ANNUAL REPORT

YEAR ENDED 31 DECEMBER 1995

Registered Number 565504



ROBERT FLETCHER (GREENFIELD) LIMITED ANNUAL REPORT YEAR ENDED 31 DECEMBER 1995

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ROBERT FLETCHER (GREENFIELD) LIMITED DIRECTORS' REPORT

The directors present their annual report together with the financial statements for the year ended 31 December 1995.

RESULTS AND DIVIDENDS

The profit for the financial year after tax amounted to £1,110,180 (1994: £405,133).

The directors do not recommend the payment of a dividend and accordingly the retained profits totalling £1,110,180 (1994: £405,133) are added to reserves.

REVIEW OF THE BUSINESS

The principal activity of the company is the manufacture of cigarette paper.

Demand for high quality cigarette paper was buoyant throughout the year. Competitive trading conditions existed for the first half of the year and the Company was unable to pass on the increase in cost of wood pulp. In the second half of the year, price increases were achieved so that most of the cost increases in wood pulp were recovered.

During the year the company's subsidiary, Robert Fletcher & Son Limited, set up a joint venture company in China which commenced to trade on 1 October 1995.

DIRECTORS

The directors at 31 December 1995 were as follows:

J E Philpotts B E Wild N G D Robertson D J H Robertson

None of the directors have any interest in the share capital of the company, its fellow subsidiaries or the parent company.

FIXED ASSETS

The movements in fixed assets are shown in Notes 11 and 12.

RESEARCH AND DEVELOPMENT

The company has maintained its commitment in the area of research and development. Continuity of investment in this area is essential for the company to retain a competitive position in the market.

ROBERT FLETCHER (GREENFIELD) LIMITED DIRECTORS' REPORT

EMPLOYEES

The directors give special attention to the health and safety of their employees and endeavour to ensure that as far as possible the training, career development and promotion of disabled persons is the same as other employees. Should employees become disabled while employed every effort is made to ensure that their employment continues, and appropriate retraining is received.

DONATIONS

During the year the company made charitable donations of £922 (1994: £1,018)

AUDITORS

In accordance with Section 386 of the Companies Act 1985, by an elective resolution of the company, Pannell Kerr Forster, Chartered Accountants, are deemed reappointed as auditors for the succeeding year.

By order of the board

M M SECRETARIAT LIMITED CORPORATE SECRETARY

August 1996

ROBERT FLETCHER (GREENFIELD) 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 year. 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;
- state whether applicable accounting standards have been followed, subject to any material depart was disclosed and explained in the financial statements;
- 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 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' REPORT TO THE SHAREHOLDERS OF ROBERT FLETCHER (GREENFIELD) LIMITED

We have audited the financial statements on pages 5 to 18 which have been prepared under the accounting policies set out on pages 7 and 8.

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS

As described on page 3 the company's directors are responsible for the preparation of 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. 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 affairs of the company as at 31 December 1995 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

PANNELL KERR FORSTER

....... (lev Jam)

Chartered Accountants Registered Auditors

21 August 1996 Nottingham

ROBERT FLETCHER (GREENFIELD) LIMITED PROFIT AND LOSS ACCOUNT YEAR ENDED 31 DECEMBER 1995

	Notes	<u> 1995</u>	1994
TURNOVER	2	£ 18,853,097	£ 16,564,673
COST OF SALES BEFORE EXCEPTIONAL ITEM Exceptional Item	3	(15,048,114) 1,970,647	(13,328,668)
GROSS PROFIT		5,775,630	3,236,005
NET OPERATING EXPENSES BEFORE EXCEPTIONAL ITEM Exceptional Item	4 4	(2,044,844) (1,740,000)	(2,371,283) (240,000)
OPERATING PROFIT		1,990,786	624,722
OTHER INTEREST RECEIVABLE AND SIMILAR INCOME	7	35,201	25,830
INTEREST PAYABLE AND SIMILAR CHARGES	8	(327,678)	(284,795)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	9	1,698,309	365,757
TAX ON PROFIT ON ORDINARY ACTIVITIES	10	(588,129)	39,376
PROFIT FOR THE FINANCIAL YEAR TRANSFERRED TO RESERVES	18	1,110,180	405.133
All amounts relate to continuing operations.			
There is no difference between the profit before tax disclosed above and	the historic	al cost profit.	
STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES			
		<u>1995</u> £	<u>1994</u> £
Profit for the financial year Unrealised surplus on revaluation of freehold properties Total gains and losses recognised		1,110,180 <u>269,423</u> <u>1,379,603</u>	405,133

