

Register  
Co - 140 - 948086

ANGLIA CIRCUITS (HOLDINGS) LIMITED  
FINANCIAL STATEMENTS  
FOR THE YEAR ENDED  
30 JUNE 1997



ANGLIA CIRCUITS (HOLDINGS) LIMITED

<b>DIRECTORS</b>	Mr N B Kember Mrs A Kember Mr M W Kember ACA
<b>SECRETARY</b>	Mr M W Kember ACA
<b>REGISTERED OFFICE</b>	Burrel Road St Ives Huntingdon Cambs PE17 4LE
<b>REGISTERED NUMBER</b>	948086 (England Wales)
<b>AUDITORS</b>	Peters Elworthy & Moore Salisbury House Station Road Cambridge CB1 2LA
<b>BANKERS</b>	Midland Bank plc Market Hill St Ives Huntingdon Cambs PE17 4AP

ANGLIA CIRCUITS (HOLDINGS) LIMITED

REPORT OF THE DIRECTORS

The directors present their report and financial statements for the year ended 30 June 1997.

**Business Review**

The principal activity of the Company is that of a management company, controlling the activities of its subsidiary, the principal activity of which is the manufacture of electronic printed circuit boards. Subsequent to the year end the Company purchased the entire share capital of the Tidemill Yacht Harbour Limited.

The directors consider the state of the group's affairs to be satisfactory and three interim dividends were paid during the year, of £9.37 paid on 31 March 1997, £9.37 paid on 11 April 1997 and £1.50 paid on 30 June 1997. Mr N Kember and Mrs A Kember waived their rights to the dividends paid on the 31 March and 11 April 1997. The directors do not recommend payment of a final dividend.

**Directors**

The Directors of the Company during the year and their interests in its share capital were:

	<u>At beginning of year</u>	<u>At end of year</u>
Mr N B Kember	27,600	27,600
Mrs A Kember	30,000	30,000
Mr M W Kember	800	800

**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**

Peters Elworthy & Moore have expressed their willingness to continue in office and a resolution for their re-appointment will be proposed at the forthcoming annual general meeting.

**BY ORDER OF THE BOARD**

*M. Kember*

Mr M W Kember  
Secretary

Date 2 - 9 1997

ANGLIA CIRCUITS (HOLDINGS) LIMITEDAUDITORS' REPORT TO THE MEMBERS

We have audited the financial statements on pages 4 to 14 which have been prepared under the historical cost convention and the accounting policies set out on page 8.

**Respective Responsibilities of Directors and Auditors**

As described on page 2 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.

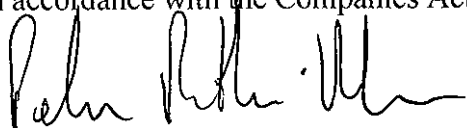
**Basis of Opinion**

We conducted our audit in accordance with Auditing Standards 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.

**Opinion**

In our opinion the financial statements give a true and fair view of the state of the Company's affairs as at 30 June 1997 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



**PETERS ELWORTHY & MOORE**  
**Chartered Accountants and**  
**Registered Auditor**

**Date: 2 September 1997**

ANGLIA CIRCUITS (HOLDINGS) LIMITED

CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30 JUNE 1997

	<u>Notes</u>	<u>£</u>	<u>1996</u> <u>£</u>
<b>Turnover</b>	2	1,962,716	2,035,039
Cost of sales		(1,145,401)	(1,226,518)
Gross Profit		817,315	808,521
Administrative and other expenses		<u>540,111</u>	<u>554,260</u>
		277,204	254,261
Other operating income	3	<u>13,032</u>	<u>13,032</u>
<b>Operating profit</b>	4	290,236	267,293
Interest payable	7	<u>29,649</u>	<u>40,886</u>
<b>Profit on Ordinary Activities before Taxation</b>		260,587	226,407
Tax on profit on ordinary activities	8	<u>57,009</u>	<u>56,069</u>
<b>Profit on Ordinary Activities after Taxation</b>		203,578	170,338
Dividends paid		<u>135,000</u>	<u>60,000</u>
<b>Retained profit for the year</b>		68,578	110,338
Retained profit brought forward		<u>880,060</u>	<u>769,722</u>
Retained profit carried forward		<u>948,638</u>	<u>880,060</u>

There are no recognised gains and losses in the year other than the profit for the year. All items dealt with in arriving at turnover and operating profit for both the current year and previous year relate to continuing operations.

The attached notes form part of these financial statements.

