

Johnston Sweepers Limited  
Report and accounts  
for the year ended 31 December 2005

Registered Number 199841



Johnston Sweepers Limited  
Report and accounts  
for the year ended 31 December 2005  
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# **Johnston Sweepers Limited**

## **Directors' report for the year ended 31 December 2005**

The directors have pleasure in submitting their Report and Accounts for the year ended 31 December 2005.

### **Principal activities and review of operations**

Following the acquisition of the Johnston Group in 2004 by Ennstone Plc, the company was sold to Bucher Industries AG (see note 20) on 31 March 2005 and now forms part of the Bucher Municipal Division.

Prior to the sale of the company to Bucher Industries AG, the shareholdings in Johnston Madvac Inc and Johnston Sweeper Company were transferred to Johnston Management Holdings on 17 February 2005 as part of a set-off agreement whereby loans due to Johnston Management Holdings and Johnston Sweepers Limited were waived.

The company's results are consolidated in the Bucher Industries group accounts for the nine month period ending 31 December 2005.

The principal activity of Johnston Sweepers Limited continues to be the manufacture of road sweepers and other municipal equipment through its operation in the UK and a branch in Denmark.

The results for the year are set out on page 6.

### **Dividends**

No dividend (2004: £nil) has been paid in respect of the year ended 31 December 2005, and no final dividend is proposed.

### **Directors and their interests**

The names of the directors holding office at the year end and their beneficial interests in the ordinary share capital of the ultimate parent company, Bucher Industries AG, are as follows:

R. Baillod – appointed 31 March 2005  
J. Hauser – appointed 31 March 2005  
P.C. van Rosmalen – appointed 31 March 2005  
P.G. Rhodes  
C.F. Offley  
G. Whittall  
S.R.L. Douglas  
D.F. Bishop  
K.P. Pandya – resigned 31 March 2005

### **Company Secretary**

N.C. Brunning – appointed 31 March 2005  
J.E.M. Johnston – resigned 31 March 2005

# Johnston Sweepers Limited

## Directors' report for the year ended 31 December 2005 (continued)

### Research and development

Research and development costs incurred by the company in the year amounted to £712,278 (2004: £619,468).

### Employment policies

The company is committed to policies of non-discrimination to promote equal opportunities in employment regardless of gender, religion, race or ethnic origin. A company handbook is made available to all employees, the company also has a system of employee briefing and regular news letters.

The employment of those who become disabled is continued wherever possible and opportunities are provided for the recruitment, training and career development of disabled people.

### Health and safety at work

The company has a strong commitment to the safety and health of employees. The company has its own safety officer who advises on accident prevention and safety in the company's factories. The directors are kept regularly informed on all aspects of safety.

### Creditor payment policy

The company does not follow any code or standard on payment practice, as it is the company's policy to settle creditors promptly on mutually agreed terms. These terms will vary from supplier to supplier and suppliers will be aware of the terms of payment. At the year-end there were 55 (2004:64) days purchases in creditors.

### Auditors

During the year KPMG resigned as auditors and PricewaterhouseCoopers LLP were appointed and this will be confirmed at the Annual General Meeting. A resolution to reappoint PricewaterhouseCoopers LLP as auditors will be proposed at the annual general meeting.

### By order of the Board



**N.C. Brunning**  
**Secretary**

22<sup>nd</sup> May 2006

# **Johnston Sweepers Limited**

## **Statement of directors' responsibilities**

Company law requires the directors to prepare financial statements for each financial year that give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that year. In preparing those accounts, the directors are required to:

- Select suitable accounting policies and then apply them consistently;
- Make judgements and estimates that are reasonable and prudent;
- State whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the accounts;
- Prepare the accounts on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the accounts comply with the Companies Act 1985. They have general responsibility for taking such steps as are reasonable open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

# **Johnston Sweepers Limited**

## **Independent auditors' report to the members of Johnston Sweepers Limited**

We have audited the financial statements of Johnston Sweepers Limited for the year ended 31<sup>st</sup> December 2005 which comprise the Profit and Loss Account, the Balance Sheet, the Statement of Total Recognised Gains and Losses and the related notes. These financial statements have been prepared under the accounting policies set out therein.

