August 2013

TR-1: NOTIFICATION OF MAJOR INTEREST IN SHARES ⁱ

1. Identity of the issuer or the underlying issuer of existing shares to which voting rights are attached: ⁱⁱ	Sanderson Group plc
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2 Reason for the notification (please tick the appropriate box or boxes):	
An acquisition or disposal of voting rights	X
An acquisition or disposal of qualifying financial instruments which may result in the acquisition of shares already issued to which voting rights are attached	
An acquisition or disposal of instruments with similar economic effect to qualifying financial instruments	
An event changing the breakdown of voting rights	
Other (please specify):	

3. Full name of person(s) subject to the notification obligation: ⁱⁱⁱ	Small Companies Dividend Trust
4. Full name of shareholder(s) (if different from 3.): ^{iv}	Jarvis Investment Management Nominees Limited
5. Date of the transaction and date on which the threshold is crossed or reached: ^v	21/08/13
6. Date on which issuer notified:	23/08/13
7. Threshold(s) that is/are crossed or reached: ^{vi, vii}	Below 3%

8. Notified details:

A: Voting rights attached to shares ^{viii, ix}

Class/type of shares if possible using the ISIN CODE	Situation previous to the triggering transaction		Resulting situation after the triggering transaction				
	Number of Shares	Number of Voting Rights	Number of shares	Number of voting rights		% of voting rights ^x	
				Direct ^{xi}	Indirect ^{xii}	Direct	Indirect
GB00B04X1Q7	1,520,000	1,520,000			Below 3%		Below 3%

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B: Qualifying Financial Instruments				
Resulting situation after the triggering transaction				
Type of financial instrument	Expiration date ^{xiii}	Exercise/ Conversion Period ^{xiv}	Number of voting rights that may be acquired if the instrument is exercised/ converted.	% of voting rights

C: Financial Instruments with similar economic effect to Qualifying Financial Instruments ^{xv, xvi}						
Resulting situation after the triggering transaction						
Type of financial instrument	Exercise price	Expiration date ^{xvii}	Exercise/ Conversion period ^{xviii}	Number of voting rights instrument refers to	% of voting rights ^{xix, xx}	
					Nominal	Delta

Total (A+B+C)	
Number of voting rights	Percentage of voting rights
Below 3%	Below 3%

9. Chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held, if applicable: ^{xxi}

Proxy Voting:	
10. Name of the proxy holder:	
11. Number of voting rights proxy holder will cease to hold:	
12. Date on which proxy holder will cease to hold voting rights:	


13. Additional information:	
14. Contact name:	
15. Contact telephone number:	


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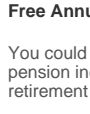
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Regulatory

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Company Sanderson Group PLC
TIDM SND
Headline Acquisition
Released 07:00 13-Aug-2013
Number 5320L07



RNS Number : 5320L
 Sanderson Group PLC
 13 August 2013

For Immediate Release

13 August 2013

SANDERSON GROUP PLC: Acquisition

Purchase of niche ecommerce business for up to £645k in cash

Sanderson Group plc ('Sanderson' or 'The Group'), the software and IT services business specialising in multi-channel retail and manufacturing markets in the UK and Ireland, announces that on 12 August 2013, it completed the acquisition of Catan Marketing Limited ('Catan') for a maximum consideration of £644,660. The consideration, payable in cash, comprises an initial payment of £500,000 on completion with an additional amount of £49,660 due October 2013. A further payment of £95,000 is dependent on certain performance criteria being met by the end of August 2014.

Catan, based in Rugby, provides e-commerce solutions under the 'Priam' trading name to over 30 multi-channel retailers. For the year ended 31 August 2012, Catan achieved a profit before tax of £27,000 (2011: £69,000) on revenue of £895,000 (2011: £1,160,000). At the date of acquisition, Catan had net assets of approximately £50,000.

Sanderson is continuing to trade well in the second half of the financial year ending 30th September 2013 and management expects trading results to be in line with market forecasts. There are some early signs of improving general economic conditions and this should assist future organic growth.

Commenting on the acquisition, Christopher Winn, Chairman, said:

"We are delighted to welcome the Priam team into the Sanderson Group and over the next few months, the business will be fully integrated into our multi-channel retail division. Although relatively small in size, this is very much a complementary acquisition in terms of its products and customers, and augments the Group's existing multi-channel retail business. We are actively considering a number of further acquisition opportunities, especially in the multi-channel retail market, but will continue to adopt a cautious approach, remaining focused on organic growth, cash generation and maintaining a strong balance sheet".

Sanderson Group plc
 Christopher Winn, Chairman
 Adrian Frost, Finance Director

0333 123 1400

Charles Stanley Securities - Nominated Advisor and Broker
 Mark Taylor

020 7149 6000

Winningtons Financial
 Paul Vann


0117 985 8989
 or 07768 807631


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Martin Wolf, Financial Times ”

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Company Sanderson Group PLC
TIDM SND
Headline Holding in Company
Released 15:16 28-Aug-2013
Number 6701M15



RNS Number : 6701M
 Sanderson Group PLC
 28 August 2013

TR-1: NOTIFICATION OF MAJOR INTEREST IN SHARES ⁱ

1. Identity of the issuer or the underlying issuer of existing shares to which voting rights are attached: ⁱⁱ	Sanderson Group plc
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2 Reason for the notification (please tick the appropriate box or boxes):	
An acquisition or disposal of voting rights	Yes
An acquisition or disposal of qualifying financial instruments which may result in the acquisition of shares already issued to which voting rights are attached	No
An acquisition or disposal of instruments with similar economic effect to qualifying financial instruments	No
An event changing the breakdown of voting rights	No
Other (please specify):	No

3. Full name of person(s) subject to the notification obligation: ⁱⁱⁱ	Miton Group plc
4. Full name of shareholder(s) (if different from 3.): ^{iv}	See section 9 below
5. Date of the transaction and date on which the threshold is crossed or reached: ^v	21/08/13
6. Date on which issuer notified:	22/08/13
7. Threshold(s) that is/are crossed or reached: ^{vi, vii}	Was 3.50%, now 5.09%

8. Notified details:							
A: Voting rights attached to shares ^{viii, ix}							
Class/type of shares if possible using the ISIN CODE	Situation previous to the triggering transaction		Resulting situation after the triggering transaction				
	Number of Shares	Number of Voting Rights	Number of shares	Number of voting rights		% of voting rights ^x	
			Direct	Direct ^{xi}	Indirect ^{xii}	Direct	Indirect

GB00B04X1Q7	1,530,893	1,530,893	2,230,893	n/a	2,230,893	n/a	5.09%
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B: Qualifying Financial Instruments**Resulting situation after the triggering transaction**

Type of financial instrument	Expiration date ^{xiii}	Exercise/ Conversion Period ^{xiv}	Number of voting rights that may be acquired if the instrument is exercised/ converted.	% of voting rights
n/a	n/a	n/a	n/a	n/a

C: Financial Instruments with similar economic effect to Qualifying Financial Instruments ^{xv, xvi}**Resulting situation after the triggering transaction**

Type of financial instrument	Exercise price	Expiration date ^{xvii}	Exercise/ Conversion period ^{xviii}	Number of voting rights instrument refers to	% of voting rights ^{xix, xx}	
					Nominal	Delta

Total (A+B+C)

Number of voting rights	Percentage of voting rights
2,230,893	5.09%

9. Chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held, if applicable: ^{xxi}

Diverse Income Trust	HSBC Global Custody Nominees (UK) Ltd. A/C 727563	1,150,986
CF Miton UK Multicap Income Fund	Bank of New York Nominees Ltd. A/C 397449	1,079,907

Proxy Voting:

10. Name of the proxy holder:	n/a
11. Number of voting rights proxy holder will cease to hold:	n/a
12. Date on which proxy holder will cease to hold voting rights:	n/a

13. Additional information:	Miton Capital Partners Ltd. and Miton Asset Management Ltd. are both subsidiaries of Miton Group plc
14. Contact name:	Ian Borrows
15. Contact telephone number:	0151 906 2476

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Company Sanderson Group PLC
TIDM SND
Headline Interim Results
Released 07:00 05-Jun-2013
Number 3061G07



RNS Number : 3061G
 Sanderson Group PLC
 05 June 2013

FOR IMMEDIATE RELEASE
June 2013

5

SANDERSON GROUP PLC
Interim Results for the six months ended 31 March 2013
 "Further improved performance and growth following year of transition"

Sanderson Group plc ("Sanderson" or "the Group"), the software and IT services business specialising in the multi-channel retail and manufacturing markets in the UK and Ireland, announces Interim Results for the six month period ended 31 March 2013.

Commenting on the results, Chairman, Christopher Winn, said:

"Results for the six month trading period to 31 March 2013 show further improvements in revenues and operating profits. Whilst general UK trading conditions remain challenging, Sanderson has continued to generate cash strongly and to invest both in its products and services as well as in its sales and marketing capacity and capability, together producing an improved performance in the first half".

Highlights - Financial

- *# Revenues from continuing operations increased to £6.37m (2012: £6.14m).
- *# An increase in excess of 13% in operating profit from continuing operations amounting to £0.91m (2012: £0.80m).
- *# Profit before tax from continuing operations of £0.85m (2012: £0.41m).
- *# Basic earnings per share from continuing operations of 1.8p (2012: 0.4p).
- *# Net cash at period-end increased to £4.50m (2012: £3.56m).
- *# 30% increase in Interim Dividend to 0.65p per share (2012: 0.5p).

Highlights - Operational

- *# Continued strong cash generation with net cash balance of £4.50m at period end, representing more than 10p per share.
- *# Good trading momentum; order book of £1.59m at period end and growing.
- *# Gross margins further improved to 87.9% (2012: 84.3%) reflecting delivery of more proprietary software and other 'owned' services.
- *# Pre-contracted recurring revenues from continuing operations grew to £3.96m (2012: £3.80m) accounting for approximately 62% of total revenues.
- *# 20% increase in multi-channel retail division operating profit to £0.61m (2012: £0.50m); projects during period for Aspinall of London, JoJo Maman Bébé and Axminster Tool Centre with two new customers gained.
- *# Manufacturing division maintained operating profit performance at £0.30m (2012: £0.29m); projects during the period for Brookfarm, Anstey Wallpaper and Proctor Paper & Board.
- *# Further £0.25m investment in sales and marketing capability.
- *# Continued investment in proprietary solutions using mobile technologies generating high levels of interest and development activity.

On current trading and prospects, Mr Winn, added:

"The Board is very mindful of the relatively low levels of business confidence and of continuing challenging trading conditions within the UK and so continues to adopt a very cautious approach. The strong balance sheet and robust business model, coupled with a growing range of products, services and solutions and an improving order book, provide the Sanderson Board and management with a good level of confidence of achieving market expectations for the current year to 30 September 2013".

Enquiries:

Sanderson Group plc:
 Christopher Winn, Chairman
 Adrian Frost, Finance Director

Telephone: 0333 123 1400

Paul Vann, Winningtons Financial
 Mark Taylor, Charles Stanley Securities
 (Nominated Advisor)

Telephone: 0117 985 8989 or 07768 807631
 Telephone: 020 7149 6000

SANDERSON GROUP PLC

Interim Results for the six months ended 31 March 2013

CHAIRMAN'S STATEMENT

Introduction

Results for the six month trading period to 31 March 2013 ('the period') show revenues improving to £6.37m (2012: £6.14m) and operating profit rising by over 13% to £0.91m (2012: £0.80m). Sanderson has continued to generate strong cashflow and cash generated from operating activities in the period was £0.89m (2012: Outflow £0.07m). At 31 March 2013, the net cash balance was £4.50m (2012: £3.56m) representing just over 10 pence per ordinary share. The Group's order book at the period end stood at £1.59m (2012: £1.95m).

General UK trading conditions remained challenging during the period and with no discernible improvement in customer and prospective customer confidence, some slippage of expected orders from the period into the second half year occurred. During the period, Sanderson has continued to invest both in its products and services, as well as in its sales and marketing capacity and capability.

Business review

The Sanderson business model has the firm foundation of pre-contracted recurring revenues generated from developing long-term relationships with customers. The Group's solutions comprise Sanderson 'owned' proprietary software integrated, where appropriate, with other market leading products. The Sanderson solution is delivered, installed and supported by the Group's own expert consultants and staff. Solutions are supported and developed on an ongoing basis and offer 'value for money' tangible business benefits for customers, typically providing additional efficiencies and opportunities to make cost savings. Against the current backdrop of challenging economic conditions, the Group has placed an emphasis both on certain sectors which seem more buoyant as well as on the sale of our higher margin proprietary software and services to cover a relative lack of customer capital spend. Partially reflecting the continued transition to more 'owned' software and services, gross margins improved to 87.9% in the period (2012: 84.3%, 2011: 81.4%).

Sanderson solutions are licenced to customers on a 'right to use' basis and are supplemented by support and maintenance services provided by Sanderson staff. Both the licence and ongoing services are pre-contracted and in the period, these recurring revenues grew to £3.96m (2012: £3.80m) representing 62% of total revenues.

