ROC

Company Registration No. 516832 (England and Wales)

E P PACKAGING LIMITED

, I

ABBREVIATED ACCOUNTS

FOR THE YEAR ENDED 31 DECEMBER 2001

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CONTENTS

	Page
Directors' report	1 - 2
Auditors' report	3
Abbreviated profit and loss account	4
Abbreviated balance sheet	5
Cash flow statement	6
Notes to the cash flow statement	7
Notes to the abbreviated accounts	8 - 15

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2001

The directors present their report and financial statements for the year ended 31 December 2001.

Principal activities and review of the business

The principal activity of the company was that of a manufacturer of plastic packaging for the food, cosmetic and toy industries.

It was reported in the financial statements for year ended 31 December 2000, that with the strengthening of the management team and a degree of restructuring, performance in 2001 was confidently expected to improve. This improved to be the case, indeed our own forecasts were exceeded, and with the investments planned for 2002, further progress can be expected.

Results and dividends

The results for the year are set out on page 4.

The directors do not recommend payment of an ordinary dividend.

Directors

The following directors have held office since 1 January 2001:

R A Thompson

A W Haiselden

N C Pretzlik

K Baldwin

C W Gawne

R Franklin

Mr S Mullaney was appointed a director on 1st January 2002.

Directors' interests

The directors' interests in the shares of the company were as stated below:

	Ordinary of 25p each		
	31 December 2001	1 January 2001	
A W Haiselden	-	-	
N C Pretzlik	-	•	
K Baldwin	-	-	
C W Gawne	-	-	
R A Thompson	-	-	
R Franklin	-	-	

The directors' interests in the share capital of the holding company are shown in the accounts of that company.

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2001

Auditors

In accordance with section 385 of the Companies Act 1985, a resolution proposing that The Carley Partnership be reappointed as auditors of the company will be put to the Annual General Meeting.

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.

On behalf of the board

AW Haiselden

Director

1 May 2002

AUDITORS' REPORT TO E P PACKAGING LIMITED UNDER SECTION 247B OF THE COMPANIES ACT 1985

We have examined the abbreviated accounts set out on pages 4 to 15, together with the financial statements of the company for the year ended 31 December 2001 prepared under section 226 of the Companies Act 1985.

Respective responsibilities of directors and auditors

The Combey Portrending

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 considered 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 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 4 to 15 are properly prepared in accordance with that provision.

The Carley Partnership

Chartered Accountants
Registered Auditor

Off Hon 3005

St James's House 8 Overcliffe

Gravesend

Kent

DA11 0HJ

ABBREVIATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2001

		2001	2000
	Notes	£	£
Gross profit		2,105,502	1,527,970
Distribution costs		(1,029,041)	(898,976)
Administrative expenses		(741,462)	(751,426)
Operating profit/(loss)	2	334,999	(122,432)
Amounts written off investments	3	(250)	-
Other interest receivable and similar income		38	54
Interest payable and similar charges	4	(29,113)	(31,947)
Profit/(loss) on ordinary activities			
before taxation		305,674	(154,325)
Tax on profit/(loss) on ordinary activities	5	(91,493)	27,994
Profit/(loss) on ordinary activities after taxation	15	214,181	(126,331)
uitor tazation	10	2:4,101	(120,001)

ABBREVIATED BALANCE SHEET AS AT 31 DECEMBER 2001

		20	001	20	000
	Notes	£	£	£	£
Fixed assets					
Tangible assets	6		1,324,017		1,366,267
Investments	7				250
			1,324,017		1,366,517
Current assets					
Stocks	8	517,423		489,166	
Debtors	9	2,806,820		2,448,576	
Cash at bank and in hand		91,606		20,731	
		3,415,849		2,958,473	
Creditors: amounts falling due within	10				
one year		(3,273,783)		(3,042,071)	
Net current assets/(liabilities)			142,066		(83,598)
Total assets less current liabilities			1,466,083		1,282,919
Creditors: amounts falling due after					
more than one year	11		(233,365)		(264,382)
			1,232,718		1,018,537
					=== ====
Capital and reserves					
Called up share capital	14		500,000		500,000
Profit and loss account	15		732,718		518,537
Shareholders' funds	16		1,232,718		1,018,537
					

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.

The financial statements were approved by the Board on .1.Msq.2002....