### **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 law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland). This report, including the opinion, has been prepared for and only for the company's members as a body in accordance with Section 235 of the Companies Act 1985 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come, save where expressly agreed by our prior consent in writing.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you 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 other transactions is not disclosed.

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

### **Basis of audit opinion**

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

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

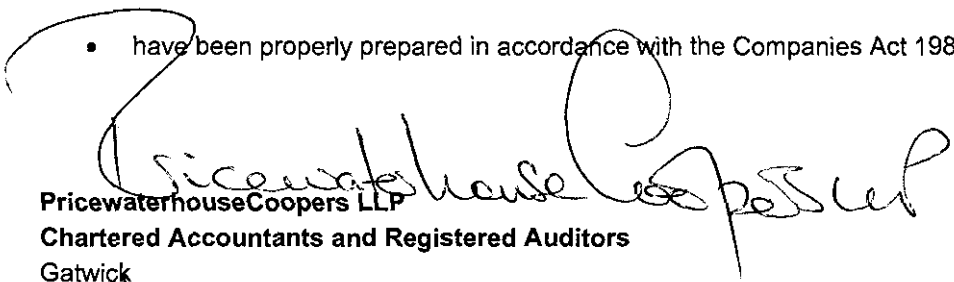
# Johnston Sweepers Limited

## Independent auditors' report to the members of Johnston Sweepers Limited (continued)

### Opinion

In our opinion the financial statements:

- give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31<sup>st</sup> December 2005 and of its loss for the year then ended; and
- have been properly prepared in accordance with the Companies Act 1985.

  
**PricewaterhouseCoopers LLP**  
**Chartered Accountants and Registered Auditors**

Gatwick

24 May 2006

# Johnston Sweepers Limited

## Profit and loss account for the year ended 31 December 2005

	Notes	2005	2004
		£	£
<b>Turnover</b>	2	<b>56,033,677</b>	<b>56,575,470</b>
Operating costs less other income	3	54,103,059	55,873,071
Waiver / Provisions relating to amount due from overseas subsidiary		835,417	7,300,739
Waiver of amount due to parent company		0	(2,967,302)
Total net operating cost		<b>54,938,476</b>	<b>60,206,508</b>
<b>Operating profit/(loss)</b>		<b>1,095,201</b>	<b>(3,631,038)</b>
Net interest payable and similar charges	4	726,649	77,674
<b>Profit/(loss) on ordinary activities before taxation</b>		<b>368,552</b>	<b>(3,708,712)</b>
Tax on profit/(loss) on ordinary activities	5	(388,177)	(493,182)
<b>Loss on ordinary activities after taxation</b>		<b>(19,625)</b>	<b>(4,201,894)</b>
<b>Dividends paid</b>		<b>-</b>	<b>-</b>
<b>Loss for the year</b>	13	<b>(19,625)</b>	<b>(4,201,894)</b>

A statement of movements on reserves is given in note 13.

The turnover and operating profit are derived from continuing operations.



# Johnston Sweepers Limited

## Statement of total recognised gains and losses for the year ended 31 December 2005

	2005	2004
	£	£
<b><u>Statement of total recognised gains and losses</u></b>		
Loss after taxation	(19,625)	(4,201,894)
Translation adjustment	(19,149)	(96,538)
<b>Total recognised losses for the year</b>	<b>(38,774)</b>	<b>(4,298,432)</b>

<b><u>Reconciliation of movements in shareholders' funds</u></b>		
Total recognised gains and losses for the year	(38,774)	(4,298,432)
Dividends paid on equity shares	-	-
<b>Net decrease in shareholders' funds</b>	<b>(38,774)</b>	<b>(4,298,432)</b>
<b>Shareholders' funds at beginning of year</b>	<b>6,665,915</b>	<b>10,964,347</b>
<b>Shareholders' funds at end of year</b>	<b>6,627,141</b>	<b>6,665,915</b>