Product innovation and investment has continued and over the last three years, the new products and services which have been introduced include Factory & Warehouse automation, Green IT solutions, as well as SaaS ('Software as a Service') and Cloud delivery models. Solutions using mobile technologies, both in response to, as well as in anticipation of customer demand, continue to generate high levels of interest and high development activity. New product developments have accounted for over £4million of new sales over the last five years and the latest solutions which are enabled by mobile technologies are currently accounting for around 10% of total sales orders.

Additional investment has been made in the areas of sales and marketing with the aim of more effectively promoting the Group's solutions. Since 2009, the Group has made cost savings in the management, finance and administrative functions and redeployed this expenditure into the areas of sales and marketing. A further four people were added during the period at an annual cost of approximately £250,000 and it is anticipated that there will be a growing return from this investment during the second half of the current year.

The pre-Christmas trading period is a busy time for both food and drink manufacturers, as well as for businesses operating in the multi-channel retail sector. Whilst Sanderson pre-sales and support activities are high in this first quarter, customer decisions confirming the adoption of new systems are more likely to be made between February and September, giving the Group's results a level of seasonality. The Group gained three new customers in the period (2012: nine) at an average value of £61k (2012: £76k). As at the date of this report, though we expect UK trading conditions to remain challenging in the short term, activity levels have improved since the period end and the Group has gained a further four new customers at an average initial contract value of over £200k.

Review of multi-channel retail

Sanderson provides comprehensive IT solutions to businesses operating in the areas of online sales, ecommerce, mail order and catalogue sales, wholesale distribution, cash and carry businesses and retail shops. Whilst traditional mail order markets are currently quite slow, there are better levels of business activity in the wholesale cash and carry, catalogue, online sales and ecommerce markets.

Two new customers were gained during the period compared with six in the comparative period of 2012. Both new customers operate in the online sales and ecommerce area of business. Projects during the period included a store portal for a large jewellery chain, as well as enhancements to systems for companies such as Aspinall of London, JoJo Maman Bébé, Joe Browns, Axminster Tool Centre and Topgrade Sportswear.

Divisional revenue was £3.40m (2012: £3.20m) and operating profit was up by over 20% at £614k (2012: £508k, 2011: £403k). The period end order book was strong at £822k (2012: £1.27m) and with good sales prospects, the business is well positioned to continue its growth and to achieve trading targets for the current year ending 30 September 2013.

Review of manufacturing

Businesses in the engineering, plastics, aerospace, electronics, print and food and drink manufacturing sectors represent the main areas of specialisation for Sanderson in manufacturing markets. Over the past two years, the Group has invested an additional £500k in some accelerated product development and in its sales and marketing capability for the Sanderson business which addresses the UK food and drink market. Traceability of products and ingredients back through the supply chain, is a strong feature of the Sanderson food and drink solution - a key requirement for the food and drink industry. The Group has a number of well advanced sales prospects and continues to be active in this sector.

A Sanderson mobile solution, deploying iPads and touchscreens for a manufacturer who operates a number of direct retail outlets has recently been installed. Since the period end, the Group has gained a large order with another manufacturer who also operates through direct retail outlets. The general manufacturing market has continued to be quite slow with one new customer gained in the period (2012: three new customers). Large projects delivered during the period included Brookfarm, a processor of macadamia nut products, Anstey Wallpaper Company, Tunnock's biscuits and Proctor Paper & Board.

Revenue for the period was £2.97m (2012: £2.95m) and operating profit was £296k (2012: £293k). Divisional recurring revenues represent 64% (2012: 62%) of total revenues and cover 82% of divisional overheads. The order book of £761k (2012: £784k) is strong and together with a good short-term sales prospect list should ensure an improved trading result for the second half year.

Strategy

The Group strategy is to build upon and develop our position as a provider of modern software solutions which continue to provide customers with competitive advantage and cost efficiencies. This will enable Sanderson to achieve growth, build value and improve shareholder returns. Whilst Sanderson will continue to invest across its businesses, particular emphasis and focus will be made in further developing the range and scope of solutions for online sales and ecommerce businesses as well as the development of mobile solutions across all of the Group's target markets. Selective acquisition opportunities will also be made to augment organic growth and a number of small opportunities are being considered.

Balance sheet

In the current economic climate, the Board feels that a strong balance sheet with readily available cash resources is important. Sanderson has continued to convert substantially all of its profit to cash and has reported a net cash balance of £4.50m at 31 March 2013. Notwithstanding the Group's strategy and the goal to invest cash resources to achieve business objectives, Sanderson will endeavour to continue to accrue cash from ongoing trading operations in order to ensure the strength of the balance sheet.

Dividend

The Board has been committed to improve dividend levels and is pleased to declare an increased interim dividend of 0.65 pence per share (2012: 0.50 pence, 2011: 0.30 pence), to be paid on 16 August 2013, to shareholders on the register at the close of business at 19 July 2013.

Management and staff

The Group employs approximately 150 staff who have a high level of experience and expertise, the majority of which are exclusively focused on the specialist markets which the Group addresses. The Board would like to thank everyone for their support, hard work, dedication and contribution to the development of the business over the period of recovery, business transition and renewed growth, since 2009.

Outlook

The Board is very mindful of the relatively low levels of business confidence and of challenging trading conditions within the UK and so, continues to adopt a very cautious approach. The strong balance sheet and robust business model, coupled with a growing range of products, services and solutions and a good order book, provide the Sanderson Board and management with a good level of confidence of achieving market expectations for the current year to 30 September 2013.

Christopher Winn

Chairman

5 June 2013

CONSOLIDATED INCOME STATEMENT

		Unaudited Six months to 31/03/13 £000	Unaudited Six months to 31/03/12 £000	Audited Year to 30/09/12 £000
	<i>Notes</i>			
Revenue - continuing operations	2	6,370	6,143	13,374
Cost of sales		(770)	(964)	(2,188)
Gross profit - continuing operations		5,600	5,179	11,186
Other operating expenses		(4,690)	(4,378)	(9,280)
Results from continuing operating activities	2	910	801	1,906
Movement in fair value of derivative financial instrument		-	16	16
Net finance costs	3	(58)	(177)	(214)
Exceptional finance expense	4	-	(227)	(227)
Profit before tax - continuing operations		852	413	1,481
Tax		(48)	(247)	(185)
Profit on discontinued operation, net of tax	4	-	1,312	1,110
Profit for the period		804	1,478	2,406

Earnings per share

From profit attributable to the owners
of the parent undertaking during the
period

Basic	5	1.8p	3.4p	5.5p
Diluted	5	1.7p	3.1p	5.2p

From continuing operations

Basic	5	1.8p	0.4p	3.0p
Diluted	5	1.7p	0.3p	2.8p

From discontinued operations

Basic	5	-	3.0p	2.5p
Diluted	5	-	2.8p	2.4p

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	Unaudited Six months to 31/03/13 £000	Unaudited Six months to 31/03/12 £000	Audited Year to 30/09/12 £000
Profit for the period	804	1,478	2,406
Other comprehensive income/(expense)			
Actuarial result on defined benefit pension schemes	-	-	(740)
Income tax relating to components of other comprehensive income	-	-	185
Other comprehensive expense, net of tax	-	-	(555)
Total comprehensive income for the period	804	1,478	1,851

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	Unaudited As at 31/03/13 £000	Unaudited As at 31/03/12 £000	Audited As at 30/09/12 £000
Non-current assets			
Intangible assets	22,446	22,123	22,404
Property, plant & equipment	333	230	372
Deferred tax asset	1,521	1,357	1,567
	24,300	23,710	24,343
Current assets			
Inventories	5	21	9
Trade and other receivables	3,087	3,657	3,594
Current tax	16	-	-
Other short-term financial assets	170	-	131
Cash and cash equivalents	4,501	3,559	4,066
	7,779	7,237	7,800
Current liabilities			
Trade and other payables	(2,674)	(3,019)	(2,872)
Current tax liabilities	(9)	(24)	(9)
Deferred income	(4,330)	(4,217)	(4,599)
	(7,013)	(7,260)	(7,480)
Net current assets/(liabilities)	766	(23)	320
Non-current liabilities			
Deferred tax liabilities	(139)	(35)	(121)
Pension and other employee obligations	(4,305)	(3,872)	(4,512)
	(4,444)	(3,907)	(4,633)
Net assets	20,622	19,780	20,030
Equity			
Called-up share capital	4,366	4,352	4,352
Share premium	4,205	4,205	4,205
Retained earnings	12,051	11,223	11,473
Total equity			20,030

20,622	19,780	
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CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**For the six month period to 31 March 2013**

	Share capital £000	Share premium £000	Retained earnings £000	Total Equity £000
At 1 October 2012	4,352	4,205	11,473	20,030
Shares issued	14	-	-	14
Dividend paid	-	-	(306)	(306)
Share based payment charge	-	-	42	42
Transactions with owners	14	-	(264)	(250)
Profit for the period	-	-	804	804
<i>Other comprehensive income:</i>				
Change in market value of short term financial asset	-	-	38	38
Total comprehensive expense	-	-	842	842
At 31 March 2013	4,366	4,205	12,051	20,622

For the six month period to 31 March 2012

	Share capital £000	Share premium £000	Retained earnings £000	Total Equity £000
At 1 October 2011	4,338	4,178	9,959	18,475
Shares issued	14	27	(41)	-
Dividend paid	-	-	(196)	(196)
Share based payment charge	-	-	23	23
Transactions with owners	14	27	(214)	(173)
Profit for the period	-	-	1,478	1,478
Balance at 31 March 2012	4,352	4,205	11,223	19,780

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (continued)**For the year ended 30 September 2012**

	Share capital £000	Share premium £000	Retained earnings £000	Total Equity £000
At 1 October 2011	4,338	4,178	9,959	18,475
Shares issued	14	27	(41)	-
Dividend paid	-	-	(413)	(413)
Share based payment charge - continuing operations	-	-	65	65
Share based payment charge - discontinued operations	-	-	52	52

Transactions with owners	14	27	(337)	(296)
Profit for the year	-	-	2,406	2,406
<i>Other comprehensive income:</i>				
Actuarial result on employee benefits	-	-	(740)	(740)
Deferred tax on above	-	-	185	185
Total comprehensive expense	-	-	1,851	1,851
At 30 September 2012	4,352	4,205	11,473	20,030

CONSOLIDATED STATEMENT OF CASH FLOWS

	Note	Unaudited Six months to 31/03/13 £000	Unaudited Six months to 31/03/12 £000	Audited Year to 30/09/12 £000
Profit for the period		804	1,478	2,406
<i>Adjustments for:</i>				
Depreciation and amortisation		144	75	251
Share based payment charges		42	13	65
Post tax profit on discontinued operations		-	(1,312)	(1,110)
Net finance expense		58	388	425
Income tax expense		48	247	185
Operating cash flow from continuing operations before working capital movements		1,096	889	2,222
Movement in working capital		58	(161)	(206)
Cash generated by continuing operations		1,154	728	2,016
Payments to defined benefit pension scheme		(297)	(172)	(315)
Discontinued operation - operating cash flows		-	(301)	(356)
Interest paid		-	(703)	(703)
Interest received		32		
Income taxes received		-	377	377
Net cash from operating activities		889	(71)	1,019
Investing activities				
Purchases of property, plant & equipment		(19)	(19)	(194)
Purchase of investment held for resale		-	-	(131)
Acquisition of trade and assets		-	-	(173)
Dividend received		-	-	2
Disposal of discontinued operation, net of cash disposed of	4	-	10,856	11,064
Discontinued operation - investing cash flows		-	(140)	(140)
Expenditure on product development		(129)	(90)	(187)
Net cash (used in)/received from investing activities		(148)	10,607	10,241
Financing activities				
Equity dividends paid	6	(306)	(196)	(413)
Repayment of bank borrowing		-	(7,400)	(7,400)
Net cash used in financing activities		(306)	(7,596)	(7,813)
Increase in cash and cash equivalents		435	2,940	3,447
Cash and cash equivalents at start of the period		4,066	619	619
Cash and cash equivalents at end of the period		4,501	3,559	4,066

NOTES TO THE INTERIM RESULTS**1. Basis of preparation**

The Group's interim results for the six month period ended 31 March 2013 are prepared in accordance with the Group's accounting policies which are based on the recognition and measurement principles of International Financial Reporting Standards ('IFRS') as adopted by the EU and effective, or expected to be adopted and effective, at 30 September 2013. As permitted, this interim report has been prepared in accordance with the AIM rules and not in accordance with IAS34 'Interim financial reporting'.

These interim results do not constitute full statutory accounts within the meaning of section 434(5) of the Companies Act 2006 and are unaudited. The unaudited interim financial statements were approved by the Board of Directors on 4 June 2013.

