

Co No: 00142414.

WILLIAM ASTLEY & COMPANY LIMITED

DIRECTORS' REPORT

AND

ACCOUNTS

31ST DECEMBER, 1995



s h i p l e y s

*chartered accountants*

## WILLIAM ASTLEY &amp; COMPANY LIMITED

## Directors

R.P. Bentley

C.S. Bentley

## Secretary and Registered Office

R.P. Bentley  
16 Piccadilly Arcade,  
London SW1Y 6NH.

## DIRECTORS' REPORT

The directors submit their report, together with the accounts for the year ended 31st December, 1995.

## PRINCIPAL ACTIVITY

The principal activity of the company throughout the year was that of retailers of pipes and other smokers' requisites.

## RESULTS AND DIVIDEND

	£
Profit on ordinary activities after taxation	3,748
Balance brought forward	(324)
	<hr/>
Balance carried forward	<u>£3,424</u>

The directors do not recommend the payment of a dividend.

## BUSINESS REVIEW AND FUTURE DEVELOPMENTS

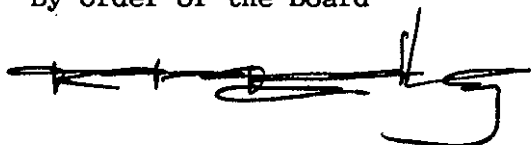
During the year the company traded profitably. The directors are optimistic over future trading prospects.

## DIRECTORS AND THEIR INTERESTS

The directors who served during the year are as stated above. Their interests in the shares of the company were as follows:

	Deferred shares of 5p each	
	At 31st December, 1995	At 1st January, 1995
R.P. Bentley	20,800	20,800
C.S. Bentley	160	160

By Order of the Board



R.P. Bentley  
Secretary

27 AUG 1996

**s h i p l e y s**

*c h a r t e r e d   a c c o u n t a n t s*

10 Orange Street, Haymarket, London WC2H 7DQ

Telephone (0171) 312 0000 Facsimile (0171) 312 0022

**ACCOUNTANTS' REPORT TO THE SHAREHOLDERS ON  
THE UNAUDITED ACCOUNTS OF**

**WILLIAM ASTLEY & COMPANY LIMITED**

We report on the accounts for the year ended 31st December, 1995 set out on pages 4 to 11.

**Respective responsibilities of directors and reporting accountants**

As described on page 5 the company's directors are responsible for the preparation of the accounts, and they believe that the company is exempt from an audit. It is our responsibility to examine the accounts and, based on our examination, to report our opinion, as set out below to the shareholders.

**Basis of opinion**

We conducted our examination in accordance with the Statement of Standards for Reporting Accountants issued by the Auditing Practices Board. This examination consisted of comparing the accounts with the accounting records kept by the company, and making such limited enquiries of the officers of the company as we considered necessary for the purposes of this report. These procedures provide only the assurance expressed in our opinion.

The examination was not an audit conducted in accordance with Auditing Standards. Accordingly, we do not express an audit opinion on the accounts. Therefore our examination does not provide any assurance that the accounting records and the accounts are free from material misstatement.

**Opinion**

In our opinion:-

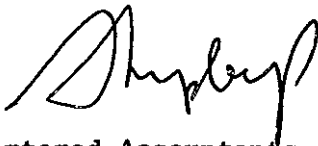
- a) the accounts are in agreement with those accounting records kept by the company under section 221 of the Companies Act 1985;
- b) having regard only to, and on the basis of, the information contained in those accounting records, the accounts have been drawn up in a manner consistent with the accounting requirements specified in section 249C(6) of the Act;

ACCOUNTANTS' REPORT TO THE SHAREHOLDERS ON  
THE UNAUDITED ACCOUNTS OF

WILLIAM ASTLEY & COMPANY LIMITED - CONTINUED

Opinion - continued

- c) having regard only to, and on the basis of, the information contained in those accounting records, the company satisfied the conditions for exemption from an audit of the accounts for the year specified in section 249A(4) of the Act and did not, at any time within that year, fall within any of the categories of companies not entitled to the exemption specified in section 249B(1).



