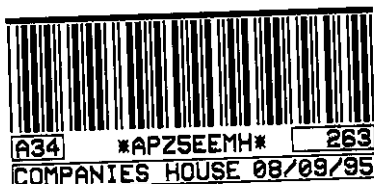


Alpha Products (Bristol) Limited
Annual report for the 52 week period
ended 29 January 1995

Registered no: 467188



Alpha Products (Bristol) Limited

Annual report for the 52 week period ended 29 January 1995

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Alpha Products (Bristol) Limited

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Directors and advisers

Executive directors

M Braun
R E Pratten
G R Coppin

Secretary and registered office

J S Weber
St Alphage House
Fore Street
London
EC2Y 5DH

Registered Auditors

Coopers & Lybrand
Churchill House
Churchill Way
Cardiff
CF1 4XQ

Solicitors

Morgan Bruce
Bradley Court
Park Place
Cardiff
CF1 3DP

Bankers

National Westminster Bank plc
117 St Mary Street
Cardiff
CF1 1LG

Directors' report for the 52 week period ended 29 January 1995

The directors present their report and the audited financial statements for the 52 week period ended 29 January 1995.

Principal activities

The principal activity continued to be the manufacture of moulds and tools for use in the production of plastic consumer packaging.

Review of business

The directors consider results for the period to be disappointing.

Dividends and transfers to reserves

The directors do not recommend the payment of a dividend in respect of the period ended 29 January 1995. The profit for the period of £3,855 will be transferred to reserves.

Changes in fixed assets

The movements in fixed assets during the period are set out in note 9 to the accounts.

Directors

The directors of the company at 29 January 1995 are listed on page 1.

Directors' interests in shares of the company

None of the directors have any beneficial interests in the shares of the company.

Taxation Status

The directors are advised that the company is not a 'close company' within the meaning of the Income and Corporation Taxes Act 1988 and this position has not changed since the end of the financial year.

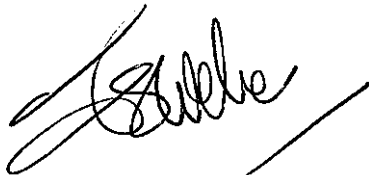
Alpha Products (Bristol) Limited

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Auditors

A resolution to reappoint the auditors, Coopers & Lybrand will be proposed at the annual general meeting.

By order of the board

A handwritten signature in black ink, appearing to be 'S. G. Smith', written over a horizontal line.

Company Secretary

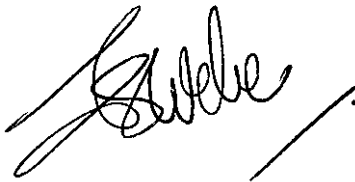
Statement of directors' responsibilities

The directors are required by UK company law to prepare financial statements for each financial year that give a true and fair view of the state of affairs of the company as at the end of the financial year and of the profit or loss for that period.

The directors confirm that suitable accounting policies have been used and applied consistently and reasonable and prudent judgements and estimates have been made in the preparation of the financial statements for the period ended 29 January 1995. The directors also confirm that applicable accounting standards have been followed and that the financial statements have been prepared on the going concern basis.

The directors are responsible for keeping proper accounting records, for taking reasonable steps to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

By order of the board

A handwritten signature in black ink, appearing to be 'G. Webb', written over a horizontal line.

Company secretary

**Report of the auditors to the members of
Alpha Products (Bristol) Limited**

We have audited the financial statements on pages 6 to 16.

Respective responsibilities of directors and auditors

As described on page 4, the company's directors are responsible for the preparation of the financial statements. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

Basis of opinion

We conducted our audit in accordance with 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. 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 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.

Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs at 29 January 1995 and of its profit for the period then ended and have been properly prepared in accordance with the Companies Act 1985.

Coopers & Lybrand

Chartered Accountants and Registered Auditors
Cardiff, 2 JUNE 1995

**Profit and loss account
for the 52 week period ended 29 January 1995**

	Notes	1995 £	1994 £
Turnover - continuing operations	2	746,517	714,347
Cost of sales - continuing operations		(613,330)	(587,809)
Gross profit		133,187	126,538
Other operating expenses - continuing operations	3	(188,227)	(192,145)
Operating (loss) - continuing operations		(55,040)	(65,607)
Interest payable and similar charges	6	(4,851)	(2,692)
(Loss) on ordinary activities before taxation	7	(59,891)	(68,299)
Tax on (loss) on ordinary activities	8	63,746	61,000
Profit/(loss) for the period	17	3,855	(7,299)

The company has no recognised gains and losses other than those included in the figures above, and therefore no separate statement of total recognised gains and losses has been presented.