The consolidated financial statements are prepared under the historical cost convention as modified to include the revaluation of financial instruments. The statutory accounts for the year ended 30 September 2012, which were prepared under IFRS, have been filed with the Registrar of Companies. These statutory accounts carried an unqualified Auditors' Report and did not contain a statement under either Section 498(2) or (3) of the Companies Act 2006.

2. Segmental reporting

The Group is managed as two separate divisions, manufacturing and multi-channel retail. Substantially all revenue is generated within the UK.

	Manufacturing			Multi-channel retail			Total		
	Six months 31/03/13 £000	Six months 31/03/12 £000	Year Ended 30/09/12 £000	Six months 31/03/13 £000	Six months 31/03/12 £000	Year Ended 30/09/12 £000	Six months 31/03/13 £000	Six months 31/03/12 £000	Year Ended 30/09/12 £000
Revenue	2,974	2,947	6,201	3,396	3,196	7,173	6,370	6,143	13,374
Operating profit	296	293	800	614	508	1,106	910	801	1,906
Net finance expense							(58)	(388)	(425)
Profit before tax; continuing operations							852	413	1,481

Revenue, operating profit and profit before tax shown above report continuing operations only. The Group disposed of its subsidiary undertaking Sanderson RBS Limited on 20 January 2012 (see note 4). The discontinued operation generated revenue in the comparative period of £3.53m (£3.53m for the full year to 30 September 2012). The operating result of the discontinued operation for the comparative period, stated after amortisation of acquisition related intangibles and shared based payment charges, was a loss of £0.4m (full year to 30 September 2012; loss of £0.4m).

3. Net finance costs

	Unaudited Six months to 31/03/13 £000	Unaudited Six months to 31/03/12 £000	Audited Year to 30/09/12 £000
Bank interest receivable	32	-	-
Dividend received	-	-	2
Expected return on defined benefit pension scheme assets	170	228	463
Interest on defined benefit pension scheme obligations	(260)	(278)	(552)
Interest on bank overdraft and loans	-	(127)	(127)
	(58)	(177)	(214)

4. Discontinued operation

The Group disposed of its wholly owned subsidiary, Sanderson RBS Limited on 20 January 2012. The Consolidated Income Statement for the comparative six month period ending 31 March 2012 and for the financial year ended 30 September 2012 reports the result of Sanderson RBS Limited, together with the profit arising on disposal, as a single line item 'Profit on discontinued operation, net of tax'. Earnings per share disclosures and the Consolidated Statement of Cash Flow also present information in respect of Sanderson RBS Limited separately.

Term debt advanced by the Group's banker, HSBC Bank Plc, was repaid in full ahead of schedule in January 2012 following the disposal. An early repayment fee, together with unamortised arrangement fees relating to the loan were treated as exceptional finance costs in the comparative period.

Further details in respect of the disposal of Sanderson RBS Limited are available in the Annual Report and Accounts for the year ended 30 September 2012.

5. Earnings per share

	Unaudited Six months to 31/03/13 £000	Unaudited Six months to 31/03/12 £000	Audited Year to 30/09/12 £000
Earnings from continuing operations			
Profit for the period	804	166	1,296
Earnings from discontinued operations			
Profit for the period	-	1,312	1,110
Average number of shares during period	No. '000	No. '000	No. '000
In issue at the start of the period	43,526	43,384	43,384
Effect of shares issued during the period	133	118	130
Effect of share options	3,302	4,768	3,022
Weighted average number of shares (diluted) at period end	46,961	48,270	46,536
Earnings per share	pence	pence	pence
Continuing operations: - basic	1.8	0.4	3.0
- diluted	1.7	0.3	2.8
Discontinued operations: - basic	-	3.0	2.5
- diluted	-	2.8	2.4
Total attributable to owners of parent undertaking:			
- basic	1.8	3.4	5.5
- diluted	1.7	3.1	5.2

6. Equity dividends paid

	Unaudited Six months to 31/03/13 £000	Unaudited Six months to 31/03/12 £000	Audited Year to 30/09/12 £000
Interim dividend	-	-	217
Final dividend	306	196	196
Total dividend paid in period	306	196	413

7. Interim report


The Group's interim report will be sent to the Company's shareholders. This report will also be available from the Company's registered office and on the Company's website www.sanderson.com.


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Company Sanderson Group PLC
TIDM SND
Headline Pre-Close Trading Update
Released 07:00 30-Apr-2013
Number 5384D07



RNS Number : 5384D
 Sanderson Group PLC
 30 April 2013

FOR IMMEDIATE RELEASE

30TH APRIL 2013

SANDERSON GROUP PLC

Pre-close Trading Update

"Continuing Positive Momentum"

Sanderson Group plc ('Sanderson' or 'The Group'), the software and IT services business specialising in multi-channel retail and manufacturing markets in the UK and Ireland, announces the following trading update ahead of the announcement of its interim results for the six months ended 31st March 2013, which are scheduled for release on Wednesday 5th June, 2013.

For the six month period to 31st March ('the period'), the trading results will show revenue growing to almost £6.4 million and profit from operating activities growing by over 10% to around £0.9 million compared with the first six months of the previous year to 31st March 2012 ('last year'). Reflecting a sales mix which includes more Sanderson owned proprietary products and services, gross margins improved to almost 88% compared with 85% 'last year' and 82% in the previous year. During 'the period', pre-contracted recurring revenues rose to £3.96million, representing just over 60% of total revenues. Whilst order intake during the first half has been slower than 'last year', the order book remains strong and sales prospects, going into the second half year, are very good.

Since the year end, Sanderson has not detected any noticeable improvement in general UK economic trading conditions which remain challenging. Uncertainty surrounding the economy affects the confidence of our customers and of prospective customers in making investment decisions. General manufacturing and traditional mail order fulfilment markets remain sluggish, but there are better levels of business activity in the wholesale cash and carry, catalogue, online sales and e-commerce markets. Sanderson also has an established and good presence in the active and growing food manufacturing market where activity levels are high.

Sanderson is continuing to invest in its products and services as well as to innovate with new solutions, especially those deploying mobile technologies, in response to and in anticipation of customer demand. A major furniture manufacturer with retail outlets has implemented the Sanderson mobile sales solution across its stores nationwide. The solution runs on iPads and the touchscreens integrate with the Sanderson Unity Enterprise System, enabling orders to be configured exactly for the customer 'on the spot' and then instantly forwarded to the production department from the showroom, improving efficiency, delivery times and customer service. Order intake for mobile solutions is currently accounting for around 10% of all new business and this percentage is expected to increase further in the future.

Sanderson has a strong balance sheet, is debt-free and continues to convert profit to cash at around 100% with the cash balance at the end of March being £4.5million (31st March 2012: £3.5million). At the AGM, in February, an announcement was made that Sanderson will pay a 1.5p dividend for the coming year. This represents an increase of 25% from 'last year' and a doubling over the last two years. It is expected that the first payment will be a 0.65p interim dividend, payable in August 2013 (August 2012 interim dividend: 0.5p).

The strategy of the Sanderson Board is to achieve growth, both organically as well as by selective, complementary and low risk acquisitions which become earnings and value enhancing. A number of small opportunities continue to be considered. The Board is, however, mindful of the relatively low levels of business confidence and tough UK trading conditions and so continues to adopt a very cautious approach and intends to maintain a strong balance sheet. The strong balance sheet and robust business model coupled with a growing range of products, services and

solutions provide the Sanderson Board and management with a good level of confidence of achieving market expectations for the current year to 30th September 2013.

Enquiries:

Sanderson Group plc 0333 123 1400
Christopher Winn, Chairman
Adrian Frost, Finance Director

Charles Stanley Securities - Nominated Advisor and Broker 020 7149 6000
Mark Taylor/Jonathan Dighé


Winningtons Financial 0117 985 8989
Paul Vann or 07768 807631


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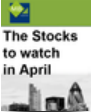
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Company [Sanderson Group PLC](#)
TIDM SND
Headline Total Voting Rights
Released 13:00 30-Apr-2013
Number 5960D13



RNS Number : 5960D
 Sanderson Group PLC
 30 April 2013

30 April 2013

Sanderson Group plc (the "Company")**Total Voting Rights**

In accordance with the Financial Services Authority's Disclosure and Transparency Rules, the total number of ordinary shares of 10p each in the capital of the Company in issue as at the date of this notice is 43,800,946 with each share carrying the right to one vote.

The above figure of 43,800,946 may be used by shareholders as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in the Company, under the Disclosure and Transparency Rules.

Enquiries

Sanderson Group plc 0333 123 1400
 Christopher Winn, Chairman
 Adrian Frost, Finance Director

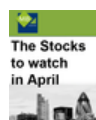
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Company [Sanderson Group PLC](#)
TIDM SND
Headline Holding(s) in Company
Released 07:00 15-Apr-2013
Number 3141C07



RNS Number : 3141C
 Sanderson Group PLC
 15 April 2013

For Immediate Release

15 April 2013

SANDERSON GROUP PLC**Notification of Major Interest in Shares**

Sanderson Group plc ('Sanderson' or the 'Group'), the software and IT services business specialising in multi-channel retail and manufacturing markets in the UK and Ireland, is pleased to announce that it has received a TR 1 notification from Hargreave Hale Limited ("Hargreave Hale") that on behalf of discretionary clients, Hargreave Hale has increased its holdings in the ordinary share capital of Sanderson by 572,500 ordinary shares to 4,858,137 shares, representing 11.09% of the total issued share capital of Sanderson of 43,800,946 ordinary shares.

Of these shares, a total of 4,848,137 Ordinary shares are held for unit trusts operated by Marlborough Fund Managers Limited for whom Hargreave Hale Limited manages the investments on a discretionary basis. The balance is held on behalf of other discretionary clients.

Enquiries:

Sanderson Group plc Christopher Winn, Chairman Adrian Frost, Finance Director	0333 123 1400
Charles Stanley Securities Nominated Advisor Mark Taylor	020 7149 6000
Winningtons Financial Paul Vann	0117 985 8989 or 07768 807631

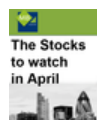
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Company [Sanderson Group PLC](#)
TIDM SND
Headline Holding(s) in Company
Released 07:00 15-Apr-2013
Number 3142C07



RNS Number : 3142C
 Sanderson Group PLC
 15 April 2013

For Immediate Release
2013

15 April

TR-1: NOTIFICATION OF MAJOR INTEREST IN SHARES ⁱ

1. Identity of the issuer or the underlying issuer of existing shares to which voting rights are attached: ⁱⁱ	Sanderson Group plc	
2 Reason for the notification (please tick the appropriate box or boxes):		
An acquisition or disposal of voting rights	<input checked="" type="checkbox"/>	X
An acquisition or disposal of qualifying financial instruments which may result in the acquisition of shares already issued to which voting rights are attached	<input type="checkbox"/>	
An acquisition or disposal of instruments with similar economic effect to qualifying financial instruments	<input type="checkbox"/>	
An event changing the breakdown of voting rights	<input type="checkbox"/>	
Other (please specify):	<input type="checkbox"/>	
3. Full name of person(s) subject to the notification obligation: ⁱⁱⁱ	Hargreave Hale Limited	
4. Full name of shareholder(s) (if different from 3.): ^{iv}	Discretionary Clients	
5. Date of the transaction and date on which the threshold is crossed or reached: ^v	10 April 2013	
6. Date on which issuer notified:	12 April 2013	
7. Threshold(s) that is/are crossed or reached: ^{vi, vii}	10% and 11%	

8. Notified details:								
A: Voting rights attached to shares ^{viii, ix}								
Class/type of shares if possible using the ISIN CODE	Situation previous to the triggering transaction		Resulting situation after the triggering transaction					
	Number of Shares	Number of Voting Rights	Number of shares		Number of voting rights		% of voting rights ^x	
			Direct	Indirect	Direct ^{xi}	Indirect ^{xii}	Direct	Indirect
GB00B04X1Q77	4,285,637	4,285,637		4,858,137		4,858,137		11.0914%

B: Qualifying Financial Instruments				
Resulting situation after the triggering transaction				
Type of financial instrument	Expiration date ^{xiii}	Exercise/ Conversion Period ^{xiv}	Number of voting rights that may be acquired if the instrument is exercised/ converted.	% of voting rights

C: Financial Instruments with similar economic effect to Qualifying Financial Instruments ^{xv, xvi}						
Resulting situation after the triggering transaction						
Type of financial instrument	Exercise price	Expiration date ^{xvii}	Exercise/ Conversion period ^{xviii}	Number of voting rights instrument refers to	% of voting rights ^{xix, xx}	
					Nominal	Delta

Total (A+B+C)	
Number of voting rights	Percentage of voting rights
4,858,137	11.0914%

9. Chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held, if applicable: ^{xxi}
4,848,137 of these shares are held for unit trusts operated by Marlborough Fund managers Ltd., for whom Hargreave Hale Ltd. manages the investments on a discretionary basis. The remaining balance is held on behalf of other discretionary clients.