BALANCE SHEET 31 DECEMBER 1995

•	Notes	10	995	10	994
	<u> </u>	£	£	£	£
FIXED ASSETS				~	2
Tangible assets	11		9,875,144		7,833,519
Investments	12		100		100
			9,875,244		7,833,619
CURRENT ASSETS			, ,		,,000,019
Stocks	13	1,696,785	•	1,586,475	
Debtors - due within one year	14	3,682,871		3,135,599	
Debtors - due after more than one year	14	2,373,288		1,818,000	
Cash at bank and in hand		68,809		543,176	
		7,821,753		7,083,250	
CREDITORS					
Amounts falling due within one year	15	(6,565,058)		(7,147,581)	
NET CURRENT ASSETS/(LIABILITIES)			1,256,695		(64,331)
TOTAL ASSETS LESS CURRENT LIABILITIES			11,131,939		7,769,288
CREDITORS	•				
Amounts falling due after more than one year	15		(3,473,408)		(1,986,439)
PROVISIONS FOR LIABILITIES AND CHARGES	16		(602 490)		(105.410)
CHARGES	. 10		(693,489)		(197,410)
NET ASSETS			6,965.042		5.585.439
CAPITAL AND RESERVES					
Called up share capital	17		2,500,000		2 500 000
Revaluation reserve	18		4,182,732		2,500,000
Profit and loss account	18		282,310		3,913,309 (827,870)
	10		202,510		(021,010)
SHAREHOLDERS' FUNDS	19		6,965,042		5,585,439
Approved by the board on . August 199	6				

NGD ROBERTSON

DIRECTOR

NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 1995

1 ACCOUNTING POLICIES

The following accounting policies have been used consistently in dealing with items which are considered material to the company's affairs.

(a) Accounting convention

The financial statements have been prepared in accordance with applicable accounting standards under the historical cost convention as modified by the revaluation of freehold properties.

(b) Cost of Sales

Cost of sales is stated as all those costs directly incurred by the company, including an appropriate proportion of overheads.

(c) Turnover

Turnover is the value of work done and invoiced in the year net of value added tax.

(d) Depreciation

Depreciation is calculated to write off the cost or valuation of all tangible fixed assets, except freehold property in equal instalments, over their estimated useful lives at the following rates:

Plant and equipment 4 - 20% Motor vehicles 25%

No depreciation is charged on freehold properties as it is the company's policy to maintain these properties in good condition to prolong their useful lives, and in the opinion of the directors such charge would be immaterial. Company properties are subject to periodic revaluation by qualified surveyors and valuers.

(e) Stocks and work in progress

Stocks and work in progress are valued at the lower of cost and net realisable value. Cost is computed on a first in first out basis. The cost of work in progress and finished goods includes all production overheads, depreciation and an attributable proportion of indirect overheads based on the normal level of activity. Net realisable value is based on estimated selling price less the estimated cost of disposal.

(f) Deferred taxation

Full deferred tax provision is made for timing differences arising on pensions and other post-retirement benefits. Provision is made for the taxation liability on other timing differences except where the liability is not expected to arise in the foreseeable future. No provision is made for the taxation liability on the revaluation of fixed assets as there is no intention to crystallise a gain in the foreseeable future.

NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 1995

(g) Leasing and hire purchase transactions

Assets acquired under hire purchase agreements have been capitalised and are depreciated in accordance with the above policy. The corresponding liability is included in creditors net of interest, which is written off to the profit and loss account over the year of the agreement.

Where an asset is acquired under a finance lease, the asset is capitalised and the corresponding liability to the leasing company is included in obligations under finance leases. Depreciation on leased assets is charged to the profit and loss account at a rate calculated to write off the capitalised value of the asset over the shorter of its expected useful life and the term of the lease. Leasing payments are treated as consisting of capital and interest elements and the interest is charged to the profit and loss account on a straight line basis over the primary year of the lease.

All other leases are operating leases and payments are charged to the profit and loss account as they fall due.

(h) Research and development

Expenditure on research and development is charged to the profit and loss account in the year in which it is incurred.

