



Annual Report and Financial Statements 2002

LOOKERS PUBLIC
LIMITED COMPANY
111876



Lookers plc is one of the UK's largest motor retailers. The Group's head office is situated in Manchester and holds the franchises for most leading manufacturer marques. Lookers are represented throughout England, in Northern Ireland by the Charles Hurst Group, a major trading subsidiary, and also in Scotland following the recent acquisition of J.N. Holdings Limited, trading as Taggarts.

Turnover	£790.0m
Operating profit	£15.1m
Profit before tax	£11.8m
Earnings per share	22.6p
Dividends per share	10.0p

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financial calendar

Announcement of results for the full year	20th March 2003
Annual General Meeting	8th May 2003

Registered Office: 776 Chester Road, Stretford,
Manchester, M32 0QH

www.lookers.co.uk

Registered Number 111876

INTRODUCTION

Lookers achieved an outstanding set of results in 2002 whilst continuing with the successful strategic development of the business. Turnover was up 10% to a record £790.0 million (2001: £717.9 million) and profit before taxation up 18% to a record £11.8 million (2001: £10.1 million). This was achieved despite bearing costs of £800,000 in reorganising our business and absorbing a £1 million increase in pension costs. EPS was up 20% to 22.6 pence (2001: 18.9 pence). The total number of cars sold increased to a record 82,000.

The excellent progress during the year reflects the strength of our operations following the investment in recent years in our 'Customers for Life' initiatives and the strategic development of our relationships with our manufacturing partners.

During 2002 we acquired the rights to be the sole authorised distributors for Vauxhall in Birmingham and Liverpool. With existing rights in Chester and the Wirral, we are now one of the largest Vauxhall retailers in the UK.

The Group's strong existing franchise portfolio was further enhanced at the end of 2002, with the acquisition of the Volvo franchise for central and south Essex and in early 2003 with the purchase of Jackson and Edwards Ltd, the Renault franchise for south Manchester and central Cheshire.

In addition, in February 2003, we acquired Taggarts of Glasgow which takes Lookers into Scotland for the first time. This acquisition also confirms the Group's position as the largest retailer of Jaguar and Land Rover in Premier Automotive Group's northern region.

Our strategy remains to acquire good quality privately owned businesses which offer us the best prospective returns on our investment.

DIVIDEND

Reflecting management's ongoing confidence in the outlook of the Group, the Board is pleased to declare a 7% increase in the final dividend, from 6.5 pence to 7.0 pence. This will be paid on 30th May 2003 to shareholders on the register on 16th May 2003. With the interim dividend of 3.0 pence paid on 29th November 2002 this brings the total dividend for the year to 10.0 pence (2001: 9.35 pence).

OUTLOOK

Trading in the first quarter has been encouraging. We are particularly pleased by the performance of the businesses acquired in the year to date and by the volume of sales achieved so far in March – a key trading month involving a registration plate change.

Much has been made of the expected reduction in the new car

market in 2003. Industry forecasts all suggest a market in excess of 2.3 million units which is still a significant volume and would represent one of the best years on record. The continued growth in our used retail and aftersales operations will help to offset any reduction from new car sales. In addition, 2003 will immediately see the benefits of reorganisation which took place in the prior year.

Last year was the highest new market ever recorded and, thanks to the very hard work and efforts of my co-directors, management and staff, the Group has also had a record year. The results are a tribute to all concerned.

Overall, the Board believes Lookers is very well placed to make excellent progress in the current year.



Fred Maguire

Chairman - Lookers plc
28th March 2003

INTRODUCTION

The Group continued to make excellent progress during the year and delivered another record financial performance. This success reflects our longstanding commitment to providing outstanding customer care, tight management controls and the strategic development of our partnerships with successful manufacturers.

We currently represent 22 manufacturers which are equally split between prestige and volume franchises from 86 outlets in England, Northern Ireland and Scotland – which we consider to be a very well balanced portfolio.

During the year, we took the opportunity to rationalise the business to focus on a franchise, rather than regional, structure for our management team. This structure allows us to further benefit from economies of scale and to achieve a greater depth of understanding and focus on individual franchise partnerships. In addition, we began the process of reorganising the Company's capital structure by redeeming the Preference Shares and this was completed just after the year end. The costs of all of the above were in excess of £800,000, but I am confident that we will reap the benefits of this in full in the current year.

The principal activity of the Group is the sale and servicing of motor vehicles. Across the whole Group, sales of vehicles accounted for

54% of gross profit, and aftersales for 46%. Whilst the ratios have not changed, we have seen improvements in all areas of our business.

Charles Hurst, our subsidiary in Northern Ireland, had another record year and was a strong contributor to Group profits and operating cash flow. Charles Hurst is still, by far, the market leader in Northern Ireland.

TRADING AND REGULATORY ENVIRONMENT

The 2002 market for both new and used cars in the UK was sustained due to robust consumer confidence and the low cost of finance. The overall level of new car registrations increased by 4.3% year on year although the picture is mixed dependent upon the franchises concerned. There is much debate about economic uncertainty. However we still expect 2003 to be the third highest market on record for car sales. Our manufacturer partners have exciting new models coming on stream and offer consumers low financing costs which, combined with our emphasis on delivering high quality service to our customers through our 'Customers for Life' initiatives, enable us to be confident that Lookers is well placed to make progress in this more challenging trading environment.

The revised Block Exemption regulations, currently being implemented in the industry, will favour larger dealer groups such as ourselves and significant opportunities are arising as our manufacturer partners restructure their franchise networks ahead of

the implementation of the new regulations in October 2003.

OPERATING REVIEW

Trading

Our operating priorities continue to be investment in our 'Customers for Life' programmes and strategic franchise extension with our preferred manufacturing partners. The management structure put in place during 2002, with young and dynamic Franchise Directors responsible for a franchise brand on a national level, is ensuring that newly acquired businesses are quickly integrated and is increasing returns across the business.

Delivering outstanding quality service to our customers lies at the heart of our business. We have continued to invest in our Customer Management Centre in Liverpool, allowing us to reinforce our customer relationship management programmes. Understanding our customers' needs affords us the opportunity to maximise our profit opportunity, particularly in aftersales which will continue to grow following the record levels of new car sales.

Further development of our sub-prime finance arm Look4Car Credit.com, whereby we source cars to match the payment patterns of this segment of our customer base, has also allowed us to offer our customers more choice to finance their purchases and to drive sales. Our track record of long-term investment continues to deliver growth in the profitability of our aftersales business. In all areas of

aftersales – service, parts and bodyshop we have increased the contribution to profitability.

Our performance continues to be recognised in national awards. In the prestigious 2002 Motor Trader Awards, we were delighted to win the 'Excellence in Customer Care' award and be highly commended in the Dealer Group category.

During the year we continued to invest in the quality of our facilities to achieve good organic growth. In Northern Ireland, we have completed many of the projects to upgrade and extend our facilities. We have already built one of the first combined Renault and Nissan facilities on the Boucher Road, Belfast site. The new Lexus stand-alone facility was completed in the first half and since it has been operating on this basis it has performed extremely well. The new 15,000 sq ft Peugeot facility has also been completed and this is now located on our Boucher Road complex.

These improvements will maintain Boucher Road, Belfast's status as one of the largest and most impressive multi-franchise sites in Europe, delivering excellence to our customers whilst maximising performance, efficiency and ultimately, profitability.

The refurbishment of the Vauxhall site in Selly Oak Birmingham has been completed. In April 2003 we will have completed our new Vauxhall

site in Chester to cover the whole of Chester and will relocate from our existing premises. The refurbishment of the adjacent Renault site acquired last year will be completed shortly after this.

We have been operating five motorcycle franchises from single premises on our main Boucher Road complex for many years. The contribution from this business during that time has been good and 2002 was no exception. On 1st April we will be relocating our BMW franchise to a stand alone facility.

We operate a successful cash-generative tyre division in Northern Ireland, with a high return on capital employed, which again, contributed strongly to profits this year.

We have continued to rationalise and streamline our agricultural business – Platts Harris Group Limited. The results for this business, whilst disappointing, are not material to the Group but its future is being very carefully and continually reviewed.

ACQUISITIONS AND FRANCHISE DEVELOPMENT

Vauxhall - Over the course of 2002 we acquired four Vauxhall dealerships in the Birmingham area. We are now the sole distributor of new Vauxhall cars in the highly important Birmingham territory. These businesses were previously held by three competitors and we have therefore spent much of 2002 rationalising and re-focusing

them to operate as a market territory. We expect to see the benefits of this begin to flow through in 2003.

In addition, we have identified a prominent site to relocate two of the existing Vauxhall premises onto a more strategic location in Star City, one of the largest leisure and entertainment complexes in Europe. By combining two outlets on one site, we will be creating a brand centre for Vauxhall in Birmingham in a key strategic location, whilst also reducing costs. We expect this facility to be available for operation during the early part of 2004.

During 2002 we also expanded our relationship with Vauxhall by acquiring a dealership in Speke, Liverpool. We are now the sole distributor of new Vauxhall cars in the market area of Liverpool and St Helens. This dealership, which is located close to Speke International Airport, naturally sits alongside our existing Vauxhall outlets and confirms our dominant position in this important market territory. A rationalisation of management at the Speke dealership has resulted in immediate returns to the Group.

Volvo - [Premier Automotive Group] - Towards the end of 2002 we expanded our relationship with the Premier Automotive Group by acquiring two Volvo dealerships in Chelmsford and Brentwood, Essex. We have now relocated the Brentwood dealership onto one site in Hadleigh alongside our existing Land Rover operations.

These transactions took place at the very end of the year and it will take the first six months of 2003 to rationalise these businesses and have them operating effectively, adding to Group profitability.

Honda - At the very start of 2002 we opened a new Honda dealership in Southport, Merseyside increasing our Honda representation to five outlets and creating a market area with our existing premises in Liverpool. The Chatsworth Honda business, acquired in 2001, is making a significant contribution.

Renault - Since the year end we have added two more Renault dealerships in Cheshire/South Manchester. These acquisitions consolidate our position as one of the largest retailers of Renault cars in the United Kingdom. In the north west, we now operate a market area covering the market territories of Stockport, Macclesfield, Altrincham, Northwich and Chester. We expect these businesses to be immediately profit enhancing for the Group.

J. N. Holdings Limited acquisition - In early February 2003 we acquired the entire share capital of J. N. Holdings Limited, trading as Taggarts in Scotland. This acquisition gives us the Jaguar franchise for the whole of Glasgow, as well as a Jaguar dealership in Motherwell, together with Land Rover, MG Rover, Mazda, Unipart and Bodyshop operations. Our entry into Scotland through this acquisition is an important strategic

development for the Group. We have retained the existing senior management of this business in order to ensure an effective handover and the early results from this business are encouraging.

Volkswagen - Recently we were awarded the combined market territory for Blackburn and Burnley with Volkswagen. We currently operate a Volkswagen dealership for the Burnley territory, but this additional dealership in Blackburn expands the territory threefold in an area where Lookers have been present for a considerable amount of time. Our experience of this market area and our strong existing relationship with Volkswagen, will benefit us as we begin to operate in Blackburn from the second quarter.

OUTLOOK

A large part of 2002 was spent on changing the Group structure to a brand specific management approach. We have taken the opportunity to remove unnecessary cost. We have reviewed the financial structure of the business and taken positive action. We have also reviewed our acquisition opportunities carefully, and invested where we believe we can achieve acceptable returns. We will continue this strategy of targeting high quality businesses that fit with our expansion plans in terms of manufacturer and location.

There are exciting new products to come in 2003 in both our

prestige and volume marques - the Jaguar XJ series, the Bentley Continental GT and the Volvo XC90, for all of which we have a large number of advance orders. Vauxhall will be introducing the new Meriva and Signum and Renault will be launching the Scénic and Cabriolet derivations of the very popular and recently introduced new Mégane.

All these factors lead me to be very optimistic about the Group's progress in the year ahead.



Ken Surgenor
Chief Executive - Lookers plc
28th March 2003

GROUP RESULTS

Turnover of £790 million represents an increase of 10% over the previous year of which £58 million is accounted for by new businesses acquired during the year. The acquisitions took place throughout the year and include four Vauxhall dealerships comprising the Birmingham market area, the Vauxhall dealership in Speke to complete the Liverpool/St. Helens market area and the Volvo dealerships in Essex to ultimately locate alongside our Land Rover dealerships in Chelmsford and Hadleigh.

Acquisitions contributed £309,000 to operating profit. In the case of Birmingham, four businesses were acquired from three previous owners from March 2002 through to August 2002. By the end of 2002, the business had been rationalised to operate as a market area. We expect to see the benefits of this impacting the 2003 results, and still further in 2004 when we relocate from two of the existing sites into one "Brand Centre" on the highly visible Star City Retail Park adjacent to the M6. The new businesses acquired early in 2003 are already contributing to the operating profitability of the Group.