ANGLIA CIRCUITS (HOLDINGS) LTD

CONSOLIDATED BALANCE SHEET 30 JUNE 1997

	Notes	£	£	1996 £	£
<b>Fixed Assets</b>					
Tangible assets	9		1,116,525		1,175,363
<b>Current Assets</b>					
Stocks	11	107,341		126,843	
Debtors	12	469,084		461,971	
Cash at bank and in hand		<u>72,958</u>		<u>39,739</u>	
		649,383		628,553	
<b>Creditors: amounts falling due within one year</b>	13	<u>516,898</u>		<u>563,936</u>	
			<u>132,485</u>		<u>64,617</u>
Total Assets less Current Liabilities			1,249,010		1,239,980
<b>Creditors: amounts falling due after more than one year</b>	14		(233,372)		(284,120)
<b>Provision for Liabilities and Charges</b>	15		<u>(7,000)</u>		<u>(15,800)</u>
Net Assets			<u>1,008,638</u>		<u>940,060</u>
<b>Capital and Reserves</b>					
Called up share capital	16		60,000		60,000
Profit and loss account			<u>948,638</u>		<u>880,060</u>
			<u>1,008,638</u>		<u>940,060</u>

ON BEHALF OF THE BOARD

Mr N B Kember  
Director



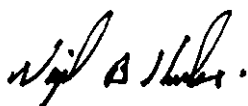
Approved by the Board on 2<sup>nd</sup> Sept. 1997

The attached notes form part of these financial statements

ANGLIA CIRCUITS (HOLDINGS) LIMITEDBALANCE SHEET 30 JUNE 1997

	<u>Notes</u>	<u>£</u>	<u>£</u>	<u>1996</u> <u>£</u>	<u>£</u>
<b>Fixed Assets</b>					
Tangible assets	9	833,420		847,473	
Investments	10	<u>2</u>		<u>2</u>	
			833,422		847,475
<b>Current Assets</b>					
Debtors	12	280,444		261,087	
Creditors: amounts falling due within one year	13	<u>189,710</u>		<u>137,676</u>	
			<u>90,734</u>		<u>123,411</u>
Total Assets less Current Liabilities			924,156		970,886
Creditors: amounts falling due after more than one year	14		(233,372)		(269,601)
Net Assets			<u>690,784</u>		<u>701,285</u>
<b>Capital and Reserves</b>					
Called up share capital	16		60,000		60,000
Profit and loss account			<u>630,784</u>		<u>641,285</u>
			<u>690,784</u>		<u>701,285</u>

ON BEHALF OF THE BOARD

Mr N B Kember  
DirectorApproved by the Board on 22<sup>nd</sup> June 1997

The attached notes form part of these financial statements

ANGLIA CIRCUITS (HOLDINGS) LIMITED

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 30 JUNE 1997

	<u>Notes</u>	<u>£</u>	<u>1996</u> <u>£</u>
<b>Net cash inflow from operating activities</b>	18	380,237	400,321
<b>Returns on investments and servicing of finance</b>	19	(29,649)	(42,102)
<b>Taxation</b>		(55,641)	(27,943)
<b>Capital Expenditure</b>	19	(45,363)	(21,880)
		249,584	308,396
<b>Equity dividends paid</b>		(135,000)	(60,000)
<b>Financing</b>	19	(75,790)	(87,293)
<b>Increase in cash</b>		<u>38,794</u>	<u>161,103</u>
<b>Reconciliation of net cash flow to movement in net debt</b>			
<b>Increase in cash in the period</b>		38,794	161,103
Cash used to repay loans	19	<u>75,790</u>	<u>87,293</u>
<b>Change in net debt</b>		114,584	248,396
Net debt at 1 July 1996		(340,996)	(589,392)
Net debt at 30 June 1997	21	<u>(226,412)</u>	<u>(340,996)</u>



ANGLIA CIRCUITS (HOLDINGS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 1997

**1 Accounting Policies**

- a) **Basis of accounting -**  
The financial statements have been prepared under the historical cost convention.
- b) **Accounting Standards -**  
The financial statements have been prepared in accordance with applicable accounting standards.
- c) **Basis of Consolidation -**  
The consolidated financial statements incorporate the financial statements of Anglia Circuits (Holdings) Limited and its subsidiary undertaking, Anglia Circuits Limited made up to 30 June 1997. As provided by Section 230(4) of the Companies Act 1985, no profit and loss account is presented for Anglia Circuits (Holdings) Limited for the year ended 30 June 1997.
- d) **Turnover -**  
Turnover represents net invoiced sales of goods, excluding value added tax.
- e) **Depreciation -**  
Depreciation is provided to write off the cost of tangible fixed assets over their estimated useful lives by equal annual instalments at the following rates:
 

