THE ANGLE RING COMPANY LIMITED ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2001



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DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2001

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

Principal activities and review of the business

The principal activity of the company throughout the year was that of section bending engineers.

Results and dividends

The results for the year are set out on page 3.

Directors

The following directors have held office since 1 April 2000:

B F Barnshaw

D J Springthorpe

R F Springthorpe

Directors' interests

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

| | Ord | inary of £ 1 each |
|------------------|---------------|-------------------|
| | 31 March 2001 | 1 April 2000 |
| B F Barnshaw | 8,916 | 8,916 |
| D J Springthorpe | 154 | - |
| R F Springthorpe | ~ | 154 |

Auditors

Clement Keys have agreed to offer themselves for re-appointment as auditors of the company.

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;

BFBomL

- 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

B F Barnshaw **Director** 19 June 2001

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AUDITORS' REPORT TO THE ANGLE RING COMPANY LIMITED UNDER SECTION 247B OF THE COMPANIES ACT 1985

We have examined the abbreviated accounts set out on pages 3 to 14, together with the financial statements of the company for the year ended 31 March 2001 prepared under section 226 of the Companies Act 1985.

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 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 3 to 14 are properly prepared in accordance with that provision.

Clement Keys

Chartered Accountants
Registered Auditor

19 June 2001

Dartmouth House Sandwell Road West Bromwich West Midlands B70 8TH

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

| | Notes | 2001 £ | 2000 £ |
|---|-------|--------------------------|--------------------------|
| Gross profit | | 2,470,558 | 2,838,082 |
| Distribution costs Administrative expenses | | (802,617) (1,768,879) | (708,355) (1,885,249) |
| Operating (loss)/profit | 2 | (100,938) | 244,478 |
| Other interest receivable and similar income Interest payable and similar charges | 3 | 1,312 (132,371) | 1,626 (96,660) |
| (Loss)/profit on ordinary activities before taxation | | (231,997) | 149,444 |
| Tax on (loss)/profit on ordinary activities | 4 | 50,757 | (29,821) |
| (Loss)/profit on ordinary activities after taxation | 15 | (181 240) | 119,623 |
| und taxation | 15 | (181,240) | 119,023 |

ABBREVIATED BALANCE SHEET AS AT 31 MARCH 2001

| | | 20 | 01 | 20 | 00 |
|---|-------|-------------|-------------|-------------|-----------|
| | Notes | £ | £ | £ | £ |
| Fixed assets | | | | | |
| Intangible assets | 5 | | 1 | | 1 |
| Tangible assets | 6 | | 8,173,807 | | 7,739,239 |
| Investments | 7 | | 1 | | - |
| | | | 8,173,809 | | 7,739,240 |
| Current assets | | | | | |
| Stocks | 8 | 245,307 | | 203,327 | |
| Debtors | 9 | 1,717,827 | | 1,652,925 | |
| Cash at bank and in hand | | 24,935 | | 44,235 | |
| | | 1,988,069 | | 1,900,487 | |
| Creditors: amounts falling due within one year | 10 | (3,081,033) | | (2,263,926) | |
| Net current liabilities | | | (1,092,964) | | (363,439) |
| Total assets less current liabilities | | | 7,080,845 | • | 7,375,801 |
| Creditors: amounts falling due after more than one year | 11 | | (229,318) | | (299,957) |
| Provisions for liabilities and charges | 12 | | (86,231) | | (129,308 |
| | | | 6,765,296 | | 6,946,536 |
| Capital and reserves | | | | | |
| Called up share capital | 14 | | 11,886 | | 11,886 |
| Share premium account | 15 | | 270 | | 270 |
| Revaluation reserve | 15 | | 1,540,990 | | 1,540,990 |
| Profit and loss account | 15 | | 5,212,150 | | 5,393,390 |
| Shareholders' funds | 16 | | 6,765,296 | N | 6,946,536 |
| | | | | | |