Gross margins have increased slightly from 12.1% to 12.5%, which has resulted partly from the mix of business that we do and partly from the fact that we have avoided low margin business. This combined with the tight control of operating costs has provided the platform for an 8% increase in operating profit.

Interest Charges - The Group's interest cost reduced from £3.9 million to £3.3 million as a result of lower interest costs and lower overall borrowings. Interest cover has increased to 4.6 times from 3.6 times last year.

We have taken advantage of the prevailing market rates and used the opportunity to hedge a larger proportion of our medium term facilities in order to protect the Group's position in the event of rising interest rates but allowing participation in reducing interest rates. We believe that we now have the right balance between hedged and unhedged facilities.

Taxation - The tax charge for the year of £3 million represents an effective rate of 25.4% and it is expected that this rate will be maintained next year because of the continued anticipated level of property transactions.

Dividends - Ordinary dividends paid and proposed for the year amounted to £3.4 million compared to £3.2 million in 2001. In addition, £1.1 million of preference share dividends were paid which, following the redemption of the preference shares in January 2003, will not recur. Dividend cover has increased slightly over the previous year.

During the year we took the opportunity of buying £702,000 of preference shares in the market and on 2nd January 2003 we

redeemed the remainder of the preference shares at par, totalling circa £13.9 million. A pro-forma profit and loss account and balance sheet is disclosed in the financial statements, which explains the impact of this had we redeemed the whole of the preference shares on 1st January 2002. As a result of this financial reorganisation, on a pro forma basis, the profit retained by the Group would have increased by over £600,000 and the earnings per share would have increased by 8%. A hedging facility has been put in place for the loan to repay the preference share capital such that regardless of interest rate movements this financial restructuring will always be earnings enhancing.

CASH FLOW AND CAPITAL EXPENDITURE

During the last two years, we have focused management's attention to ensure we operate very stringent controls over our working capital – a policy we consider to be essential, especially given the on-going level of capital investment in new acquisitions and relocating/refurbishing our existing properties. We have also reduced the Group's small portfolio of surplus properties during the course of 2002, and we will continue to do so throughout 2003.

These factors enable us to take full advantage of opportunistic purchases of large volumes of vehicles on more competitive terms from manufacturers. A significant quantity of such vehicles were acquired just prior to the year-end, which will benefit 2003.

Despite this expenditure, we still generated £21.5 million of operating cashflow. This cash generation has provided us with a strong financial platform and enabled us to reduce gearing to 39% at the year end compared with 56% last year.

SHAREHOLDERS FUNDS AND FINANCING

Shareholders funds have increased by £4 million to £77 million, an increase of 5%. Net of new facilities, we have repaid £10 million of loans and reduced total borrowings by £12 million.

The Group has an appropriate mix of short and medium term facilities and maintains good relationships with all its providers of finance. The strong operational cash flow achieved in 2001 and 2002 has meant that the Group had unutilised facilities in excess of £32 million at 31st December 2002.

After accounting for the final dividend, the retained profit for the year in excess of £4.25 million was added to reserves. We anticipate a future level of profit retention that will support the continued strong financial position of your Company, providing the ability to finance suitable acquisitions as and when they arise.



David Dyson
Financial Director - Lookers plc
28th March 2003

Executive Directors

F. S. Maguire
CHAIRMAN

Aged 61. Joined Charles Hurst in 1986 as Managing Director of Hurst Fuels having previously been involved in the oil and motor industries for 20 years. Appointed Chief Executive of Charles Hurst in 1989 and appointed to the Board of Lookers plc in May 1996 becoming Chief Executive in April 1997, and Chairman in January 2001.

H. K. Surgenor
CHIEF EXECUTIVE

Aged 58. Commenced as a Director with Charles Hurst in 1986. Deputy Managing Director of the Charles Hurst Group in 1995, and appointed Managing Director in November 1996. Appointed to the Board in 1998 becoming Group Managing Director in January 2001 and appointed as Chief Executive in January 2002.

D. V. Dyson
FINANCIAL DIRECTOR

Aged 44. Joined the Group in 1992 as Group Financial Controller after 12 years with Deloitte and Touche, Manchester. Promoted to Finance Director of Mainland Motor Division in 2002. He is a fellow of the Institute of Chartered Accountants and was awarded a BSc in Accountancy and Economics before commencing his articles with Touche Ross.

D. J. Blakeman
COMPANY SECRETARY

Aged 52. Solicitor. Joined the Group in 1984 and appointed a Director in 1989. In addition to his duties as Company Secretary he has responsibility for Group property and human resources.

B. Schumacker
OPERATIONS DIRECTOR

Aged 54. Originally joined the Group in 1982. Re-joined the Group in 1990, becoming a Regional Director in 1995. Appointed a Director in July 2000. He has Group responsibility for Audi, Honda, Saab, Seat, Vauxhall, Volkswagen, group bodyshops, Unipart and Internet and sub-prime operations.

A. C. Bruce
OPERATIONS DIRECTOR

Aged 37. Joined the Group in 2000. He was formerly UK Sales Director for Land Rover, and has Group responsibility for Chrysler Jeep, Citroën, Lexus, MG Rover, Nissan, PAC, Peugeot, Renault, Toyota and Specialist Cars.

Non-Executive Directors

G. J. Morris

Aged 53. Appointed in 1999. Commenced with British Leyland in 1972 becoming Managing Director of Rover Europe in 1992. Appointed to the Board of Audi AG in 1995 and in 1997 became Chief Executive of Rolls Royce and Bentley.

D. Mace

Aged 48. Currently a Director of GW Pharmaceuticals plc. In 1987 he led a Management buy-out of Sea Life Centre (Holdings) Ltd from Norsk Hydro through to subsequent merger and flotation in 1992 as Vardon plc where he held the position of Director from 1992 to 1996.

N. Clyne

Aged 42. Over 18 years industry experience gained primarily in sales and sales management including a variety of roles within Woodchester Finance and Lloyds UDT. Currently Managing Director of GE Capital Woodchester.

DIRECTORS' REPORT

for the year ended 31st December 2002

The Directors have pleasure in submitting their report and the audited financial statements for the year ended 31st December 2002.

1. ACTIVITIES

The main activities of the Group are the sale, hire and maintenance of motor vehicles, agricultural machinery and motorcycles, including the sale of tyres, oil, parts and accessories.

2. REVIEW OF DEVELOPMENTS

The full results for the year are set out on page 23.

A review of the Group's activities and future developments are set out in the statements of the Chairman, Chief Executive and Financial Director.

3. DIVIDENDS

(a) Ordinary Shares of 25p each.

An interim dividend of 3.0p per share (2001 - 2.85p per share) was paid on 29th November 2002 and subject to shareholders' approval, a final dividend of 7.0p per share (2001 - 6.5p per share) is to be paid on 30th May 2003.

(b) 8% Cumulative Redeemable Preference Shares of £1 each (Preference Shares).

The instalments on the Preference Dividends of 4.0p per share (2001 4.0p per share), were paid on 28th March 2002 and 30th September 2002.

Following the decision by the Board to redeem the whole of the issued Preference Share Capital on 2nd January 2003, a final Preference dividend of 2.06p per share for the period 1st October 2002 to 2nd January 2003 has been paid to those Preference Shareholders presenting their Preference Shares for redemption.

4. DIRECTORS

The following were Directors of the Company at the end of the financial year. Their interests in the share capital of the Company were as follows:

	Ordinary Shares of 25p each		Preference Shares of £1 each		Ordinary Share Options		Option price range	Dates Exercisable
	31.12.02	31.12.01	31.12.02	31.12.01	Outstanding at 1.1.02	Exercised during year	Outstanding at 31.12.02	
F. S. Maguire	109,515	20,715	-	-	336,125	88,800	247,325	104.0p to 146.5p July 1999 to Sept 2008
H. K. Surgenor	110,000	20,000	-	-	119,917	90,000	29,917	124.0p Sept 2004 to Sept 2008
D. V. Dyson	1,500	1,500*	-	-	9,239*	-	9,239	124.0p Sept 2004 to Sept 2011
D. J. Blakeman	50,000	50,000	1,333	1,333	123,492	-	123,492	82.5p to 124.0p July 2001 to Sept 2008
B. Schumacker	44,876	9,876	-	-	50,545	35,000	15,545	124.0p Sept 2004 to Sept 2008
A. C. Bruce	-	-*	-	-	12,466*	-	12,466	124.0p Sept 2004 to Sept 2011
G. J. Morris	17,090	17,090	-	-	-	-	-	-
D. Mace	-	-	-	-	-	-	-	-
N. Clyne	-	-	-	-	-	-	-	-

* At date of Appointment
All holdings are beneficial.

There was no change in the interests of the Directors in shares or share options of the Company between 31st December 2002 and 11th March 2003.

The mid-market price of the Ordinary Shares at 31st December 2002 was 154.5p, and the range during the year was 115.5p to 227.0p.

All Directors retire by rotation and Mr. F. S. Maguire retires and, being eligible, offers himself for re-election.

Mr. A. Bruce and Mr. D.V. Dyson were appointed as Executive Directors on 9th May 2002 and 19th September 2002 respectively. Mr. D.C. Mace and Mr. N.C. Clyne were appointed as Non-Executive Directors on 9th May 2002 and 19th July 2002 respectively.

In accordance with the Articles of Association, Messrs. Maguire, Bruce, Dyson, Mace and Clyne will retire at the Annual General Meeting and, being eligible, offer themselves for re-election. Mr. Maguire has a service contract expiring after two year's notice in writing. This service contract exceeds the recommended one year and there is no intention to reduce this period (B1.7). Messrs. Bruce and Dyson have service contracts expiring after one year's notice in writing, given at any time by the Company. This accords with the City Group for Smaller Companies guidance on the Greenbury recommendations on Directors' Remuneration. Messrs. Clyne and Mace do not have service contracts with the Company.

Mr. M.J. Kass resigned as an Executive Director on 19th August 2002 and Mr. A.S. Marston resigned as an Executive Director on 19th September 2002. Mr. C. McKinney resigned as a Non-Executive Director on 15th January 2002. Mr. G.J. Ryan resigned as a Non-Executive Director on 19th July 2002.

In an Agreement dated 2nd July 1987, the Company agreed to offer Woodchester Investments plc the opportunity to provide, on normal competitive terms, advances on hire purchase to customers of the Group. This Agreement has been extended since that time and more recently has been extended to 31st December 2005 on the same terms.

Woodchester Investments plc which was acquired by General Electric Capital Corporation on 30th December 1997 and its affiliated companies, also provide certain loans to the Group on competitive terms and in the normal course of business. Mr. N. Clyne, as a director of GE Capital Woodchester, has an interest in these Agreements.

Consult for Success Limited provides consultancy services to the Group. Mr. G. J. Morris, as a director of this company, has an interest in this Agreement.

There are no other contracts with the Company or its subsidiaries in which a Director of the Company has any interest, other than service contracts.

5. 8% CUMULATIVE REDEEMABLE PREFERENCE SHARES (PREFERENCE SHARES)

Following the approval by the Shareholders at the last Annual General Meeting and confirmation by the High Court, the Company's share premium account was reduced by £15,050,000 and a distributable reserve equal to this amount was created which is to be used for the purpose of the redemption of the Preference Shares. On 29th November 2002, a Notice of Redemption was sent to all Preference Shareholders whereby the whole of the issued Preference Share Capital was to be redeemed from 2nd January 2003. Redemption comprised repayment of the nominal value of £1 per Preference Share and the final Preference Dividend of 2.06p per share for the period from 1st October 2002 up to and including 2nd January 2003.

On 29th January 2002, the Company repurchased 702,333 Preference Shares of £1 each at par. Following the repurchase, the Preference Shares were cancelled thereby reducing the issued Preference Share capital of the Company to 13,888,940 8% Cumulative Redeemable Preference Shares of £1 each. On 2nd January 2003, the Group redeemed the whole of the issued Preference Share capital at par.

6. APPROVAL OF THE DIRECTORS' REMUNERATION REPORT

The Directors' Remuneration Report will be laid before the Annual General Meeting for adoption, together with the Auditor's Report and the Company's accounts for the year ended 31st December 2002.

7. EMPLOYEES

Employees are encouraged to discuss with Management any matters which they are concerned about and factors affecting the Group. In addition, the Board takes account of employees' interests when making decisions. Suggestions from employees aimed at improving the Group's performance are welcomed.

A significant number of employees are remunerated partly by profit-related bonus schemes.

The Group Newsletter (*Outlook*) is circulated periodically to all employees. The purpose of the Newsletter is to keep employees up to date with Group developments and activities. Communicating in this manner ensures a consistent message.

Long service awards were made during the year to those staff with 25 years' continuous service. Special awards were also made to those staff reaching 40 and 50 years' service.

All employment policies have been updated to conform with current legislation.

It is the Group's policy to encourage career development for all employees to help staff achieve job satisfaction and increase personal motivation.