Chartered Accountants

**27** AUG 1996

## WILLIAM ASTLEY &amp; COMPANY LIMITED

## PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31ST DECEMBER, 1995

	Notes	1995 £	1994 £
TURNOVER - Continuing operations	1.2&2	122,474	86,814
COST OF SALES		(38,998)	(30,786)
GROSS PROFIT		83,476	56,028
ADMINISTRATIVE EXPENSES		(78,416)	(49,181)
OPERATING PROFIT			
- Continuing operations	3	5,060	6,847
INTEREST PAYABLE	5	(1,312)	(1,328)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		3,748	5,519
TAXATION	6	-	804
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		3,748	6,323
BALANCE BROUGHT FORWARD		(324)	(6,647)
BALANCE CARRIED FORWARD		<u>£3,424</u>	<u>£(324)</u>

The notes on pages 7 to 10 form part of these accounts.

## WILLIAM ASTLEY &amp; COMPANY LIMITED

## BALANCE SHEET

AT 31ST DECEMBER, 1995

	Notes	£	1995 £	£	1994 £
<b>FIXED ASSETS</b>					
Tangible assets	7		11,416		16,426
<b>CURRENT ASSETS</b>					
Stocks	8	30,262		26,114	
Debtors	9	12,462		12,456	
Cash in hand		-		7	
			42,724	38,577	
<b>CREDITORS: Amounts falling due within one year</b>	10	(39,548)		(54,277)	
<b>NET CURRENT ASSETS/(LIABILITIES)</b>			3,176		(15,700)
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>			14,592		(726)
<b>CREDITORS: Amounts falling due after more than one year</b>	11		(10,118)		-
			£4,474		£726
<b>SHARE CAPITAL AND RESERVES</b>					
Called up share capital	12		1,050		1,050
Profit and loss account			3,424		(324)
<b>EQUITY SHAREHOLDERS' FUNDS</b>			£4,474		£726

The directors are of the opinion that the company is entitled to the exemption from audit conferred by subsection 2 of section 249A Companies Act 1985 for the year ended 31st December, 1995.

The directors confirm that no member or members have requested an audit pursuant to subsection 2 of section 249B Companies Act 1985.

The directors confirm that they are responsible for:-

- ensuring that the company keeps accounting records which comply with section 221 Companies Act 1985, and
- preparing accounts which give a true and fair view of the state of affairs of the company as at 31st December, 1995 and of its results for the year then ended in accordance with the requirements of section 226 Companies Act 1985, and which otherwise comply with the requirements of this Act relating to accounts, so far as applicable to the company.

Approved by the Board on 27 AUG 1996

R.P. Bentley

) Directors

C.S. Bentley

The notes on pages 7 to 10 form part of these accounts.

## WILLIAM ASTLEY &amp; COMPANY LIMITED

## OTHER PRIMARY STATEMENTS

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSS  
FOR THE YEAR ENDED 31ST DECEMBER, 1995

The retained profit for the year was the only recognised gain or loss in the year.

HISTORICAL COST PROFIT AND LOSS  
FOR THE YEAR ENDED 31ST DECEMBER, 1995

All assets are stated in the financial statements at historical cost. Therefore, no adjustments are required to the reported profit which is stated on an unmodified historical cost basis.

MOVEMENT IN SHAREHOLDERS' FUNDS  
FOR THE YEAR ENDED 31ST DECEMBER, 1995

	1995 £	1994 £
Profit for the financial year	3,748	6,323
Opening shareholders' funds	726	(5,597)
Closing shareholders' funds	<u>£4,474</u>	<u>£726</u>

The notes on pages 7 to 10 form part of these accounts.

## WILLIAM ASTLEY &amp; COMPANY LIMITED

## NOTES TO THE ACCOUNTS

31ST DECEMBER, 1995

## 1. ACCOUNTING POLICIES

## 1.1 Basis of Accounting

The accounts have been prepared under the historical cost convention.

## 1.2 Turnover

Turnover represents the net value of sales, exclusive of Value Added Tax.

## 1.3 Tangible Fixed Assets

Tangible fixed assets are stated at cost less accumulated depreciation.

## 1.4 Depreciation

Depreciation is provided on tangible fixed assets at rates calculated to write off the cost less estimated residual value over the estimated useful life as follows:-

Furniture, fixtures and fittings	- 25% per annum straight line basis
Leasehold improvements	- over the term of the lease

## 1.5 Stocks

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

## 1.6 Deferred Taxation

No provision for deferred taxation has been made as, in the opinion of the directors, such provision is unlikely to be required in the foreseeable future.

## 1.7 Cash Flow Statement

The company is a small company as defined by sections 246 and 247 of the Companies Act 1985. It has therefore taken advantage of the exemption conferred by Financial Reporting Standard Number 1 not to prepare a cash flow statement.

