

Presspart Manufacturing Limited

Annual report and accounts for the year ended 31 December 2000

Registered number: 995387

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COMPANIES HOUSE 17/04/01

Directors' report

For the year ended 31 December 2000

The directors present their annual report on the affairs of the company, together with the accounts and auditors' report, for the year ended 31 December 2000.

Principal activity and business review

The principal activity of the company continues to be the manufacture of deep drawn pressings.

The turnover and profit on ordinary activities before taxation for the year were £15,367,000 (1999 - £17,583,000) and £1,278,000 (1999 - £2,100,000) respectively.

Results and dividends

	£ 000
Retained profit at 1 January 2000	19,877
Profit on ordinary activities after taxation	873
Dividend	(9,000)
Amortisation of revaluation surplus	187
Retained profit at 31 December 2000	11,937

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The dividend on the ordinary shares, amounting to £360 per share, was paid on 4 October 2000.

Directors and their interests

The directors of the company who served during the year were as follows:

J.R. Ainsworth

D. O'Neill (appointed 27 November 2000)

S.J. Wilkinson (resigned 31 August 2000)

T.S. Pattinson

M.A. Eaves (resigned 9 October 2000)

B. Jelbert

I. Edwards

A. Macaulay (resigned 30 June 2000)

The interests of the directors, who held office at 31 December 2000, in the shares of the parent company are as shown below:

	Ordinary shares of 1p each 2000	Ordinary shares of 1p each 1999
T.S. Pattinson	-	11,905

Directors' report (continued)

Directors and their interests (continued)

The interests of the other directors, who held office at 31 December 2000, in the shares of the parent company are disclosed in the accounts of that company. The directors do not have any other interests required to be disclosed under Schedule 7 of the Companies Act 1985.

Directors' responsibilities

Company law requires the directors to prepare accounts for each financial period 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 accounts, 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; and
- prepare the accounts 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 accounts 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.

Creditors payment policy

The company's policy, which is also applied by the group, is to settle terms of payment with suppliers when agreeing the terms of each transaction, ensure that suppliers are made aware of the terms of payment and abide by the terms of payment. Trade creditors of the group at 31 December 2000 were equivalent to 102 days (1999 - 127) days' purchases based on the average daily amount invoiced by supplies during the year.

Auditors

The directors will place a resolution before the annual general meeting to re-appoint Arthur Andersen as auditors for the ensuing year.

Whitebirk Estate

By order of the Board,

Helbert

Blackburn

BB1 5RF

Lancashire

B, Jeipen

Secretary

4 April 2001



To the Shareholder of Presspart Manufacturing Limited:

We have audited the accounts on pages 4 to 18 which have been prepared under the historical cost convention, as modified by the revaluation of certain fixed assets, and the accounting policies set out on pages 6 to 8.

Respective responsibilities of directors and auditors

As described on page 2 the company's directors are responsible for the preparation of the accounts in accordance with applicable United Kingdom law and accounting standards. Our responsibilities, as independent auditors, are established in the United Kingdom by statute, the Auditing Practices Board and by our profession's ethical guidance.

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 accounts. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the accounts and of whether the accounting policies are appropriate to the circumstances of the company, 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 accounts 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 accounts.

Opinion

In our opinion the accounts give a true and fair view of the company's state of affairs at 31 December 2000 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Arthur Andersen

Chartered Accountants and Registered Auditors

Arther Andersen

Bank House 9 Charlotte Street Manchester M1 4EU

4 April 2001

Profit and loss account

For the year ended 31 December 2000

	Note	2000 £'000	1999 £'000
Turnover	1	15,367	17,583
Cost of sales		(12,803)	(14,203)
Gross profit		2,564	3,380
Other operating expenses	2	(1,961)	(2,025)
Operating profit		603	1,355
Finance charges (net)	3	675	745
Profit on ordinary activities before taxation	4	1,278	2,100
Tax on profit on ordinary activities	6	(405)	(633)
Profit on ordinary activities after taxation		873	1,467
Dividends paid and proposed	7	(9,000)	-
Retained (loss) profit for the year	16	(8,127)	1,467

There were no recognised gains or losses in either the current or prior year other than the profit for the financial year.

The accompanying notes are an integral part of this profit and loss account.

