Directors' report and financial statements

for the year ended 31 December 2002

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Company information

Directors Mr A J Ruhleman

Mr P Ruhleman Mrs M B Ruhleman Mrs D Ruhleman

Secretary Mr P Ruhleman

Company number 00734683

Registered office Seven Brethren Trading Estate

Barnstaple Devon EX31 2AS

Auditors Sully and Co

Choweree House 21 Boutport Street

Barnstaple Devon EX31 1RP

Bankers Lloyds TSB Bank plc

17 Cross Street Barnstaple Devon EX31 1BE

Solicitors Slee Blackwell

1 South Street South Molton

Devon EX36 4AH

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Directors' report for the year ended 31 December 2002

The directors present their report and the financial statements for the year ended 31 December 2002.

Principal activity

The principal activity of the company is the leasing of assets, and the ownership of property.

Directors and their interests

The directors who served during the year and their interests in the company are as stated below:

	Ord	Ordinary shares		
	31/12/02	01/01/02		
A J Ruhleman	25,100	25,100		
P Ruhleman	25,100	25,100		
M B Ruhleman	-	-		
D Ruhleman	-	-		

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 the affairs of the company and of the profit or loss of the company for that year. In preparing these the directors are required to:

- select suitable accounting policies and 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 company has by elective resolution under Section 386(1) of the Companies Act 1985 dispensed with the annual reappointment of the auditors. Sully and Co will be deemed to be reappointed for each succeeding financial year.

This report is prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

This report was approved by the Board on 29TH JULY, 2003

and signed on its behalf by

Secretary

Independent auditors' report to the shareholders of JPR (1994) Limited

We have audited the financial statements of JPR (1994) Limited for the year ended 31 December 2002 which comprise the profit and loss account, the balance sheet and the related notes. These financial statements have been prepared in accordance with the Financial Reporting Standard for Smaller Entities (effective June 2002), under the historical cost convention and the accounting policies set out therein.

This report is made solely to the company's shareholders, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's shareholders those matters we are required to state to them in an 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 and the company's shareholders as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As described in the statement of directors' responsibilities the company's directors are responsible for the preparation of the financial statements in accordance with applicable law and United Kingdom Accounting Standards.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the directors report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the company is not disclosed.

We read the directors' report and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

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We conducted our audit in accordance with United Kingdom Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Independent auditors' report to the shareholders of JPR (1994) Limited continued

Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 31 December 2002 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Sully and Co

Chartered Accountants and

Registered Auditor

31 July 2003.
Choweree House

21 Boutport Street

Barnstaple

Devon

EX31 1RP

Auditors' report to the directors of JPR (1994) Limited pursuant to Section 237(4A) of the Companies Act 1985

We have examined the financial statements of the company and each of its subsidiaries for the year ended 31 December 2002.

Basis of opinion

The scope of this work for the purpose of this report was limited to determining whether the company is entitled to exemption from preparing group financial statements.

Opinion

In our opinion, the company is entitled to the exemption from preparing group financial statements conferred by Section 246 of the Companies Act 1985.

31 July 2003

Sully and Co

Chartered Accountants and

Registered Auditor

Choweree House 21 Boutport Street

Barnstaple

Devon

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Profit and loss account for the year ended 31 December 2002

		2002	2001
	Notes	£	£
Turnover	2	64,779	150,705
Cost of sales		(1,352)	(3,937)
Gross profit		63,427	146,768
Distribution costs Administrative expenses		(5,311) (73,566)	(8,046) (162,220)
Operating loss	3	(15,450)	(23,498)
Other interest receivable and similar income Interest payable and similar charges		707 (5)	2,402 (4)
Loss on ordinary activities before taxation		(14,748)	(21,100)
Tax on loss on ordinary activities		<u>-</u>	_
Loss on ordinary activities after taxation		(14,748)	(21,100)
Loss for the year		(14,748)	(21,100)
Retained profit brought forward		383,407	404,507
Retained profit carried forward		368,659	383,407

The notes on pages 6 to 11 form an integral part of these financial statements.

Balance sheet as at 31 December 2002

		200)2	200	1
	Notes	£	£	£	£
Fixed assets					
Tangible assets	6		144,841		155,804
Investments	7		143,119		143,119
			287,960		298,923
Current assets					
Debtors	8	157,974		179,834	
Cash at bank and in hand		24,538		64,542	
		182,512		244,376	
Creditors: amounts falling					
due within one year	9	(40,263)		(98,342)	
Net current assets			142,249		146,034
Net assets			430,209		444,957
Capital and reserves					
Called up share capital	10		55,200		55,200
Share premium account	11		6,350		6,350
Profit and loss account	11		368,659		383,407
Shareholders' funds			430,209		444,957

The financial statements are prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and in accordance with the Financial Reporting Standard for Smaller Entities (effective June 2002).

The financial statements were approved by the Board on 29TH JULY, 2003 and signed on its behalf by

A J Ruhleman Director Mallua

The notes on pages 6 to 11 form an integral part of these financial statements.

Notes to the financial statements for the year ended 31 December 2002

1. Accounting policies

1.1. Accounting convention

The financial statements are prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective June 2002).

1.2. Turnover

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Turnover represents the total invoice value, excluding value added tax, of sales made during the year.

1.3. Tangible fixed assets and depreciation

Depreciation is provided at rates calculated to write off the cost less residual value of each asset over its expected useful life, as follows:

Freehold buildings

Straight line over fifty years

Leasehold properties

Straight line over the life of the lease

Plant and machinery Fixtures and fittings 20% reducing balance 10% reducing balance

Motor vehicles - retained

25% reducing balance

Motor vehilces - as lessor

33.3% straight line

1.4. Leasing

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. Pensions

The pension costs charged in the financial statements represent the contribution payable by the company during the year.