There is no difference between the loss on ordinary activities before taxation and the retained profit for the year stated above, and their historical cost equivalents.

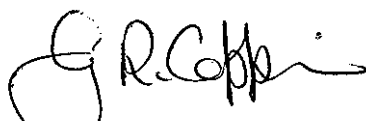
Alpha Products (Bristol) Limited

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Balance sheet at 29 January 1995

	Notes	1995 £	1994 £
Fixed assets			
Tangible assets	9	94,961	114,583
Current assets			
Stocks	10	47,304	61,466
Debtors	11	228,084	266,887
Cash at bank and in hand		196	209
		<u>275,584</u>	<u>328,562</u>
Creditors: amounts falling due within one year	12	<u>352,807</u>	<u>426,217</u>
Net current (liabilities)		<u>(77,223)</u>	<u>(97,655)</u>
Total assets less current liabilities		<u>17,738</u>	<u>16,928</u>
Creditors: amounts falling due after more than one year	13	-	1,045
Provisions for liabilities and charges	14	11,000	13,000
Net assets		<u>6,738</u>	<u>2,883</u>
Capital and reserves			
Called-up share capital	16	762	762
Other reserves		8,477	8,477
Profit and loss account	17	(2,501)	(6,356)
Equity shareholders' funds	18	<u>6,738</u>	<u>2,883</u>

The financial statements on pages 6 to 16 were approved by the board of directors on 2 June 1995 and were signed on its behalf by:


Director


Director

Notes to the financial statements for the 52 week period ended 29 January 1995

1 Principal accounting policies

The financial statements have been prepared in accordance with applicable Accounting Standards in the United Kingdom. A summary of the more important accounting policies is set out below.

Basis of accounting

These accounts have been prepared under the historical cost basis.

Cashflow

The company is a wholly owned subsidiary of Delyn Group PLC and the cash flows for the company are included in the consolidated group cash flow statement of Delyn Group PLC. Consequently the company is exempt under the terms of Financial Reporting Standard No 1 from publishing a cash flow statement.

Tangible fixed assets

The cost of fixed assets is their purchase cost together with any incidental costs of acquisition. Fixed assets are being depreciated on a straight line basis over their estimated useful lives as follows:

- Leasehold buildings 25 years
- Plant and equipment between 5 and 10 years
- Motor vehicles between 2 and 4 years
- Office equipment and fixtures and fittings between 5 and 10 years

Hire purchase and operating leases

Assets held under hire purchase agreements are recorded in the balance sheet at the fair value of the assets at the inception of the contracts. The excess of hire payments over recorded obligations are treated as finance charges. Rental costs under operating leases are charged to the profit and loss account by equal amounts over the period of the leases.

Stocks and work in progress

Stocks and work in progress have been valued at the lower of cost and net realisable value. Cost comprises purchase price and other directly attributable costs. Net realisable value is the estimated selling price less appropriate selling and distribution costs.

Turnover

Turnover, which excludes value added tax and trade discounts, represents the invoiced value of goods and services supplied.

Deferred taxation

Provision is made for deferred taxation, using the liability method, on all material timing differences to the extent that it is probable that a liability or asset will crystallise. Full provision is made for deferred taxation on timing differences arising from the provision of employee pensions.

Pension costs

Pension costs for the defined benefit pension scheme in which the company participates are charged against profits so as to spread the cost of pensions over the employees' expected working lives with the company.

2 Turnover and loss on ordinary activities before taxation

The turnover and loss before taxation are attributable to one activity. Turnover arises from the following geographical markets.

