## ABBREVIATED ACCOUNTS

FOR THE YEAR ENDED 31ST MARCH 2005

FOR

KENDALL BROS (PORTSMOUTH) LIMITED



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# COMPANY INFORMATION FOR THE YEAR ENDED 31ST MARCH 2005

**DIRECTORS:** J W Kendall

R M Kendall
P W Kendall
R C Kendall
N A Kendall
N R Kendall
Mrs M J Coombs
A J Coombs

**SECRETARY:** Mrs D Knight-Manson

**REGISTERED OFFICE:** Kendall's Wharf

Eastern Road Portsmouth Hampshire PO3 5LY

**REGISTERED NUMBER:** 478188 (England and Wales)

AUDITORS: Harrison Black Limited

Registered Auditors

Pyle House

136/137 Pyle Street

Newport Isle of Wight PO30 1JW

**BANKERS:** Lloyds TSB Plc

4 West Street Havant Hampshire PO9 1PE

### REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31ST MARCH 2005

The directors present their report with the accounts of the company for the year ended 31st March 2005.

### PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of the business of a sand and ballast merchants and a dredging contractor.

The company's subsidiary company, K.R.M. Concrete Limited, carries on the business of a ready mixed concrete supplier.

### REVIEW OF BUSINESS

The results for the year and financial position of the company are as shown in the annexed accounts.

The directors consider that the state of the company's affairs is satisfactory.

### DIVIDENDS

Interim dividends per share were paid as follows: £0.30 on the 16th November 2004 and £0.40 on the 2nd February 2005. The directors recommend that a final dividend of £2.15 per share be ratified at the Annual General Meeting totalling £2.85 per share (2004 - £2.60). This final dividend is not provided for in the accounts in line with the new Financial Reporting Standard 21.

#### **FUTURE DEVELOPMENTS**

The directors expect the companies earnings to grow in the foreseeable future.

The company continue to look at other potential site locations and opportunities to expand the business.

### **DIRECTORS**

The directors during the year under review were:

J W Kendall

R M Kendall

P W Kendall

R C Kendall

N A Kendall

N R Kendall

Mrs M J Coombs

A J Coombs

The beneficial interests of the directors holding office on 31st March 2005 in the issued share capital of the company were as follows:

	31.3.05	1.4.04
Ordinary £0.25 shares		
J W Kendall	12,466	12,466
R M Kendall	20,550	20,550
P W Kendall	6,829	6,829
R C Kendall	6,729	6,729
N A Kendall	6,832	6,832
N R Kendall	12,566	12,566
Mrs M J Coombs	6,828	6,828
A J Coombs	-	· -

### REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31ST MARCH 2005

### 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 judgements 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.

### **AUDITORS**

The auditors, Harrison Black Limited, will be proposed for re-appointment in accordance with Section 385 of the Companies Act 1985.

ON BEHALF OF THE BOARD:

R C Kendall - Director

Date: 30 pm 06

### REPORT OF THE INDEPENDENT AUDITORS TO KENDALL BROS (PORTSMOUTH) LIMITED UNDER SECTION 247B OF THE COMPANIES ACT 1985

We have examined the abbreviated accounts on pages five to eighteen, together with the full financial statements of the company for the year ended 31st March 2005 prepared under Section 226 of the Companies Act 1985.

This report is made solely to the company, in accordance with Section 247B of the Companies Act 1985. Our work has been undertaken so that we might state to the company those matters we are required to state to it in a special 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, for our work, for this report, or for the opinions we have formed.

### Respective responsibilities of directors and auditors

The directors are responsible for preparing the abbreviated accounts in accordance with Section 246A of the Companies Act 1985. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts prepared in accordance with Section 246A(3) of the Act to the Registrar of Companies and whether the accounts to be delivered are properly prepared in accordance with that provision and to report our opinion to you.

### Basis of opinion

We have carried out the procedures we consider necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts to be delivered are properly prepared. The scope of our work for the purpose of this report did not include examining or dealing with events after the date of our report on the full financial statements.

### **Opinion**

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with Section 246A(3) of the Companies Act 1985, and the abbreviated accounts on pages five to eighteen are properly prepared in accordance with that provision.