<b><u>Note of historical cost profits and losses</u></b>		
Profit/(loss) on ordinary activities before taxation	368,552	(3,708,712)
Adjustment of depreciation to historical cost basis	-	(31,884)
<b>Historical cost profit/(loss) on ordinary activities before taxation</b>	<b>368,552</b>	<b>(3,740,596)</b>
<b>Historical cost loss</b>	<b>(19,125)</b>	<b>(4,233,778)</b>

# Johnston Sweepers Limited

## Balance sheet as at 31 December 2005

	Notes	2005 £	2004 £
<b>Fixed assets</b>			
Tangible assets	6	8,360,426	9,043,810
Investments	7	3,637,560	14,419,877
		<b>11,997,986</b>	23,463,687
<b>Current assets</b>			
Stocks	8	8,166,871	9,208,688
Debtors	9	8,960,898	14,574,306
Cash at bank and in hand		3,359,735	1,473,648
		<b>20,487,504</b>	25,256,642
<b>Creditors due within one year</b>	10	<b>13,235,148</b>	16,933,477
<b>Net current assets</b>		<b>7,252,356</b>	8,323,165
<b>Total assets less current liabilities</b>		<b>19,250,342</b>	31,786,852
<b>Creditors due after one year</b>	11	<b>12,587,140</b>	25,108,530
<b>Provisions for liabilities and charges: deferred taxation</b>	5	<b>36,061</b>	12,407
<b>Net assets</b>		<b>6,627,141</b>	6,665,915
<b>Capital and reserves</b>			
Called up share capital	12	8,000	8,000
Profit and loss account	13	6,370,031	6,408,805
Revaluation reserve	13	249,110	249,110
<b>Equity shareholders' funds</b>		<b>6,627,141</b>	6,665,915

The accounts were approved by the Board on 22<sup>nd</sup> May 2006 and were signed on its behalf by:

  
C v Rosmalen  
Director

# Johnston Sweepers Limited

## Notes to the financial statements for the year ended 31 December 2005

### 1 Accounting policies

A summary of principal accounting policies, all of which have been applied consistently throughout the year, is set out below.

#### **Basis of Accounting**

The accounts have been prepared under the historical cost convention modified to include the revaluation of freehold and leasehold properties and in accordance with applicable Accounting Standards. On implementation of FRS15, the company has decided not to adopt a policy of revaluing property assets. In accordance with transitional rules contained within the standard, the book amounts of properties that reflect previous valuations have been retained.

#### **Adoption of new accounting policy**

The company has adopted FRS21 "Events after the balance sheet date." The adoption of this standard represents a change in accounting policy however no prior period adjustment is necessary.

#### **Preparation of consolidated accounts and subsidiary undertakings**

As permitted by S228 of the Companies Act 1985, consolidated accounts have not been prepared since the company is a wholly owned subsidiary undertaking of another company which prepares consolidated accounts.

The company's interest in subsidiary undertakings is shown at original sterling cost less amounts written off, with dividends received and receivable being recorded in the profit and loss account.

The company is exempt from the requirement of FRS 1 (revised) to include a cash flow statement as part of its accounts, as the company is a wholly owned subsidiary of Bucher Industries AG which publishes consolidated financial statements that include the company and which contain a group cash flow statement.

#### **Turnover**

Turnover is defined as the value of goods and services supplied, including machine rentals net of trade discounts, VAT and other sales related taxes.

#### **Tangible Fixed Assets**

Tangible fixed assets are stated at cost or historic valuation less accumulated depreciation.