## 2. TURNOVER

The turnover and profit before taxation is attributable wholly to the company's principal activity. The geographical analysis of turnover is as follows:-

	1995 £	1994 £
United Kingdom	79,743	65,070
Overseas	42,731	21,744
	<u>£122,474</u>	<u>£86,814</u>



## WILLIAM ASTLEY &amp; COMPANY LIMITED

## NOTES TO THE ACCOUNTS - CONTINUED

31ST DECEMBER, 1995

3. OPERATING PROFIT	1995	1994
This is stated after charging:		
Depreciation of owned assets	<u>£5,011</u>	<u>£4,090</u>
4. STAFF COSTS		
Staff costs (including executive directors)		
Wages and salaries	21,285	5,286
Social security costs	2,126	139
Pension costs	<u>2,300</u>	<u>2,300</u>
	<u>£25,711</u>	<u>£7,725</u>
The above includes the following amounts in respect of directors:		
Other emoluments	<u>£21,285</u>	<u>£5,286</u>
The average number of employees during the year was:	Number	Number
Management	<u>2</u>	<u>2</u>
The above numbers include one director, who received no emoluments.		
5. INTEREST PAYABLE		
On bank loan and overdraft wholly repayable within five years	<u>£1,312</u>	<u>£1,328</u>
6. TAXATION		
Overprovision in respect of previous years	-	(1,073)
Interest on overdue tax	-	269
	<u>£ -</u>	<u>£(804)</u>

No taxation arises on the profits for the year due to the availability of losses.

WILLIAM ASTLEY & COMPANY LIMITED  
 NOTES TO THE ACCOUNTS - CONTINUED  
 31ST DECEMBER, 1995

7. TANGIBLE FIXED ASSETS

Cost	Leasehold Improvements £	Furniture fixtures and Fittings £	Total £
At 1st January, 1995 and 31st December, 1995	<u>3,135</u>	<u>21,395</u>	<u>24,530</u>
<b>Depreciation</b>			
At 1st January, 1995	157	7,947	8,104
Charge in year	<u>314</u>	<u>4,697</u>	<u>5,011</u>
At 31st December, 1995	<u>471</u>	<u>12,644</u>	<u>13,115</u>
<b>Net Book Value</b>			
At 31st December, 1995	<u>2,664</u>	<u>8,751</u>	<u>£11,415</u>
At 31st December, 1994	<u>2,978</u>	<u>13,448</u>	<u>£16,426</u>

8. STOCKS

	1995	1994
Goods held for re-sale	<u>£30,262</u>	<u>£26,114</u>

9. DEBTORS

	£	£
Other debtors	6,535	6,535
Prepayments	<u>5,927</u>	<u>5,921</u>
	<u>£12,462</u>	<u>£12,456</u>

Other debtors of £6,535 represents a rent deposit repayable after more than one year.

## WILLIAM ASTLEY &amp; COMPANY LIMITED

## NOTES TO THE ACCOUNTS - CONTINUED

31ST DECEMBER, 1995

10. CREDITORS: Amounts falling due within one year	1995 £	1994 £
Bank loan and overdraft	18,450	35,941
Trade creditors	1,445	4,354
Other taxes and social security	1,605	390
Other creditors	14,238	7,500
Accruals	3,810	6,092
	<u>£39,548</u>	<u>£54,277</u>

11. CREDITORS: Amounts falling due after  
more than one year

Bank loan	<u>£10,118</u>	<u>£ -</u>
-----------	----------------	------------

The bank loan, which at the balance sheet date amounted to £16,571, is wholly repayable within five years by instalments. The loan is secured and attracts interest at 3% above bank base rate, subject to a minimum of 7% per annum.

## 12. SHARE CAPITAL

## Authorised

21,000 Deferred shares of 5p each	<u>£1,050</u>	<u>£1,050</u>
Allotted, called up and fully paid		
21,000 Deferred shares of 5p each	<u>£1,050</u>	<u>£1,050</u>

## 13. FINANCIAL COMMITMENTS

The company leases a building on a ten year lease with effect from 24th June, 1994. The rent payable under this lease is subject to renewal on 24th June, 1999. The company pays all insurance, maintenance and repairs on this property. The company may terminate the lease on 24th June, 1999 by giving not less than six months notice in writing.

The minimum annual rentals under the foregoing lease are as follows:

	1995	1994
Operating lease which expires:		
After five years	<u>£22,500</u>	<u>£22,250</u>