Proxy Voting:	
10. Name of the proxy holder:	
11. Number of voting rights proxy holder will cease to hold:	
12. Date on which proxy holder will cease to hold voting rights:	

13. Additional information:	


14. Contact name:	David Clueit
15. Contact telephone number:	01253 754739

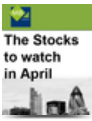
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Company Sanderson Group PLC
TIDM SND
Headline Issue of Equity
Released 07:47 10-Apr-2013
Number 9880B07



RNS Number : 9880B
Sanderson Group PLC
10 April 2013

SANDERSON GROUP PLC **Exercise of Options**

Sanderson Group plc ('Sanderson' or the 'Group'), the software and IT services business specialising in multi-channel retail and manufacturing markets in the UK and Ireland, announces that 125,000 ordinary shares ('New Ordinary Shares') have been issued as a result of the exercise of options under the Company's Long Term Incentive Plan. Application has been made for the new shares to be admitted to AIM and admission is expected to take place on 12 April 2013.

The New Ordinary Shares will rank pari passu with the existing Sanderson ordinary shares. Following allotment of the New Ordinary Shares, Sanderson will have in issue 43,800,946 ordinary shares. This figure may be used by shareholders as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in, the share capital of Sanderson under the Disclosure and Transparency Rules.

Sanderson Group plc 0333 123 1400
Christopher Winn, Chairman
Adrian Frost, Finance Director

Charles Stanley Securities 020 7149 6000
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Company Sanderson Group PLC
TIDM SND
Headline Result of AGM
Released 10:45 01-Mar-2013
Number 0167Z10



RNS Number : 0167Z
 Sanderson Group PLC
 01 March 2013

FOR IMMEDIATE RELEASE

1 March 2013

SANDERSON GROUP PLC

Result of AGM

At the Annual General Meeting of Sanderson Group plc ('Sanderson' or 'the Group'), the software and IT services business specialising in multi-channel retail and manufacturing markets in the UK and Ireland, held in Coventry at 10.00 am yesterday, all resolutions put to shareholders were duly passed.

Sanderson Group plc	0333 123 1400
Christopher Winn, Chairman	
Adrian Frost, Finance Director	0333 123 1400
Charles Stanley Securities - Nominated Advisor and Broker	020 7149 6000
Mark Taylor/Peter McNally	
Winningtons Financial	0117 985 8989
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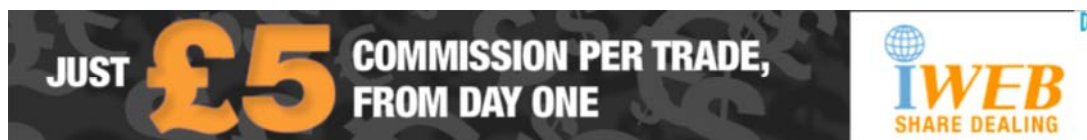
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Company Sanderson Group PLC
TIDM SND
Headline AGM Statement
Released 07:00 28-Feb-2013
Number 8501Y07



RNS Number : 8501Y
 Sanderson Group PLC
 28 February 2013

For Immediate Release

28th February 2013**SANDERSON GROUP PLC****Annual General Meeting ('AGM') Statement**

Sanderson Group plc ('Sanderson' or 'the Group'), the software and IT services business specialising in multi-channel retail and manufacturing markets in the UK and Ireland, will hold its AGM in Coventry at 10.00 am today. At the AGM, Chairman, Christopher Winn, will make the following statement to shareholders:

"Following a strong finish to the financial year ended 30th September 2012, I am pleased to report that Sanderson has made a solid start to the current financial year. After the first four months trading to 31st January 2013, both sales and profit are ahead of the comparative period of the previous year. Sanderson has a robust business model with over half of Group sales being derived from pre-contracted recurring revenues, the margin from which covers just over two-thirds of business overheads. The Group has the focus, the commitment, as well as, the products and services to deliver practical, value for money solutions to customers and prospective customers in the multi-channel retail and manufacturing market sectors.

Whilst continued uncertainty surrounding the UK economy affects the confidence of customers and prospective customers in making investment decisions, the Group continues to focus its efforts on key market areas which offer the best opportunities for growth. Sanderson has a strong and growing presence in the catalogue, online sales and ecommerce markets which have continued to achieve double digit annual growth rates. In addition, over the past two years, the Group has increased its investment in both products and services, as well as, sales and marketing capability to further address the active food & drink manufacturing market. The latest version of the Sanderson Unity product suite includes enhanced ingredient and raw material tracking which enables traceability not only through the manufacturing process but also through the supply chain - a business critical issue for the food industry and very topical at the current time. A large number of active sales prospects have been developed, some of which are at an advanced stage and are expected to be converted into firm orders during the current financial year. Across all of its markets and businesses, the Group continues to develop a range of mobile solutions which are generating a strong level of interest from existing and new customers. Further growth opportunities are expected from the development of these mobile solutions across all the Sanderson businesses.

The Group's cash generative business model, coupled with a strong balance sheet, provides the Board with the confidence to maintain the progressive dividend policy in the current financial year.

The strategy of the Sanderson Board is to achieve growth, both organically as well as, by selective, complementary and low risk acquisitions which become earnings and value enhancing. A number of small opportunities are being considered and it is possible that one of these will be completed during the current financial year. However, the Board is mindful of the relatively low levels of business confidence and tough UK trading conditions and so continues to adopt a very cautious approach.

Sanderson has a strong and growing range of products and services, an improved market position, a robust business model and a strengthened balance sheet. Together, they provide the Board with a good level of confidence for making further progress and achieving the current year targets."


Sanderson Group plc	0333 123 1400
Christopher Winn, Chairman	
Adrian Frost, Finance Director	0333 123 1400
Charles Stanley Securities - Nominated Advisor and Broker	020 7149 6000
Mark Taylor/Peter McNally	
Winningtons Financial	0117 985 8989
Paul Vann	or 07768 807631


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Company Sanderson Group PLC
TIDM SND
Headline Directorate Change
Released 07:00 03-Jan-2013
Number 7187U07



RNS Number : 7187U
 Sanderson Group PLC
 03 January 2013

**FOR IMMEDIATE RELEASE
 JANUARY 2013**

3

SANDERSON GROUP PLC

Board Changes

Sanderson Group plc ('Sanderson' or 'The Group'), the software and IT services business specialising in multi-channel retail and manufacturing markets in the UK and Ireland, announces the following Board changes.

Ian Newcombe (age 57), who has been with the Group since March 1999 and who has led the development of the Group's multi-channel retail division, joins the Board.

David Gutteridge, who has served as a non-executive director since December 2004, is stepping down from the Board in order to concentrate more fully on Tin Global plc, where he is Executive Chairman. The Board are keen to retain the benefit of David's knowledge and extensive experience and David, will in future, act in the capacity of retained consultant to the Group.

These Board changes are effective from January 3rd, 2013.

Ian Newcombe is a director of Sanderson Multi-Channel Solutions Limited. Save for the above, there is no further information that is required to be disclosed under paragraph (g) of Schedule 2 of the AIM Rules for Companies.

Sanderson Group plc
 Christopher Winn, Chairman

0333 123 1400

Adrian Frost, Finance Director

Charles Stanley Securities - Nominated Advisor and Broker
Mark Taylor

020 7149 6000

Winningtons Financial
Paul Vann

0117 985 8989
or 07768
807631

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END

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Company Sanderson Group PLC
TIDM SND
Headline Annual Financial Report
Released 09:32 13-Dec-2012
Number 4504T09



RNS Number : 4504T
 Sanderson Group PLC
 13 December 2012

SANDERSON GROUP PLC

("Sanderson" or the "Company")

Posting of Annual Accounts

Sanderson Group plc (AIM: SND), the software and IT services business specialising in multi-channel retail and manufacturing markets in the UK and Ireland, announces that its annual report and accounts for the year ended 30 September 2012 have been posted to shareholders. The annual report and accounts for the year ended 30 September 2012 have also been made available on the Company's website, www.sanderson.com.

For further information please contact:

Sanderson Group plc	0333 123 1400
Adrian Frost, Finance Director	
Charles Stanley Securities	
Nominated Advisor and Broker	020 7149 6000
Mark Taylor	
Winningtons Financial	
Paul Vann/Tom Cooper	0117 920 0092

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Company Sanderson Group PLC
TIDM SND
Headline Final Results
Released 07:00 27-Nov-2012
Number 0105S07



RNS Number : 0105S
 Sanderson Group PLC
 27 November 2012

FOR IMMEDIATE RELEASE
November 2012

27

SANDERSON GROUP PLC **Preliminary Results for the Year Ended 30 September 2012** 'Improved performance adds value in a year of transition'

Sanderson Group plc ('Sanderson' or 'the Group'), the software and IT services business specialising in multi-channel retail and manufacturing markets in the UK and Ireland, announces Preliminary Results for the financial year ended 30 September 2012.

Commenting on the results, Chairman, Christopher Winn, said:

"Whilst UK economic conditions have remained challenging, Sanderson has continued to make good progress in what has been a year of transition following the disposal of Sanderson RBS Limited ('Sanderson RBS'). Sanderson received a cash consideration of £11.75 million for Sanderson RBS and the proceeds enabled the Group to repay all of its bank debt.

New products and services have further strengthened the Group's competitive market position and a focus on active and expanding market sectors, such as online sales and ecommerce, has provided improved growth and development prospects. The Group continues to generate cash and after the repayment of all bank debt and the settlement of interest rate hedging arrangements relating to the bank loan, the net cash balance at 30 September 2012 was £4.07 million, which compares with debt of £6.72 million at 30 September 2011, transforming the balance sheet."

Highlights - Financial (comparative figures restated to reflect Sanderson RBS disposal)

- Revenues from continuing operations of £13.37m (2011: £14.06m)
- 12% increase in operating profit from continuing operations, amounting to £1.91m (2011: £1.71m)
- Basic earnings per share of 5.5p (2011: 1.9p)
- Basic earnings per share from continuing operations of 3.0p (2011: 1.1p)
- Net cash at year-end increased to £4.07m (2011: net debt of £6.72m)
- Proposed final dividend per share of 0.7p per share (2011: 0.45p)
- 60% increase in total dividend for year at 1.2p per share (2011: 0.75p)

Highlights - Operational

- Sanderson now debt free following disposal of Sanderson RBS in January
- Good trading momentum and strong order book continued in second-half
- 40% increase in order book in respect of continuing operations at year end to £1.89m (2011: £1.35m)
- Gross margins further improved to 83.6% (2011: 82.3%) reflecting delivery of more proprietary software and other 'owned' services
- Pre-contracted recurring revenues from continuing operations of £7.7m accounted for 57% of total revenues (2011: £7.7m, 55% of total revenues)
- 23% increase in multi-channel retail division operating profit to £1.1m (2011: £0.9m)

- Manufacturing division sustained operating profit performance at £0.8m (2011: £0.8m)

On current trading and prospects, Mr Winn, added:

"The Sanderson Board continues to adopt a cautious approach in the face of continuing uncertain general economic conditions, but the Board does have a good level of confidence that the Group will make further progress in the coming year ending 30 September 2013. The strong balance sheet and improved market position of the Group, together with a good order book should enable Sanderson to achieve its full year targets."

Enquiries:

Christopher Winn, Chairman.
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Telephone: 0333 123 1400

Paul Vann, Winningtons Financial

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Mark Taylor, Charles Stanley Securities (Nominated Advisor)

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SANDERSON GROUP PLC

Preliminary Results for the year ended 30 September 2012

Chairman's statement

Introduction

Whilst UK economic conditions have remained challenging, Sanderson (or the 'Group') has continued to make good progress in what has been a year of transition following the disposal of Sanderson RBS Limited ('Sanderson RBS') in January 2012. Following this disposal, the Board has adopted a strategy of investing in the further development of software products and services to enhance the Group's presence in its core markets of multi-channel retail and manufacturing. This organic growth is expected to be incremented by the acquisition of complementary businesses.

New products and services have strengthened the Group's competitive market position and a focus on active and expanding market sectors, such as online sales and ecommerce, has provided improved growth and development prospects.

Sanderson received a cash consideration of £11.75 million following the disposal of Sanderson RBS and the proceeds enabled the Group to repay all of its bank debt, so that at the half year, the Group's cash balances stood at £3.56 million and increased to over £4 million at year end.

Results

The income statement for the year ending 30 September 2012 ('the period') reports the trading results of the Group's continuing operations. The three and a half months' trading contribution from Sanderson RBS is combined with the profit arising on disposal and is reported separately in the income statement as 'profit on discontinued operations'. Comparative figures have been restated accordingly.

The trading results from continuing operations for the period show revenue of £13.37 million (2011: £14.06 million), an improved gross margin of 83.6% (2011: 82.3%) and operating profit rising to £1.91 million (2011: £1.71 million). The order book at 30 September 2012 was £1.89 million, which is 40% higher than at 30 September 2011 (2011: £1.35 million). This provides a solid platform for the current financial year. The Group's profits are usually evenly split between the first and second half year, but with the second half sometimes being slightly stronger. As anticipated, at the interim stage, the strong order book at 31 March and the good trading momentum which has continued through the second half year, have together contributed an additional £1.09 million of revenue and a further £306,000 of profit in the second half compared with the first half year. A more even split of trading between the first and second halves is, however, anticipated in future years.