DIRECTORS' REPORT

for the year ended 31st December 2002

8. ETHICAL EMPLOYMENT

It is the Group's policy to offer equal opportunities to disabled persons applying for vacancies and provide them with the same opportunities for employment, training, career development and promotion as are available to all employees, within the limitations of their aptitude and abilities.

Employment within the Group is offered within the basis of the person's ability to work and not on the basis of their race, individual characteristics, creed or political opinion.

9. DONATIONS

Charitable donations amounted to £21,000 (2001 - £11,000). No political donations were made (2001 - nil).

10. AUDITORS

Deloitte & Touche have expressed their willingness to continue in office and, in accordance with Section 384 of the Companies Act 1985, their reappointment will be proposed at the Annual General Meeting.

11. SUPPLIER PAYMENTS POLICY

The Group does not formally follow the CBI Prompt Payers' Code because in line with industry practice, manufacturers insist upon direct access to our bank accounts and they take funds to pay for both vehicles and parts when they fall due. Other suppliers are generally paid in accordance with their terms of trading.

At 31st December 2002, the trade creditors of the Group and the Company represented 34 days and 30 days (2001 - 25 days and 30 days) purchases respectively.

12. DERIVATIVES AND FINANCIAL INSTRUMENTS

The Group's treasury activities are operated within policies and procedures approved by the Board, which includes defined controls on the use of financial instruments managing the Group's risk. The major financial risks faced by the Group relate to interest rates and funding. The policies agreed for managing these risks have remained the same since the beginning of the period under review, and are summarised below.

The Group finances its operations by a mixture of retained profits, bank borrowings and commercial paper. To reduce the Group's exposure to movements in interest rates, the Group seeks to ensure that it has an appropriate balance between fixed and floating rate borrowings. Hedging arrangements are approved by the Board.

The Group seeks to ensure continuity of funding by taking out certain borrowings which are repayable in instalments over periods of at least five years. Short-term flexibility is achieved by overdraft facilities.

The Group has no exposure to foreign currency, nor does it undertake any trading in financial instruments.

13. SUBSTANTIAL SHAREHOLDINGS

On 11th March 2003 the following shareholders were, so far as the Directors are aware, interested in 3% or more of the issued Ordinary Share capital of the Company:

*Hamilton Finance Limited	9,975,513 shares (29.06%)
Jupiter Asset Management Limited	2,006,573 shares (5.85%)
K. H. Cheevers	1,518,333 shares (4.42%)

* A wholly owned subsidiary of General Electric Capital Corporation.

The Directors have not been notified of any other holders of 3% or more of the issued Ordinary Share capital.

By Order of the Board



D. J. Blakeman,
28th March 2003



STATEMENTS ON CORPORATE GOVERNANCE

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The following statement, which should be read in conjunction with the Auditors' statement of Auditors' responsibilities set out below and on page 21, is made with a view to distinguishing for shareholders the respective responsibilities of the Directors and of the Auditors in relation to the financial statements.

The Directors consider that in preparing the financial statements on pages 22 to 39, the Company and the Group have used appropriate accounting policies, consistently applied and supported by reasonable and prudent judgments and estimates, and that all accounting standards which they consider to be applicable have been followed.

The Directors have responsibility for ensuring that the Company and the Group keep accounting records which disclose with reasonable accuracy the financial position of the Company and the Group and which enable them to ensure that the financial statements comply with the Companies Act 1985.

The Directors have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and the Group and to prevent and detect fraud and other irregularities.

The Directors, having prepared the financial statements, have requested that the Auditors take whatever steps and undertake whatever inspections they consider to be appropriate having regard to Auditing Standards and Guidelines, for the purpose of enabling them to give their Audit Report.

STATEMENT BY THE AUDITORS ON THEIR RESPONSIBILITIES

As disclosed in the Audit Report on page 21 it is the responsibility of the Auditors to form an independent opinion, based on the audit, on the financial statements prepared by the Directors, and for the Auditors to report their opinion to the members of the Company.

STATEMENT OF APPLIANCE WITH THE PRINCIPLES IN THE COMBINED CODE

The Code establishes 14 Principles of Good Governance which are split into four areas described below.

Directors – The Company is controlled through the Board of Directors which during the financial year under review comprised six Executive Directors and three Non-Executive Directors. Mr. G.J. Morris and Mr. D.C. Mace are considered to be independent Non-Executive Directors. All Directors are able to take independent professional advice in furtherance of their duties if necessary. All Directors will submit themselves for re-election at the first opportunity after their appointment and at least once every three years.

The Board has a formal schedule of matters reserved to it and meets every two months. Prior to meetings, all Directors receive information on financial, business and corporate issues. The Board is responsible for overall Group strategy, acquisition and disposal policy, approval of major capital expenditure and consideration of significant financial matters. The Board also considers employee issues and key appointments. It also ensures that all Directors receive appropriate training on appointment and then subsequently as appropriate.

On 9th May 2002, a Nomination Committee was formed and is chaired by Mr. G.J. Morris, prior to this, matters were decided by the Board.

Mr. G.J. Morris who is considered by the Board to be independent, is the senior independent Director.

Directors' Remuneration – The Remuneration Committee, chaired by Mr. D.C. Mace, measures the performance of the Executive Directors as a prelude to recommending their annual remuneration including bonuses, long term incentive plans and awards of share options. The remuneration of the Non-Executive Directors is determined by negotiation and takes account of the time spent on Company matters.

The Report of the Board to the Shareholders on Directors' Remuneration is set out on pages 17 to 20 and includes details of Directors' incentive payments and the related performance criteria.

Relations with Shareholders – The Company encourages two way communication with its institutional shareholders. All shareholders have at least twenty working days notice of the Annual General Meeting, at which all Executive Directors and Chairmen of Committees are available to answer questions.

Accountability and Audit – The Board uses the Reviews of the Chairman, Chief Executive and Group Financial Director and the Directors' Report to present a balanced and understandable assessment of the Company's position and prospects. The Directors' responsibilities for the financial statements are described above. The Directors' relationships with internal audit and the Audit Committee are discussed in the following section on internal control.

Going Concern

After making enquiries, the Directors have formed a judgement, at the time of approving the financial statements, that there is a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future. For this reason, the Directors continue to adopt the going concern basis in preparing the financial statements.

STATEMENTS ON CORPORATE GOVERNANCE

(continued)

INTERNAL CONTROL

The Directors are responsible for the system of internal control within the Group.

Key procedures within the internal control framework that have been established and are designed to provide effective internal control include the following:

- clear definitions of the responsibilities throughout the Group to ensure that appropriate levels of authorisation are required for decisions which have major implications;
- the issue of an internal control systems manual, an accounting manual, and a policies and procedures manual;
- comprehensive management reporting disciplines with the preparation of annual detailed budgets by all sectors of the business. Actual results are reported against the approved budget at regular Board meetings and forecasts are reviewed;
- an internal audit function, the scope of which covers a variety of operational and internal control matters including compliance with the Group's specified standards.

Risk Management

An ongoing process for identifying, evaluating and managing the significant risks faced by the Group has remained in place throughout the year and to the approval date of the annual report and accounts. That process is regularly reviewed by the Board and accords with the Internal Control Guidance for Directors on the Combined Code produced by the Turnbull working party. Procedures exist to meet the requirements for the system of internal control determined by the Board. Whilst the Board acknowledges its overall responsibility for internal control it believes strongly that senior management within the Group's operating businesses should also contribute in a substantial way and this has been built into the process. Acquisitions in the year have been integrated into the established Group risk management framework.

The whole process is subject to regular review. Reports on matters arising are received regularly by the Board and the draft papers prepared for the annual review of effectiveness are reviewed by the Audit Committee prior to being approved by the Board. Steps continue to be taken to embed internal control and risk management further into the operations of the business and to deal with areas of improvement which come to management's and the Board's attention.

The Group's system of internal control is designed to manage rather than eliminate the risk of failure to achieve business objectives and can only provide reasonable, but not absolute, assurance against misstatement or loss.

Audit Committee and Meetings

During the financial year, the Audit Committee, comprising the Non-Executive Directors and the Group Financial Director, met at least twice a year with the external auditors attending by invitation. The Audit Committee has specific terms of reference which deal with its authority and duties, and is chaired by Mr. Morris.

COMPLIANCE STATEMENT

The Listing Rules require the Board to report on compliance with the forty-five Code provisions throughout the accounting year. Save for the exceptions below, the Company has complied throughout the accounting year ended 31st December 2002 with the provisions set out in Section 1 of the Code.

Mr. McKinney resigned on 15th January 2002. Mr. Ryan resigned on 19th July 2002 and was replaced by Mr. Clyne. Mr. Mace was appointed in May 2002. Therefore, from May onwards, the majority of Non-Executive Directors were independent (A3.2).

Whilst the Remuneration Committee did not consist exclusively of independent Non-Executive Directors, from May onwards the Non-Executive Directors were independent (B2.2). The Board considers that the choice of Non-Executive Directors is appropriate to the needs of the Company. In January 2002 the roles of Chairman and Chief Executive were separated from what was previously a dual appointment. Mr. Surgenor was appointed as Chief Executive and Mr. Maguire remained as Chairman, the Chairman being responsible primarily for the running of the Board and the Chief Executive for the day to day management of the Group's businesses.

During the financial year the Audit Committee comprised of two Non-Executive Directors, both of whom were independent following the appointment of Mr. Mace, and one Executive Director. The Board considers this to be appropriate to the requirements of the Company. The Code requires that the Audit Committee comprises at least three directors, all Non-Executive and the majority of whom are independent. Therefore, throughout the year, not all of the Audit Committee were Non-Executive but the majority were independent (D3.1).

All Directors retire by rotation in accordance with the Articles of Association of the Company. Mr. Clyne does not have a fixed period contract as recommended by the Code (A6.1), since the Board felt that this was more appropriate to the circumstances prevailing at the time of his appointment. All remunerated appointments are now made in accordance with the recommendations of the Code (A6.1). The service contract of Mr. Maguire expires after two year's notice in writing. This service contract exceeds the recommended one year and there is no intention to reduce this period (B1.7).

DIRECTORS' REMUNERATION REPORT

for the year ended 31st December 2002

INTRODUCTION

Unaudited Information

This report has been prepared in accordance with the Directors' Remuneration Report Regulations 2002 which introduced new statutory requirements for the disclosure of Directors' Remuneration in respect of periods ending on or after 31st December 2002. The report also meets the relevant requirements of the Listing Rules of the Financial Services Authority and describes how the Board has applied the principles of Good Governance relating to Directors' Remuneration. As required by the Regulations, a resolution to approve the report will be proposed at the Annual General Meeting of the company at which the financial statements will be approved. The Regulations require the auditors to report to the company's members on the "auditable part" of the Directors' Remuneration Report and to state whether in their opinion that part of the report has been properly prepared in accordance with the Companies Act 1985 (as amended by the Regulations). The report has therefore been divided into separate sections for audited and unaudited information.

Remuneration Committee

The members of the Remuneration Committee for this financial year were D.C. Mace, Chairman and G.J. Morris, both of whom are Non-Executive Directors.

Remuneration Policy

The policy of the Committee is to ensure that the Directors are fairly rewarded for their individual contributions to the Group's overall performance and to provide a competitive remuneration package to Executive Directors, including long term incentive plans and granting of share options to attract, retain and motivate individuals of the calibre required and ensure that the Group is managed successfully in the interests of shareholders.

When selecting appropriate comparisons, the Committee has regard to the Group's turnover, market worth and business sector.

No Director plays a part in any decision about his own remuneration. Full details of Directors' remuneration, fees and share options are set out on pages 19 and 20. Directors retiring by rotation are shown in the Directors' Report on page 13. None of the Directors currently have any long-term incentive schemes other than the share options noted.

The Remuneration Committee, in determining remuneration policy, has given full consideration to Section B of the best practice provisions annexed to the Listing Rules of the Financial Services Authority.

The Company's policy is that a substantial proportion of the remuneration of the Executive Directors should be performance related. The annual bonus scheme enables the Executive Directors to earn annual incentive payments of up to 42 to 45% of their basic salary, with the exception of any directors participating in the Charles Hurst Limited bonus scheme, where no maximum percentage is defined.

The main elements of their remuneration package are as follows:

Basic Annual Salary and Benefits in Kind

Each Executive Director's basic salary is reviewed annually by the Committee. In deciding upon appropriate levels of remuneration the Committee has regard to rates of pay for similar jobs in comparable companies as well as internal factors such as performance.

Annual Bonus Payments

Executive Directors participate in an annual bonus scheme which is payable upon the Group exceeding pre-determined profit level targets and at the discretion of the Remuneration Committee. Subject to the pensions cap, bonus payments are pensionable in order to ensure that the benefits accruing to Executive Directors are consistent with those accruing to all other contributing members of the scheme.