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 19 June 2001

B F Barnshaw **Director**

3F Barmston

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2001

| | | 2001 £ | | 2000 £ |
|--|-----------|-------------|-----------|-------------|
| Net cash inflow from operating activities | | 125,711 | | 191,402 |
| Returns on investments and servicing of finance | | • | | |
| Interest received | 1,312 | | 1,626 | |
| Interest paid | (132,371) | | (96,660) | |
| Net cash outflow for returns on investments | · | | · | |
| and servicing of finance | | (131,059) | • | (95,034) |
| Taxation | | (9,347) | | (5,653) |
| Capital expenditure | | | | |
| Payments to acquire intangible assets | • - | | (1) | |
| Payments to acquire tangible assets | (733,850) | * | (294,762) | |
| Receipts from sales of tangible assets | 21,200 | | 2,250 | |
| Net cash outflow for capital expenditure | | (712,650) | · | (292,513) |
| Equity dividends paid | • | - | | (88,000) |
| | | | | |
| Net cash outflow before management of liquid resources and financing | | (727,345) | | (289,798) |
| Financing | | | | |
| Repayment of long term bank loan | (66,368) | | (61,226) | |
| Net cash outflow from financing | | (66,368) | | (61,226) |
| Decrease in cash in the year | | (793,713) | | (351,024) |
| | | | | |

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

| 1 | Reconciliation of operating (loss)/profit to ne operating activities | et cash inflow fr | om | 2001 | 2000 |
|---|--|-------------------|-------------|---------------------------------------|--------------|
| | | | | £ | £ |
| | Operating (loss)/profit | | | (100,938) | 244,478 |
| | Depreciation of tangible assets | | | 278,421 | 254,362 |
| | Profit on disposal of tangible assets | | | (339) | (616) |
| | (Increase)/decrease in stocks | | | (41,980) | 1,363 |
| | Încrease în debtors | | * | (56,466) | (141,794) |
| | Increase/(decrease) in creditors within one year | г | | 47,013 | (166,391) |
| | Net cash inflow from operating activities | · | | 125,711 | 191,402 |
| 2 | Analysis of net debt | 1 April 2000 | Cash flow | Other non- 3 | 1 March 2001 |
| | | £ | £ | £ | . £ |
| | Net cash: Cash at bank and in hand | 44,235 | (19,300) | . • | 24,935 |
| | Bank overdrafts | (1,158,035) | (774,414) | - | (1,932,449) |
| | | (1,113,800) | (793,714) | - | (1,907,514) |
| • | Debt: | | | | |
| | Debts falling due within one year | (64,758) | (4,271) | - | (69,029) |
| | Debts falling due after one year | (299,957) | 70,639 | | (229,318) |
| | | (364,715) | 66,368 | - | (298,347) |
| | Net debt | (1,478,515) | (727,346) | - | (2,205,861) |
| | | | | | |
| 3 | Reconciliation of net cash flow to movemen | nt in net debt | | 2001 | 2000 |
| | | | | £ . | £ |
| | Decrease in cash in the year | | | (793,714) | (351,024 |
| | Cash outflow from decrease in debt | | | 66,368 | 61,225 |
| | Movement in net debt in the year | | | (727,346) | (289,799 |
| | Opening net debt | | | (1,478,515) | (1,188,716 |
| | Closing net debt | | | (2,205,861) | (1,478,515 |
| | | | • | ===================================== | |

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

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention modified to include the revaluation of freehold land and buildings.

1.2 Turnover

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

1.3 Goodwill

Acquired goodwill is written off in equal annual instalments over its estimated useful economic life.

1.4 Tangible fixed assets and depreciation

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

| Land and buildings Freehold | Nil |
|------------------------------|---|
| Land and buildings Leasehold | Straight line over the lease term |
| Plant and machinery | 5%/15%/20% reducing balance/straight line over 15 years |
| Motor vehicles | 25% reducing balance |

1.5 Leasing

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

1.6 Investments

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

1.7 Stock and work in progress

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

1.8 Pensions

The pension costs charged in the financial statements represent the contributions payable by the company during the year in accordance with SSAP 24.