The Group has continued to generate cash and after the repayment of all bank debt and the settlement of interest rate hedging arrangements relating to the bank loan, the net cash balance at 30 September 2012 was £4.07 million. This compares with debt of £6.72 million at 30 September 2011 prior to the disposal of Sanderson RBS.

Dividend

Subject to shareholders' approval at the Annual General Meeting, which is scheduled to be held on 28 February 2013, the Board is proposing a final dividend of 0.70 pence per ordinary share, making a total of 1.20 pence for the year, which represents a 60% increase compared with the total dividend of 0.75 pence paid in 2011. The final dividend will be paid on 29 March 2013 to shareholders on the register at the close of business on 8 March 2013. The Board intends to continue to pursue a progressive dividend policy based upon the trading and strong cash generation of the Sanderson business.

Business Review

Sanderson provides a wide and comprehensive range of modern software solutions together with associated services to businesses in the multi-channel retail and manufacturing markets. The Group has developed a business model where solutions primarily comprise Sanderson proprietary owned software, integrated with other market leading products and importantly, delivered, supported and serviced by expert Sanderson staff. This model has enabled the Group to continue to deliver a reliable and consistent quality service and has ensured the development of long-term relationships with customers. Partially reflecting the increasing emphasis onto higher margin 'owned' software and services, gross margins improved to 83.6% (2011: 82.3%).

A cornerstone of the Sanderson business model is the provision of software licencing, support and services on a pre-contracted basis providing good visibility of earnings. In the period to 30 September 2012, these pre-contracted recurring revenues represented 57% (£7.66 million) of total revenues. The Group gained 15 new customers during the year (2011: 14 new customers) at an average initial contract value of £99,000 (2011: £95,000). Orders from new customers during the year totalled £1.49 million compared with £1.33 million in 2011.

Sanderson products are designed and developed to offer new and existing customers the opportunity to achieve cost savings and to make business efficiencies utilising the latest technologies. The Group's solutions offer customers a 'value for money' proposition based on a strong 'return on investment' case. Over the last two years, the Group has accelerated the introduction of new products and services, which now include Factory and Warehouse Automation, Green IT solutions, as well as, SaaS ('Software as a Service') and Cloud delivery models. The Factory and Warehouse Automation solutions have been very successful, delivering almost £3 million of new sales since their launch in 2010.

The annual growth rate being achieved by the online, ecommerce and catalogue retail sector is in excess of 10% and this growth is expected to continue into the mid-term. The development and expansion of mobile commerce (ecommerce via mobile devices) should provide impetus for additional growth in this rapidly emerging market sector. The optimisation of ecommerce sites is expected to provide the Group with a further development opportunity in this expanding market and it is planned to establish dedicated Mobile Development Centres within the multi-channel retail and manufacturing businesses.

Review of multi-channel retail

Sanderson provides comprehensive IT solutions to businesses operating in the areas of online sales, ecommerce, catalogue sales, wholesale distribution, cash and carry and retail stores.

Revenue was £7.17 million (2011: £7.91 million) and partly reflecting the Group's continued focus on a transition to higher margin 'owned' products and services, the operating profit increased by 23% to £1.11 million compared with the previous year (2011: £0.90 million). Revenue from customers operating in the online sales, ecommerce and catalogue markets grew by 15% to £2.40 million during the year (2011: £2.09 million) and these revenues now account for 33% of the multi-channel retail division (2011: 26%). Nine new customers were gained in the period with an initial order value totalling £1.17 million compared with ten new customers and an order value totalling £1.02 million in the period ending 30 September 2011. New customers included HT & Co (Drinks) Limited, SOS Wholesale, Barrington Sports and the Mascolo Group (Toni & Guy). The multi-channel order book at 30 September 2012 was strong at £1.02 million compared with £0.56 million at 30 September 2011.

Review of manufacturing

The manufacturing business had a strong second half year and achieved full year revenue of £6.20 million (2011: £6.14 million) and operating profit of £800k (2011: £807k) of which £507k was made in the second half. Recurring revenues continue to be strong and account for 59% of divisional revenue (2011: 58%). The gross margin from the recurring revenue stream covers 76% of divisional overheads (2011: 78%).

Businesses in the food and drink, engineering, plastics, aerospace, electronics and print manufacturing sectors represent the main areas of specialisation for Sanderson in manufacturing markets. In a very competitive marketplace, overall order intake during the period was 5% ahead of the previous period ending 30 September 2011 and included a 17% increase in orders from the very active food and drink sector.

Six new customers were gained in the period (2011: four new customers) including Tyzack Machine Knives, Bromford Technologies and Bayview Seafoods. The order book of £870k (2011: £791k) is good and positions the business to produce an improved set of results in the year to 30 September 2013.

Strategy

The Group strategy is to build upon and to further develop the strengthened position within the multi-channel retail and manufacturing markets as a provider of modern and practical software solutions which continue to provide customers with opportunities to gain competitive advantage and to effect cost efficiencies. This should enable Sanderson to achieve growth, build value and to improve shareholder returns. Whilst Sanderson will continue to invest across all of its businesses, particular emphasis and focus will be made on further developing the range and scope of solutions for online sales and ecommerce businesses as well as the development of mobile commerce solutions across all of the Group's target markets. Selective acquisition opportunities are also to be considered to augment organic growth.

Management and staff

The Group employs approximately 150 staff, most of whom have a high level of experience and expertise in the specialist markets which the Group addresses. On behalf of the Board, I would like to thank everyone for their hard work, support, dedication and contribution to the development of the business over the period of recovery and business transition since 2009.

Outlook

The Sanderson Board continues to adopt a cautious approach in the face of continuing uncertain general economic conditions, but the Board does have a good level of confidence that the Group will make further progress in the coming year ending 30 September 2013. The strong balance sheet and improved market position of the Group, together with a good order book should enable Sanderson to achieve its full year targets.

Christopher Winn
Chairman

26 November 2012

Consolidated income statement
for the year ended 30 September 2012

	Note	Total 2012 £000	Total 2011 £000 Restated
Revenue	2	13,374	14,059
Cost of sales		(2,188)	(2,493)
Gross profit	2	11,186	11,566
Technical and development costs		(4,989)	(4,952)
Administrative and establishment expenses		(2,912)	(3,635)
Sales and marketing costs		(1,379)	(1,268)
Results from operating activities		1,906	1,711
Finance income	4	465	437
Finance expenses	5	(679)	(1,451)
Exceptional finance expense	5	(227)	(379)
Movement in fair value of derivative financial instrument		16	55
Profit before taxation		1,481	373
Taxation	6	(185)	115
Profit for the year from continuing operations		1,296	488
Profit on discontinued operation, net of tax	3	1,110	316
Profit for the year attributable to equity holders of the parent		2,406	804
Earnings per share			
From profit attributable to the owners of the parent undertaking during the period			
Basic earnings per share	8	5.5p	1.9p
Diluted earnings per share	8	5.2p	1.7p
From continuing operations			
Basic earnings per share	8	3.0p	1.1p
Diluted earnings per share	8	2.8p	1.0p
From discontinued operations			
Basic earnings per share	8	2.5p	0.8p
Diluted earnings per share	8	2.4p	0.7p

Consolidated statement of comprehensive income
for the year ended 30 September 2012

	2012	2011
	£000	£000
Profit for the year	2,406	804
Other comprehensive income		
Defined benefit pension plan actuarial losses	(740)	(429)
Deferred taxation effect of defined benefit pension plan items	185	116
Other comprehensive income for the year, net of taxation	(555)	(313)
Total comprehensive income attributable to equity holders of the parent	1,851	491

Consolidated statement of financial position

at 30 September 2012

	2012	2011
	£000	£000
Non-current assets		
Property, plant and equipment	372	746
Intangible assets	22,404	32,066
Deferred tax assets	1,567	1,614
	24,343	34,426
Current assets		
Inventories	9	162
Trade and other receivables	3,594	7,124
Other short-term financial assets	131	-
Cash and cash equivalents	4,066	619
	7,800	7,905
Current liabilities		
Bank loans and borrowings	-	(975)
Trade and other payables	(2,872)	(4,922)
Derivative financial instrument	-	(430)
Income tax payable	(9)	(53)
Deferred income	(4,599)	(6,683)
	(7,480)	(13,063)
Net current assets/(liabilities)	320	(5,158)
Total assets less current liabilities	24,663	29,268
Non-current liabilities		
Bank loans and borrowings	-	(6,360)
Pension obligations	(4,512)	(3,994)
Deferred tax liabilities	(121)	(439)
	(4,633)	(10,793)
Net assets	20,030	18,475
Equity attributable to equity holders of the Company		
Share capital	4,352	4,338
Share premium	4,205	4,178
Retained earnings	11,473	9,959
Total equity	20,030	18,475

Consolidated statement of changes in equity

For the year ended 30 September 2012

	Share Capital £000	Share Premium £000	Retained Earnings £000	Total Equity £000
At 1 October 2011	4,338	4,178	9,959	18,475
Shares issued	14	27	(41)	-
Dividend paid	-	-	(413)	(413)
Share-based payment charge - continuing operations	-	-	65	65
Share-based payment charge - discontinued operations	-	-	52	52
Transactions with owners	14	27	(337)	(296)
Profit for the year	-	-	2,406	2,406
Other comprehensive income:				
Actuarial result on employee benefits	-	-	(740)	(740)
Deferred tax on above	-	-	185	185
Total comprehensive income	-	-	1,851	1,851
At 30 September 2012	4,352	4,205	11,473	20,030

For the year ended 30 September 2011

	Share Capital £000	Share Premium £000	Retained Earnings £000	Total Equity £000
At 1 October 2010	4,338	4,178	9,703	18,219
Dividend paid	-	-	(282)	(282)
Share-based payment charge - continuing operations	-	-	23	23
Share-based payment charge - discontinued operation	-	-	24	24
Transactions with owners	-	-	(235)	(235)
Profit for the year	-	-	804	804
Other comprehensive income:				
Actuarial result on employee benefits	-	-	(429)	(429)
Deferred tax on above	-	-	116	116
Total comprehensive income	-	-	491	491
At 30 September 2011	4,338	4,178	9,959	18,475

Consolidated statement of cash flows

for the year ended 30 September 2012

	2012	2011
	£000	Restated £000
Cash flows from operating activities		
Profit for the year after taxation including discontinued operations	2,406	804
<i>Adjustments for:</i>		
Amortisation of intangible assets; continuing operations	176	226
Depreciation; continuing operations	75	54
Share-based payment expense; continuing operations	65	23
Post tax profit on discontinued operations	(1,110)	(316)
Net finance expense	441	1,393
Movement in fair value of derivative financial instrument	(16)	(55)
Income tax charge/(credit)	185	(115)
Operating cash flow before changes in working capital	2,222	2,014
Movement in trade and other receivables	(666)	(67)
Movement in inventories	26	2
Movement in trade and other payables	434	295
Cash generated from continuing operations	2,016	2,244
Discontinued operation - operating cash flow	(356)	1,116
Payments to defined benefit pension scheme	(315)	(305)
Interest paid	(703)	(591)
Income tax received	377	466
Net cash flow from operating activities	1,019	2,930
Cash flow from investing activities		
Purchase of property, plant and equipment	(194)	(93)
Purchase of investment held for resale	(131)	-
Acquisition of trade and assets	(173)	-
Dividend received	2	-
Disposal of discontinued operation, net of cash disposed (note 3)	11,064	-
Discontinued operation - investing cash flows	(140)	(424)
Development expenditure capitalised	(187)	(299)
Net cash flow from investing activities	10,241	(816)
Cash flow from financing activities		
Repayment of bank borrowing	(7,400)	(8,577)
Inception of new bank borrowing	-	7,400
Fees paid in respect of change of banker	-	(275)
Repayment of finance lease principal	-	(9)
Equity dividends paid	(413)	(282)
Net cash flow from financing activities	(7,813)	(1,743)
 Net increase in cash and cash equivalents	 3,447	 371
Cash and cash equivalents at beginning of year	619	248
Cash and cash equivalents at the end of the year	4,066	619

Notes

1. Basis of preparation

The Group financial statements have been prepared in accordance with International Financial Reporting Standards, as adopted by the European Union ('IFRS'). The Company's shares are listed on the Alternative Investment Market of the London Stock Exchange. The principal accounting policies of the Group, which have been applied consistently, are set out in the annual report and financial statements.