R Franklin

Director

A W Haiselden

Director

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2001

		2001 £		2000 £
Net cash inflow from operating activities		347,034		412,437
Returns on investments and servicing of finance				
Interest received	38		54	
Interest paid	(29,113)		(31,947)	
Net cash outflow for returns on investments				
and servicing of finance		(29,075)		(31,893)
Taxation		-		(771)
Capital expenditure				
Payments to acquire tangible assets	(135,125)		(164,658)	
Receipts from sales of tangible assets	13,731		-	
Net cash outflow for capital expenditure		(121,394)	·	(164,658)
Net cash inflow before management of liquid				
resources and financing		196,565		215,115
Financing				
Other new long term loans	-		32,213	
Other new short term loans	30,852		8,608	
Repayment of other long term loans	(45,364)		(36,849)	
Repayment of other short term loans	-		(30,678)	
Capital element of finance lease contracts	(111,178)		(121,431)	
Net cash outflow from financing		(125,690)		(148,137)
Increase in cash in the year		70,875		66,978

NOTES TO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2001

1	Reconciliation of operating profit/(loss) to net cash inflow from operating activities			2001	2000
				£	£
	Operating profit/(loss) Depreciation of tangible assets (Profit)/loss on disposal of tangible assets (Increase)/decrease in stocks			334,999 338,534 (11,911) (28,257)	(122,432) 377,263 230 109,303
	(Increase)/decrease in debtors Increase in creditors within one year Group relief			(358,244) 71,913	7,921 12,158 27,994
	Net cash inflow from operating activities			347,034	412,437
2	Analysis of net debt	1 January 2001	Cash flow	Other non- cash changes	31 December 2001
		£	£	£	£
	Net cash: Cash at bank and in hand	20,731	70,875		91,606
	Debt: Finance leases	(325,729)	111,178	(162,979)	(377,530)
	Debts falling due within one year Debts falling due after one year	(14,512) (45,364)	(30,852) 45,364	-	(45,364)
		(385,605)	125,690	(162,979)	(422,894)
	Net debt	(364,874)	196,565	(162,979)	(331,288)
3	Reconciliation of net cash flow to moveme	ent in net debt		2001 £	2000 £
	Increase in cash in the year Cash outflow from decrease in debt and leas	e financing		70,875 125,690	66,978 148,137
	Change in net debt resulting from cash flows New finance lease			196,565 (162,979)	215,115 (38,823)
	Movement in net debt in the year Opening net debt			33,586 (364,874)	176,292 (541,166)
	Closing net debt			(331,288)	(364,874)

NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2001

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention.

1.2 Turnover

Turnover represents amounts receivable for goods and services net of VAT and trade discounts.

1.3 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Plant and machinery

10 - 50% straight line

Fixtures, fittings & equipment

10 - 50% straight line

Motor vehicles

25% straight line

1.4 Leasing and hire purchase commitments

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible assets and depreciated over the shorter of the lease term and their useful lives. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

Rentals payable under operating leases are charged against income on a straight line basis over the lease term.

1.5 Investments

Fixed asset investments are stated at cost less provision for diminution in value.

1.6 Stock and work in progress

Stock and work in progress are valued at the lower of cost and net realisable value.

1.7 Pensions

The pension costs charged in the financial statements represent the contributions payable by the company during the year in accordance with FRS17.

1.8 Deferred taxation

Deferred taxation is provided at appropriate rates on all timing differences using the liability method only to the extent that, in the opinion of the directors, there is a reasonable probability that a liability or asset will crystallise in the foreseeable future.

1.9 Tooling Costs

Costs incurred in preparing prototypes are shown in prepayments to the extent that they will be recovered against future sales. They are amortised over two years from point they are used to produce goods.

NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2001

£ Operating profit/(loss) is stated after charging:	£
Depreciation of tangible assets 338,534	377,263
Operating lease rentals 113,787	105,649
Auditors' remuneration 8,100	5,600
3 Investment income 2001	2000
£	£
Income from fixed asset investments (250)	-
4 Interest payable 2001	2000
£	£
On amounts payable to group companies 5,794	3,401
On bank loans and overdrafts 1,798	3,707
Hire purchase interest 21,521	24,839 ———
29,113	31,947
5 Taxation 2001	2000
£ £	2000 £
Domestic current year taxation	~
U.K. corporation tax 93,012	-
Adjustment for prior years (1,519)	_
Payment in respect of group relief -	(27,994)
91,493	27,994

NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2001

Cost At 1 January 2001 2,847,947 348,626 77,553 3,274,126 Additions 248,380 25,723 24,001 298,104 Disposals (51,704) - (18,705) (70,409) At 31 December 2001 3,044,623 374,349 82,849 3,501,821 Depreciation At 1 January 2001 1,667,919 184,975 54,965 1,907,859 Charge for the year 269,813 49,286 19,435 338,534 At 31 December 2001 1,885,899 234,261 57,644 2,177,804 Net book value 1,158,724 140,088 25,205 1,324,017 At 31 December 2000 1,180,028 163,651 22,588 1,366,267 Included above are assets held under finance leases or hire purchase contracts as follows: £ £ Net book values At 31 December 2001 602,821 23,876 626,697 At 31 December 2000 411,391 6,875 418,266 Depreciation charge for the year 31 December 2001 66,881 7,000 <	Tangible fixed assets	B1 / 1	- ' '		_
Cost At 1 January 2001 2,847,947 348,626 77,553 3,274,126 Additions 248,380 25,723 24,001 298,104 Disposals (51,704) - (18,705) (70,409) At 31 December 2001 3,044,623 374,349 82,849 3,501,821 Depreciation At 1 January 2001 1,667,919 184,975 54,965 1,907,859 Charge for the year 269,813 49,286 19,435 338,534 At 31 December 2001 1,885,899 234,261 57,644 2,177,804 Net book value 1,158,724 140,088 25,205 1,324,017 At 31 December 2000 1,180,028 163,651 22,588 1,366,267 Included above are assets held under finance leases or hire purchase contracts as follows: £ £ Net book values At 31 December 2001 602,821 23,876 626,697 At 31 December 2000 411,391 6,875 418,266 Depreciation charge for the year 31 December 2001 66,881 7,000 <			fittings &		Tota
At 1 January 2001		£	£	£	£
Additions 248,380 25,723 24,001 298,104 Disposals (51,704) - (18,705) (70,409) At 31 December 2001 3,044,623 374,349 82,849 3,501,821 Depreciation At 1 January 2001 1,667,919 184,975 54,965 1,907,859 On disposals (51,833) - (16,756) (68,589) Charge for the year 269,813 49,286 19,435 338,534 At 31 December 2001 1,885,899 234,261 57,644 2,177,804 Net book value At 31 December 2000 1,180,028 163,651 22,588 1,366,267 Included above are assets held under finance leases or hire purchase contracts as follows: Plant and machinery vehicles for the year and the purchase contracts as follows: Plant and machinery vehicles for the year and the purchase contracts as follows: Plant and machinery vehicles for the year and the purchase contracts as follows: Plant and machinery vehicles for the year and the purchase contracts as follows: Plant and machinery vehicles for the year and the purchase contracts as follows: Plant and machinery vehicles for the year and the purchase contracts as follows: Plant and machinery vehicles for the year and the purchase contracts as follows: Plant and machinery vehicles for the year and the purchase contracts as follows: Plant and machinery vehicles for the year and the purchase contracts as follows: Plant and machinery vehicles for the year and the purchase contracts as follows: Plant and machinery vehicles for the year and the purchase contracts as follows: Plant and machinery vehicles for the year and the purchase contracts as follows: Plant and machinery vehicles for the year and the purchase contracts as follows: Plant and machinery vehicles for the year and the purchase contracts as follows: Plant and machinery vehicles for the year and the purchase contracts as follows: Plant and machinery vehicles for the year and the purchase contracts as follows: Plant and machinery vehicles for the year and the purchase contracts as follows: Plant and machinery vehicles for the year and the purchase contracts as follows: Plant and machinery vehicles for the	Cost				