Harrison Black Limited

Harrison Black Limited Registered Auditors Pyle House 136/137 Pyle Street Newport Isle of Wight PO30 1JW

Date: 27/1/06.

## ABBREVIATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH 2005

		200	)5	200	2004	
	Notes	£	£	£	£	
GROSS PROFIT			2,521,022		2,177,142	
Distribution costs		1,292,706		1,142,740		
Administrative expenses		881,348	2,174,054	826,273	1,969,013	
OPERATING PROFIT	3		346,968		208,129	
Income from shares in group		400.000		222.000		
undertakings Interest receivable and similar income		180,000 25,182		220,000 17,130		
			205,182		237,130	
			552,150		445,259	
Interest payable and similar charges	4		11,299		7,822	
PROFIT ON ORDINARY ACTIVI	TIES					
BEFORE TAXATION			540,851		437,437	
Tax on profit on ordinary activities	5		103,563		46,008	
PROFIT FOR THE FINANCIAL Y	EAR					
AFTER TAXATION			437,288		391,429	
Dividends	6		52,325		194,350	
RETAINED PROFIT FOR THE						
YEAR			384,963		197,079	

### CONTINUING OPERATIONS

None of the company's activities were acquired or discontinued during the current and previous years.

### TOTAL RECOGNISED GAINS AND LOSSES

The company has no recognised gains or losses other than the profits for the current and previous years.

# ABBREVIATED BALANCE SHEET 31ST MARCH 2005

		200	<b>)</b> 5	200	)4
	Notes	£	£	£	£
FIXED ASSETS					
Tangible assets	7		2,205,115		2,052,532
Investments	8		20,000		20,000
			2,225,115		2,072,532
CURRENT ASSETS					
Stocks	9	210,579		113,347	
Debtors	10	1,684,603		1,589,716	
Cash at bank and in hand		516,266		905,286	
		2,411,448		2,608,349	
CREDITORS					
Amounts falling due within one year	11	1,071,028		1,537,900	
NET CURRENT ASSETS			1,340,420		1,070,449
TOTAL ASSETS LESS CURRENT LIABILITIES			3,565,535		3,142,981
CREDITORS Amounts falling due after more than o year	ne 12		(50,958)		(34,919)
PROVISIONS FOR LIABILITIES					
AND CHARGES	15		(215,265)		(193,713)
			3,299,312		2,914,349

# ABBREVIATED BALANCE SHEET - continued 31ST MARCH 2005

		200	5	2004	
	Notes	£	£	£	£
CAPITAL AND RESERVES					
Called up share capital	16		18,688		18,688
Revaluation reserve	17		265,453		265,453
Capital redemption reserve	17		1,312		1,312
Profit and loss account	17		3,013,859		2,628,896
SHAREHOLDERS' FUNDS	19		3,299,312		2,914,349

These abbreviated accounts have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to medium-sized companies.

### ON BEHALF OF THE BOARD:

PW Kendall - Director

R C Kendall - Director

Approved by the Board on 3.50 /m. ....

# CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2005

		2005	5	2004	•
	Notes	£	£	£	£
Net cash inflow from operating activities	1		147 702		510 750
from operating activities	1		167,783		512,753
Returns on investments and					
servicing of finance	2		193,883		229,308
Taxation			(49,236)		(85,428)
Capital expenditure	2		(454,929)		(358,783)
Equity dividends paid			(201,825)		(216,775)
			(344,324)		81,075
Financing	2		28,991		13,926
(Decrease)/Increase in cash in the period			(315,333)		95,001
Reconciliation of net cash flow to movement in net funds	3				-
(Decrease)/Increase					
in cash in the period Cash inflow		(315,333)		95,001	
from increase in debt and	lease				
financing		(28,991)		(13,926)	
Change in net funds resulting					
from cash flows			(344,324)		81,075
Movement in net funds in the pe	riod		(344,324)		81,075
Net funds at 1st April			715,281		634,206
Net funds at 31st March			370,957		715 201
inclinated at 313t Malch			3/0,33/		715,281

## NOTES TO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2005

# 1. RECONCILIATION OF OPERATING PROFIT TO NET CASH INFLOW FROM OPERATING ACTIVITIES

	2005	2004
	£	£
Operating profit	346,968	208,129
Depreciation charges	305,434	289,881
(Profit)/Loss on disposal of fixed assets	(3,087)	7,715
Increase in stocks	(97,232)	(32,539)
Increase in debtors	(94,888)	(65,290)
(Decrease)/Increase in creditors	(289,412)	104,857
Net cash inflow from operating activities	167,783	512,753