Motor vehicles	-	25% on cost
Office equipment	-	15% on cost
Plant and machinery	-	15% on cost
Freehold property:		
Piling at marina	-	4% on cost
Buildings	-	Nil

No depreciation is provided on freehold buildings since, in the opinion of the directors, their residual value exceeds their book value and the company is committed to maintaining them fully.
- f) **Stocks -**  
Stocks and work in progress are stated at the lower of cost and estimated net realisable value, after making due allowance for obsolete and slow moving items. Cost includes direct expenditure and an appropriate proportion of fixed and variable overheads.
- g) **Deferred taxation -**  
Provision is made for taxation deferred in respect of all material timing differences 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.

ANGLIA CIRCUITS (HOLDINGS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 1997

**Accounting Policies (continued)**

- h) Pensions-  
The Company operates defined contribution and defined benefit schemes, the assets of both scheme are held separately from those of the Company. The Company's contributions are written off in which they are incurred.
- i) Assets acquired under hire purchase contracts are capitalised and the resulting hire purchase obligation included in creditors net of finance charges. Interest is charged to profit and loss account over the period of each agreement.

**2 Turnover**

Turnover all arises in the United Kingdom.

**3 Other Operating Income**

	<u>£</u>	<u>1996</u> <u>£</u>
Rental income	<u>13,032</u>	<u>13,032</u>

**4 Operating Profit**

	<u>£</u>	<u>1996</u> <u>£</u>
Operating profit is shown after charging:		
Depreciation of tangible fixed assets	106,022	118,439
Operating lease charges	7,367	9,590
Staff costs (note 5)	771,639	779,761
Auditors' remuneration	<u>4,000</u>	<u>4,000</u>

The profit on ordinary activities before taxation includes £157,472 attributable to the parent company.

**5 Staff Costs**

Staff costs, including directors' remuneration comprise:

	<u>£</u>	<u>1996</u> <u>£</u>
Wages and salaries	689,584	684,492
Social security costs	54,578	53,305
Other pension costs	<u>27,477</u>	<u>41,964</u>
	<u>771,639</u>	<u>779,961</u>

The average number of employees during the year was

	<u>Number</u>	<u>Number</u>
Office and management	10	13
Manufacturing and sales	<u>43</u>	<u>42</u>
	<u>53</u>	<u>55</u>

ANGLIA CIRCUITS (HOLDINGS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 1997

**6 Directors' Emoluments**

	£	<u>1996</u> <u>£</u>
Fees	-	-
Other emoluments	<u>71,552</u>	<u>81,551</u>
	<u>71,552</u>	<u>81,551</u>

Contributions to directors defined contribution pension schemes amounted to £1,200 (1996 - £30,000).

**7 Interest Payable**

	£	<u>1996</u> <u>£</u>
On bank loans repayable wholly or partly in more than five years	23,328	27,310
On bank overdraft	2,542	3,958
On other loans	1,082	3,409
Hire purchase interest	<u>2,697</u>	<u>6,209</u>
	<u>29,649</u>	<u>40,886</u>

**8 Tax on Profit on Ordinary Activities**

	£	<u>1996</u> <u>£</u>
Corporation tax on the taxable profit	64,550	57,767
Deferred taxation	(8,800)	(1,700)
Adjustment for prior years	<u>(251)</u>	<u>2</u>
	<u>55,499</u>	<u>56,069</u>

The Company is a close company within the meaning of section 414 of the Taxes Act 1988.

ANGLIA CIRCUITS (HOLDINGS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 1997

9 Tangible Fixed Assets Group	Land and Buildings £	Motor Vehicles £	Plant and Machinery £	Office Equipment £	Total £
Cost at beginning of year	882,590	74,629	1,141,367	165,076	2,263,662
Additions	-	7,500	75,515	-	83,015
Disposals at cost	-	(16,052)	(166,865)	-	(182,917)
Cost at end of year	<u>882,590</u>	<u>66,077</u>	<u>1,050,017</u>	<u>165,076</u>	<u>2,163,760</u>
Accumulated depreciation at beginning of year	41,139	58,660	881,990	106,510	1,088,299
On disposals	-	(13,377)	(133,709)	-	(147,086)
Charge in year	10,096	10,378	69,822	15,726	106,022
Accumulated depreciation at end of year	<u>51,235</u>	<u>55,661</u>	<u>818,103</u>	<u>122,236</u>	<u>1,047,235</u>
Net book value at end of year	<u>831,355</u>	<u>10,416</u>	<u>231,914</u>	<u>42,840</u>	<u>1,116,525</u>
Net book value at beginning of year	<u>841,451</u>	<u>15,969</u>	<u>259,377</u>	<u>58,566</u>	<u>1,175,363</u>