1.9 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.

| 2 | Operating (loss)/profit | 2001 | 2000 |
|---|---|---------|---------|
| | | £ | £ |
| | Operating (loss)/profit is stated after charging: | | |
| | Depreciation of tangible assets | 278,421 | 254,362 |
| | Operating lease rentals | 3,950 | 4,940 |
| | Auditors' remuneration | 4,500 | 4,500 |

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2001

| 3 | Interest payable | 2001 £ | 2000 £ |
|---|--|-----------|-----------|
| | On bank loans and overdrafts | 132,371 | 96,660 |
| 4 | Taxation | 2001 £ | 2000 £ |
| | U.K. current year taxation | | |
| | U.K. corporation tax at 20% (2000 - 20%) | (7,680) | 8,591 |
| | Deferred taxation | (43,077) | (4,803) |
| | | (50,757) | 3,788 |
| | Prior years U.K. corporation tax | - | 26,033 |
| | | (50,757) | 29,821 |
| 5 | Intangible fixed assets | | Goodwill |
| | | • | £ |
| | Cost | | • |
| | At 1 April 2000 & at 31 March 2001 | | 1 |

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NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2001

| Tangible fixed assets | Land and buildings Freehold | Land and buildings Leasehold | Plant and machinery | Motor vehicles | Total |
|-----------------------|-----------------------------------|------------------------------------|---------------------------------------|-------------------|------------|
| | £ | £ | £ | £ | £ |
| Cost or valuation | | | | | |
| At 1 April 2000 | 6,282,044 | 17,820 | 3,652,275 | 554,270 | 10,506,409 |
| Additions | 75,920 | _ | 641,080 | 16,850 | 733,850 |
| Disposals | · - | - | - | (65,068) | (65,068) |
| At 31 March 2001 | 6,357,964 | 17,820 | 4,293,355 | 506,052 | 11,175,191 |
| Depreciation | | | · · · · · · · · · · · · · · · · · · · | | |
| At 1 April 2000 | - | 3,240 | 2,391,184 | 372,746 | 2,767,170 |
| On disposals | - | _ | - | (44,207) | (44,207) |
| Charge for the year | - | 180 | 233,864 | 44,377 | 278,421 |
| At 31 March 2001 | - | 3,420 | 2,625,048 | 372,916 | 3,001,384 |
| Net book value | | | **** | | |
| At 31 March 2001 | 6,357,964 | 14,400 | 1,668,307 | 133,136 | 8,173,807 |
| At 31 March 2000 | 6,282,044 | 14,580 | 1,261,091 | 181,524 | 7,739,239 |

Freehold land and buildings comprise property at valuation in 1990 of £3,470,000 and subsequent additions at cost. This treatment is in line with the transitional provisions of FRS15.

Comparable historical cost for the land and buildings included at valuation:

| | £ |
|------------------------------------|---|
| Cost | |
| At 1 April 2000 & at 31 March 2001 | 4,741,055 |
| Depreciation based on cost | |
| At 1 April 2000 | _ |
| Charge for the year | - |
| Charge for the year | |
| At 31 March 2001 | - |
| | |
| Net book value | |
| At 31 March 2001 | 4,741,055 |
| | · · · |
| At 31 March 2000 | 4,741,055 |
| | , |

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NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2001