2. Segmental reporting

The Group is managed as two separate divisions, providing IT solutions and associated services to the manufacturing and multi-channel retail sectors. Substantially all revenue is generated within the UK. The information provided to the Group's chief operating decision maker (CODM) is analysed between the divisions as set out below. The CODM has been determined to be the executive directors:

	Manufacturing		Multi-Channel		Total	
	2012	2011	2012	2011	2012	2011
	£000	£000	£000	£000	£000	£000
		Restated		Restated		Restated
Revenue - external customers	6,201	6,145	7,173	7,914	13,374	14,059
Cost of sales	(1,019)	(1,120)	(1,169)	(1,373)	(2,188)	(2,493)
Gross profit	5,182	5,025	6,004	6,541	11,186	11,566
Operating profit	800	807	1,106	904	1,906	1,711
Net finance expense					(425)	(1,338)
Taxation					(185)	115
Result on discontinued activity net of tax					1,110	316
Profit attributable to equity holders					2,406	804

Revenue, operating profit and profit before tax shown above have been restated to show continuing operations only. The CODM uses both gross profit and operating profit measures in assessing the performance of the Group's divisions. The Group disposed of its subsidiary undertaking Sanderson RBS Limited on 20 January 2012 (see note 3). Allocation of centrally incurred costs has been restated to reflect the current basis of allocations to continuing operations. The discontinued operation contributed revenue in the period of £3.53m (2011: £12.36m). The operating result of the discontinued operation for the period, stated after amortisation of acquisition related intangibles and shared based payment charges, was a loss of £0.5m (2011: profit of £0.4m).

Analysis of items contained within the Statement of Financial Position

	Manufacturing		Multi-Channel		Total	
	2012	2011	2012	2011	2012	2011
	£000	£000	£000	£000	£000	£000
Property, plant and equipment	222	70	150	676	372	746
Intangible assets	11,693	11,360	10,711	20,706	22,404	32,066
Deferred tax assets	1,197	1,161	197	28	1,394	1,189
Inventory	3	18	6	144	9	162
Cash and cash equivalents	753	207	1,726	934	2,479	1,141
Trade and other receivables	1,478	1,689	2,116	5,435	3,594	7,124
Total assets	15,346	14,505	14,906	27,923	30,252	42,428
Trade and other payables	(1,055)	(1,431)	(1,817)	(3,491)	(2,872)	(4,922)
Deferred income	(2,188)	(2,049)	(2,411)	(4,634)	(4,599)	(6,683)
Pension obligations	(4,512)	(3,994)	-	-	(4,512)	(3,994)
Total liabilities	(7,755)	(7,474)	(4,228)	(8,125)	(11,983)	(15,599)
Allocated net assets	7,591	7,031	10,678	19,798	18,269	26,829
Other unallocated assets and liabilities					1,761	(8,354)
Net assets					20,030	18,475

The Group's assets are held in the United Kingdom. No one customer accounts for more than 10% of the sales of either division. Included within other unallocated assets and liabilities are cash balances totalling £1.59m (2011: overdraft of £0.522m) and deferred tax balances in respect of certain shared operations. Amounts in respect of shared operations cannot be allocated between operating divisions.

3. Discontinued operation

The Group disposed of its subsidiary undertaking Sanderson RBS Limited on 20 January 2012.

	2012	2011
	£000	£000
Consideration and net cash inflow		
Cash received	11,750	-
Cash balance of discontinued operation	(452)	-
Costs relating to disposal	(234)	-
Net cash inflow	11,064	-
Net assets disposed of (other than cash)		
Property, plant and equipment	584	-
Intangible assets	9,734	-
Inventories	125	-
Current and deferred tax	165	-
Trade and other receivables	3,147	-
Trade and other payables	(4,472)	-
	9,283	-
Pre-tax gain on disposal of discontinued operation	1,781	-
Related tax expense	-	-
Post-tax gain on disposal	1,781	-

The post-tax profit on discontinued operations was determined as follows:

	2012	2011
	£000	£000
Revenue	3,527	12,364
Cost of sales	(1,454)	(4,977)
Gross profit	2,073	7,387
Technical and development costs	(1,096)	(3,492)
Sales and marketing costs	(339)	(1,098)
Administrative costs including amortisation	(1,185)	(2,421)
Results from operating activities	(547)	376
Exceptional costs arising on disposal	(645)	-
(Loss)/profit before taxation	(1,192)	376
Tax credit/(expense)	521	(60)
Gain on disposal of discontinued operation, after tax	1,781	-
Profit on discontinued operation, net of tax	1,110	316

4. Finance income

	2012	2011
	£000	£000
Expected return on defined benefit pension scheme assets	463	437
Dividend received	2	-
	465	437

5. Finance expenses

	2012 £000	2011 £000
Interest on bank overdrafts and loans	127	804
Interest on defined benefit pension scheme obligations	552	524
Loan arrangement fees	-	123
	679	1,451

In addition to the amounts disclosed above, the Group incurred an exceptional finance expense in 2012 amounting to £227,000 (2011: £379,000). The expense represents costs incurred in the early repayment of bank borrowings together with the write off of the unamortised portion of arrangement fees in respect of the facilities repaid.

6. Taxation

	2012 £000	2011 Restated £000
Current tax expense		
UK corporation tax for the current year	-	(83)
Overseas corporation tax for the current year	4	18
Relating to prior periods	(23)	42
Total current tax	(19)	(23)
Deferred tax		
Deferred tax for the current year	256	(196)
Relating to prior periods	(171)	11
Relating to change in rate of tax	119	93
Total deferred tax	204	(92)
Taxation charged/(credited) to the income statement	185	(115)

6. Taxation (continued)

Reconciliation of effective tax rate

The current consolidated tax charge for the period is lower (2011: credit lower) than the average standard rate of corporation tax in the UK during the period of 25%. The differences are explained below.

	2012 £000	2011 £000
Profit before taxation - continuing operations	1,481	373
Tax using the average UK Corporation tax rate of 25% (2011: 27%)	370	101
<i>Effects of:</i>		
Expenses not deductible for tax purposes	224	88
Utilisation of losses not previously recognised	(334)	(450)
Under provision in previous years	(194)	53
Change in tax rate	119	93
Total tax in income statement	185	(115)

7. Dividends

	2012 £000	2011 £000
Interim dividend of 0.50p per share (2011: 0.30p)	217	130
Final dividend relating to previous financial year of 0.45p per share (2011: 0.35p)	196	152
Total dividend for the financial year	413	282

A final dividend of 0.70 pence per ordinary share in respect of the financial year ended 30 September 2012 will be proposed at the Annual General Meeting of the company, expected to be held on 28 February 2013. If approved by shareholders, the total final dividend payment will amount to £305,732.

8. Earnings per share

Basic and diluted earnings per share are calculated by dividing the result after tax for the year by the weighted average number of ordinary shares at the end of the year and the diluted weighted average number of ordinary shares at the end of the year respectively. The calculation of the basic and diluted earnings per share is based on the following data:

Earnings:	2012 £000	2011 £000
Result for the year from continuing operations	1,296	488
Profit on discontinued operation	1,110	316
Retained profit attributable to equity holders	2,406	804
Number of shares:	2012 No.	2011 No.
In issue at the start of the year	43,383,946	43,383,946
Effect of shares issued in the year	129,940	-
Weighted average number of shares at year end	43,513,886	43,383,946
Effect of share options	3,021,787	3,536,276
Weighted average number of shares (diluted)	46,535,673	46,920,222
Earnings per share:	2012 (pence)	2011 (pence)
From continuing operations:		
Basic	3.0	1.1
Diluted	2.8	1.0

From discontinued operations:

Basic	2.5	0.8
Diluted	2.4	0.7

Total attributable to equity holders of the parent undertaking:

Basic	5.5	1.9
Diluted	5.2	1.7

9. Annual Report & Accounts

The financial information set out in this preliminary announcement does not constitute statutory accounts as defined in section 434 of the Companies Act 2006.

The Consolidated Income Statement, Consolidated Statement of Financial Position, Consolidated Statement of Comprehensive Income, Consolidated Statement of Changes in Equity and Consolidated Statement of Cash Flows, together with associated notes, have been extracted from the Group's 2012 statutory financial statements upon which the auditors opinion is unqualified and does not include any statement under section 498(2) or (3) of the Companies Act 2006.

The accounts for the year ended 30 September 2012 will be laid before the Company at the Annual General Meeting, expected to be held at the Company's registered office on 28 February 2013. A copy of this preliminary statement will be available to download on the Group's website www.sanderson.com. Copies of the Annual Report and Accounts will be posted to shareholders in due course at which time the Annual Report and Accounts will be made available to download on the Group's website www.sanderson.com in accordance with AIM Rule 26, and will be delivered to the Registrar of Companies in due course.

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Company Sanderson Group PLC
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Headline Final Results
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 Sanderson Group PLC
 27 November 2012

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November 2012

27

SANDERSON GROUP PLC **Preliminary Results for the Year Ended 30 September 2012** **'Improved performance adds value in a year of transition'**

Sanderson Group plc ('Sanderson' or 'the Group'), the software and IT services business specialising in multi-channel retail and manufacturing markets in the UK and Ireland, announces Preliminary Results for the financial year ended 30 September 2012.

Commenting on the results, Chairman, Christopher Winn, said:

"Whilst UK economic conditions have remained challenging, Sanderson has continued to make good progress in what has been a year of transition following the disposal of Sanderson RBS Limited ('Sanderson RBS'). Sanderson received a cash consideration of £11.75 million for Sanderson RBS and the proceeds enabled the Group to repay all of its bank debt.

New products and services have further strengthened the Group's competitive market position and a focus on active and expanding market sectors, such as online sales and ecommerce, has provided improved growth and development prospects. The Group continues to generate cash and after the repayment of all bank debt and the settlement of interest rate hedging arrangements relating to the bank loan, the net cash balance at 30 September 2012 was £4.07 million, which compares with debt of £6.72 million at 30 September 2011, transforming the balance sheet."

Highlights - Financial (comparative figures restated to reflect Sanderson RBS disposal)

- Revenues from continuing operations of £13.37m (2011: £14.06m)
- 12% increase in operating profit from continuing operations, amounting to £1.91m (2011: £1.71m)
- Basic earnings per share of 5.5p (2011: 1.9p)
- Basic earnings per share from continuing operations of 3.0p (2011: 1.1p)
- Net cash at year-end increased to £4.07m (2011: net debt of £6.72m)
- Proposed final dividend per share of 0.7p per share (2011: 0.45p)
- 60% increase in total dividend for year at 1.2p per share (2011: 0.75p)

Highlights - Operational

- Sanderson now debt free following disposal of Sanderson RBS in January
- Good trading momentum and strong order book continued in second-half
- 40% increase in order book in respect of continuing operations at year end to £1.89m (2011: £1.35m)
- Gross margins further improved to 83.6% (2011: 82.3%) reflecting delivery of more proprietary software and other 'owned' services
- Pre-contracted recurring revenues from continuing operations of £7.7m accounted for 57% of total revenues (2011: £7.7m, 55% of total revenues)
- 23% increase in multi-channel retail division operating profit to £1.1m (2011: £0.9m)

- Manufacturing division sustained operating profit performance at £0.8m (2011: £0.8m)

On current trading and prospects, Mr Winn, added:

"The Sanderson Board continues to adopt a cautious approach in the face of continuing uncertain general economic conditions, but the Board does have a good level of confidence that the Group will make further progress in the coming year ending 30 September 2013. The strong balance sheet and improved market position of the Group, together with a good order book should enable Sanderson to achieve its full year targets."

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SANDERSON GROUP PLC

Preliminary Results for the year ended 30 September 2012

Chairman's statement

Introduction

Whilst UK economic conditions have remained challenging, Sanderson (or the 'Group') has continued to make good progress in what has been a year of transition following the disposal of Sanderson RBS Limited ('Sanderson RBS') in January 2012. Following this disposal, the Board has adopted a strategy of investing in the further development of software products and services to enhance the Group's presence in its core markets of multi-channel retail and manufacturing. This organic growth is expected to be incremented by the acquisition of complementary businesses.

New products and services have strengthened the Group's competitive market position and a focus on active and expanding market sectors, such as online sales and ecommerce, has provided improved growth and development prospects.

Sanderson received a cash consideration of £11.75 million following the disposal of Sanderson RBS and the proceeds enabled the Group to repay all of its bank debt, so that at the half year, the Group's cash balances stood at £3.56 million and increased to over £4 million at year end.

Results

The income statement for the year ending 30 September 2012 ('the period') reports the trading results of the Group's continuing operations. The three and a half months' trading contribution from Sanderson RBS is combined with the profit arising on disposal and is reported separately in the income statement as 'profit on discontinued operations'. Comparative figures have been restated accordingly.

The trading results from continuing operations for the period show revenue of £13.37 million (2011: £14.06 million), an improved gross margin of 83.6% (2011: 82.3%) and operating profit rising to £1.91 million (2011: £1.71 million). The order book at 30 September 2012 was £1.89 million, which is 40% higher than at 30 September 2011 (2011: £1.35 million). This provides a solid platform for the current financial year. The Group's profits are usually evenly split between the first and second half year, but with the second half sometimes being slightly stronger. As anticipated, at the interim stage, the strong order book at 31 March and the good trading momentum which has continued through the second half year, have together contributed an additional £1.09 million of revenue and a further £306,000 of profit in the second half compared with the first half year. A more even split of trading between the first and second halves is, however, anticipated in future years.