Pension Arrangements

The Group operates a defined benefit scheme for its full time employees. Messrs. Surgenor, Blakeman and Schumacker are members of this scheme which provides a pension of up to two thirds of pensionable salary on retirement at age 60 years. Messrs. Bruce and Dyson are also members of this scheme, the same pensionable benefits being provided on retirement at age 65 years. It is the intention of the Board to reduce the retirement ages of Messrs. Bruce and Dyson to 60 years over a period of time. The scheme also provides lump sum death-in-service benefit and pension providing benefits based on final pensionable salary.

Share Option Incentives

The Company operates a share option scheme under which Executive Directors and senior executives are granted options from time to time by the Board.

Long Term Incentive Plans

The Company will introduce a long term incentive plan for the Executive Directors following approval at the Annual General Meeting.

DIRECTORS' REMUNERATION REPORT

for the year ended 31st December 2002 (continued)

The details of the Executive Directors' individual service contracts are set out in the table below. In the event of termination of an Executive Directors' service contract, depending upon the circumstances, the Company may be liable to pay compensation to the Executive Director equivalent to salary that would have been received during the contract period, together with any bonus earned on a pro rata basis to the date of termination. The Company's policy in the event of the termination of an Executive Directors' service contract is to avoid any payment to an Executive Director in excess of their contractual entitlement and aim to ensure that any liability is mitigated to the fullest extent possible.

The Company announced on 9th August 2002 that Mr. M. J. Kass had retired from the Company. Mr. M. J. Kass received compensation during 2002 amounting to £33,000 and will be entitled to further payments amounting to £58,000 up to July 2003.

On 19th September 2002, the Company announced the resignation of Mr. A. S. Marston. The Company is currently negotiating for settlement of the amounts owed to Mr. A. S. Marston under the terms of his service contract. A provision has been made to cover this potential liability.

Directors Contracts

	Length of Contract	Date of Contract	Unexpired Term
F. S. Maguire	2 years	3rd April 1996	2 years
H. K. Surgenor	2 years	3rd April 1996	2 years
D. J. Blakeman	2 years	14th May 1992	2 years
B. Schumacker	1 year	30th November 2000	1 year
A. C. Bruce	1 year	16th January 2003	1 year
D. V. Dyson	1 year	16th January 2003	1 year
A. S. Marston	2 year	9th April 1987	21 months
M. J. Kass	1 year	12th July 2000	8 months

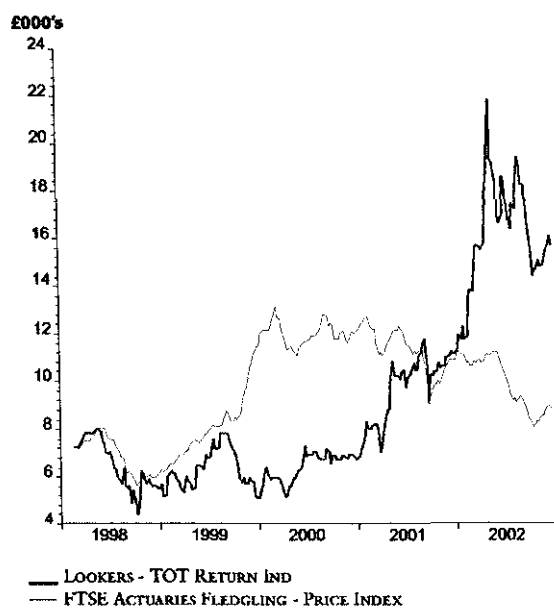
All contracts are rolling contracts.

Non-Executive Directors

The Remuneration of the Non-Executive Directors is determined by the Board within the limits set out in the Articles of Association. Non-Executive Directors cannot participate in the Company's share option schemes, do not have contracts of service and are not eligible for pension arrangements.

Performance Graph

The following graph shows the Company's performance, measured by total shareholder return, compared with the performance of the FTSE Actuaries Fledgling Index also measured by shareholder return. The company has historically been a constituent member of the FTSE Actuaries Fledgling Index and therefore this index is deemed to be the most appropriate.



AUDITED INFORMATION

DIRECTORS' EMOLUMENTS

	Fees £000	Salary £000	Compensation for loss of office £000	Performance- related pay £000	Benefits- in-kind £000	Contributions to Defined Contribution Scheme £000	Increase in accrued pension under Defined Benefit Scheme £000	2002 Total £000	2001 Total £000
F. S. Maguire	-	269	-	106	17	-	-	392	360
H. K. Surgenor	-	201	-	90	14	-	22	327	284
D. J. Blakeman	-	106	-	44	13	-	10	173	163
B. Schumacker	-	105	-	42	8	-	5	160	142
A. C. Bruce	-	61	-	43	4	-	1	109	-
D. V. Dyson	-	34	-	12	2	-	3	51	-
G. J. Morris	21	-	-	-	-	-	-	21	15
D. C. Mace	13	-	-	-	-	-	-	13	-
N. Clyne	-	-	-	-	-	-	-	-	-
A. S. Marston	-	141	-	-	10	26	-	177	243
M. Kass	-	59	33	-	4	12	-	108	169
C. McKinney	-	-	-	-	-	-	-	-	40
Total	34	976	33	337	72	38	41	1,531	1,416

Fees include £21,000 for consultancy services provided by Consult for Success Limited of which Mr. G. J. Morris is a Director and £13,000 paid to Mr. D.C. Mace. The Executive Directors receive a bonus which is payable upon the Group exceeding pre-determined profit level targets or at the discretion of the Remuneration Committee. The total includes the increase in accrued pension under the Defined Benefit Scheme column. The increases in accrued pension benefits disclosed above do not represent a sum paid or payable to the individual Director, but represents a potential liability of the pension scheme. Details of Directors' shareholdings are shown in the Directors' Report on page 12. The relative importance of performance and non-performance elements of remuneration are set out within the Remuneration Policy.

Additional information in respect of the Directors' pension benefits under the Defined Benefit Schemes at 31st December 2002 was as follows:

	Normal retirement age	Members' contribution %	Accrued pension 31st December 2001 £000	Increase in Accrued pension in the year £000	Accrued pension 31st December 2002 £000	Benefits on retirement of final pensionable salary
H. K. Surgenor	60	-	63	32	95	60ths plus 5 years
D. J. Blakeman	60	-	44	10	54	60ths plus 5 years
B. Schumacker	60	-	26	5	31	60ths plus 5 years
A. C. Bruce	65	-	1	2	3	60ths plus 5 years
D. V. Dyson	65	5	10	3	13	60ths plus 5 years

Pension increases are in line with LPI. Death-in-service pays at four times salary and death-in-retirement pays benefits at 50%.

The following table sets out the transfer value of the Directors' accrued benefits under the scheme calculated in a manner consistent with "Retirement Benefit Schemes - Transfer Values (GN 11)" published by the Institute of Actuaries and the Faculty of Actuaries.

	Transfer value 31st December 2001 £000	Contributions made by the Director £000	Increase in transfer value in the year net of contributions £000	Transfer value 31st December 2002 £000
H. K. Surgenor	950	-	331	1,281
D. J. Blakeman	667	-	220	887
B. Schumacker	317	-	62	379
A. C. Bruce	6	-	3	9
D. V. Dyson	56	-	8	64

The transfer values disclosed above do not represent a sum paid or payable to the individual director. Instead they represent a potential liability of the pension scheme.

DIRECTORS' REMUNERATION REPORT

for the year ended 31st December 2002 (continued)

DIRECTORS' SHARE OPTIONS

Aggregate emoluments disclosed do not include any amounts for the value of options to acquire Ordinary Shares in the Company granted to, or held, by the Directors. Details of the options exercised during the year are as follows;

	Scheme	Number of options	Exercise price	Market price at Exercise date	Gains on Exercise 2002	Gains on Exercise 2001
F. S. Maguire	Company Share Option Scheme	28,800	104.0p	139.0p	10,080	-
	Executive Share Option Scheme	60,000	82.5p	148.0p	39,300	-
H. K. Surgenor	Company & Executive Share Option Scheme	30,000	104.0p	158.5p	16,350	-
	Executive Share Option Scheme	20,000	82.5p	139.0p	11,300	-
	Executive Share Option Scheme	40,000	82.5p	148.0p	26,200	-
B. Schumacker	Company Share Option Scheme	15,000	104.0p	183.0p	11,850	-
	Company Share Option Scheme	16,800	82.5p	183.0p	16,884	-
	Executive Share Option Scheme	3,200	82.5p	183.0p	3,216	-
A. S. Marston	Executive Share Option Scheme	60,000	82.5p	158.5p	45,600	-
	Company & Executive Share Option Scheme	50,000	104.0p	158.5p	27,250	-
					208,030	-

Details of options for Directors who served during the year are as follows:

	Outstanding at 1.1.02	Exercised during period	Ordinary Share Options Outstanding at 31.12.02	Weighted average option price range	Dates Exercisable
F. S. Maguire	336,125	88,800	247,325	124.9p	July 1999 to Sept 2008
H. K. Surgenor	119,917	90,000	29,917	124.0p	Sept 2004 to Sept 2008
D. J. Blakeman	123,492	-	123,492	95.7p	July 2001 to Sept 2008
B. Schumacker	50,545	35,000	15,545	124.0p	Sept 2004 to Sept 2008
A. C. Bruce	12,466*	-	12,466	124.0p	Sept 2004 to Sept 2011
D. V. Dyson	9,239*	-	9,239	124.0p	July 2004 to Sept 2011
A. S. Marston	131,039	110,000	21,039	124.0p	July 2001 to Sept 2008

We believe the disclosure of the option price at the weighted average exercise price is the most appropriate given the number of options and different schemes held by the Directors.

The entitlement of the Directors to share options is not subject to performance conditions. The granting of share options to the Directors is at the discretion of the Remuneration Committee and performance conditions are attached to the exercise of options once granted. This is deemed to be the most appropriate policy.

The mid-market price of the Ordinary Shares at 31st December 2002 was 154.5p, and the range during the year was 115.5p to 227.0p.

* At date of appointment

The Company's Register of Directors' Interests contains full details of Directors' shareholdings and options to subscribe.

By Order of the Board

D. J. Blakeman

D. J. Blakeman,
28th March 2003

D. J. Blakeman

INDEPENDENT AUDITORS' REPORT

Deloitte & Touche

INDEPENDENT AUDITORS' REPORT to the members of Lookers plc

We have audited the financial statements of Lookers plc for the year ended 31st December 2002 which comprise the consolidated profit and loss account, the consolidated and company balance sheets, the consolidated cash flow statement, the statement of total recognised gains and losses, the principle accounting policies, and the related notes 1 to 26. These financial statements have been prepared under the accounting policies set out therein. We have also audited the information in the part of the Directors' Remuneration Report that is described as having been audited.

This report is made solely to the Company's members, as a body, in accordance with section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS

As described in the statement of directors' responsibilities, the Company's Directors are responsible for the preparation of the financial statements in accordance with applicable United Kingdom law and accounting standards. They are also responsible for the preparation of the other information contained in the annual report including the Directors' Remuneration Report. Our responsibility is to audit the financial statements and the part of the Directors' Remuneration Report described as having been audited in accordance with relevant United Kingdom legal and regulatory requirements and auditing standards.

We report to you our opinion as to whether the financial statements give a true and fair view and whether the financial statements and the part of the Directors' Remuneration Report described as having been audited have been properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the Directors' Report is not consistent with the financial statements, if the Company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the Company and other members of the Group is not disclosed.

We review whether the corporate governance statement reflects the Company's compliance with the seven provisions of the Combined Code specified for our review by the Listing Rules of the Financial Services Authority, and we report if it does not. We are not required to consider whether the Board's statements on internal control cover all risks and controls, or form an opinion on the effectiveness of the Group's corporate governance procedures or its risk and control procedures.

We read the Directors' Report and the other information contained in the annual report for the above year as described in the contents section including the unaudited part of the Directors' Remuneration Report and consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements.

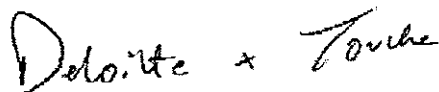
BASIS OF AUDIT OPINION

We conducted our audit in accordance with United Kingdom auditing standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements and the part of the Directors' Remuneration Report described as having been audited. It also includes an assessment of the significant estimates and judgements made by the Directors in the preparation of the financial statements and of whether the accounting policies are appropriate to the circumstances of the Company and the Group, consistently applied and adequately disclosed.

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

OPINION

In our opinion the financial statements give a true and fair view of the state of affairs of the Company and the Group as at 31st December 2002 and of the profit of the Group for the year then ended and the financial statements and part of the Directors' Remuneration Report described as having been audited have been properly prepared in accordance with the Companies Act 1985.



DELOITTE & TOUCHE
Chartered Accountants and Registered Auditors
Manchester
28th March 2003.



PRINCIPAL ACCOUNTING POLICIES

The financial statements have been prepared in accordance with applicable accounting standards. The particular accounting policies adopted are described below.

1. ACCOUNTING CONVENTION

The financial statements and supporting notes set out on pages 23 to 39 inclusive are prepared under the historical cost convention, as modified by the revaluation of certain properties. The Financial Statements reflect the adoption of *Financial Reporting Standard 19 - Deferred Tax*.