| Fixed asset investments | • | | |
|--|--|--|--|
| | | ı | Shares in subsidiary undertakings £ |
| Cost or valuation | | | ~ |
| At 1 April 2000 | | | - |
| Additions | | | 1 |
| At 31 March 2001 | | | 1 |
| Holdings of more than 20% The company holds more than 20% of | the share capital of the following co | mpanies: | |
| Company | Country of registration or incorporation | Shares Class | s held % |
| | | Olass | |
| Subsidiary undertakings | | , | • |
| Subsidiary undertakings T Morley & Co Limited | England | ordinary | • |
| - | England | ordinary | 100 |
| T Morley & Co Limited The aggregate amount of capital and | England | ordinary ndertakings for th | 100 ne last relevar Profit for th |
| T Morley & Co Limited The aggregate amount of capital and | England | ordinary ndertakings for th Capital and | 100 le last relevan |
| T Morley & Co Limited The aggregate amount of capital and if financial year were as follows: | England | ordinary ndertakings for th Capital and reserves | 100 ne last relevar Profit for th |
| T Morley & Co Limited The aggregate amount of capital and financial year were as follows: | England | ordinary ndertakings for th Capital and reserves | 100 e last relevan |
| T Morley & Co Limited The aggregate amount of capital and a financial year were as follows: T Morley & Co Limited | England | ordinary ndertakings for th Capital and reserves | 100 Profit for th yea |
| T Morley & Co Limited The aggregate amount of capital and infinancial year were as follows: T Morley & Co Limited | England | ordinary ndertakings for the Capital and reserves 1 2001 £ | 100 Profit for the year 2000 185,293 |
| T Morley & Co Limited The aggregate amount of capital and infinancial year were as follows: T Morley & Co Limited Stocks and work in progress | England | ordinary ndertakings for th Capital and reserves 1 | 100 ne last relevan Profit for the yea |

245,307

203,327

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2001

| 9 | Debtors | 2001 | 2000 |
|----|--|--|---|
| | | £ | £ |
| | Trade debtors | 1,692,453 | 1,579,552 |
| | Corporation tax | 8,436 | _ |
| | Other debtors | • - | 31,196 |
| | Prepayments and accrued income | 16,938 | 42,177 |
| | | 1,717,827 | 1,652,925 |
| 10 | Creditors: amounts falling due within one year | 2001 | 2000 |
| | | £ | £ |
| | Bank loans and overdrafts | 2,001,478 | 1,222,793 |
| | Trade creditors | 877,331 | 778,749 |
| | Corporation tax | - | 8,591 |
| | Other taxes and social security costs | 173,025 | 235,800 |
| | Other creditors | 10,442 | 88 |
| | Accruals and deferred income | 18,757 | 17,905 |
| | | 3,081,033 | 2,263,926 |
| | | | |
| | Bank borrowings are secured by a fixed charge over book and other assets. | · · · · · · · · · · · · · · · · · · · | |
| 11 | | er debts and a floating c | harge over al |
| 11 | other assets. | er debts and a floating c | harge over al |
| 11 | other assets. | er debts and a floating c | harge over al |
| 11 | other assets. Creditors: amounts falling due after more than one year | er debts and a floating c 2001 £ | harge over al 2000 £ |
| 11 | other assets. Creditors: amounts falling due after more than one year | er debts and a floating c 2001 £ | harge over al 2000 £ |
| 11 | Other assets. Creditors: amounts falling due after more than one year Bank loans | er debts and a floating c 2001 £ | harge over al 2000 £ |
| 11 | Other assets. Creditors: amounts falling due after more than one year Bank loans Analysis of loans | 2001 £ 229,318 | 2000 £ 299,957 |
| 11 | Other assets. Creditors: amounts falling due after more than one year Bank loans Analysis of loans | er debts and a floating control 2001 £ 229,318 | harge over all 2000 £ 299,957 |
| 11 | Creditors: amounts falling due after more than one year Bank loans Analysis of loans Wholly repayable within five years | 2001 £ 229,318 298,347 | 2000 £ 299,957 364,715 |
| 11 | Creditors: amounts falling due after more than one year Bank loans Analysis of loans Wholly repayable within five years | 2001 £ 229,318 298,347 (69,029) | 2000 £ 299,957 364,715 (64,758 |
| 11 | Creditors: amounts falling due after more than one year Bank loans Analysis of loans Wholly repayable within five years | 2001 £ 229,318 298,347 (69,029) | 2000 £ 299,957 364,715 (64,758 |
| 11 | Creditors: amounts falling due after more than one year Bank loans Analysis of loans Wholly repayable within five years Included in current liabilities | 2001 £ 229,318 298,347 (69,029) | 2000 £ 299,957 364,715 364,715 (64,758 |
| 11 | Creditors: amounts falling due after more than one year Bank loans Analysis of loans Wholly repayable within five years Included in current liabilities Loan maturity analysis | 2001 £ 229,318 298,347 (69,029) 229,318 | 2000 £ 299,957 364,715 (64,758 |