# 2. ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THE CASH FLOW STATEMENT

	2005	2004
	£	£
Returns on investments and servicing of finance		
Interest received	25,182	17,130
Interest paid	(3,876)	(3,216)
Interest element of hire purchase payments	(7,423)	(4,606)
Dividends received	180,000	220,000
Net cash inflow for returns on investments and servicing of		
finance	193,883	229,308
Capital expenditure		
Purchase of tangible fixed assets	(507,419)	(377,783)
Sale of tangible fixed assets	52,490	19,000
Net cash outflow for capital expenditure	(454,929)	(358,783)
		<u> </u>
Financing		
Capital repayments in year	28,991	13,926
Net cash inflow from financing	28,991	13,926
	====	

# NOTES TO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2005

ANALYSIS OF CHANGES IN NET FUNDS			At
	At 1.4.04 £	Cash flow £	31.3.05 £
Net cash:			-
Cash at bank and in hand	905,286	(389,020)	516,266
Bank overdraft	(73,687)	73,687	-
	831,599	(315,333)	516,266
Debt:			
Hire purchase	(116,318)	(28,991)	(145,309)
	(116,318)	(28,991)	(145,309)
Total	715,281	(344,324)	370,957
	<u> </u>		

### NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2005

### 1. ACCOUNTING POLICIES

### Accounting convention

The financial statements have been prepared under the historical cost convention.

#### Turnover

Turnover represents net invoiced sales of goods, excluding value added tax and less trade discounts.

### Tangible fixed assets

Depreciation is calculated to write down the cost or valuation of all tangible fixed assets to their estimated residual value over their estimated useful lives using the straight line method.

The expected useful lives are as follows:-

Buildings	50 Years
Dredgers and Launches	15 Years
Mobile Plant and Cranes	10 Years
Fixed Plant and Machinery	7 Years
Lorries, Tractors and Cars	7 Years
Computers	5 Years

#### Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

### Deferred tax

Deferred tax is recognised in respect of all material timing differences that have originated but not reversed at the balance sheet date, at rates expected to apply when they crystalise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in the financial statements. Deferred tax is not provided on timing differences arising from the revaluation of fixed assets where is no commitment to sell the asset and remit these earnings. Deferred tax assets and liabilities are not discounted.

### Hire purchase and leasing commitments

Rentals paid under operating leases are charged to the profit and loss account as incurred.

#### **Pensions**

The company operates a defined contribution pension scheme. Contributions payable for the year are charged in the profit and loss account.

### 2. STAFF COSTS

	2005	2004
	£	£
Wages and salaries	863,928	792,239
Social security costs	27,764	19,991
Social security costs Other pension costs	15,785	22,991
	907,477	835,221

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2.	STAFF COSTS - continued		
	The average monthly number of employees during the year was as follows:	2005	2004
		2005	2004
	Transport	15	15
	Wharf	21	19
	Directors	8	8
	Administration	7	7
		 E1	40
		<u>51</u>	<del></del>
3.	OPERATING PROFIT		
	The operating profit is stated after charging/(crediting):		
		2005	2004
		£	£
	Hire of plant and machinery	78,423	99,160
	Other operating leases	48,000	48,000
	Depreciation - owned assets	305,434	289,878
	(Profit)/Loss on disposal of fixed assets	(3,087)	7,715
	Auditors remuneration - Audit	<del></del>	5,500
	Directors' emoluments	260,009	248,687 =====
	Information regarding the highest paid director is as follows:		
	C S to the C to the second sec	2005	2004
		£	£
	Emoluments etc	81,094	75,484
4.	INTEREST PAYABLE AND SIMILAR		
	CHARGES		
		2005	2004
	D. 4.1	£	£
	Bank interest	3,876	3,216
	Hire purchase	7,423	4,606
		11,299	7,822
		====	

# NOTES TO THE ABBREVIATED ACCOUNTS - continued FOR THE YEAR ENDED 31ST MARCH 2005

### 5. TAXATION

The tax charge on the profit on ordinary activities for the year was as follows:

	2005 £	2004 £
Current tax:		
UK corporation tax	72,320	39,545
Under/over provision in previous years	9,691	10,803
Total current tax	82,011	50,348
Deferred tax	21,552	(4,340)
Tax on profit on ordinary activities	103,563	46,008

### Factors affecting the tax charge

The tax assessed for the year is lower than the standard rate of corporation tax in the UK. The difference is explained below:

	2005 £	2004 £
Profit on ordinary activities before tax	540,851 =====	437,437
Profit on ordinary activities		
multiplied by the standard rate of corporation tax		
in the UK of 30% (2004 - 30%)	162,255	131,231
Effects of:		
Capital allowances in excess of depreciation	(24,065)	(12,779)
Dividends received from group company	(54,000)	(66,000)
Entertaining	950	1,036
Lease premiums disallowed	_	970
Legal costs disallowed	-	660
Marginal relief for small companies	(12,820)	(15,573)
Under/(over) provision in previous years	9,691	10,803
Current tax charge	82,011	50,348
	=	

# NOTES TO THE ABBREVIATED ACCOUNTS - continued FOR THE YEAR ENDED 31ST MARCH 2005

				2005	2004
				£	£
uity shares:					
erim				52,325	44,850
al				<u>-</u>	149,500
				52,325	194,350
NGIBLE FIXED ASSE	TS				
	Land &	Plant &	Dredgers	Motor	
	buildings	machinery	& launches	vehicles	Totals
	£	£	£	£	£
ST					
1st April 2004	521,217	2,143,510	2,043	1,123,304	3,790,074
ditions	-	315,769	-	191,650	507,419
posals	<del>-</del>	(55,000)		(234,289)	(289,289)
31st March 2005	521,217	2,404,279	2,043	1,080,665	4,008,204
PRECIATION		<del>-</del>		-	
1st April 2004	9,653	1,165,629	2,043	560,216	1,737,541
arge for year	1,726	189,844	_	113,864	305,434
minated on disposal		(19,143)		(220,743)	(239,886)
31st March 2005	11,379	1,336,330	2,043	453,337	1,803,089
T BOOK VALUE					
31st March 2005	509,838	1,067,949		627,328	2,205,115
31st March 2004	511,564	977,881		563,088	2,052,533
	erim al  NGIBLE FIXED ASSE  ST 1st April 2004 ditions posals 31st March 2005  PRECIATION 1st April 2004 arge for year minated on disposal 31st March 2005  T BOOK VALUE 31st March 2005	### Add ### ASSETS    Land & buildings	NGIBLE FIXED ASSETS   Land & buildings   machinery   £	NGIBLE FIXED ASSETS   Land & Plant & Dredgers   buildings   machinery   & launches   £   £   £	Signature   Sign

Included in cost of land and buildings is freehold land of £438,060 (2004 - £438,060) which is not depreciated.

The land and buildings were revalued on an open market value for existing use basis on the 21st October 1997 by Henry Butcher International Asset Consultants.

Assets included in plant and machinery held under finance leases originally cost £361,235 (2004 - £297,947) and have a net book value of £328,428 (2004 - £271,158).

8.	FIXED ASSET INVESTMENTS			
٥.	FIAED ASSET INVESTIMENTS			Charra to
				Shares in
				group
				undertakings
	COST			£
	At 1st April 2004 and 31st March 2005			** ***
	and 31st March 2003			20,000
	NET BOOK VALUE			<del></del>
				** ***
	At 31st March 2005			20,000
	At 31st March 2004			20.000
	At 31st March 2004			20,000
	The company's investments at the belongs about de	ota in tha abana a	tal of came	ing implede 41 :
	The company's investments at the balance sheet da following:	ite in the share capi	tai of compan	ies include the
	ionownig.			
	K.R.M. Concrete Limited			
	Nature of business: Concrete and cement suppliers			
	readure of business. Concrete and cement suppliers	%		
	Class of shares:	holding		
	Ordinary	100.00		
	Ordinary	100.00	2005	2004
			£	2004 £
	Aggregate capital and reserves		45,668	43,404
	Profit for the year		1,864	5,541
	Thomas your		====	=====
	The investment consists of 20,000 £1.00 shares in	K.R.M. Concrete L	imited represe	enting 100% of
	the issued share capital.		, represe	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
	•			
9.	STOCKS			
			2005	2004
			£	£
	Raw materials		210,579	113,347
			====	===
10.	DEBTORS: AMOUNTS FALLING DUE WITHI	N ONE		
	YEAR			
			2005	2004
			£	£
	Trade debtors		1,075,933	992,401
	Amounts owed by group undertakings		562,375	541,605
	Other debtors		14,163	17,841
	Prepayments and accrued income		32,132	37,869
	-			
			1,684,603	1,589,716
			,,	