2. BASIS OF CONSOLIDATION

The consolidated Profit and Loss Account and Balance Sheet include the financial statements of the parent company and all its subsidiaries from the date of acquisition where acquired during the period, made up to the end of the financial period.

Internal sales and profits are eliminated on consolidation so that the figures shown by the consolidated statements relate to external transactions only.

3. GOODWILL

Goodwill arising on the acquisition of a business is capitalised and amortised on a straight line basis over its estimated useful life, considered to range from ten to twenty years.

4. DEFERRED TAXATION

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the Balance Sheet date, where transactions or events that result in an obligation to pay more, or a right to pay less tax, in the future have occurred at the Balance Sheet date with the following exception;

Deferred tax assets are only recognised to the extent that the Directors consider it more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing difference can be deducted.

Previously deferred tax was only provided where it was considered probable that a liability in respect of timing differences would crystallise in the foreseeable future. Comparative figures have been restated (see note 18).

5. FIXED ASSETS

The transitional rules of FRS15 have been adopted in the case of properties, where the valuation of £63,273,000 has not been updated since 31st December 1999 and the valuation has been frozen as modified cost. The Group is not continuing the valuation policy relating to these assets.

Freehold buildings and long leasehold properties are depreciated over 50 years on a straight line basis to their estimated residual values; short leasehold properties are amortised by equal instalments over the periods of the respective leases.

Plant, machinery, including motor vehicles, fixtures, fittings, tools and equipment including computer equipment and terminals, are depreciated on a straight line basis at rates varying between 10% and 33% per annum over their estimated useful lives.

Assets purchased under hire purchase contracts are capitalised in the Balance Sheet and are depreciated over their useful lives. The interest element of the rental obligation is charged to the Profit and Loss Account so as to give a constant rate of charge on the remaining balance of the obligation.

Rental costs under operating leases are charged to the Profit and Loss Account in equal annual amounts over the periods of the leases.

6. STOCKS

Stocks are valued at the lower of cost and net realisable value. Deposits paid for vehicles on consignment represent bulk deposits paid to manufacturers. Interest bearing consignment vehicles are included in stocks. The related liabilities are included in trade creditors.

7. TURNOVER

Turnover represents external sales arising in the United Kingdom excluding Value Added Tax.

8. TERMS OF TRADING

Where vehicle sales are made on the basis that the title to the goods shall not pass to the purchaser until such time as payment has been received in full, the financial statements have been prepared on the basis that the ownership of the goods passes at the point of sale irrespective of the date of payment.

9. PENSION COSTS

Contributions to the defined benefit scheme are charged to the Profit and Loss Account so as to spread the cost of pensions over employees' estimated working lives with the Group. The contribution rate is recommended by a qualified actuary on the basis of triennial valuations, using the projected unit method. This scheme has now been closed to new members.

The Group also provides pension arrangements for employees and certain Directors under defined contribution schemes. Contributions for these schemes are charged to the Profit and Loss Account in the year in which they are payable.

The Group has made the necessary disclosures in respect of FRS17 "Retirement Benefits" under the transitional arrangements. There has been no impact on the profit and loss account or balance sheet in 2002.

10. INVESTMENTS

Investments held as fixed assets are stated at cost less provision for impairment.

CONSOLIDATED PROFIT AND LOSS ACCOUNT

for the year ended 31st December 2002

			(Re-stated see note 18)
	Note	2002 £000	2001 £000
Turnover	1		
– Continuing operations		732,023	717,894
– Acquisitions		58,329	-
		790,352	717,894
Cost of sales		691,532	630,939
Gross profit		98,820	86,955
Operating costs (including Goodwill Amortisation)	2	83,700	72,951
Operating profit before Goodwill Amortisation		15,848	14,697
Goodwill Amortisation		728	693
OPERATING PROFIT			
– Continuing operations		14,811	14,004
– Acquisitions		309	-
		15,120	14,004
Interest payable	3	3,291	3,939
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	4	11,829	10,065
Taxation	5	3,007	2,507
PROFIT FOR THE FINANCIAL YEAR ATTRIBUTABLE TO SHAREHOLDERS	6	8,822	7,558
Dividends	7		
– Non-equity preference shares		(1,126)	(1,167)
– Equity ordinary shares		(3,428)	(3,168)
Profit retained for the year		4,268	3,223
Profit and Loss Account brought forward	20	26,901	23,630
Transfers from reserves	20	15,150	48
Retained Profit carried forward	20	46,319	26,901
Earnings per ordinary share	8	22.6p	18.9p

There was no material difference between the historical cost profits and those shown above.

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES

for the year ended 31st December 2002

	2002 £000	2001 £000
Profit for the financial year	8,822	7,558
Prior year adjustments (see note 18)	614	-
Adjustment on disposal of properties	787	33
Total recognised gains and losses relating to the year	10,223	7,591

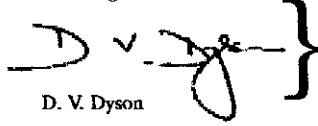
CONSOLIDATED BALANCE SHEET

as at 31st December 2002

		2002		(Re-stated, see note 18)	
	Note	£000	£000	£000	£000
FIXED ASSETS					
Intangible fixed assets	10		9,165		9,534
Tangible assets	11		82,789		86,540
			91,954		96,074
CURRENT ASSETS					
Stocks	13	72,963		59,189	
Debtors	14	36,979		30,443	
Cash at bank and in hand		32		31	
		109,974		89,663	
CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR					
Bank overdrafts		3,756		5,337	
Trade creditors		64,596		42,589	
Other creditors including taxation and social security	15	38,586		39,299	
Proposed dividend		2,403		2,202	
		109,341		89,427	
NET CURRENT ASSETS					
			633		236
TOTAL ASSETS LESS CURRENT LIABILITIES					
			92,587		96,310
CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR					
	16	15,347		22,677	
PROVISIONS FOR LIABILITIES AND CHARGES					
	18	316	15,663	691	23,368
			76,924		72,942
CAPITAL & RESERVES					
Called up share capital	19		22,470		23,061
Reserves	20				
Share premium		305		15,050	
Revaluation reserve		7,128		7,930	
Capital Redemption reserve		702		-	
Profit and Loss account		46,319		26,901	
			54,454		49,881
TOTAL SHAREHOLDERS' FUNDS					
			76,924		72,942
SHAREHOLDERS' FUNDS ARE ATTRIBUTABLE TO:					
Non-equity shareholders' funds			13,889		14,591
Equity shareholders' funds			63,035		58,351
			76,924		72,942

The financial statements were approved by the Directors on 28th March 2003.
Signed on behalf of the Board of Directors.


F. S. Maguire


D. V. Dyson


} Directors

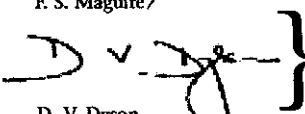
PARENT COMPANY BALANCE SHEET

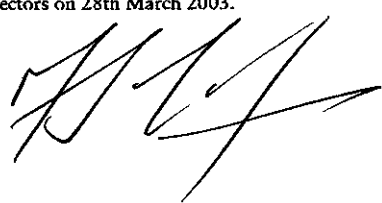
as at 31st December 2002

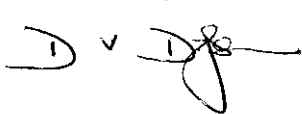
	Note	2002 £000	2001 £000
FIXED ASSETS			
Tangible assets	11	351	280
Investments	12	57,756	57,756
		58,107	58,036
CURRENT ASSETS			
Debtors	14	2,594	2,197
Amounts owed by Group undertakings		33,105	47,304
Cash at bank and in hand		13,085	10,148
		48,784	59,649
CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR			
Trade creditors		1,143	850
Amounts owed to Group undertakings		2,558	13,666
Other creditors including taxation and social security	15	18,404	16,876
Proposed dividend		2,403	2,202
		24,508	33,594
NET CURRENT ASSETS		24,276	26,055
TOTAL ASSETS LESS CURRENT LIABILITIES		82,383	84,091
CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR	16	12,369	16,651
		70,014	67,440
CAPITAL & RESERVES			
Called up share capital	19	22,470	23,061
Reserves	20		
Share premium		305	15,050
Capital Redemption reserve		702	-
Profit and Loss account		46,537	29,329
		47,544	44,379
TOTAL SHAREHOLDERS' FUNDS		70,014	67,440
SHAREHOLDERS' FUNDS ARE ATTRIBUTABLE TO:			
Non-equity shareholders' funds		13,889	14,591
Equity shareholders' funds		56,125	52,849
		70,014	67,440

The financial statements were approved by the Directors on 28th March 2003.
Signed on behalf of the Board of Directors.


 F. S. Maguire


 D. V. Dyson


 Directors



CONSOLIDATED CASH FLOW STATEMENT

for the year ended 31st December 2002

	2002		2001	
	£000	£000	£000	£000
NET CASH INFLOW FROM OPERATING ACTIVITIES		21,573		25,306
RETURNS ON INVESTMENTS AND SERVICING OF FINANCE				
Interest paid	(3,378)		(3,846)	
Interest element of hire purchase contracts	-		(1)	
Non-equity dividends paid	(1,126)		(1,167)	
Net cash outflow from returns on investments and servicing of finance		(4,504)		(5,014)
TAXATION				
UK corporation tax paid		(3,319)		(2,575)
CAPITAL EXPENDITURE AND FINANCIAL INVESTMENT				
Purchase of tangible fixed assets	(10,767)		(7,975)	
Sale of tangible fixed assets	14,993		1,439	
Net cash inflow/(outflow) from capital expenditure and financial investment		4,226		(6,536)
ACQUISITIONS AND DISPOSALS				
Purchase of subsidiary undertakings and other acquisitions	(3,328)		(2,388)	
Net cash acquired with subsidiary	788		-	
Net cash outflow from acquisitions and disposals		(2,540)		(2,388)
EQUITY DIVIDENDS PAID		(3,227)		(2,998)
Net cash inflow before financing		12,209		5,795
FINANCING				
Preference shares redeemed	(702)		-	
New shares issued	416		11	
Repayment of loans	(13,858)		(9,280)	
Increase in loans	3,515		7,840	
Increase /(repayment) of capital element of hire purchase contracts	2		(7)	
Net cash outflow from financing		(10,627)		(1,436)
INCREASE IN CASH IN THE YEAR		1,582		4,359

Additional information on the cash flow statement is set out below and in note 22.

Reconciliation of operating profit to net cash inflow from operating activities

Operating profit	15,120	14,004
Depreciation charges	3,104	2,935
Profit on sale of fixed assets	(1,646)	(388)
Increase in debtors	(5,923)	(869)
Increase in creditors	17,918	7,096
(Increase)/Decrease in stocks	(7,728)	1,835
Goodwill Amortisation	728	693
Net cash inflow from operating activities	21,573	25,306

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31st December 2002

1. SEGMENTAL ANALYSIS

	Motor trade £000	Year ended 31st December 2002 Agriculture £000	Total £000
Turnover	774,173	16,179	790,352
Profit before taxation			
Operating profit/(loss)	15,240	(120)	15,120
Interest	(3,246)	(45)	(3,291)
Profit/(loss) on ordinary activities before taxation	11,994	(165)	11,829
Net assets	76,364	560	76,924

	Motor trade £000	Year ended 31st December 2001 Agriculture £000	Total £000
Turnover	700,373	17,521	717,894
Profit before taxation			
Operating profit	13,932	72	14,004
Interest	(3,890)	(49)	(3,939)
Profit on ordinary activities before taxation	10,042	23	10,065
Net assets	72,239	703	72,942

The motor trade segment figures include the following amounts relating to acquisitions: turnover £58,329,000, cost of sales £52,493,000, gross profit £5,836,000, selling and distribution expenses £5,025,000, administration costs £502,000, operating profit of £309,000 and net assets £2,631,000.

2. OPERATING COSTS

	2002 £000	2001 £000
Selling and distribution costs	61,584	52,844
Administration costs	24,465	22,095
Other operating income	(2,349)	(1,988)
	83,700	72,951

3. INTEREST PAYABLE

	2002 £000	2001 £000
On amounts wholly repayable within five years		
Bank loans and overdrafts	2,277	2,873
Hire purchase and other interest	153	60
Interest on consignment vehicles	758	528
On amounts repayable wholly or in part after five years		
Bank loans	103	478
	3,291	3,939

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31st December 2002

4. PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

Profit on ordinary activities before taxation has been calculated after taking into account the following items:

	2002 £000	2001 £000
Income		
Income from property	191	272
Profit on sale of properties	1,609	416
Charges		
Directors' remuneration	1,531	1,416
Auditors' remuneration – Group audit fees	150	150
– Non audit fees	12	-
– Company audit fees	12	12
Depreciation of tangible fixed assets	3,104	2,935
Amortisation of goodwill	728	693
Restructuring and re-organisation costs	840	-

5. TAXATION ON PROFIT ON ORDINARY ACTIVITIES

	2002 £000	2001 £000
Taxation on the profit for the year		
Corporation tax at 30% (2001 – 30%)	3,412	3,452
Deferred taxation	(436)	(14)
Adjustments relating to prior years		
Corporation tax	(12)	(932)
Deferred taxation	43	1
	3,007	2,507

The current corporation tax charge was affected by the following factors;

	2002	2001
Standard rate of Corporate Tax	30%	30%
Capital profits and other non-taxable items	-9.26%	-0.41%
Items not allowable for taxation (including Goodwill Amortisation)	5.04%	4.82%
Capital allowances in excess of depreciation	1.73%	-1.15%
Short term timing differences	1.33%	1.05%
Adjustments to prior years taxation	-0.10%	-9.26%
Effective rate on current profits	28.74%	25.05%

During the period the Group adopted FRS 19. If this standard had not been adopted, the tax charge would be increased by £369,000 (2001 reduced by £12,000).