(i) Pensions

The company operates a defined benefit scheme which is externally funded and covers all eligible staff employees. Contributions are charged to the profit and loss account so as to spread the costs of pensions over the employees' working life with the company. The regular cost is attributed to the individual years using the attained age method. Variations in cost which are identified as a result of actuarial valuations, are amortised over the average expected remaining working lives of employees in proportion to their expected payroll costs. Differences between the amounts funded and the amounts charged to the profit and loss account are treated as either provisions or prepayments in the balance sheet.

(j) Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rate of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of the transactions and any exchange differences are included in the profit and loss account for the year.

(k) Government grants

Government grants on capital expenditure are credited to a deferral account and are released to revenue over the expected useful life of the relevant asset by equal annual instalments. Grants of a revenue nature are credited to income in the year to which they relate.

(l) Cash flow statement

The company has taken advantage of the exemption from preparing a cash flow statement conferred by Financial Reporting Standard No.1 on the grounds that it is a wholly owned subsidiary of a parent undertaking which publishes a consolidated cash flow statement.

NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 1995

2 TURNOVER

The analysis of turnover by geographical market supplied is as follows:

		<u>1995</u> £	<u>1994</u> £
United Kingdom		7,892,831	6,942,509
Europe	•	399,269	522,695
Rest of the World		10,560,997	9,099,469
		18,853,097	16,564,673

3 EXCEPTIONAL ITEM

The expected useful lives of plant and machinery were re-assessed during the year. It is considered that the future impact would be material if the change in depreciation was effected by writing down the net book values over the remaining useful lives. Therefore, under the provisions of SSAP 12 (revised), depreciation has been recalculated from the date of purchase to the 31 December 1994 and the resultant surplus of £1,970,647credited to the profit and loss account as an exceptional item. In addition, the depreciation charge for the year included in operating profit has been reduced by £211,843.

4 NET OPERATING EXPENSES

	<u>1995</u>	<u> 1994</u>
	£	£
Distribution costs	977,600	1,243,091
Administrative expenses	2,817,244	1,378,192
Other operating income	(10,000)	(10,000)
	<u>3,784,844</u>	2,611,283

Included within administrative expenses is an exceptional charge of £1,740,000 (1994:£240,000) in respect of professional costs relating to pension scheme litigation.

ROBERT FLETCHER (GREENFIELD) LIMITED NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 1995

5 STAFF COSTS AND EMPLOYMENT

(a) Staff costs:		<u>1995</u>	<u>1994</u>
		£	£
Wages and salaries		4,461,943	4,383,337
Social Security costs	•	374,017	385,063
Other pension costs		65,000	65,000
	•	4,900,960	4,833,400

The average weekly number of persons employed during the year was made up as follows:

	Number	<u>.</u>
(b) Operational	240	250
Management, selling and administration	39	39
	<u>279</u>	289

(c) Pension costs

The company operates a pension scheme for the majority of its employees.

The scheme is of the defined benefit type and an actuarial valuation of the fund is carried out triennially by the fund's external consulting actuaries to establish contribution rates. The latest actuarial valuation of the scheme was at 1 July 1992 using the attained age method.

For the purpose of assessing excess funding and contributions under SSAP24, the principal actuarial assumptions used are based upon an investment return that would exceed inflation by 3.5% per annum and general salary increases that would exceed inflation by 1.5% per annum.

The pension charge for the year of £65,000 (1994: £65,000) has been assessed after allowing for the amortisation of past services surpluses which are being amortised over the expected working lifetime of the members.

The total market value of the assets of the scheme at the valuation date was £12.3m and the actuarial value of those assets represented 127% of the value of the benefits which had accrued to members, after allowing for expected future increases in salaries to retirement or early withdrawal or death.

ROBERT FLETCHER (GREENFIELD) LIMITED NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 1995

6	DIRECTOR'S REMUNERATION		
	Salaries as executives (including pension contributions) Emoluments (excluding pension contributions) included the following:	1995 £ 102,427_	1994 £
	Chairman Highest paid director	56,521	61,978
	The emoluments of the other directors (excluding pension contributions) fell i	n the following range Number of d	
	£ Nil - £ 5,000 £10,001 - £15,000 £45,001 - £50,000	1 - 1 - 2	1 - 1 - 2
7	OTHER INTEREST RECEIVABLE AND SIMILAR INCOME		
	Interest receivable from group undertakings Other interest receivable	1995 £ 32,949 2,252 35,201	1994 £ 25,830
8	INTEREST PAYABLE AND SIMILAR CHARGES		
	On bank loans and overdrafts wholly repayable within five years On bank loans repayable wholly or in part after five years Finance lease and hire purchase agreements Other interest	1995 £ 210,198 57,171 8,655 51,654 327,678	1994 £ 272,768 12,027 - 284,795

NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 1995

9	PROFIT ON	ORDINARY A	ACTIVITIES BEFORE TAXATION
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Profit on ordinary activities before taxation is stated after	(crediting)/charging the following:
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	1995	1004
	£	<u>1994</u> £
	.	T.
Profit on disposal of fixed assets	_	1,702
Depreciation (Note 11)	(1,703,138)	491,262
Auditor's remuneration - audit fee	8,200	8,200
Auditor's non audit remuneration	1,400	1,400
Operating lease rentals - plant	1,400	2,213
Other hire of plant and machinery	17,320	14,280
Research and development costs	104,148	89,061
Group service charge	294,000	
Loss on exchange of foreign currency	58,750	324,000
Amortisation of government grants		70,630
Amortisation of pension surplus	(10,000)	(10,000)
· ·····oution of ponsion surplus	65,000	65,000
TAX ON PROFIT ON ORDINARY ACTIVITIES		
	<u> 1995</u>	<u>1994</u>
•	£	£
Corporation tax on the profit for the year at 33%		
(1994 33%)	92,050	260,314
Deferred taxation	496,079	(299,690)
	588,129	(39,376)

NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 1995

11 TANGIBLE FIXED ASSETS

	Freehold property £	Plant, equipment and motor <u>vehicles</u> £	<u>Total</u> £
Cost or valuation	~	~	d⊌
At 1 January 1995	5,080,577	6,618,652	11,699,229
Additions	-	69,064	69,064
Revaluation	269,423	-	269,423
At 31 December 1995	5,350,000	6,687,716	12,037,716
Accumulated depreciation			
At 1 January 1995	_	3,865,710	3,865,710
Revision of useful economic life (note 3)	_	(1,970,647)	(1,970,647)
Charge		267,509	267,509
At 31 December 1995		2,162,572	2,162,572
Net book amount			
At 31 December 1995	5,350,000	4,525,144	9,875,144
At I January 1995	5,080,577	2,752,942	7,833,519

- (a) The company's freehold property was revalued in 1995 on an open market existing use basis by Chestertons International Property Consultants following guidelines issued by the Royal Institution of Chartered Surveyors.
- (b) On an historical cost basis freehold property would have been included at:

	<u>1995</u>	<u>1994</u>
	£	£
Cost	1,618,999	1,618,999
Accumulated depreciation	(446,714)	_(446,714)
Net book amount	1,172,285_	1,172,285

(c) Included in plant, equipment and motor vehicles are assets held under finance leases and hire purchase agreements with a net book value of £171,785 (1994: £256,110). Depreciation charged on these assets for the year amounted to £22,961 (1994: £54,372).

NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 1995

11 TANGIBLE FIXED ASSETS (CONTINUED)

(d) Freehold property comprises:

	<u>1995</u>	<u> 1994</u>
	£	£
Cost	1,618,999	1,618,999
Earlier years valuation	3,461,578	3,461,578
1995	269,423	
	_5,350.000	5,080,577

12 FIXED ASSET - INVESTMENTS

Shares in subsidiary undertakings at cost:-

1995 and 1994

£ 100

Robert Fletcher & Son Limited

The above represents investment in the ordinary share capital of a wholly owned subsidiary registered in England.

In the directors opinion the aggregate value of the assets of the company is not less than the aggregate of the amounts at which these assets are stated in the ultimate parent company's balance sheet.

13 STOCKS

	<u> 1995</u>	<u> 1994</u>
	£	£
Raw materials and consumables	1,026,861	998,556
Work in progress	91,039	104,842
Finished goods and goods for resale	578,885	483,077
	_1,696,785	1,586,475

NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 1995

-	Due within one year:		

	£	£
Trade debtors	2,121,140	1,901,882
Amounts due from group companies	1,095,049	1,074,577
Other debtors	76,812	44,558
Pension fund prepayment	65,000	65,000
Prepayments and accrued income	324,870	49,582
	3,682,871	3,135,599
Due after more than one year:	····	
Pension fund prepayment	1,753,000	1,818,000
Amounts due from group companies	620,288	-