	1995 £	1994 £
United Kingdom	678,859	695,341
Europe	67,658	19,006
	<u>746,517</u>	<u>714,347</u>

3 Other operating expenses

	1995 £	1994 £
Continuing operations		
Distribution costs	967	989
Administrative expenses	187,260	191,156
	<u>188,227</u>	<u>192,145</u>

4 Directors' emoluments

The remuneration paid to the directors of Alpha Products (Bristol) Limited was:

	1995 £	1994 £
Other emoluments (including pension contributions and benefits in kind)	<u>74,468</u>	<u>74,869</u>

Fees and other emoluments (excluding pension contributions) include amounts paid to:

	1995	1994
The highest-paid director	<u>£35,759</u>	<u>£36,065</u>

The number of directors (including the chairman and the highest-paid director) who received fees and other emoluments (excluding pension contributions) in the following ranges was:

	1995 Number	1994 Number
£0 to £5,000	1	1
£30,001 to £35,000	1	1
£35,001 to £40,000	1	1

5 Employee information

The average weekly number of persons (including executive directors) employed during the year was:

	1995 Number	1994 Number
Production	16	18
Administration	3	4
	<u>19</u>	<u>22</u>

	1995 £	1994 £
Staff costs (for the above persons):		
Wages and salaries	406,868	401,198
Social security costs	34,003	34,311
Other pension costs	34,742	32,598
	<u>475,613</u>	<u>468,107</u>

Alpha Products (Bristol) Limited

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6 Interest payable and similar charges

	1995 £	1994 £
On bank loans, overdrafts and other loans:		
Repayable within 5 years, not by instalments	4,669	2,206
On hire purchase contracts	182	486
	<u>4,851</u>	<u>2,692</u>

7 Loss on ordinary activities before taxation

	1995 £	1994 £
Loss on ordinary activities before taxation is stated after charging:-		
Depreciation charge for the year:		
Tangible owned fixed assets	24,290	23,155
Tangible fixed assets held under hire purchase	3,498	3,518
Auditor's remuneration for:		
- Audit	2,900	2,250
- Other services	1,957	500
Hire of plant and machinery - operating leases	1,730	6,311
Rental of land and building	27,237	26,863
	<u>27,237</u>	<u>26,863</u>

8 Taxation

	1995 £	1994 £
United Kingdom corporation tax at 33% (1994: 33%):		
Current	-	-
Deferred	(2,000)	(1,000)
Group relief	(54,000)	(60,000)
Over provision in respect of prior years:		
Current	(4,764)	-
Group relief	(2,982)	-
	<u>(63,746)</u>	<u>(61,000)</u>

9 Tangible fixed assets

	Leasehold land and buildings £	Office equipment £	Plant and machinery £	Fixtures and fittings £	Motor Vehicles £	Total £
Cost						
At 31 January 1994	10,000	15,202	155,042	38,735	21,569	240,548
Additions	-	706	3,235	-	4,225	8,166
	<u>10,000</u>	<u>15,908</u>	<u>158,277</u>	<u>38,735</u>	<u>25,794</u>	<u>248,714</u>
At 29 January 1995	10,000	15,908	158,277	38,735	25,794	248,714
Depreciation						
At 31 January 1994	10,000	7,783	78,649	19,061	10,472	125,965
Charge for period	-	1,745	15,760	3,954	6,329	27,788
	<u>10,000</u>	<u>9,528</u>	<u>94,409</u>	<u>23,015</u>	<u>16,801</u>	<u>153,753</u>
At 29 January 1995	10,000	9,528	94,409	23,015	16,801	153,753
Net book value						
At 29 January 1995	-	6,380	63,868	15,720	8,993	94,961
	<u>-</u>	<u>6,380</u>	<u>63,868</u>	<u>15,720</u>	<u>8,993</u>	<u>94,961</u>
Net book value						
At 30 January 1994	-	7,419	76,393	19,674	11,097	114,583
	<u>-</u>	<u>7,419</u>	<u>76,393</u>	<u>19,674</u>	<u>11,097</u>	<u>114,583</u>

The net book value of tangible fixed assets includes an amount of £3,546 (1994: £7,034) in respect of assets held under hire purchase contracts.