The Group has continued to generate cash and after the repayment of all bank debt and the settlement of interest rate hedging arrangements relating to the bank loan, the net cash balance at 30 September 2012 was £4.07 million. This compares with debt of £6.72 million at 30 September 2011 prior to the disposal of Sanderson RBS.

Dividend

Subject to shareholders' approval at the Annual General Meeting, which is scheduled to be held on 28 February 2013, the Board is proposing a final dividend of 0.70 pence per ordinary share, making a total of 1.20 pence for the year, which represents a 60% increase compared with the total dividend of 0.75 pence paid in 2011. The final dividend will be paid on 29 March 2013 to shareholders on the register at the close of business on 8 March 2013. The Board intends to continue to pursue a progressive dividend policy based upon the trading and strong cash generation of the Sanderson business.

Business Review

Sanderson provides a wide and comprehensive range of modern software solutions together with associated services to businesses in the multi-channel retail and manufacturing markets. The Group has developed a business model where solutions primarily comprise Sanderson proprietary owned software, integrated with other market leading products and importantly, delivered, supported and serviced by expert Sanderson staff. This model has enabled the Group to continue to deliver a reliable and consistent quality service and has ensured the development of long-term relationships with customers. Partially reflecting the increasing emphasis onto higher margin 'owned' software and services, gross margins improved to 83.6% (2011: 82.3%).

A cornerstone of the Sanderson business model is the provision of software licencing, support and services on a pre-contracted basis providing good visibility of earnings. In the period to 30 September 2012, these pre-contracted recurring revenues represented 57% (£7.66 million) of total revenues. The Group gained 15 new customers during the year (2011: 14 new customers) at an average initial contract value of £99,000 (2011: £95,000). Orders from new customers during the year totalled £1.49 million compared with £1.33 million in 2011.

Sanderson products are designed and developed to offer new and existing customers the opportunity to achieve cost savings and to make business efficiencies utilising the latest technologies. The Group's solutions offer customers a 'value for money' proposition based on a strong 'return on investment' case. Over the last two years, the Group has accelerated the introduction of new products and services, which now include Factory and Warehouse Automation, Green IT solutions, as well as, SaaS ('Software as a Service') and Cloud delivery models. The Factory and Warehouse Automation solutions have been very successful, delivering almost £3 million of new sales since their launch in 2010.

The annual growth rate being achieved by the online, ecommerce and catalogue retail sector is in excess of 10% and this growth is expected to continue into the mid-term. The development and expansion of mobile commerce (ecommerce via mobile devices) should provide impetus for additional growth in this rapidly emerging market sector. The optimisation of ecommerce sites is expected to provide the Group with a further development opportunity in this expanding market and it is planned to establish dedicated Mobile Development Centres within the multi-channel retail and manufacturing businesses.

Review of multi-channel retail

Sanderson provides comprehensive IT solutions to businesses operating in the areas of online sales, ecommerce, catalogue sales, wholesale distribution, cash and carry and retail stores.

Revenue was £7.17 million (2011: £7.91 million) and partly reflecting the Group's continued focus on a transition to higher margin 'owned' products and services, the operating profit increased by 23% to £1.11 million compared with the previous year (2011: £0.90 million). Revenue from customers operating in the online sales, ecommerce and catalogue markets grew by 15% to £2.40 million during the year (2011: £2.09 million) and these revenues now account for 33% of the multi-channel retail division (2011: 26%). Nine new customers were gained in the period with an initial order value totalling £1.17 million compared with ten new customers and an order value totalling £1.02 million in the period ending 30 September 2011. New customers included HT & Co (Drinks) Limited, SOS Wholesale, Barrington Sports and the Mascolo Group (Toni & Guy). The multi-channel order book at 30 September 2012 was strong at £1.02 million compared with £0.56 million at 30 September 2011.

Review of manufacturing

The manufacturing business had a strong second half year and achieved full year revenue of £6.20 million (2011: £6.14 million) and operating profit of £800k (2011: £807k) of which £507k was made in the second half. Recurring revenues continue to be strong and account for 59% of divisional revenue (2011: 58%). The gross margin from the recurring revenue stream covers 76% of divisional overheads (2011: 78%).

Businesses in the food and drink, engineering, plastics, aerospace, electronics and print manufacturing sectors represent the main areas of specialisation for Sanderson in manufacturing markets. In a very competitive marketplace, overall order intake during the period was 5% ahead of the previous period ending 30 September 2011 and included a 17% increase in orders from the very active food and drink sector.

Six new customers were gained in the period (2011: four new customers) including Tyzack Machine Knives, Bromford Technologies and Bayview Seafoods. The order book of £870k (2011: £791k) is good and positions the business to produce an improved set of results in the year to 30 September 2013.

Strategy

The Group strategy is to build upon and to further develop the strengthened position within the multi-channel retail and manufacturing markets as a provider of modern and practical software solutions which continue to provide customers with opportunities to gain competitive advantage and to effect cost efficiencies. This should enable Sanderson to achieve growth, build value and to improve shareholder returns. Whilst Sanderson will continue to invest across all of its businesses, particular emphasis and focus will be made on further developing the range and scope of solutions for online sales and ecommerce businesses as well as the development of mobile commerce solutions across all of the Group's target markets. Selective acquisition opportunities are also to be considered to augment organic growth.

Management and staff

The Group employs approximately 150 staff, most of whom have a high level of experience and expertise in the specialist markets which the Group addresses. On behalf of the Board, I would like to thank everyone for their hard work, support, dedication and contribution to the development of the business over the period of recovery and business transition since 2009.

Outlook

The Sanderson Board continues to adopt a cautious approach in the face of continuing uncertain general economic conditions, but the Board does have a good level of confidence that the Group will make further progress in the coming year ending 30 September 2013. The strong balance sheet and improved market position of the Group, together with a good order book should enable Sanderson to achieve its full year targets.

Christopher Winn
Chairman

26 November 2012

Consolidated income statement
for the year ended 30 September 2012

	Note	Total 2012 £000	Total 2011 £000 Restated
Revenue	2	13,374	14,059
Cost of sales		(2,188)	(2,493)
Gross profit	2	11,186	11,566
Technical and development costs		(4,989)	(4,952)
Administrative and establishment expenses		(2,912)	(3,635)
Sales and marketing costs		(1,379)	(1,268)
Results from operating activities		1,906	1,711
Finance income	4	465	437
Finance expenses	5	(679)	(1,451)
Exceptional finance expense	5	(227)	(379)
Movement in fair value of derivative financial instrument		16	55
Profit before taxation		1,481	373
Taxation	6	(185)	115
Profit for the year from continuing operations		1,296	488
Profit on discontinued operation, net of tax	3	1,110	316
Profit for the year attributable to equity holders of the parent		2,406	804
Earnings per share			
From profit attributable to the owners of the parent undertaking during the period			
Basic earnings per share	8	5.5p	1.9p
Diluted earnings per share	8	5.2p	1.7p
From continuing operations			
Basic earnings per share	8	3.0p	1.1p
Diluted earnings per share	8	2.8p	1.0p
From discontinued operations			
Basic earnings per share	8	2.5p	0.8p
Diluted earnings per share	8	2.4p	0.7p

Consolidated statement of comprehensive income
for the year ended 30 September 2012

	2012	2011
	£000	£000
Profit for the year	2,406	804
Other comprehensive income		
Defined benefit pension plan actuarial losses	(740)	(429)
Deferred taxation effect of defined benefit pension plan items	185	116
Other comprehensive income for the year, net of taxation	(555)	(313)
Total comprehensive income attributable to equity holders of the parent	1,851	491

Consolidated statement of financial position

at 30 September 2012

	2012	2011
	£000	£000
Non-current assets		
Property, plant and equipment	372	746
Intangible assets	22,404	32,066
Deferred tax assets	1,567	1,614
	24,343	34,426
Current assets		
Inventories	9	162
Trade and other receivables	3,594	7,124
Other short-term financial assets	131	-
Cash and cash equivalents	4,066	619
	7,800	7,905
Current liabilities		
Bank loans and borrowings	-	(975)
Trade and other payables	(2,872)	(4,922)
Derivative financial instrument	-	(430)
Income tax payable	(9)	(53)
Deferred income	(4,599)	(6,683)
	(7,480)	(13,063)
Net current assets/(liabilities)	320	(5,158)
Total assets less current liabilities	24,663	29,268
Non-current liabilities		
Bank loans and borrowings	-	(6,360)
Pension obligations	(4,512)	(3,994)
Deferred tax liabilities	(121)	(439)
	(4,633)	(10,793)
Net assets	20,030	18,475
Equity attributable to equity holders of the Company		
Share capital	4,352	4,338
Share premium	4,205	4,178
Retained earnings	11,473	9,959
Total equity	20,030	18,475

Consolidated statement of changes in equity

For the year ended 30 September 2012

	Share Capital £000	Share Premium £000	Retained Earnings £000	Total Equity £000
At 1 October 2011	4,338	4,178	9,959	18,475
Shares issued	14	27	(41)	-
Dividend paid	-	-	(413)	(413)
Share-based payment charge - continuing operations	-	-	65	65
Share-based payment charge - discontinued operations	-	-	52	52
Transactions with owners	14	27	(337)	(296)
Profit for the year	-	-	2,406	2,406
Other comprehensive income:				
Actuarial result on employee benefits	-	-	(740)	(740)
Deferred tax on above	-	-	185	185
Total comprehensive income	-	-	1,851	1,851
At 30 September 2012	4,352	4,205	11,473	20,030

For the year ended 30 September 2011

	Share Capital £000	Share Premium £000	Retained Earnings £000	Total Equity £000
At 1 October 2010	4,338	4,178	9,703	18,219
Dividend paid	-	-	(282)	(282)
Share-based payment charge - continuing operations	-	-	23	23
Share-based payment charge - discontinued operation	-	-	24	24
Transactions with owners	-	-	(235)	(235)
Profit for the year	-	-	804	804
Other comprehensive income:				
Actuarial result on employee benefits	-	-	(429)	(429)
Deferred tax on above	-	-	116	116
Total comprehensive income	-	-	491	491
At 30 September 2011	4,338	4,178	9,959	18,475

Consolidated statement of cash flows

for the year ended 30 September 2012

	2012	2011
	£000	Restated £000
Cash flows from operating activities		
Profit for the year after taxation including discontinued operations	2,406	804
<i>Adjustments for:</i>		
Amortisation of intangible assets; continuing operations	176	226
Depreciation; continuing operations	75	54
Share-based payment expense; continuing operations	65	23
Post tax profit on discontinued operations	(1,110)	(316)
Net finance expense	441	1,393
Movement in fair value of derivative financial instrument	(16)	(55)
Income tax charge/(credit)	185	(115)
Operating cash flow before changes in working capital	2,222	2,014
Movement in trade and other receivables	(666)	(67)
Movement in inventories	26	2
Movement in trade and other payables	434	295
Cash generated from continuing operations	2,016	2,244
Discontinued operation - operating cash flow	(356)	1,116
Payments to defined benefit pension scheme	(315)	(305)
Interest paid	(703)	(591)
Income tax received	377	466
Net cash flow from operating activities	1,019	2,930
Cash flow from investing activities		
Purchase of property, plant and equipment	(194)	(93)
Purchase of investment held for resale	(131)	-
Acquisition of trade and assets	(173)	-
Dividend received	2	-
Disposal of discontinued operation, net of cash disposed (note 3)	11,064	-
Discontinued operation - investing cash flows	(140)	(424)
Development expenditure capitalised	(187)	(299)
Net cash flow from investing activities	10,241	(816)
Cash flow from financing activities		
Repayment of bank borrowing	(7,400)	(8,577)
Inception of new bank borrowing	-	7,400
Fees paid in respect of change of banker	-	(275)
Repayment of finance lease principal	-	(9)
Equity dividends paid	(413)	(282)
Net cash flow from financing activities	(7,813)	(1,743)
 Net increase in cash and cash equivalents	 3,447	 371
Cash and cash equivalents at beginning of year	619	248
Cash and cash equivalents at the end of the year	4,066	619

Notes

1. Basis of preparation

The Group financial statements have been prepared in accordance with International Financial Reporting Standards, as adopted by the European Union ('IFRS'). The Company's shares are listed on the Alternative Investment Market of the London Stock Exchange. The principal accounting policies of the Group, which have been applied consistently, are set out in the annual report and financial statements.

