

Company No. 378939

DARTMOUTH POTTERY LIMITED

**DIRECTORS' REPORT
AND FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED
31st MARCH 1999**



Moore Stephens
Chartered Accountants
Birmingham

DARTMOUTH POTTERY LIMITED

REPORT OF THE DIRECTORS

The directors present their report and the financial statements for the year ended 31st March 1999

FINANCIAL INFORMATION

The company did not trade during the year.

The balance sheet of the company as at 31st March 1999 is attached.

DIRECTORS AND DIRECTORS' INTERESTS

The directors who held office during the year and their interests in the shares of the company at the beginning and end of the year were as follows:-

	Ordinary shares of £1 each	
	1999	1998
S. B. Heath	-	-
D. F. Coplestone	-	-
D. J. Richardson	-	-
W. J. Lancashire	-	-

The directors interests in the shares of the ultimate parent undertaking are shown in the financial statements of that company.

BY ORDER OF THE BOARD


S. B. Heath
DIRECTOR

27th July 1999

DARTMOUTH POTTERY LIMITED

STATEMENT OF DIRECTORS' RESPONSIBILITIES

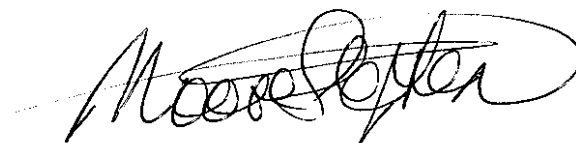
Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently.
- make judgments and estimates that are reasonable and prudent.
- prepare the financial statements 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 financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

ACCOUNTANTS' REPORT ON THE UNAUDITED ACCOUNTS
TO THE DIRECTORS OF
DARTMOUTH POTTERY LIMITED

As described on page 2 you are responsible for the preparation of the accounts for the year ended 31st March 1999, set out on pages 4 to 6, and you consider that the company is exempt from an audit under the Companies Act 1985. In accordance with your instructions, we have compiled these unaudited accounts, in order to assist you to fulfil your statutory responsibilities, from the accounting records and information and explanations supplied to us.

A handwritten signature in black ink, appearing to read 'Moore Stephens', with a large, sweeping loop at the end.

MOORE STEPHENS

CHARTERED ACCOUNTANTS

Charterhouse
165 Newhall Street
Birmingham B3 1SW

27th July 1999

DARTMOUTH POTTERY LIMITED

BALANCE SHEET

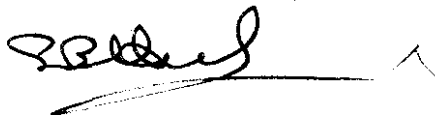
31st MARCH 1999

	NOTES	1999 £	1998 £
CURRENT ASSETS			
Amount owed by group undertakings		<u>381734</u>	<u>381734</u>
CAPITAL AND RESERVES (INCLUDING NON-EQUITY INTERESTS)			
Share capital	3	20700	20700
Capital reserve		202401	202401
Profit and loss account		<u>158633</u>	<u>158633</u>
		<u>381734</u>	<u>381734</u>

The company was dormant throughout the financial year.

These financial statements were approved by the Board on 27th July 1999

S. B. Heath



DIRECTOR

DARTMOUTH POTTERY LIMITED

**NOTES TO THE
FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED
31st MARCH 1999**

1. PRINCIPAL ACCOUNTING POLICIES

Basis of accounting

The financial statements have been prepared in accordance with applicable accounting standards and under the historical cost convention.

2. ULTIMATE PARENT UNDERTAKING

The company was controlled throughout the current and previous period by its ultimate parent undertaking, Samuel Heath & Sons PLC, which company was controlled by Mr. S. B. Heath and his close family by virtue of them holding a majority of the issued ordinary share capital of that company.

DARTMOUTH POTTERY LIMITED

**NOTES TO THE
FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED
31st MARCH 1999**

3. CALLED UP SHARE CAPITAL	1999 £	1998 £
EQUITY		
Ordinary shares of £1 each:-		
Authorised	<u>5600</u>	<u>5600</u>
Allotted, called up and fully paid	<u>5600</u>	<u>5600</u>
NON-EQUITY		
Deferred shares of 5p each:-		
Authorised	<u>2800</u>	<u>2800</u>
Allotted, called up and fully paid	<u>2800</u>	<u>2800</u>
Cumulative 6% preference shares of £1 each:-		
Authorised	<u>11000</u>	<u>11000</u>
Allotted, called up and fully paid	<u>11000</u>	<u>11000</u>
Cumulative 7.5% preference shares of £1 each:-		
Authorised	<u>1300</u>	<u>1300</u>
Allotted, called up and fully paid	<u>1300</u>	<u>1300</u>
Unclassified shares of £1 each:-		
Authorised	<u>4300</u>	<u>4300</u>
Allotted, called up and fully paid	<u>-</u>	<u>-</u>

The rights attached to the various classes of shares are broadly as follows:-

(i) Dividends

Any amounts distributed in respect of a financial year must be applied:- a) first in paying the 6% cumulative preference shares and 7.5% cumulative preference shares jointly a dividend of 6% and 7.5% respectively b) secondly in paying the ordinary shares the balance of the dividend declared. The deferred shares shall not participate in any dividend.

(ii) Capital

On winding up the liquidator may divide the company's surplus assets as he deems fair between the members or different classes of members. The holders of deferred shares have a right to receive the amount paid up on such shares after the holders of the ordinary shares have received the sum of £1000 per share.

(iii) Voting rights

The holders of both classes of preference shares have no voting rights unless the cumulative preference dividend is three years in arrears. The holders of deferred shares have no voting rights.