10 Stocks

	1995 £	1994 £
Raw materials and consumables	25,474	21,821
Work in progress	21,830	39,645
	<u>47,304</u>	<u>61,466</u>

11 Debtors

	1995 £	1994 £
Amounts falling due within one year		
Trade debtors	109,355	76,575
Amounts owed by fellow subsidiary undertakings	-	-
Prepayments and accrued income	111,808	178,356
Other debtors	6,659	11,956
	<u>262</u>	<u>-</u>
	<u>228,084</u>	<u>266,887</u>

12 Creditors: amounts falling due within one year

	1995 £	1994 £
Bank overdraft	49,132	49,297
Obligations under hire purchase	1,054	4,217
Trade creditors	25,167	42,065
Amounts owed to parent company	252,021	280,390
Amounts owed to fellow subsidiary undertakings	137	13,806
Corporation tax	-	13,400
Other taxation and social security payable	13,388	8,634
Other creditors	1,178	2,886
Accruals and deferred income	10,730	11,522
	<u>352,807</u>	<u>426,217</u>

The bank overdraft amounting to £49,132 (1994: £49,297) is secured by fixed and floating charges on the assets of the company.

13 Creditors: amounts falling due after one year

	1995 £	1994 £
Obligations under hire purchase	-	1,045

Hire purchase

The future minimum payments to which the company is committed under hire purchase contracts are as follows:

	1995 £	1994 £
In one year or less	1,054	4,217
Between one and two years	-	1,045
	<u>1,054</u>	<u>5,262</u>

14 Provisions for liabilities and charges

	Deferred taxation (see below) £
At 31 January 1994	13,000
Transferred from profit and loss account	(2,000)
At 29 January 1995	<u>11,000</u>

Alpha Products (Bristol) Limited

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Deferred taxation

Deferred taxation provided in the financial statements, and the potential liability including the amounts for which provision has been made, are as follows:

	Amount provided		Amount unprovided	
	1995	1994	1995	1994
	£	£	£	£
Tax effect of timing differences because of:				
Excess of tax allowances over depreciation	11,000	14,000	-	-
Other	-	(1,000)	-	-
	<u>11,000</u>	<u>13,000</u>	<u>-</u>	<u>-</u>

15 Pension and similar obligations

The company participates in a group defined benefit pension scheme. The assets of the scheme are held separately from those of the group. Details of the scheme and its latest actuarial valuation are contained in the accounts of Delyn Group PLC.

16 Called-up share capital

	1995	1994
	£	£
Authorised		
1,000 ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>
Allotted, called up and fully paid		
762 ordinary shares of £1 each	<u>762</u>	<u>762</u>

17 Profit and loss account

	£
At 31 January 1994	(6,356)
Profit for the period	<u>3,855</u>
At 29 January 1995	<u>(2,501)</u>

Alpha Products (Bristol) Limited

18 Reconciliation of movements in shareholders' funds

	1995 £	1994 £
Opening shareholders' funds	2,883	10,182
Profit/(loss) for the period	3,855	(7,299)
Closing shareholders' funds	<u>6,738</u>	<u>2,883</u>

19 Capital commitments

	1995 £	1994 £
Capital expenditure that has been authorised by the directors but has not yet been contracted for	<u>35,000</u>	<u>-</u>

20 Contingent liabilities

	1995 £	1994 £
Amounts of guarantees in respect of bank balances of other group undertakings	<u>1,835,792</u>	<u>1,109,214</u>

21 Financial commitments

At 29 January 1995 the company had annual commitments under non-cancellable operating leases as follows:

	1995		1994	
	Land and Buildings £	Other £	Land and Buildings £	Other £
Expiring within one year	-	-	-	364
Expiring between two and five years inclusive	-	1,730	-	1,106
Expiring in over five years	26,250	-	26,250	-
	<u>26,250</u>	<u>1,730</u>	<u>26,250</u>	<u>1,470</u>

Alpha Products (Bristol) Limited

22 Ultimate parent company

The directors regard Delyn Group PLC, a company registered in the England and Wales, as the ultimate parent company. According to the register kept by the company, Delyn Group PLC has a 100% interest in the company's equity capital. Copies of the parent's financial statements may be obtained from The Secretary, Delyn Group PLC, St Alphage House, Fore Street, London, EC2Y 5DH.

23 Support of ultimate holding company

The directors have received confirmation that Delyn Group PLC will provide financial support to Alpha Products (Bristol) Limited for the 12 month period following the date of signing of these financial statements in order that the company will be able to meet its financial obligations as they fall due.