Depreciation is provided on a straight line basis at rates calculated to write off the cost or valuation of fixed assets over their estimated useful lives. The rates generally in use are:

Freehold and long leasehold	- Land	Not depreciated
	- Buildings	50 years
Plant and equipment	- Fixed	8 years
	- Mobile	4 years

# **Johnston Sweepers Limited**

## **1 Accounting policies (continued)**

### **Valuation**

Following the adoption of FRS15, the company stopped its policy of revaluing its properties. In accordance with the transitional rules of FRS15, all properties are now shown at cost or where a valuation has been applied before 1<sup>st</sup> January 1999, at that valuation.

The carrying value of tangible fixed assets are reviewed for impairment if events or circumstances indicate that the carrying value may not be recoverable. Any impairment in the value of fixed assets below depreciated cost is charged to the profit and loss account.

Assets in the course of construction are not depreciated until they are commissioned. Commissioning is deemed to have occurred once the asset has completed its testing phase and is being utilised in production.

### **Currency Translation**

With the exception of the company's investment in the share capital of subsidiary undertakings which is included at original sterling cost less amounts written off, all assets and liabilities denominated in foreign currencies are included in the balance sheet using the closing rate method. Foreign currency transactions of the company have been converted to sterling at rates of exchange ruling on the date of transaction.

Translation differences arising from the company's investment in overseas subsidiaries denominated in foreign currencies are dealt with in reserves. All other translation adjustments arising are dealt with in the profit and loss account.

### **Research and Development**

All research and development expenditure is written off as incurred, as is expenditure in respect of patents and trademarks.

### **Stocks**

Stocks are valued at the lower of net realisable value and cost, which includes production overheads.

### **Taxation**

Current taxation, including UK corporation tax and foreign tax, is provided at amounts expected to be paid using tax rates and laws that have been enacted by the balance sheet date. Deferred tax is recognised, without discounting, in respect of all timing differences between the treatment of certain items for tax purposes and accounting purposes which have arisen, but not reversed, by the balance sheet date, except as otherwise required by FRS 19 Deferred Tax.

### **Leases**

Rentals under operating leases are charged to the profit and loss account on a straight line basis over the lease term.

### **Pensions**

The company operates a defined contribution pension scheme. Company contributions to the scheme are charged to the profit and loss account in the period to which they relate.

# Johnston Sweepers Limited

## 2 Geographical analysis of turnover by destination

	2005	2004
	£	£
Europe, & Middle East	49,374,515	49,696,301
Asia, Africa, Australia & New Zealand	3,238,147	3,259,038
Americas	3,421,015	3,620,131
	56,033,677	56,575,470

## 3 Operating profit

	2005	2004
	£	£
Change in stocks of finished goods and work-in-progress	960,038	886,789
Other operating income	(172,035)	(270,415)
Raw materials and consumables	30,465,336	31,808,783
Other external charges	6,992,200	7,257,033
Staff costs (see below)	14,700,160	15,110,563
Depreciation of owned assets	1,157,360	1,162,889
Profit on disposal of fixed assets	-	(82,571)
	54,103,059	55,873,071
Staff costs (including directors)		
Wages and salaries	13,034,783	13,234,431
Social security costs	1,038,725	1,031,026
Other pension costs	626,652	845,106
	14,700,160	15,110,563
Operating Profit is after charging / (crediting) :		
Plant and equipment - operating lease rentals	427,093	405,782
Other operating lease rentals	268,945	328,169
Translation adjustment	(305,089)	(259,380)
Research and development costs	712,278	619,468
Audit fees - Audit	45,000	32,952
Audit fees - Non Audit and tax	54,000	1,831
Audit fees prior year and previous auditor	33,515	-

# Johnston Sweepers Limited

## 4 Net interest payable and similar charges

	2005	2004
	£	£
Bank interest receivable	(61,465)	(7,102)
Bank interest and charges payable on overdrafts and loans	49,972	84,776
Group interest payable	738,142	-
	726,649	77,674