1.7. Deferred taxation

The company adopted the Financial Reporting Standard for Smaller Entities (effective June 2002).

This requires full provision to be made for deferred taxation on all timing differences which have arisen but have not reversed at the balance sheet date.

No prior year adjustment is considered necessary as a result of the adoption of FRSSE (June 2002).

1.8. Group accounts

The company is entitled to the exemption under Section 248 of the Companies Act 1985 from the obligation to prepare group accounts.

Notes to the financial statements for the year ended 31 December 2002

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2. Turnover

The total turnover of the company for the year has been derived from its principal activity wholly undertaken in the UK.

3.	Operating loss	2002	2001
		£	£
	Operating loss is stated after charging:		
	Depreciation and other amounts written off tangible assets	8,775	14,193
	Auditors' remuneration	1,580	1,579
	and after crediting:	***************************************	
	Profit on disposal of tangible fixed assets	1,613	(6,383)
4.	Directors' emoluments		
		2002	2001
		£	£
	Remuneration and other benefits	51,746	122,746
		Number	Number
	Number of directors to whom retirement benefits		
	are accruing under a money purchase scheme	2	2

5. Pension costs

The company operates a defined contribution 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 £1,000 (2001 £1,000). Contributions totalling £0 (2001 £0) were payable to the fund at 31st December 2002 and are included in creditors.

Notes to the financial statements for the year ended 31 December 2002

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			Other	
6.	Tangible fixed assets	Land and	tangible	
		buildings	assets	Total
		£	£	£
	Cost			
	At 1 January 2002	130,284	472,112	602,396
	Disposals	-	(23,301)	(23,301)
	At 31 December 2002	130,284	448,811	579,095
	Depreciation			
	At 1 January 2002	5,974	440,618	446,592
	On disposals	-	(21,114)	(21,114)
	Charge for the year	2,157	6,619	8,776
	At 31 December 2002	8,131	426,123	434,254
	Net book values			
	At 31 December 2002	122,153	22,688	144,841
	At 31 December 2001	124,310	31,494	155,804
	At 31 December 2002	<u> </u>		

Included in plant and machinery above are assets with a cost of £265,113 and an accumulated depreciation charge of £265,101. These assets are used in operating leases.

7. Fixed asset investments		Undertakings and participating interests £	Total £
	Cost		
	At 1 January 2002		
	At 31 December 2002	143,119	143,119
	Net book values		
	At 31 December 2002	143,119	143,119
	At 31 December 2001	143,119	143,119

Notes to the financial statements for the year ended 31 December 2002

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7.1. Holdings of 20% or more

The company holds 20% or more of the share capital of the following companies:

Company	Country of registration or incorporation	Nature of business	Shares held class	Proportion of shares held
Subsidiary undertaking P M Clarke Limited	UK	The repair of vehicles, haulage services and rental	Ordinary £1 Shares	82.45%

The aggregate amount of capital and reserves and the results of these undertakings for the last relevant financial year were as follows:

		Capital and reserves	Profit for the year £	
	P M Clarke Limited	238,215	(1,718)	
8.	Debtors		2002	2001
			£	£
	Trade debtors		22,514	35,272
	Amounts owed by group un	dertakings	132,231	96,848
	Prepayments and accrued in	come	3,229	47,714
			157,974	179,834
9.	Creditors: amounts falling within one year	g due	2002 £	2001 £
	·	mt ·	300	300
	Payments received on account Trade creditors	int	174	145
	Other taxes and social secur	ity costs	17,396	26,137
	Directors' accounts	ny cosis	1,489	4,148
	Other creditors		8,000	7,450
	Accruals and deferred incor	ne	12,904	60,162
			40,263	98,342

Notes to the financial statements for the year ended 31 December 2002

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10.	Share capital		2002 £	2001 £
	Authorised			
	100,000 Ordinary shares of 1 each		100,000	100,000
	Allotted, called up and fully paid			
	55,200 Ordinary shares of 1 each		55,200	55,200
11.	Reserves	Share premium account £	Profit and loss account £	Total £
		ı.	*	2
	At 1 January 2002	6,350	383,407	389,757
	Loss for the year		(14,748)	(14,748)
	At 31 December 2002	6,350	368,659	375,009

12. Financial commitments

At 31 December 2002 the company had annual commitments under non-cancellable operating leases as follows:

	2002 £	2001 £
Expiry date:	_	-
Between one and five years	3,175	3,175
In over five years	200	200
	3,375	3,375

Notes to the financial statements for the year ended 31 December 2002

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13. Related party transactions

At the year end the balance owed to Pine Green Developments (a partnership owned by the directors) was £8,000 (2001 £7,000).

The balance owing from the subsidiary, P M Clarke Limited, at the year end was £132,231 (2001 £96,848). P M Clarke Limited has sold £3,800 of vehicles as agent for the company, the proceeds being added to the loan. No fee was charged for this service. The balance of the accrued management charges for the year ended 31st December 2001 of £44,720 was added to the loan. P M Clarke Limited paid £13,137 towards reducing the balance owing.

At the balance sheet date the following balances were owed to the directors of the company by JPR (1994) Limited:

Mr and Mrs A J Ruhleman - £1,526 (2001: £2,639) Mr and Mrs P Ruhleman - (£37) (2001: £1,509).

The movement between the balances arose due to the company paying some of the personal liabilities on behalf of the directors.

14. Controlling interest

The company is controlled by members of the Ruhleman family.