<u>1995</u>

1,818,000

Total debtors <u>6.056,159</u> <u>4.953,599</u>

15 CREDITORS

14 DEBTORS

Amounts falling due within one year:	<u> 1995</u>	<u> 1994</u>
	£	£
Bank loans and overdraft	217,750	3,900,000
Trade creditors	1,779,031	1,443,871
Amounts owed to group undertakings	517,140	70,894
Corporation tax	547,602	983,424
Other taxes and social security	119,932	112,904
Other creditors	173,976	-
Invoicing discounting	1,230,551	-
Obligations under finance lease and hire purchase agreements	69,538	70,063
Accruals	1,899,538	556,425
Deferred income - government grants	10,000	10,000
	6,565,058	7,147,581
Amounts falling due after more than one year:		
Bank loan - repayable within five years	1,905,313	-
Amounts owed to group undertakings	1,500,000	1,850,000
Obligations under finance leases and hire purchase agreements	21,845	62,439
Accruals	-	17,750
Deferred income - government grants	46,250	56,250
	3,473,408	1,986,439

The bank loan is secured by a legal mortgage over the freehold property and a debenture over the company's property assets. Of the deferred income shown in creditors falling due after more than one year, £6,250 will be released to the profit and loss account after more than 5 years (1994: £16,250).

NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 1995

16 PROVISIONS FOR LIABILITIES AND CHA	HARGES
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16	PROVISIONS FOR LIABILITIES AND CHARGES				
				Provision	
			D 4 .	for	
			Deferred	reorganisa-	
	•		<u>taxation</u>	tion costs	Total
	At 1 January 1005		£	£	£
	At 1 January 1995 Charged to profit and loss account	·	164,410	33,000	197,410
	Charged to profit and loss account		496,079	-	496,079
	At 31 December 1995		660,489	33,000	602 490
					693,489
	Deferred taxation provision and the amount unprovided				
	comprised:				
		<u>19</u>	<u>195</u>	1	<u>994</u>
			Not		Not
		<u>Provision</u>	<u>provided</u>	Provision	<u>provided</u>
		£	£	£	£
	Accelerated capital allowances in				
	excess of depreciation	1,150,380	369,175	475,045	363,280
	Other timing differences	(489,891)	(3,300)	(310,635)	
	Capital gains		324,707		324,707
		_660,489	690,582	164,410	687,987
		000, 107		104,410	087,387
17	CALLED UP SHARE CAPITAL				
			3	1 December	· 1995 and
				31 Decemb	
					Allotted,
					called up
	•				and fully
			<u>Au</u>	<u>thorised</u>	<u>paid</u>
	Ordinary shares of £1 each		<u>2,</u>	500,000	2,500,000
				i .	
18	RESERVES				
				_	Profit and
				aluation	loss
			<u>re</u>	serve	account
	At 1 January 1005		2.1	£	£
	At 1 January 1995 Valuation			913,309	(827,870)
	Retained profit for the year			269,423	1 110 100
	retained profit for the year				1,110,180
	At 31 December 1995		4.	182,732	282,310
				·	

NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 1995

19 EQUITY SHAREHOLDERS' FUNDS

		1995 £	<u>1994</u> £
Profit for the financial year Revaluation Balance at 1 January 1995		1,110,180 269,423 5,585,439	405,133 - 5,180,306
Balance at 31 December 1995	•	6,965,042	5,585,439

20 LEASE COMMITMENTS

FINANCE LEASES

The company had obligations under leases net of finance charges at the balance sheet date as follows:

·	<u>1995</u>	<u> 1994</u>
	£	£
Payable within one year	69,538	70,063
Payable between two and five years	21,835	62,439
	91.373	132,502

OPERATING LEASES

The company had operating lease commitments to pay during the next year in respect of maintenance leases:

	·	£	£
Expiry in less than one year		3,160	-
Expiring between one and two years			3,160

21 ULTIMATE PARENT COMPANY

The financial statements provide information about the company as an individual undertaking and not of its group, as it is exempt from preparing and delivering group financial statements on the basis that it is included in the financial statements of a larger group.

The only group of which the company is a member and for which group financial statements are drawn up is that of the ultimate parent company.

The company's ultimate parent company is Melton Medes Limited, a company registered in England.

Copies of the group financial statements can be obtained from Melton Medes Limited, Environment House, 6 Union Road, Nottingham NG3 1FH.

NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 1995

22	CAPITAL COMMITMENTS		
	•	<u>1995</u>	<u> 1994</u>
	•	${f \pounds}$	£
	Contracted not provided for	20.885	14.422

Authorised and not yet contracted for 31,035 67,043