## 5 Taxation

	2005	2004
	£	£
Corporation tax charge @ 30% (2004, 30%)	358,523	-
Group relief @ 30% (2004, 30%)	-	746,482
Adjustment in respect of prior periods	6,000	-
Total current tax charge	364,523	746,482
Transfer to/(from) deferred taxation account	23,654	(253,300)
Total tax on profit on ordinary activities	388,177	493,182

The differences between the total current tax charge shown above and the amount calculated by applying the standard rate of UK corporation tax to the profit before tax are as follows:

	2005	2004
	£	£
Profit/(loss) on ordinary activities before tax	368,552	(3,708,712)
Current tax at 30% (2004, 30%)	110,566	(1,112,614)
Effects of:		
Non taxable loan waiver	-	(890,191)
Expenses not deductible for tax purposes	282,965	2,495,987
Movements in timing differences	(35,008)	253,300
Adjustment in respect of prior periods	6,000	-
Total current tax charge	364,523	746,482

# Johnston Sweepers Limited

## 5 Taxation (continued)

### Provisions for liabilities and charges : Deferred taxation

Balance at 1st January	12,407	265,707
Transfer from/(to) profit and loss account	23,654	(253,300)
Balance at 31st December	36,061	12,407

Deferred taxation has been calculated using a corporation tax rate of 30%. There is no unprovided deferred taxation, fully provided deferred tax comprises:

	2005	2004
	£	£
Excess of capital allowances over depreciation	292,561	35,507
Short-term timing differences	(241,500)	(23,100)
Capital gains	(15,000)	-
Total provision	36,061	12,407





# Johnston Sweepers Limited

## 6 Tangible fixed assets

	Land and buildings £	Plant and equipment £	Assets under construction £	Total £
Cost or valuation 1st January 2005	6,487,316	10,569,251	-	17,056,567
Additions	-	407,842	111,000	518,842
Translation adjustment	(21,351)	(20,587)	-	(41,938)
Disposals	(17,108)	(170,392)	-	(187,500)
At 31st December 2005	6,448,857	10,786,114	111,000	17,345,971
Comprising :				
At professional valuation	5,991,809	-	-	5,991,809
At cost	457,048	10,786,114	111,000	11,354,162
Depreciation 1st January 2005	689,331	7,323,426	-	8,012,757
Charge for year	137,192	1,020,168	-	1,157,360
Translation adjustment	(2,467)	(11,737)	-	(14,204)
Disposals	(5,310)	(165,058)	-	(170,368)
At 31st December 2005	818,746	8,166,799	-	8,985,545
Net book value 31st December 2005	5,630,111	2,619,315	111,000	8,360,426
Net book value 31st December 2004	5,797,985	3,245,825	-	9,043,810

Land and buildings includes £1,442,724 of assets that are not depreciated.



# Johnston Sweepers Limited

## 6 Tangible fixed assets (continued)

Land and buildings comprise :	Freehold land and buildings £	Long leasehold £	Short leasehold £	Total £
Cost or valuation 1st January 2005	5,478,442	963,051	45,823	6,487,316
Disposals	(17,108)	-	-	(17,108)
Translation adjustment	(21,351)	-	-	(21,351)
At 31st December 2005	<b>5,439,983</b>	<b>963,051</b>	<b>45,823</b>	<b>6,448,857</b>
Comprising				
At professional valuation	5,131,809	860,000	-	5,991,809
At cost	308,174	103,051	45,823	457,048
Depreciation 1st January 2005	500,306	179,350	9,675	689,331
Charge for year	88,201	42,981	6,010	137,192
Disposals	(2,467)	-	-	(2,467)
Translation adjustment	(5,310)	-	-	(5,310)
At 31st December 2005	<b>580,730</b>	<b>222,331</b>	<b>15,685</b>	<b>818,746</b>
Net book value 31st December 2005	<b>4,859,253</b>	<b>740,720</b>	<b>30,138</b>	<b>5,630,111</b>
Net book value 31st December 2004	4,978,136	783,701	36,148	5,797,985

The company's freehold and leasehold interests in land and buildings in the United Kingdom were valued by Messrs. Gerald Eve, Chartered Surveyors as at 31 December 1998. The valuations were prepared in accordance with the Appraisal and Valuation Manual published by the Royal Institute of Chartered Surveyors (the Red Book) on the basis of existing use. The valuations were incorporated into the balance sheet at 31 December 1998, following the introduction of FRS 15, and have been retained at their carrying amounts.