2. Segmental reporting

The Group is managed as two separate divisions, providing IT solutions and associated services to the manufacturing and multi-channel retail sectors. Substantially all revenue is generated within the UK. The information provided to the Group's chief operating decision maker (CODM) is analysed between the divisions as set out below. The CODM has been determined to be the executive directors:

	Manufacturing		Multi-Channel		Total	
	2012	2011	2012	2011	2012	2011
	£000	£000	£000	£000	£000	£000
		Restated		Restated		Restated
Revenue - external customers	6,201	6,145	7,173	7,914	13,374	14,059
Cost of sales	(1,019)	(1,120)	(1,169)	(1,373)	(2,188)	(2,493)
Gross profit	5,182	5,025	6,004	6,541	11,186	11,566
Operating profit	800	807	1,106	904	1,906	1,711
Net finance expense					(425)	(1,338)
Taxation					(185)	115
Result on discontinued activity net of tax					1,110	316
Profit attributable to equity holders					2,406	804

Revenue, operating profit and profit before tax shown above have been restated to show continuing operations only. The CODM uses both gross profit and operating profit measures in assessing the performance of the Group's divisions. The Group disposed of its subsidiary undertaking Sanderson RBS Limited on 20 January 2012 (see note 3). Allocation of centrally incurred costs has been restated to reflect the current basis of allocations to continuing operations. The discontinued operation contributed revenue in the period of £3.53m (2011: £12.36m). The operating result of the discontinued operation for the period, stated after amortisation of acquisition related intangibles and shared based payment charges, was a loss of £0.5m (2011: profit of £0.4m).

Analysis of items contained within the Statement of Financial Position

	Manufacturing		Multi-Channel		Total	
	2012	2011	2012	2011	2012	2011
	£000	£000	£000	£000	£000	£000
Property, plant and equipment	222	70	150	676	372	746
Intangible assets	11,693	11,360	10,711	20,706	22,404	32,066
Deferred tax assets	1,197	1,161	197	28	1,394	1,189
Inventory	3	18	6	144	9	162
Cash and cash equivalents	753	207	1,726	934	2,479	1,141
Trade and other receivables	1,478	1,689	2,116	5,435	3,594	7,124
Total assets	15,346	14,505	14,906	27,923	30,252	42,428
Trade and other payables	(1,055)	(1,431)	(1,817)	(3,491)	(2,872)	(4,922)
Deferred income	(2,188)	(2,049)	(2,411)	(4,634)	(4,599)	(6,683)
Pension obligations	(4,512)	(3,994)	-	-	(4,512)	(3,994)
Total liabilities	(7,755)	(7,474)	(4,228)	(8,125)	(11,983)	(15,599)
Allocated net assets	7,591	7,031	10,678	19,798	18,269	26,829
Other unallocated assets and liabilities					1,761	(8,354)
Net assets					20,030	18,475

The Group's assets are held in the United Kingdom. No one customer accounts for more than 10% of the sales of either division. Included within other unallocated assets and liabilities are cash balances totalling £1.59m (2011: overdraft of £0.522m) and deferred tax balances in respect of certain shared operations. Amounts in respect of shared operations cannot be allocated between operating divisions.

3. Discontinued operation

The Group disposed of its subsidiary undertaking Sanderson RBS Limited on 20 January 2012.

	2012	2011
	£000	£000
Consideration and net cash inflow		
Cash received	11,750	-
Cash balance of discontinued operation	(452)	-
Costs relating to disposal	(234)	-
Net cash inflow	11,064	-
Net assets disposed of (other than cash)		
Property, plant and equipment	584	-
Intangible assets	9,734	-
Inventories	125	-
Current and deferred tax	165	-
Trade and other receivables	3,147	-
Trade and other payables	(4,472)	-
	9,283	-
Pre-tax gain on disposal of discontinued operation	1,781	-
Related tax expense	-	-
Post-tax gain on disposal	1,781	-

The post-tax profit on discontinued operations was determined as follows:

	2012	2011
	£000	£000
Revenue	3,527	12,364
Cost of sales	(1,454)	(4,977)
Gross profit	2,073	7,387
Technical and development costs	(1,096)	(3,492)
Sales and marketing costs	(339)	(1,098)
Administrative costs including amortisation	(1,185)	(2,421)
Results from operating activities	(547)	376
Exceptional costs arising on disposal	(645)	-
(Loss)/profit before taxation	(1,192)	376
Tax credit/(expense)	521	(60)
Gain on disposal of discontinued operation, after tax	1,781	-
Profit on discontinued operation, net of tax	1,110	316

4. Finance income

	2012	2011
	£000	£000
Expected return on defined benefit pension scheme assets	463	437
Dividend received	2	-
	465	437

5. Finance expenses

	2012 £000	2011 £000
Interest on bank overdrafts and loans	127	804
Interest on defined benefit pension scheme obligations	552	524
Loan arrangement fees	-	123
	679	1,451

In addition to the amounts disclosed above, the Group incurred an exceptional finance expense in 2012 amounting to £227,000 (2011: £379,000). The expense represents costs incurred in the early repayment of bank borrowings together with the write off of the unamortised portion of arrangement fees in respect of the facilities repaid.

6. Taxation

	2012 £000	2011 Restated £000
Current tax expense		
UK corporation tax for the current year	-	(83)
Overseas corporation tax for the current year	4	18
Relating to prior periods	(23)	42
Total current tax	(19)	(23)
Deferred tax		
Deferred tax for the current year	256	(196)
Relating to prior periods	(171)	11
Relating to change in rate of tax	119	93
Total deferred tax	204	(92)
Taxation charged/(credited) to the income statement	185	(115)

6. Taxation (continued)

Reconciliation of effective tax rate

The current consolidated tax charge for the period is lower (2011: credit lower) than the average standard rate of corporation tax in the UK during the period of 25%. The differences are explained below.

	2012 £000	2011 £000
Profit before taxation - continuing operations	1,481	373
Tax using the average UK Corporation tax rate of 25% (2011: 27%)	370	101
<i>Effects of:</i>		
Expenses not deductible for tax purposes	224	88
Utilisation of losses not previously recognised	(334)	(450)
Under provision in previous years	(194)	53
Change in tax rate	119	93
Total tax in income statement	185	(115)

7. Dividends

	2012 £000	2011 £000
Interim dividend of 0.50p per share (2011: 0.30p)	217	130
Final dividend relating to previous financial year of 0.45p per share (2011: 0.35p)	196	152
Total dividend for the financial year	413	282

A final dividend of 0.70 pence per ordinary share in respect of the financial year ended 30 September 2012 will be proposed at the Annual General Meeting of the company, expected to be held on 28 February 2013. If approved by shareholders, the total final dividend payment will amount to £305,732.

8. Earnings per share

Basic and diluted earnings per share are calculated by dividing the result after tax for the year by the weighted average number of ordinary shares at the end of the year and the diluted weighted average number of ordinary shares at the end of the year respectively. The calculation of the basic and diluted earnings per share is based on the following data:

Earnings:	2012 £000	2011 £000
Result for the year from continuing operations	1,296	488
Profit on discontinued operation	1,110	316
Retained profit attributable to equity holders	2,406	804
Number of shares:	2012 No.	2011 No.
In issue at the start of the year	43,383,946	43,383,946
Effect of shares issued in the year	129,940	-
Weighted average number of shares at year end	43,513,886	43,383,946
Effect of share options	3,021,787	3,536,276
Weighted average number of shares (diluted)	46,535,673	46,920,222
Earnings per share:	2012 (pence)	2011 (pence)
From continuing operations:		
Basic	3.0	1.1
Diluted	2.8	1.0

From discontinued operations:

Basic	2.5	0.8
Diluted	2.4	0.7

Total attributable to equity holders of the parent undertaking:

Basic	5.5	1.9
Diluted	5.2	1.7

9. Annual Report & Accounts

The financial information set out in this preliminary announcement does not constitute statutory accounts as defined in section 434 of the Companies Act 2006.

The Consolidated Income Statement, Consolidated Statement of Financial Position, Consolidated Statement of Comprehensive Income, Consolidated Statement of Changes in Equity and Consolidated Statement of Cash Flows, together with associated notes, have been extracted from the Group's 2012 statutory financial statements upon which the auditors opinion is unqualified and does not include any statement under section 498(2) or (3) of the Companies Act 2006.

The accounts for the year ended 30 September 2012 will be laid before the Company at the Annual General Meeting, expected to be held at the Company's registered office on 28 February 2013. A copy of this preliminary statement will be available to download on the Group's website www.sanderson.com. Copies of the Annual Report and Accounts will be posted to shareholders in due course at which time the Annual Report and Accounts will be made available to download on the Group's website www.sanderson.com in accordance with AIM Rule 26, and will be delivered to the Registrar of Companies in due course.

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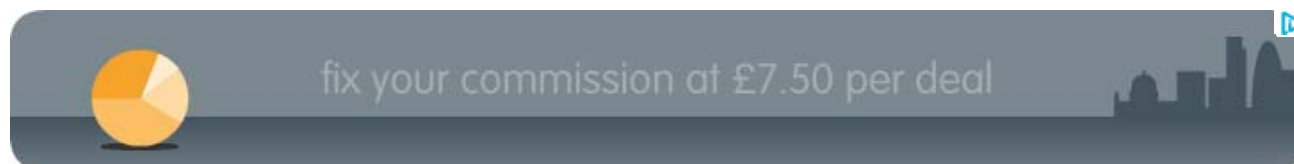
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Company Sanderson Group PLC
TIDM SND
Headline Total Voting Rights
Released 07:00 31-Oct-2012
Number 8923P07



RNS Number : 8923P
Sanderson Group PLC
31 October 2012

31 October 2012

Sanderson Group plc (the "Company")

Total Voting Rights

In accordance with the Financial Services Authority's Disclosure and Transparency Rules, the total number of ordinary shares of 10p each in the capital of the Company in issue as at the date of this notice is 43,675,946 with each share carrying the right to one vote.

The above figure of 43,675,946 may be used by shareholders as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in the Company, under the Disclosure and Transparency Rules.

Enquiries

Sanderson Group plc 0333 123 1400
Christopher Winn, Chairman
Adrian Frost, Finance Director

Charles Stanley Securities 020 7149 6000
Nominated Advisor
Mark Taylor

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Company Sanderson Group PLC
TIDM SND
Headline Pre-Close Trading Update
Released 07:00 23-Oct-2012
Number 2687P07



RNS Number : 2687P
 Sanderson Group PLC
 23 October 2012

For Immediate Release
October 2012

23

SANDERSON GROUP PLC

Pre-close Trading Update

"Strong Trading Momentum Maintained"

Sanderson Group plc ('Sanderson' or 'The Group'), the software and IT services business specialising in multi-channel retail and manufacturing markets in the UK and Ireland, announces the following trading update ahead of the announcement of its preliminary results for the year ended 30th September 2012, due to be released on Tuesday, 27th November 2012.

Following the sale of Sanderson RBS in January 2012 for a cash consideration of £11.7million, the Group has concentrated on developing and further growing its businesses both in the expanding multi-channel retail and ecommerce markets, as well as, in selected manufacturing markets. Investment has focused upon developing new products and services, such as warehouse automation and increasingly, mobile applications, as well as upon strengthening the Group's sales and marketing capabilities. This investment strategy has contributed to an improved competitive market position resulting in an increase of over ten per cent in the Group's overall sales order intake for the financial year. The multi-channel business, with its online sales and ecommerce offerings, has achieved an increase in sales order intake of over 15% during the year.

The trading results for the year ended 30th September 2012, are slightly ahead of market forecasts and the Group's cash balance as at 30th September 2012 has further improved to £4million.

Notwithstanding the uncertain outlook for the general economy, the strong order book provides improved future visibility and gives the Board a good level of confidence that Sanderson will make further positive progress during the year ending 30th September 2013.

Ends

Sanderson Group plc	0333 123 1400
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Charles Stanley Securities - Nominated Advisor and Broker	020 7149 6000
Mark Taylor/Jonathan Dighé	
Winningtons Financial Paul Vann	0117 985 8989 or 07768 807631

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Company Sanderson Group PLC
TIDM SND
Headline Exercise of Options
Released 14:47 16-Oct-2012
Number 8246014



RNS Number : 82460
 Sanderson Group PLC
 16 October 2012

SANDERSON GROUP PLC

Exercise of Options

Sanderson Group plc ('Sanderson' or the 'Group'), the software and IT services business specialising in multi-channel retail and manufacturing markets in the UK and Ireland, announces that 150,000 ordinary shares ('New Ordinary Shares') have been issued to a former employee as a result of the exercise of options under the Company's Unapproved Share Option Scheme at an exercise price of 9.5 pence per ordinary share. Application has been made for the new shares to be admitted to AIM and admission is expected to take place on 22 October 2012.

The New Ordinary Shares will rank pari passu with the existing Sanderson ordinary shares. Following allotment of the New Ordinary Shares, Sanderson will have in issue 43,675,946 ordinary shares. This figure may be used by shareholders as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in, the share capital of Sanderson under the Disclosure and Transparency Rules.

Sanderson Group plc 0333 123 1400
 Christopher Winn, Chairman
 Adrian Frost, Finance Director

Charles Stanley Securities 020 7149 6000
 Nominated Advisor
 Mark Taylor

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