Fixed assets with a net book value of £18,787 (1996: £67,386) have an amount of £4,782 (1996: £23,965) outstanding under hire purchase contracts. The depreciation charge for the year for these assets is £5,983 (1996: £20,470)

**Company**

	£	£	£	£	£
Cost at beginning of year	882,590	16,052	-	8,207	906,849
Additions	-	-	-	-	-
Disposals at cost	-	(16,052)	-	-	(16,052)
Cost at end of year	<u>882,590</u>	<u>-</u>	<u>-</u>	<u>8,207</u>	<u>890,797</u>
Accumulated depreciation at beginning of year	41,139	13,377	-	4,860	59,376
On disposals	-	(13,377)	-	-	(13,377)
Charge in year	10,096	-	-	1,282	11,378
Accumulated depreciation at end of year	<u>51,235</u>	<u>-</u>	<u>-</u>	<u>6,142</u>	<u>57,377</u>
Net book value at end of year	<u>831,355</u>	<u>-</u>	<u>-</u>	<u>2,065</u>	<u>833,420</u>
Net book value at beginning of year	<u>841,451</u>	<u>2,675</u>	<u>-</u>	<u>3,347</u>	<u>847,473</u>

ANGLIA CIRCUITS (HOLDINGS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 1997

**10 Investments**

The investments present the cost of the entire issued share capital of Anglia Circuits Limited which is incorporated in the UK.

**11 Stocks**

	<u>Group</u>		<u>Company</u>	
	<u>£</u>	<u>1996</u> <u>£</u>	<u>£</u>	<u>1996</u> <u>£</u>
Raw materials and consumables	25,678	34,396	-	-
Work in progress	35,590	39,286	-	-
Finished goods	<u>46,073</u>	<u>53,161</u>	<u>-</u>	<u>-</u>
	<u>107,341</u>	<u>126,843</u>	<u>-</u>	<u>-</u>

**12 Debtors**

	<u>Group</u>		<u>Company</u>	
	<u>£</u>	<u>1996</u> <u>£</u>	<u>£</u>	<u>1996</u> <u>£</u>
Due within one year				
Trade debtors	420,351	435,243	-	-
Amounts due from subsidiary undertaking	-	-	240,097	240,097
Other debtors	10,197	10,290	6,597	5,990
Corporation tax recoverable	33,750	15,000	33,750	15,000
Prepayments	<u>4,786</u>	<u>1,438</u>	<u>-</u>	<u>-</u>
	<u>469,084</u>	<u>461,971</u>	<u>280,444</u>	<u>261,087</u>

Other debtors include an amount due from Tidemill Yacht Harbour Limited which is made up as follows:-

	<u>£</u>	<u>1996</u> <u>£</u>
Amount due	23,371	31,171
Less: Provision	<u>17,158</u>	<u>25,658</u>
	<u>6,213</u>	<u>5,513</u>

ANGLIA CIRCUITS (HOLDINGS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 1997

13 Creditors: amounts falling due within one year	<u>Group</u>		<u>Company</u>	
		<u>1996</u>		<u>1996</u>
	<u>£</u>	<u>£</u>	<u>£</u>	<u>£</u>
Bank loan (note 15)	36,988	34,645	36,988	34,645
Bank overdraft (secured)	24,229	29,804	24,229	29,804
The Kember Trust loan	-	12,983	-	-
Trade creditors	199,055	279,352	-	-
Corporation tax	94,185	65,267	61,385	31,200
Other tax and social security costs	73,217	69,042	2,081	1,860
Hire purchase creditor	4,781	19,183	-	-
Other	62,290	37,825	62,290	37,825
Accruals	<u>22,153</u>	<u>15,835</u>	<u>2,737</u>	<u>2,342</u>
	<u>516,898</u>	<u>563,936</u>	<u>189,710</u>	<u>137,676</u>