# Johnston Sweepers Limited

## 6 Tangible fixed assets (continued)

Comparable historical cost amounts for the company's land and buildings included in tangible fixed assets were:

	Freehold Buildings £	Long Leasehold £	Short Leasehold £	Total £
At 31st December 2005				
Original cost	5,629,736	1,141,942	169,173	<b>6,940,851</b>
Less aggregate depreciation	1,340,111	631,835	52,930	<b>2,024,876</b>
Net book value	4,289,625	510,107	116,243	<b>4,915,975</b>
At 31st December 2004				
Original cost	5,646,844	1,141,942	169,173	6,605,541
Less aggregate depreciation	1,259,688	588,854	46,920	1,596,818
Net book value	4,387,156	553,088	122,253	5,062,497

## 7 Fixed asset investments

	Shares in subsidiary undertakings £	Loans to subsidiary undertakings £	Total £
Cost at 1st January 2005	11,981,825	11,185,700	<b>23,167,525</b>
Additions	-	219,068	<b>219,068</b>
Disposals	(7,508,848)	(11,404,768)	<b>(18,913,616)</b>
At 31st December 2005	<b>4,472,977</b>	-	<b>4,472,977</b>
Amounts written off 1st January 2005	7,508,845	1,238,803	<b>8,747,648</b>
Additional sum provided against Johnston GmbH	835,417		<b>835,417</b>
Writedown on JSC & Madvac disposal	(7,508,845)	(1,238,803)	<b>(8,747,648)</b>
At 31st December 2005	<b>835,417</b>	-	<b>835,417</b>
Net book value 31st December 2005	<b>3,637,560</b>	-	<b>3,637,560</b>
Net book value 31st December 2004	4,472,980	9,946,897	14,419,877



# Johnston Sweepers Limited

## 7 Fixed asset investments (continued)

The company has an interest in the unlisted subsidiary undertakings below:

Name and country of incorporation if not Great Britain	Proportion of capital shares held by the company %	Activity
MacDonald Johnston Engineering Co. Pty Limited (Australia)	100	Manufacture or Agents for the supply of road cleansing and other municipal equipment
Johnston GmbH (Germany)	100	
Johnston Engineering Limited	100	Dormant
Johnston Madvac Inc.(Canada)	0	Transferred to Johnston Management Holdings Limited on 17 February 2005
Johnston Sweeper Company (USA)	0	Transferred to Johnston Management Holdings Limited on 17 February 2005

## 8 Stocks

	2005 £	2004 £
Raw materials and consumables	1,100,503	1,154,592
Manufacturing work-in-progress	3,815,454	4,231,090
Finished goods and goods for resale	3,250,914	3,823,006
	8,166,871	9,208,688

## 9 Debtors

	2005 £	2004 £
Trade debtors	7,530,390	9,610,697
Amounts owed by group undertakings	987,449	4,593,238
Other debtors	82,018	88,776
Prepayments and accrued income	361,041	281,595
	8,960,898	14,574,306





# Johnston Sweepers Limited

## 10 Creditors: amounts falling due within one year

	2005	2004
	£	£
Secured loans	-	36,050
Bank loans and overdrafts (unsecured)	126,505	5,159,039
Trade creditors	5,632,721	6,148,428
Amounts owed to group undertakings	708,277	1,075,298
Other creditors	3,498,192	2,386,964
Corporation tax	258,000	-
Taxation and social security	265,592	337,035
Accruals and deferred income	2,745,861	1,790,663
	<b>13,235,148</b>	<b>16,933,477</b>

## 11 Creditors: amounts falling due after more than one year

	2005	2004
	£	£
Secured loans repayable between one and two years	-	38,826
Secured loans repayable between two and five years	-	94,464
Secured loans repayable in over five years	-	60,905
Amounts owed to group undertakings	12,587,140	24,914,335
	<b>12,587,140</b>	<b>25,108,530</b>

The 'secured' loans were settled in full during the year. The group loan comprises amounts advanced to both the UK and Danish parts of the business and attracts interest of 1.5% above UK Libor and 1% above Danish Libor respectively. It is unsecured and has no fixed date of repayment.