6. PARENT COMPANY PROFIT

The consolidated Profit and Loss Account includes a profit of £7,414,000 (2001 – £6,418,000) which is dealt with in the financial statements of the parent company.

As permitted by S.230 of the Companies Act 1985 the Profit and Loss Account of the parent company is not presented as part of these financial statements.

7. DIVIDENDS

	2002		2001	
	£000	£000	£000	£000
Non-equity preference shares				
Dividend of 4.0p per share for the half year to 31st March 2002 (2001 - 4.0p per share)	576		584	
Dividend of 4.0p per share for the half year to 30th September 2002 (2001 - 4.0p per share)	550		583	
		1,126		1,167
Equity ordinary shares				
Interim dividend of 3.0p per share paid 30th November 2002 (2001 - 2.85p per share)	1,025		966	
Final dividend 7.0p per share payable on 30th May 2003 (2001 - 6.5p per share)	2,403		2,202	
		3,428		3,168
		4,554		4,335

The final dividend proposed at the rate of 7.0p per share (2001 - 6.5p per share) is payable on 30th May 2003 to shareholders on the register at the close of business on 16th May 2003. Part of the consideration for the acquisition of J. N. Holdings Limited, which completed in February 2003, was the issue of ordinary shares to the Vendors. The number to be issued will be determined upon agreement of the final completion accounts. The current best estimate of this is that the Company will issue 427,000 ordinary shares to the Vendors. At 31st December 2002, there was no liability to provide for the final dividend on these shares amounting to £30,000, however they will be eligible to receive the final dividend on the due date.

8. EARNINGS PER ORDINARY SHARE

The calculation of earnings per ordinary share is based on profits on ordinary activities after taxation and preference dividends amounting to £7,696,000 (2001 - £6,391,000) and a weighted average of 34,036,200 ordinary shares in issue during the year (2001 - 33,870,060 ordinary shares). There are ordinary shares or share options that give rise to a dilution of earnings per share although the impact is wholly insignificant (2001 - same).

9. INFORMATION REGARDING EMPLOYEES

	2002	2001
	£000	£000
Employee costs during the year		
Wages and salaries	50,946	46,342
Social security costs	4,253	3,998
Other pension costs	1,450	518
	56,649	50,858
Average number employed during the year	2002	2001
Productive	854	844
Selling and distribution	1,376	1,179
Administration	621	608
	2,851	2,631

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31st December 2002 (continued)

10. INTANGIBLE FIXED ASSETS

	Goodwill £000
The Group	
Cost	
As at 1st January 2002	22,208
Additions	359
As at 31st December 2002	22,567
Amortisation	
As at 1st January 2002	12,674
Charge for the year	728
As at 31st December 2002	13,402
Net Book Value at 31st December 2002	9,165
Net Book Value at 31st December 2001	9,534

Acquisitions

Acquisitions of businesses were made at various times during the year for a total cash consideration of £3,328,000. These acquisitions have been accounted for by the acquisition method of accounting.

On 20th February 2002 the Company acquired a 99% shareholding in Lookers Birmingham Limited (formerly 452 (Birmingham) Limited) and the wholly owned subsidiary of that company, 452 Motor Company Limited. On 10th April 2002, the Company acquired the business and entire share capital of Picking Liverpool Limited, known as Spekehall Vauxhall. The provisional fair values are disclosed below.

A table detailing the assets and liabilities acquired at fair value is set out below. Fair value adjustments totalling £134,000 have been made to the book value of the tangible fixed assets to arrive at the fair values included in the consolidated financial statements at the date of acquisition. The cash flow effects of the acquisitions are given in note 22 (c).

	Fair value to the Group Total £000
Tangible Fixed Assets	1,933
Current Assets	7,457
Current Liabilities	(6,421)
	2,969
Fair Value of Consideration	3,328
Goodwill	359

11. TANGIBLE FIXED ASSETS

	Freehold Property £000	Long Leasehold Property £000	Short Leasehold Property £000	Plant & Machinery £000	Fixtures, Fittings, Tools & Equipment £000	Total £000
The Group						
Cost or valuation						
As at 1st January 2002	56,008	26,236	2,269	9,250	8,926	102,689
On acquisition	60	1,150	-	210	513	1,933
Additions in the year	3,031	4,679	201	1,475	1,381	10,767
Disposals	(10,301)	(2,906)	(799)	(1,508)	(1,327)	(16,841)
As at 31st December 2002	48,798	29,159	1,671	9,427	9,493	98,548
Depreciation						
As at 1st January 2002	2,555	666	987	5,992	5,949	16,149
Charge for the year	335	198	37	1,140	1,394	3,104
Disposals	(549)	(75)	(799)	(1,057)	(1,014)	(3,494)
As at 31st December 2002	2,341	789	225	6,075	6,329	15,759
Net Book Value at 31st December 2002	46,457	28,370	1,446	3,352	3,164	82,789
Net Book Value at 31st December 2001	53,453	25,570	1,282	3,258	2,977	86,540

Modified Historic Cost

On 31st December 1999 the properties were valued at £63,273,000 on the basis of Existing Use Value on the mainland by Messrs. Donaldsons, Chartered Surveyors, and in Northern Ireland by Messrs. Hamilton Osborne King, Chartered Surveyors. As stated in the accounting policies the valuation of properties has not been updated since this date.

Summary Balances in respect of all properties are as follows:

Summary Balances in respect of all properties are as follows:		31/12/99 Valuation £000	Historical Cost Convention £000
The Group			
Gross Book Value		79,628	72,500
Net Book Value		76,273	69,145
	Plant & Machinery £000	Fixtures, Fittings, Tools & Equipment £000	Total £000
The Company			
Cost			
As at 1st January 2002	173	536	709
Additions in the year	-	384	384
Disposals	(32)	(115)	(147)
As at 31st December 2002	141	805	946
Depreciation			
As at 1st January 2002	128	301	429
Charge for the year	15	175	190
Disposals	(9)	(15)	(24)
As at 31st December 2002	134	461	595
Net Book Value at 31st December 2002	7	344	351
Net Book Value at 31st December 2001	45	235	280

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31st December 2002 (continued)

11. TANGIBLE FIXED ASSETS *continued*

Future capital expenditure

	Group		Company	
	2002 £000	2001 £000	2002 £000	2001 £000
Contracted but not provided in the financial statements	100	850	-	-

12. INVESTMENTS

	Subsidiary Companies £000
The Company	
Cost	
As at 1st January 2002 and 31st December 2002	57,756

The major subsidiary companies are disclosed on page 40.

13. STOCKS

	Group	
	2002 £000	2001 £000
Goods for resale	69,182	53,534
Bulk deposit paid for vehicles on consignment	1,419	1,087
Interest bearing consignment vehicles	2,362	3,833
Motability buy-back vehicles	-	735
	72,963	59,189

14. DEBTORS

	Group		Company	
	2002 £000	2001 £000	2002 £000	2001 £000
Trade debtors	28,985	24,387	19	3
Taxation and social security	-	10	194	154
Other debtors	4,297	3,497	2,051	1,846
Prepayments	3,697	2,549	330	194
	36,979	30,443	2,594	2,197

15. OTHER CREDITORS INCLUDING TAXATION AND SOCIAL SECURITY

	Group		Company	
	2002 £000	2001 £000	2002 £000	2001 £000
Bank loans	7,392	13,526	4,678	8,875
Unsecured loan notes	3,120	-	3,120	-
Hire purchase creditors	10	6	-	-
Taxation and social security	5,379	5,515	208	67
Motability buy-back commitments	-	871	-	-
Other creditors	14,449	3,279	8,428	1,742
Accruals and deferred income	8,236	16,102	1,970	6,192
	38,586	39,299	18,404	16,876

16. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	Group 2002 £000	2001 £000	Company 2002 £000	2001 £000
Bank loans	15,347	19,555	12,369	16,651
Unsecured loan notes	-	3,120	-	-
Hire purchase creditors	-	2	-	-
	<u>15,347</u>	<u>22,677</u>	<u>12,369</u>	<u>16,651</u>
Hire purchase creditors are repayable as follows:				
between one and two years	-	2	-	-
	<u>-</u>	<u>2</u>	<u>-</u>	<u>-</u>

17. BORROWINGS

	Group 2002 £000	2001 £000	Company 2002 £000	2001 £000
Unsecured bank loans				
variable with London Interbank rate*	22,739	33,081	17,047	22,406
Unsecured loan notes	3,120	3,120	3,120	3,120
Bank overdrafts	3,756	5,337	-	-
Hire purchase creditors	10	8	-	-
	<u>29,625</u>	<u>41,546</u>	<u>20,167</u>	<u>25,526</u>
Less: Amounts falling due within one year	<u>(14,278)</u>	<u>(18,869)</u>	<u>(7,798)</u>	<u>(8,875)</u>
Amounts falling due after more than one year	<u>15,347</u>	<u>22,677</u>	<u>12,369</u>	<u>16,651</u>

*Of this amount, £20,749,000 is repayable in increasing instalments commencing up until 2007. The remainder has no fixed repayment terms.

The unsecured loan notes are repayable in full on 1st July 2003 and are guaranteed by Barclays Bank PLC.

The Company is jointly and severally liable under cross guarantees within the Group for bank loans and overdrafts which amounted to £7,339,000 (2001 - £10,817,000).

	Group 2002 £000	2001 £000	Company 2002 £000	2001 £000
Repayable:				
more than one and not more than two years	5,486	8,616	4,678	7,245
more than two and not more than five years	9,742	13,238	7,691	9,406
five years or more	119	823	-	-
	<u>15,347</u>	<u>22,677</u>	<u>12,369</u>	<u>16,651</u>

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31st December 2002 (continued)

18. PROVISIONS FOR LIABILITIES AND CHARGES

	Deferred Taxation Group £000	Company £000
As at 1st January 2002	691	-
On acquisition of subsidiary	18	-
Released to Profit and Loss Account	(393)	-
As at 31st December 2002	316	-

The amounts of deferred taxation provided and not provided are as follows:

	2002		2001	
	Provided £000	Not provided £000	Provided £000	Not provided £000
Group				
Capital allowances in excess of depreciation	612	-	799	-
Short-term timing differences	(296)	-	(108)	-
	316	-	691	-

No deferred tax has been provided in relation to capital gains where the properties have been revalued at above original cost, in view of the replacement or continuing use of these assets in the Group's business.

The financial information has been prepared on the basis of the accounting policies adopted at 31st December 2001, with the exception that *Financial Reporting Standard 19 - Deferred Tax* has been adopted. This has had the impact of increasing the deferred tax provision, and consequently reducing shareholder's funds by £614,000 at 31st December 2001.

19. SHARE CAPITAL

	2002 £000	2001 £000
Authorised		
54,000,000 Ordinary Shares of 25p each	13,500	13,500
16,750,000 8% Cumulative Redeemable Preference Shares of £1 each	16,750	16,750
	30,250	30,250
Allotted and fully paid		
34,325,860 (2001 - 33,877,560) Ordinary Shares of 25p each	8,581	8,470
13,888,940 (2001 - 14,591,273) 8% Cumulative Redeemable Preference Shares of £1 each	13,889	14,591
	22,470	23,061

The Preference Shares rank ahead of the Ordinary Shares in the event of a winding up and are redeemable at par. The Preference Shareholders are not entitled to vote at meetings, except in the circumstances set out in the Company's Articles of Association. Normally they only vote on matters which affect their rights as Preference Shareholders. On 2nd January 2003, the Group redeemed the whole of the issued Preference Share Capital at par.

As at 31st December 2002, options for the Directors and employees to subscribe for a total of 724,866 (2001 : 1,201,944) Ordinary Shares were outstanding from the Company and Executive share option schemes. These options are exercisable at various dates up to 25th September 2011 at prices between 82.5p per share and 146.5p per share.