14 Creditors: amounts falling due after more than one year	<u>Group</u>		<u>Company</u>	
		<u>1996</u>		<u>1996</u>
	<u>£</u>	<u>£</u>	<u>£</u>	<u>£</u>
Bank loan:-				
Repayable within five years	184,859	168,728	184,859	168,728
Repayable after five years	48,513	100,873	48,513	100,873
The Kember Trust loan	-	9,738	-	-
Obligations under hire purchase contracts	-	4,781	-	-
	<u>233,372</u>	<u>284,120</u>	<u>233,372</u>	<u>269,601</u>

The current portion of bank loans amounting to £36,988 (1996: £34,645) is shown in current liabilities. Bank loans and overdrafts are at variable rates of interest and are secured by charges on the Company's freehold land and buildings. The bank loan is repayable in instalments by 2003.

**15 Provision for Liabilities and Charges**

	<u>Group</u>		<u>Company</u>	
		<u>1996</u>		<u>1996</u>
	<u>£</u>	<u>£</u>	<u>£</u>	<u>£</u>
The movement on the provision for deferred taxation is as follows:				
Provision at beginning of year	15,800	17,500	-	-
Charged in year	<u>(8,800)</u>	<u>(1,700)</u>	<u>-</u>	<u>-</u>
	<u>7,000</u>	<u>15,800</u>	<u>-</u>	<u>-</u>

The provision for deferred taxation comprises tax deferred on accelerated capital allowances.

Deferred taxation of £27,000 comprising tax deferred on Industrial Building allowances, is not provided in these financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 1997

**16 Called up Share Capital**

	<u>£</u>	<u>1997</u> <u>£</u>
Authorised:		
500,000 Ordinary shares of £1 each	<u>500,000</u>	<u>500,000</u>
Allotted, issued and fully paid:		
60,000 Ordinary shares of £1 each	<u>60,000</u>	<u>60,000</u>

**17 Pension Costs**

The Company operates a money purchase defined contribution pension scheme for the group. The assets of the scheme are held separately from those of the Company in an independently administered fund. In addition the Company operates a separate defined contribution pension scheme for directors. The pension cost charged in the financial statements represents contributions to the employees' scheme of £27,477 (1996 £11,964), and contributions to the directors' scheme of £nil (1996: £30,000). The amount of contributions unpaid for the group scheme at the year end amounted to £2,292 (1996: £2,292).

**18 Reconciliation of operating profit to net cash inflow from operating activities**

	<u>£</u>	<u>1996</u> <u>£</u>
Operating profit	290,236	267,293
Depreciation charges	106,022	118,439
Profit on sale of tangible fixed assets	16,431	(12,098)
Decrease in stocks	19,502	2,155
Increase in debtors	11,637	(35,593)
Increase in creditors	(63,591)	<u>60,125</u>
Net cash inflow from operations activities	<u>380,237</u>	<u>(400,321)</u>

**19 Analysis of cash flows for headings netted in the Cash Flow Statement**

	<u>£</u>	<u>1996</u> <u>£</u>
<b>Returns on investments and servicing of finance</b>		
Interest paid	<u>(29,649)</u>	<u>(42,102)</u>

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 1997

19 **Analysis of cash flows for headings netted in the Cash Flow Statement (Continued)**

			<u>1996</u>	
<b>Capital Expendure</b>	<u>£</u>	<u>£</u>	<u>£</u>	<u>£</u>
Payments to acquire tangible fixed assets	(64,763)		(40,930)	
Receipts from sale of tangible fixed assets	<u>19,400</u>		<u>19,050</u>	
		(45,363)		(21,880)
<b>Financing</b>				
Repayment of bank loan	(33,886)		(32,168)	
Repayment of Kember Trust Loan	(22,721)		(12,983)	
Repayment of Hire Purchase loans	(19,183)		(42,142)	
		(75,790)		(87,293)

20 **Analysis of changes in net debt**

	<u>At 1 July</u> <u>1996</u>	<u>Cash</u> <u>Flows</u>	<u>Other</u> <u>Changes</u>	<u>At 30</u> <u>June</u> <u>1997</u>
	<u>£</u>	<u>£</u>	<u>£</u>	<u>£</u>
Cash in hand and at bank	39,739	33,219	-	72,958
Overdrafts	(29,804)	5,575	-	24,229
Debt due within 1 year	(66,811)	75,790	(50,748)	(41,769)
Debt due after 1 year	<u>284,120</u>	<u>-</u>	<u>50,748</u>	<u>(233,372)</u>
	<u>340,996</u>	<u>114,584</u>	<u>0</u>	<u>226,412</u>