Allotted, called up and fully paid 11,886 Ordinary of £ 1 each

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2001

| 12 | Provisions for liabilities and charges | | |
|-----|--|-------------|---------------|
| | | | Deferred |
| | | | taxation £ |
| | | | L |
| | Balance at 1 April 2000 | | 129,308 |
| | Profit and loss account | | (43,077) |
| | | | |
| | Balance at 31 March 2001 | | 86,231 |
| | | | |
| | Deferred taxation provided in the financial statements is as follows: | | |
| | | Fu | lly provided |
| | | 2001 | 2000 |
| | | £ | £ |
| | Accelerated capital allowances | 86,231 | 129,308 |
| | | | |
| 4.5 | | | |
| 13 | Pension costs | · | |
| | The company operates a defined contribution pension scheme. The assets separately from those of the company in an independently administered fund. represents contributions payable by the company to the fund and amount £120,552). | The pension | cost charge |
| 14 | Share capital | 2001 | 2000 |
| | | £ | £ |
| | Authorised | | |
| | 15,000 Ordinary of £ 1 each | 15,000 | 15,000 |
| | | | · |

11,886

11,886

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2001

| 15 | Statement | of movements | On FOCATVOS |
|-----|-----------|--------------|-------------|
| t a | ગાતાણાણા | ai movemenis | on reserves |

| | | Share premium account £ | Revaluation reserve | Profit and loss account |
|----|--|----------------------------------|---------------------|-------------------------|
| | Balance at 1 April 2000 | 270 | 1,540,990 | 5,393,390 |
| | Retained loss for the year | - | - | (181,240) |
| | Balance at 31 March 2001 | 270 | 1,540,990 | 5,212,150 |
| | Enter here any variable text for the share premium account note. | | | |
| 16 | Reconciliation of movements in shareholders' funds | | 2001 £ | 2000 £ |
| | (Loss)/Profit for the financial year | | (181,240) | 119,623 |
| | Opening shareholders' funds | | 6,946,536 | 6,826,913 |
| | Closing shareholders' funds | | 6,765,296 | 6,946,536 |
| | | | | |

17 Financial commitments

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

| | | Land and buildings | |
|----|--|--------------------|-------------|
| | | 2001 £ | 2000 £ |
| | Expiry date: | ~ | ~ |
| | In over five years | 3,950 | 3,950 |
| | · | | |
| 18 | Capital commitments | 2001 | 2000 |
| | | £ | £ |
| | At 31 March 2001 the company had capital commitments as follows: | | |
| | Contracted for but not provided in the financial statements | - | 231,815 |
| | | | |

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2001

| 19 | Directors' emoluments | 2001 £ | 2000 £ |
|----|--|-------------------|-------------------|
| | Emoluments for qualifying services Company pension contributions to money purchase schemes | 342,220 23,566 | 418,727 23,566 |
| | | 365,786 | 442,293 |
| | The number of directors for whom retirement benefits are accruing under money purchase pension schemes amounted to 2 (2000 - 2). | | |
| | Emoluments disclosed above include the following amounts paid to the highest paid director: | | |
| | Emoluments for qualifying services | 160,550 | 174,000 |
| | Company pension contributions to money purchase schemes | 8,566 | 8,566 |
| 20 | Employees | | |
| | Number of employees The average monthly number of employees (including directors) during the year was: | | |
| | your muo. | 2001 Number | 2000 Number |
| | Administration staff | 28 | 23 |
| | Sales and distribution | 20 | 18 |
| | Works | 61 | 59 |
| | | 109 | 100 |
| | | | |
| | Employment costs | £ | £ |
| | Wages and salaries | 2,607,762 | 2,546,818 |
| | Social security costs | 264,126 | 264,184 |
| | Other pension costs | 86,581 | 124,956 |
| | | 2,958,469 | 2,935,958 |
| | | | |