Shares issued in the year were:	Number '000	Nominal value £000	Consideration £000
Lookers Company Share Option	448	112	416

20. RESERVES	Group £000	Company £000
Share Premium		
As at 1st January 2002	15,050	15,050
Transfer to distributable reserves	(15,050)	(15,050)
Arising on issue of new Ordinary Shares	305	305
As at 31st December 2002	305	305
Revaluation Reserve		
As at 1st January 2002	7,930	-
Transfer on disposal of revalued assets	(787)	-
Transfer of amount equivalent to additional depreciation on revalued assets	(15)	-
As at 31st December 2002	7,128	-
Capital Redemption Reserve		
As at 1st January 2002	-	-
Transfer from profit and loss on redemption	702	702
As at 31st December 2002	702	702
Profit and Loss account		
As at 1st January 2002	26,901	29,329
Retained profit for the year	4,268	2,860
Transfer from revaluation reserve	802	-
Transfer to capital redemption reserve	(702)	(702)
Transfer from share premium	15,050	15,050
As at 31st December 2002	46,319	46,537
Total Reserves		
As at 31st December 2002	54,454	47,544
As at 31st December 2001	49,881	44,379

21. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS

	Group 2002 £000	(Re-stated, see note 18) 2001 £000
Profit for the financial year	8,822	7,558
Dividends	(4,554)	(4,335)
Issue of shares	416	11
Redemption of preference shares	(702)	-
Net addition to shareholders' funds	3,982	3,234
Opening shareholders' funds as restated	72,942	69,708
Closing shareholders' funds	76,924	72,942

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31st December 2002 (continued)

22. CASH FLOW

	2002 £000	2001 £000
(a) Reconciliation of net cash flow to movement in net debt		
Increase in cash in the year	1,582	4,359
Cash inflow from increase in debt and hire purchase financing	10,340	1,448
Movement in net debt in the year	11,922	5,807
Net debt at 1st January	(41,515)	(47,322)
Net debt at 31st December	(29,593)	(41,515)

(b) Analysis of net debt

	At 1st January 2002 £000	Cash flow £000	Acquisitions £000	Other non-cash changes £000	At 31st December 2002 £000
Cash at bank and in hand	31	1	-	-	32
Overdrafts	(5,337)	793	788	-	(3,756)
	(5,306)	794	788	-	(3,724)
Debt due after one year	(22,675)	1,789	-	5,539	(15,347)
Debt due within one year	(13,526)	8,553	-	(5,539)	(10,512)
Hire purchase	(8)	(2)	-	-	(10)
	(41,515)	11,134	788	-	(29,593)

(c) Purchase of subsidiary undertaking and other acquisitions

Details of the acquisitions are set out below:

	2002 £000	2001 £000
Net assets acquired:		
Tangible fixed assets	1,933	1,832
Stocks	6,046	380
Debtors	623	-
Cash at bank and in hand	788	-
Creditors	(6,421)	(172)
	2,969	2,040
Goodwill	359	348
	3,328	2,388
Satisfied by:		
Cash	3,328	2,388

In aggregate, the acquisitions contributed £451,000 to the Group's net operating cash flows. All other cash flows were not material.

(d) Analysis of the net outflow of cash in respect of the acquisitions

	2002 £000	2001 £000
Cash consideration	3,328	2,388
Cash at bank and in hand acquired	(788)	-
Net cash outflow of the purchase of the acquisitions	2,540	2,388

23. RELATED PARTY TRANSACTIONS

Hamilton Finance Limited (a wholly owned subsidiary of General Electric Capital Corporation) owns 29.06% of the issued Ordinary Share capital of the Company. This is therefore a related party in accordance with the definition included in FRS8.

During the year the Group entered into a number of transactions with the related party, details of which are summarised below. General Electric Capital Corporation and its subsidiary companies have been given the opportunity to provide, on normal competitive terms, advances on hire purchase to customers of the Group. This agreement expires on 31st December 2005.

New business advances, including commissions under the above agreement amounted to £60,001,000 during the year ended 31st December 2002 (2001 - £61,639,000).

The amount outstanding at the year end in connection with the above transactions was a debtor of £336,000 (2001 - £398,000).

Advances from a subsidiary of General Electric Capital Corporation amounted to £9,991,000 (2001 - £8,113,000).

24. DERIVATIVES AND FINANCIAL INSTRUMENTS

The objectives, policies and strategies for holding or issuing financial instruments adopted by the Board are given in the Directors' Report. Details of non-equity shares issued by the Group are given in note 19. Further details regarding other financial liabilities at 31st December 2002 and 31st December 2001 are given below. Short term debtors and creditors, which include assets and liabilities in respect of interest-bearing consignment stock, have been excluded from all disclosures. All activities are in Sterling and therefore there is no exposure to foreign currency risk.

MATURITY PROFILE

The maturity profile of financial liabilities excluding non-equity shares is shown in notes 16 and 17, and of the non-equity shares in note 19. The Group had the following committed undrawn borrowing facilities which expire:

	2002 £000	2001 £000
In less than one year	32,062	31,891

The above facilities represent loans and overdrafts which are repayable on demand, but for which the facilities have been confirmed.

INTEREST RATE PROFILE

Financial assets comprise cash £32,000 (2001 - £31,000).

An analysis of liabilities (excluding non-equity shares) is given below.

	2002 Financial Liabilities £000	2001 Financial Liabilities £000
Fixed Rate	4,179	8,192
Floating Rate	25,446	33,354
Total	29,625	41,546

The weighted average interest rate of the fixed rate financial liabilities at 31st December 2002 was 4.98% (31st December 2001 - 6.15%). The weighted average period for which interest rates on such liabilities were fixed was three months at 31st December 2002 (2001 - 3 months). Interest rates on floating rate liabilities are based on London Interbank rate.

FAIR VALUES

Based on current interest rates, the fair value of the interest rate swaps is a liability of approximately £67,000 (2001 asset - £14,000). Fair values shown have been calculated by discounting cashflows at prevailing interest rates. In addition to the interest rate swaps reflected above, the Group has a £4,179,000 notional principal Sterling interest rate collar, which is amortised between the balance sheet date and 27th December 2006. The collar has a floor of 3.94% and a cap of 6.75%. The aggregate fair value of non-equity shares at 31st December 2002 was £14,181,000 (2001 - £14,883,000) compared with the carrying values of £13,889,000 (2001 - £14,591,000). The Directors believe that there is no material difference between the carrying value and the fair value of other financial assets and liabilities.

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31st December 2002 (continued)

25. PENSIONS

PENSION SCHEMES

The Group participated in the Lookers Pension Plan which is a defined benefit scheme providing benefits based on final pensionable salary. "The Lookers Pension Plan" is administered by William M. Mercer Limited. The scheme has been registered with the Registrar of Pensions. The assets of the scheme are held separately from those of the Group, being held in separate funds by the Trustees of the Lookers Pension Plan.

The most recent full actuarial valuation of the Lookers Pension Plan was carried out at 6th April 2002 using the projected unit method. The assumptions which have the most significant effect on the results of the valuation are those relating to the rate of return on investments and the rate of increase in salaries. It was assumed that the investment return would be 2% p.a. higher than the increase in salaries in the period up to retirement. No allowance was made for any future discretionary increases in benefits.

This actuarial valuation showed that the market value of the scheme's assets attributable to the Lookers Group was £48,000,000 and that the actuarial value of the assets represented 93% of the liabilities at the valuation date, after allowing for expected future increases in earnings. The valuation does not take into account any impact of fluctuations in general stock market values since 6th April 2002. The employer's future service contribution rate has been adjusted to take into account the deficit disclosed by the valuation, spread over the average remaining service lives of the members of the scheme.

The agreed contribution rate for the year ended 31st December 2002 was 2.6%. The agreed contribution rate for next year is 16.5%.

The Group and Company provides pension arrangements for certain Directors under defined contribution schemes. The Group has recently introduced a defined contribution Stakeholder Pension Scheme for employees. The profit and loss account charge for the year in respect of defined contribution schemes was £38,000 (2001 - £165,000).

COMPANY

The Company participates in the Lookers Pension Plan, a Group wide defined benefit scheme.

The Company's share of the underlying assets and liabilities cannot be identified on a consistent and reasonable basis and accordingly, under FRS 17 the Company will account for contributions to the Scheme as if it were a defined contribution scheme. Information in respect of the Scheme as a whole is set out above.

FRS 17 RETIREMENT BENEFITS

In November 2000 the Accounting Standards Board issued FRS 17 "Retirement Benefits" replacing SSAP 24 "Accounting for Pension Costs". FRS 17 is anticipated to be fully effective for periods ending on or after 1st January 2005, though certain disclosures are required during the transition period. The transitional disclosures for periods ending on or after 22nd June 2001 are detailed in the next table.

A valuation update was made as at 31st December 2002 by a qualified independent actuary to take account of the FRS 17 requirements. Scheme liabilities have been calculated using a consistent projected unit valuation method and compared to the scheme's assets at their 31st December market value. The major assumptions used by the actuary were (in nominal terms):

	As at 31st December 2002	As at 31st December 2001
Rate of increase in salaries (excluding promotional salary scale)	3.2%	3.9%
Rate of increase of pensions in payment	2.2%	2.4%
Discount rate	5.9%	5.83%
Inflation assumption	2.2%	2.4%

Based on actuarial advice and using the above assumptions in calculating the Schemes' liabilities, the total value of these liabilities under FRS 17 are £52,704,000 at 31st December 2002 (2001 - £50,491,000).

The fair value of assets of the scheme and the expected rates of return on each class of assets are:

	Expected rate of return at 31st December 2002	Expected rate of return at 31st December 2001	Market value as at 31st December 2002 £000	Market value as at 31st December 2001 £000
Equities	6.47%	6.68%	27,629	38,190
Bonds	4.47%	4.68%	13,163	9,548
Total fair value of assets			40,792	47,738

The overall net deficit between the assets of the Group's defined benefit scheme and the actuarial liabilities of the scheme which would be included in the accounts, under FRS 17, as follows:

	31st December 2002 £000	31st December 2001 £000
Fair value of schemes assets	40,792	47,738
Actuarial value of scheme liabilities	(52,704)	(50,491)
Deficit in the scheme	(11,912)	(2,753)
Related deferred tax asset	3,574	826
Net pension liability	(8,338)	(1,927)

25. PENSIONS *continued*

The inclusion of these liabilities within the Group Balance Sheet would have the following effect on Group Reserves:

	As at 31st December 2002 £000	As at 31st December 2001 £000
Profit and loss account as reported	46,319	26,901
Release of SSAP 24 deficit / prepayment	679	(622)
Profit and loss account on FRS 17 basis excluding net pension liability	46,998	26,279
Net pension liability	(8,338)	(1,927)
Profit and loss account on FRS 17 basis	38,660	24,352

	As at 31st December 2002 £000
ANALYSIS OF THE AMOUNT CHARGED TO OPERATING PROFIT	
Service cost	1,530
Past service cost	-
Total operating charge	1,530

	As at 31st December 2002 £000
ANALYSIS OF NET RETURN ON PENSION SCHEME	
Expected return on pension scheme assets	2,963
Interest on pension liabilities	(2,951)
Net return	12

	As at 31st December 2002 £000
ANALYSIS OF AMOUNT RECOGNISED IN STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES	
Actual return less expected return on assets	(8,799)
Experience gains and losses on liabilities	(4,818)
Changes in assumptions	5,822
Actuarial loss recognised in STRGL	(7,795)
Adjustment due to surplus cap	-
Net loss recognised	(7,795)

	As at 31st December 2002 £000
HISTORY OF EXPERIENCE GAINS AND LOSSES	
Difference between expected and actual return on scheme assets:	
Amount (£)	(8,799)
Percentage	(22%)
Experience gains and losses on scheme liabilities:	
Amount (£)	(4,818)
Percentage	(9%)
Total amount recognised in statement of total recognised gains and losses:	
Amount (£)	(7,795)
Percentage of scheme liabilities	(15%)

26. POST BALANCE SHEET EVENTS

On 2nd January 2003, the Group redeemed the whole of the issued Preference Share Capital at par.

On 2nd January 2003, the Group acquired the entire share capital of Jackson & Edwards Limited. The consideration was £1,800,000, the net assets on acquisition were £1,507,000 and the Company had made a profit before taxation for the eight months ended 31st December 2002 of £72,000.

On 5th February 2003, the Group acquired the entire share capital of J.N. Holdings Limited (trading as Taggarts). Subject to the agreement of the final completion accounts the consideration payable was £5,640,000, the net assets on acquisition were £3,000,000 and the trading profit before taxation for the year ended 31st December 2002 was £1,128,000.