Disposals	At 1 January 2001	2,847,947	348,626	77,553	3,274,126
At 31 December 2001 3,044,623 374,349 82,849 3,501,821 Depreciation At 1 January 2001 1,667,919 184,975 54,965 1,907,859 On disposals (51,833) - (16,756) (68,589) Charge for the year 269,813 49,286 19,435 338,534 At 31 December 2001 1,885,899 234,261 57,644 2,177,804 Net book value At 31 December 2000 1,158,724 140,088 25,205 1,324,017 At 31 December 2000 1,180,028 163,651 22,588 1,366,267 Included above are assets held under finance leases or hire purchase contracts as follows: Plant and machinery whicles £ £ Net book values At 31 December 2000 411,391 6,875 418,266 Depreciation charge for the year 31 December 2001 66,881 7,000 73,881	Additions	248,380	25,723	24,001	298,104
Depreciation At 1 January 2001	Disposals	(51,704)	-	(18,705)	(70,409)
At 1 January 2001	At 31 December 2001	3,044,623	374,349	82,849	3,501,821
On disposals (51,833) - (16,756) (68,589) (269,813 49,286 19,435 338,534 49,286 19,435 338,534 49,286 19,435 338,534 49,286 19,435 338,534 49,286 19,435 338,534 49,286 19,435 338,534 49,286 19,435 338,534 49,286 19,435 37,644 2,177,804 49,286 49,2	Depreciation	-			
Charge for the year 269,813 49,286 19,435 338,534 At 31 December 2001 1,885,899 234,261 57,644 2,177,804 Net book value At 31 December 2001 1,158,724 140,088 25,205 1,324,017 At 31 December 2000 1,180,028 163,651 22,588 1,366,267 Included above are assets held under finance leases or hire purchase contracts as follows: Plant and machinery vehicles	At 1 January 2001	1,667,919	184,975	54,965	1,907,859
At 31 December 2001 1,885,899 234,261 57,644 2,177,804 Net book value At 31 December 2001 1,158,724 140,088 25,205 1,324,017 At 31 December 2000 1,180,028 163,651 22,588 1,366,267 Included above are assets held under finance leases or hire purchase contracts as follows: Plant and machinery vehicles	On disposals	(51,833)	-	(16,756)	(68,589)
Net book value At 31 December 2001 1,158,724 140,088 25,205 1,324,017 At 31 December 2000 1,180,028 163,651 22,588 1,366,267 Included above are assets held under finance leases or hire purchase contracts as follows: Plant and machinery vehicles £ £ £ Plant and machinery vehicles £ £ £	Charge for the year	269,813	49,286	19,435	338,534
At 31 December 2001 1,158,724 140,088 25,205 1,324,017 At 31 December 2000 1,180,028 163,651 22,588 1,366,267 Included above are assets held under finance leases or hire purchase contracts as follows: Plant and machinery vehicles	At 31 December 2001	1,885,899	234,261	57,644	2,177,804
At 31 December 2000 1,180,028 163,651 22,588 1,366,267 Included above are assets held under finance leases or hire purchase contracts as follows: Plant and machinery vehicles	Net book value				
Plant and Motor Tota machinery vehicles £ £ £	At 31 December 2001	1,158,724	140,088	25,205	1,324,017
Plant and Motor Total machinery vehicles £ £ £ Net book values At 31 December 2001 602,821 23,876 626,697 At 31 December 2000 411,391 6,875 418,266 Depreciation charge for the year 31 December 2001 66,881 7,000 73,881	At 31 December 2000	1,180,028	163,651	22,588	1,366,267
Net book values At 31 December 2001 602,821 23,876 626,697 At 31 December 2000 411,391 6,875 418,266 Depreciation charge for the year 31 December 2001 66,881 7,000 73,881	Included above are assets held under fina	nce leases or hire purch	Plant and	Motor	Tota
Net book values 602,821 23,876 626,697 At 31 December 2000 411,391 6,875 418,266 Depreciation charge for the year 31 December 2001 66,881 7,000 73,881			_		£
At 31 December 2000 411,391 6,875 418,266 Depreciation charge for the year 31 December 2001 66,881 7,000 73,881	Net book values				
Depreciation charge for the year 31 December 2001 66,881 7,000 73,881	At 31 December 2001		602,821	23,876	626,697
31 December 2001 66,881 7,000 73,881	At 31 December 2000		411,391	6,875	418,266
31 December 2001 66,881 7,000 73,881					
	Depreciation charge for the year				
31 December 2000 47,693 3,125 50,818	31 December 2001		66,881	7,000	73,881
	31 December 2000		47,693	3,125	50,818

NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2001

7	Fixed asset investments		
			Unlisted investments £
	Cost At 1 January 2001 Disposals		250 (250)
	At 31 December 2001		-
8	Stocks and work in progress	2001 £	2000 £
	Raw materials and consumables Work in progress Finished goods and goods for resale	194,404 26,455 296,564	236,253 9,028 243,885
		517,423	489,166
9	Debtors	2001 £	2000 £
	Trade debtors Other debtors Prepayments and accrued income	2,477,837 4,169 324,814	2,134,856 6,768 306,952
		2,806,820	2,448,576

Prepayments include £233,877 (2000: £218,377) tooling costs incurred which the directors believe will be recovered in full against future sales.

NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2001

10	Creditors: amounts falling due within one year	2001	2000
		£	£
	Confidential invoice discounting	1,138,768	1,373,976
	Net obligations under hire purchase contracts	144,165	106,711
	Trade creditors	1,428,307	1,269,474
	Corporation tax	93,012	1,519
	Other taxes and social security costs	214,236	153,540
	Other creditors	100,792	34,585
	Accruals and deferred income	154,503	102,266
		3,273,783	3,042,071
	Debt due in one year or less	45,364	14,512

The confidential invoice discounting liability of £1,138,768 (2000 £1,373,976) is secured on the company's trade debtors.

Finance lease and hire purchase liabilities of £377,530 (2000 £325,729) are secured on the respective asset.

NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2001

(Creditors: amounts falling due after more than one year	2001 £	2000 £
	Amounts owed to parent and fellow subsidiary undertakings	-	45,364
	Net obligations under finance leases and hire purchase agreements	233,365	219,018
		233,365	264,382
	Analysis of loans		
	Wholly repayable within five years	45,364	59,876
		45,364	59,876
	Included in current liabilities	(45,364)	(14,512)
		-	45,364
	Loan maturity analysis		
	Between one and two years	-	45,364
	Net obligations under finance leases and hire purchase contracts		
	Repayable within one year	144,165	106,711
	Repayable between one and five years	233,364	219,018
		377,529	325,729
	Included in liabilities falling due within one year	(144,165)	(106,711)
		233,364	219,018

12 Provisions for liabilities and charges

Deferred taxation provided in the financial statements and the amounts not provided are as follows:

	Not provided			Provided
	2001	2000	2001	2000
	£	£	£	£
Accelerated capital allowances	161,231	164,116	-	-
Other timing differences	-	(357)	-	-
Tax losses available	(93,765)	(93,765)	-	-
	······································			
	67,466	69,994	-	•

NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2001

13 Pension costs

The company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund and amounted to £10,250 (2000 - £12,569).

14	Share capital	2001 £	2000 £
	Authorised		
	2,000,000 Ordinary of 25p each	500,000	500,000
		====	
	Allotted, called up and fully paid		
	2,000,000 Ordinary of 25p each	500,000	500,000
15	Statement of movements on profit and loss account		
			Profit and

			Profit and loss account £
	Balance at 1 January 2001		518,537
	Retained profit for the year		214,181
	Balance at 31 December 2001		732,718
16	Reconciliation of movements in shareholders' funds	2001	2000
		£	£
	Profit/(Loss) for the financial year	214,181	(126,331)
	Opening shareholders' funds	1,018,537	1,144,868
	Closing shareholders' funds	1,232,718	1,018,537

17 Financial commitments

At 31 December 2001 the company had annual commitments under non-cancellable operating leases as follows:

	Land a	Land and buildings	
	2001	2000	
	£	£	
Expiry date:			
In over five years	113,787	113,787	
	=======================================		

NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2001

18	Directors' emoluments	2001 £	2000 £
	Emoluments for qualifying services Company pension contributions to money purchase schemes	212,300 8,450	234,264 12,359
		220,750	246,623
	The number of directors for whom retirement benefits are accruing under money purchase pension schemes amounted to 3 (2000 - 3).		
	Emoluments disclosed above include the following amounts paid to the highest paid director:		
	Emoluments for qualifying services Company pension contributions to money purchase schemes	73,809 3,172	99,120 4,375
19	Employees		
	Number of employees The average monthly number of employees (including directors) during the		
	year was:	2001 Number	2000 Number
	Production staff Administration staff	131 13	125 9
	Sales staff	5 149	139
	Employment costs	£	£
	Wages and salaries Social security costs Other pension costs	1,948,677 149,399 10,150	1,900,148 140,185 14,044
		2,108,226	2,054,377