# Johnston Sweepers Limited

## 12 Share capital

	2005	2004
	£	£
Authorised		
100,000 ordinary shares of £1 each	100,000	100,000
Allotted , called up and fully paid		
8,000 ordinary shares of £1 each	8,000	8,000

## 13 Reserves

	Revaluation reserve	Profit and loss account
	£	£
At 1st January 2005	249,110	6,408,805
Retained profit for the year	-	(19,625)
Translation adjustment on overseas assets	-	(19,149)
At 31st December 2005	249,110	6,370,031

## 14 Pensions

The company participated in the Johnston Management Holdings Limited Pension and Life Assurance Scheme, a defined benefit scheme, until 31 March 2005. As the company was unable to identify its share of the underlying assets and liabilities it accounted for the scheme as a defined contribution scheme.

Following the acquisition of the company by Bucher Industries AG, the company withdrew from the above scheme and any remaining liabilities were settled. Employees of the company who had participated in the above scheme became deferred members.

The company now operates a Group Personal Pension scheme with Friends Provident. This is a defined contribution scheme. Contributions since 1 April 2005 were £368,715.



# Johnston Sweepers Limited

## 15 Commitments

	2005 £	2004 £
Capital commitments contracted for	219,978	125,857

Annual commitment under non cancellable operating leases

	Land and buildings		Plant and equipment	
	2005 £	2004 £	2005 £	2004 £
Leases expiring :				
Within one year	22,300	16,300	180,049	161,210
Within two to five years	0	33,000	143,469	147,815
After five years	319,800	260,150	0	-
	342,100	309,450	323,518	309,025

## 16 Contingent liabilities

There are contingent liabilities in respect of performance bonds and undertakings entered into in the ordinary course of business.

## 17 Average number of persons employed

	2005 No.	2004 No.
Direct	247	264
Indirect	243	265
Total	490	529

## 18 Directors' emoluments

	2005 £	2004 £
Aggregate emoluments	704,026	592,534
Aggregate pension contributions	38,838	-



## Johnston Sweepers Limited

	2005	2004
Number of directors accruing retirement benefits under the defined contribution scheme	5	5
Number of directors who exercised share options under the Johnston Group 1994 Sharesave Scheme	Nil	Nil

The aggregate emoluments of the highest paid director were £143,081 (2004: £200,838). Company contributions to pension schemes in respect of the highest paid director were £9,332 (2004: £13,900).

The emoluments of Mr R Baillod and Mr J Hauser are paid by the parent company, a proportion of which are recharged to the company indirectly via group management charge. Mr Baillod and Mr Hauser are directors of the parent company and fellow subsidiaries. The above details include no emoluments in respect of Mr Baillod and Mr Hauser and disclosure of their emoluments has been made in the financial statements of the parent company.

### 19 Related parties

The company is exempt from the requirement of FRS 8 to disclose transactions with other group subsidiaries on the grounds that the company is wholly owned by Bucher Industries AG which publishes consolidated financial statements (Note 20).

### 20 Ultimate parent company

The company's ultimate controlling party is Bucher Industries AG, registered in Switzerland.

The only group in which the accounts of the company are consolidated is that headed by its ultimate parent company, Bucher Industries AG, a company registered in Switzerland.

Consolidated accounts are available from Bucher Industries AG, Murzlenstasse 80 CH-8166 Niederweningen, Switzerland.