TRADING OUTLETS AND INTERESTS IN MAJOR SUBSIDIARY COMPANIES

as at 31st December 2002

MOTOR DIVISION/FRANCHISES

Vauxhall

Aston
Birkenhead
Blackburn
Castle Bromwich
Chester
Ellesmere Port
Heswall
Liverpool
Selly Oak
Speke Hall
St. Helens
Wallasey
Yardley

Volkswagen

Burnley
Middlesbrough

Nissan

Belfast
Camden
Dundonald
Lisburn
Macclesfield
Manchester
Mill Hill
Newtownabbey
Oldham
Rochdale
Stockport
Waltham Abbey

Peugeot

Belfast

Citroën

Belfast

Renault

Bangor
Belfast
Chelmsford
Chester
Colchester
Lisburn
Macclesfield
Newtownabbey
Newtownards
Southend
Stockport

Toyota

Belfast
Chelmsford
Dundonald
Newtownabbey
Northallerton
Rayleigh
Romford

Seat

Manchester
Middlesbrough

MG Rover

Belfast
Coleraine
Hadleigh
Stockport

LUXURY/SPECIALIST FRANCHISES

Aston Martin

Belfast

Audi

Blackburn
Middlesbrough

Ferrari

Belfast

Jaguar

Belfast
Portadown

Chrysler / Jeep

Lisburn
Middlesbrough
Newtownards

Honda

Derby
Liverpool
Mapperley
Nottingham
Southport

Land Rover

Belfast
Bishop's Stortford
Chelmsford
Coleraine
Hadleigh

Lexus

Belfast

Maserati

Belfast

Bentley

Belfast

Saab

Liverpool

Volvo

Brentwood
Chelmsford

MOTORCYCLES

(BMW, Ducati, Honda,
Kawasaki and Yamaha)
Belfast

TYRES

Belfast - Boucher Road
Belfast - Sydenham Road
Coleraine
Dundonald
Omagh
Portadown

AGRICULTURAL DIVISION

Brigg

Darley Dale
Epworth
Metheringham
Selby
Tuxford

MAJOR SUBSIDIARY COMPANIES

Motor Division

DSM Autos Limited
Charles Hurst Limited
Lookers North West Limited
Lookers South East Limited
Lookers Southern Limited
Bolling Investments Limited
Lookers Birmingham Limited

Agricultural Division

Platts Harris Agricultural
Group Limited

All subsidiary companies are incorporated and registered in England and operate in England and Wales with the exception of Charles Hurst Limited which is incorporated and registered and operates in Northern Ireland. All subsidiary companies are wholly owned, with the exception of Lookers Birmingham Limited in which a 99% shareholding is held.

A list of other subsidiary companies will be annexed to the next Annual Return.

Web Site: www.lookers.co.uk

PROFORMA CONSOLIDATED PROFIT AND LOSS ACCOUNT

for the year ended 31st December 2002

On 2nd January 2003, all preference shares were redeemed at par. The proforma profit and loss and balance sheet show how the financial position would have looked had the redemption taken place on 1st January 2002.

	2002 £000	(1)	Adjustments		(4)	Pro-forma 2002 £000
		(2)	(3)			
Profit on ordinary activities before finance charges	15,120	-	-	-	-	15,120
Interest payable	3,291	724	-	-	-	4,015
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	11,829	724	-	-	-	11,105
Taxation	3,007	-	-	(217)	-	2,790
PROFIT FOR THE FINANCIAL YEAR ATTRIBUTABLE TO SHAREHOLDERS	8,822	(724)	-	217	-	8,315
Dividends						
- Non-equity preference shares	(1,126)	-	1,126	-	-	-
- Equity ordinary shares	(3,428)	-	-	-	-	(3,428)
Retained profit for the year	4,268	-	-	-	-	4,887
Profit and Loss Account brought forward	26,901	-	-	-	-	26,901
Transfers from reserves	15,150	-	-	-	(13,889)	1,261
Retained Profit carried forward	46,319	(724)	1,126	217	(13,889)	33,049
Earnings per ordinary share	22.6p	-	-	-	-	24.4p

ADJUSTMENTS

(1) The financing of the preference share redemption is by a medium term loan, assumed to be drawn down in full. Interest is payable at 5.2%.

(2) No preference dividends.

(3) Tax saving on the loan interest paid. A tax rate of 30% has been assumed.

(4) Preference shares redeemed, creating a capital redemption reserve.

PROFORMA CONSOLIDATED BALANCE SHEET

as at 31st December 2002

	2002 £000	(1)	Adjustments		(4)	Pro-forma £000
			(2)	(3)		
FIXED ASSETS						
Intangible fixed assets	9,165	-	-	-	-	9,165
Tangible assets	82,789	-	-	-	-	82,789
	91,954	-	-	-	-	91,954
CURRENT ASSETS						
Stocks	72,963	-	-	-	-	72,963
Debtors	36,979	-	-	-	-	36,979
Cash at bank and in hand	32	-	-	-	-	32
	109,974	-	-	-	-	109,974
CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR						
Bank overdrafts	3,756	(13,165)	(1,126)	-	13,889	3,354
Trade creditors	64,596	-	-	-	-	64,596
Other creditors including taxation and social security	38,586	1,984	-	(217)	-	40,353
Proposed dividend	2,403	-	-	-	-	2,403
	109,341	(11,181)	(1,126)	(217)	13,889	110,706
NET CURRENT ASSETS	633	11,181	1,126	217	(13,889)	(732)
TOTAL ASSETS LESS CURRENT LIABILITIES	92,587	11,181	1,126	217	(13,889)	91,222
CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR	15,347	11,905	-	-	-	27,252
PROVISIONS FOR LIABILITIES AND CHARGES	316	-	-	-	-	316
	76,924	(724)	1,126	217	(13,889)	63,654
CAPITAL & RESERVES						
Called up share capital	22,470	-	-	-	(13,889)	8,581
Share premium	305	-	-	-	-	305
Revaluation Reserve	7,128	-	-	-	-	7,128
Capital Redemption Reserve	702	-	-	-	13,889	14,591
Profit and Loss account	46,319	(724)	1,126	217	(13,889)	33,049
TOTAL SHAREHOLDERS' FUNDS	76,924	(724)	1,126	217	(13,889)	63,654
TOTAL BORROWINGS	29,692	724	(1,126)	-	13,889	43,179
GEARING	39%					68%

FINANCIAL REVIEW

for the year ended 31st December 2002

	Year ended 30th September 1998 £000	Fifteen months ended 31st December 1999 £000	Year ended 31st December 2000 £000	Year ended 31st December 2001 £000	Year ended 31st December 2002 £000
TURNOVER	584,490	652,509	582,529	717,894	790,352
PROFIT BEFORE TAXATION	5,342	6,442	6,510	10,065	11,829
Taxation	(2,237)	(1,611)	(1,820)	(2,507)	(3,007)
Profit attributable to shareholders	3,105	4,831	4,690	7,558	8,822
Dividends	3,923	*4,215	4,080	4,335	4,554
EARNINGS PER ORDINARY SHARE	5.8p	10.1p	10.5p	18.9p	22.6p
AS AT PERIOD END					
Shareholders' interests					
Share capital	22,959	22,958	23,058	23,061	22,470
Reserves – non-distributable	15,587	23,152	23,020	22,980	8,135
– distributable	22,697	23,499	24,232	26,901	46,319
	61,243	69,609	70,310	72,942	76,924

Figures may differ from those originally reported due to amendment following the introduction of new Accounting Standards.

*Dividends in 1999 include accrued non-equity preference share dividends amounting to £292,000.

SHAREHOLDERS' INFORMATION

DIVIDEND TIMETABLE

Ordinary: Interim - end of November

Final - end of May

The Annual General Meeting is normally held in mid-May each year.

SHARE QUOTES

Share prices of the Ordinary Shares are shown in the *Financial Times* and also appear in several other newspapers. The Ordinary Share price is also shown daily on Teletext (BBC 1 page 227 and Channel 4, page 538).

Up to the minute Lookers Ordinary Share price can be obtained by calling the *Financial Times* City Line on 0906 8433218 (calls from within the UK cost 50p per minute).

SHAREHOLDER "PERKS"

We operate a scheme which provides all registered private shareholders holding a minimum of 1,000 Ordinary Shares with an additional £100 discount off the price of any new motor vehicle purchased from any of the Group's garages. The private registered shareholder negotiates their purchase of the new car in the normal way and the £100 is an additional discount obtained from the Company Secretary.

BANKERS AND PROFESSIONAL ADVISERS

PRINCIPAL BANKERS

Barclays Bank PLC
The Royal Bank of Scotland plc
Northern Bank Limited
Yorkshire Bank PLC
Fortis Bank
Bank of Ireland
HSBC Bank plc

REGISTRARS AND TRANSFER OFFICE

Northern Registrars Limited
Woodsome Park,
Fenay Bridge
Huddersfield HD8 0LA

AUDITORS

Deloitte & Touche
Chartered Accountants
201 Deansgate,
Manchester M60 2AT

SOLICITORS

Addleshaw Booth & Co
100 Barbirolli Square,
Manchester M2 3AB

STOCK BROKERS

Collins Stewart
9th Floor
88 Wood Street,
London EC2V 7QR

FINANCIAL ADVISERS

Rothschilds
82 King Street,
Manchester M2 4WQ

FRANCHISE LOCATIONS

1Lookers

ALTRINCHAM

Renault - 0161 973 3021

ASTON

Vauxhall - 0121 328 0833

BIRKENHEAD

Vauxhall - 0151 200 9000

BISHOP'S STORTFORD

Land Rover - 01279 465657

BLACKBURN

Audi - 01254 604444
Vauxhall - 01254 51191

BRENTWOOD

Volvo - 01277 264222

BURNLEY

VW - 01282 701000

CAMDEN

Nissan - 0207 267 2727

CASTLE BROMWICH

Vauxhall - 0121 749 2222

CHELMSFORD

Land Rover - 01245 611111
Renault - 01245 615555
Toyota - 01245 462222
Volvo - 01245 468151

CHESTER

Renault - 01244 390009
Vauxhall - 01244 350678

COLCHESTER

Renault - 01206 577295

DERBY

Honda - 01332 343444

ELLESMERE PORT

Vauxhall - 0151 200 6006

HADLEIGH

Land Rover - 01702 559933
MG Rover - 01702 559292

HESWALL

Vauxhall - 0151 342 6132

LIVERPOOL

Honda - 0151 709 8261
Saab - 0151 933 9777
Vauxhall - 0151 933 7575

MACCLESFIELD

Renault - 01625 507100
Nissan - 01625 507100

MANCHESTER

Nissan - 0161 291 9000
SEAT - 0161 291 9120

MAPPERLEY

Honda - 0115 926 6336

MIDDLESBROUGH

Chrysler / Jeep / SEAT
- 01642 282930

MILL HILL

Nissan - 0208 203 8899

NORTHALLERTON

Toyota - 01606 44226

NORTHWICH

Renault - 01609 780790

NOTTINGHAM

Honda - 0115 986 3222

OLDHAM

Nissan - 0161 628 6200
VW - 0161 652 7131

RAYLEIGH

Toyota - 01268 748999

ROCHDALE

Leyland DAF - 01706 654424
Nissan - 01706 644777

ROMFORD

Toyota - 01708 386168

SEELY OAK

Vauxhall - 0121 414 1919

SPEKE

Vauxhall - 0151 486 3668

SOUTHEND

Renault - 01702 224680

SOUTHPORT

Honda - 01704 500501

ST HELENS

Vauxhall - 01744 633000

STOCKPORT

MG Rover - 0161 333 3344
Nissan - 0161 333 3355
Renault - 0161 333 3366

TEESSIDE

VW - 01642 808900

THORNABY

Audi - 01642 603444

WALLASEY

Vauxhall - 0151 630 5401

WALTHAM ABBEY

Nissan - 01992 711117

YARDLEY

Vauxhall - 0121 765 4555



BELFAST

- 028 9038 1721

Aston Martin
Bentley
Citroën
Ferrari
Jaguar
Land Rover
Lexus
Maserati
MG Rover
Motorcycle Centre
Nissan
Peugeot
Renault
Toyota
Tyres
Usedirect

DUNDONALD

Chrysler / Jeep
- 028 9048 4850
Nissan - 028 9048 2651
Toyota - 028 9048 2892
Usedirect - 028 9048 0007

KNOCK

MG Rover - 028 9079 6228
Usedirect - 028 9079 6228

NEWTOWNABBEY

Nissan - 028 9034 2772

Renault - 028 9084 3816

Toyota - 028 9083 0050

Usedirect - 028 9083 9696

PORTADOWN

Jaguar - 028 3833 8000
Tyres - 028 3833 5211

OMAGH

Tyres - 028 8224 9292

COLERAINE

Land Rover - 028 7034 3153
MG Rover - 028 7034 3153
Tyres - 028 7034 2217
Usedirect - 028 7034 3153

NEWTOWNARDS

Renault - 028 9181 5277

BANGOR

Renault - 028 9127 3337

LISBURN

Chrysler / Jeep
Renault
Usedirect
- 028 9266 5252
Nissan - 028 9266 5387

TAGGARTS

GLASGOW

Jaguar (North) - 0141 332 7777
Jaguar (South) - 0141 633 2929

MOTHERWELL

Jaguar / Mazda / MG Rover
Land Rover - 0208 203 8899