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11.	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
		2005	2004
		£	£
	Bank loans and overdrafts (see note 13)	-	73,687
	Hire purchase contracts (see note 14)	94,351	81,399
	Trade creditors	526,245	634,404
	Corporation tax	72,320	39,545
	Social security and other taxes	58,056	37,950
	VAT	84,789	131,999
	Proposed dividends	-	149,500
	Other creditors	56,785	49,056
	Aggregates levy	90,277	105,718
	Accruals and deferred income	88,205	234,642
		1,071,028	1,537,900
12.	CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN		
	ONE YEAR		
		2005	2004
		£	£
	Hire purchase contracts (see note 14)	50,958	34,919
13.	LOANS		
	An analysis of the maturity of loans is given below:		
		2005	2004
		£	£
	Amounts falling due within one year or on demand:	~	~
	Bank overdrafts	_	73,687
	Sain overwhite	===	====
14.	OBLIGATIONS UNDER HIRE PURCHASE CONTRACTS		
	TOTAL TRANSPORTED CONTRACTO	2005	2004
		£	£
	Net obligations repayable:	d⊷	*
	Within one year	94,351	81,399
	Between one and five years	50,958	34,919
	one and not your		— <del>—</del>
		145,309	116,318
			<del></del>

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15.	PROVISION	S FOR LIABILITIES ANI	D CHARGES		2005	2004
					2005 £	2004 £
	Deferred tax					
	Accelerated	capital allowances			215,265	193,713
						Deferred tax £
	Balance at 1st Increase in pr					193,713 21,552
	Balance at 31	st March 2005				215,265
16.	CALLED UI	P SHARE CAPITAL				
	Authorised:					
	Number:	Class:		Nominal	2005	2004
	4 000 000	Ordinor		value:	£	£
	4,000,000	Ordinary		£0.25	1,000,000	1,000,000
	Allotted, issue	ed and fully paid:				
	Number:	Class:		Nominal value:	2005 £	2004 £
	74,750	Ordinary		£0.25	18,688 ====	18,688
17.	RESERVES					
			Profit and loss account £	Revaluation reserve £	Capital redemption reserve	Totals £
	At 1st April 2 Retained prof		2,628,896 384,963	265,453	1,312	2,895,661 384,963
	At 31st March	·	3,013,859	265,453	1,312	3,280,624

## NOTES TO THE ABBREVIATED ACCOUNTS - continued FOR THE YEAR ENDED 31ST MARCH 2005

### 18. RELATED PARTY DISCLOSURES

During the year the company sold aggregates to its wholly owned subsidiary K.R.M. Concrete Limited to the value of £1,180,542 (2004 - £1,203,691).

The company received £95,443 (2004 - £83,318) from K.R.M. Concrete Limited in relation to the hiring of certain plant and vehicles to the subsidiary company.

The company received management charges of £65,551 (2004 - £67,545) from K.R.M. Concrete Limited in relation to administration and office expenses incurred by the company on behalf of the subsidiary company.

The company also received rent of £46,000 (2004 - £46,000) in respect of land and buildings occupied for the concrete plants used by the subsidiary company.

All of the above transactions were carried out under normal commercial terms.

The company received dividends during the year of £180,000 (2004 - £220,000) from K.R.M. Concrete Limited.

At the year end the company had amounts owing from K.R.M. Concrete Limited totalling £562,375 (2004 - £541,605) in respect of all charges and sales invoiced.

### 19. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	2005	2004
	£	£
Profit for the financial year	437,288	391,429
Dividends	(52,325)	(194,350)
Net addition to shareholders' funds	384,963	197,079
Opening shareholders' funds	2,914,349	2,717,270
Closing shareholders' funds	3,299,312	2,914,349
Equity interests	3,299,312	2,914,349