Note of historical cost profits and losses

For the year ended 31 December 2000

	2000	1999
	£,000	£,000
Profit on ordinary activities before taxation	1,278	2,100
Difference between the historical cost depreciation charge and the actual		
depreciation charge for the year calculated on the revalued amount	187	197
Historical cost profit on ordinary activities before taxation	1,465	2,297
Historical cost (loss) profit for the year retained after taxation and dividends	(7,940)	1,664

The accompanying notes are an integral part of this statement.

Balance sheet

31 December 2000

	Note	2000 £'000	1999 £'000
Fixed assets		2 000	2 000
Tangible assets	8	7,679	8,392
Investments	9	1,690	1,690
	•	9,369	10,082
Current assets			
Stocks	10	1,633	1,613
Debtors			
- due within one year	11	2,103	2,131
- due after one year	11	4,734	6,485
Cash at bank and in hand		409	5,405
		8,879	15,634
Creditors: Amounts falling due within one year	12	(4,537)	(3,879)
Net current assets		4,342	11,755
Total assets less current liabilities		13,711	21,837
Creditors: Amounts falling due after more than one year	13	(279)	(144)
Provisions for liabilities and charges	14	(863)	(997)
Net assets		12,569	20,696
Capital and reserves			
Called-up share capital	15	25	25
Revaluation reserve	16	607	794
Profit and loss account	16	11,937	19,877
Equity shareholder's funds		12,569	20,696

Signed on behalf of the Board

Efellert

B. Jelbert

Director

4 April 2001

The accompanying notes are an integral part of this balance sheet.

Statement of accounting policies

31 December 2000

The principal accounting policies are summarised below. They have been applied consistently throughout the year and the preceding year.

Basis of accounting

The accounts are prepared under the historical cost convention, modified to include the revaluation of certain fixed assets, and in accordance with applicable accounting standards.

The company has taken advantage of the exemption from preparing consolidated accounts afforded by Section 228 of the Companies Act 1985 because it is a wholly owned subsidiary of Presspart Group Limited which prepares consolidated accounts which are publicly available. The company is also, on this basis, exempt from the requirement of FRS 1 to present a cash flow statement.

Tangible fixed assets

Land and buildings and plant and machinery are shown at original historical cost or subsequent valuation less accumulated depreciation and provision for impairment. Other fixed assets are shown at cost less accumulated depreciation and provision for impairment.

The company has taken advantage of the transitional provisions of FRS 15 "Tangible fixed assets" and retained the book amounts of certain plant and machinery and properties which were revalued prior to implementation of that standard. The plant and machinery was last revalued in 1988 and the properties were last revalued in 1991 and the valuations have not subsequently been updated.

Depreciation is provided at rates calculated to write off the cost or valuation, less estimated residual value, of each asset on a straight-line basis over its expected useful life, as follows:

Freehold buildings 2.5% per annum Plant and machinery 7.5% per annum

Tooling 33% - 50% per annum

Fixtures and fittings 10% per annum

Computers 20% - 33% per annum Motor vehicles 15% - 25% per annum

Investments

Fixed asset investments are shown at cost less provision for impairment.

Stocks

Stocks are stated at the lower of cost and net realisable value. Raw materials are stated at purchase cost on a first-in, first-out basis. For finished goods and goods for resale, the cost includes materials, direct labour and an attributable proportion of manufacturing overheads based on normal levels of activity. Net realisable value is based on estimated selling price, less further costs expected to be incurred to completion and disposal. Provision is made for obsolete, slow-moving or defective items where appropriate.

Statement of accounting policies (continued)

Taxation

UK corporation tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantially enacted by the balance sheet date.

Deferred tax is provided using the liability method on all timing differences only to the extent that they are expected to reverse in the future without being replaced, except that the deferred tax effects of timing differences arising from pensions and other post-retirement benefits are always recognised in full.

Turnover

Turnover represents amounts receivable for goods and services provided in the normal course of business, net of trade discounts, VAT and other sales related taxes.

Pension costs

The company provides pensions to employees through a defined benefit pension scheme operated by the parent company, Presspart Group Limited. The amount charged to the profit and loss account is the estimated regular cost of providing the benefits accrued in the period, adjusted to reflect variations from that cost. The regular cost is calculated so that it represents a substantially level percentage of current and future pensionable payroll. Variations from regular cost are charged or credited to the profit and loss account so as to represent a constant percentage of pensionable payroll. The assets of the scheme are held separately from those of the company in trustee administered funds. Differences between amounts charged to the profit and loss account and amounts funded are shown as either provisions or prepayments in the balance sheet, if material.

Foreign currency

Transactions denominated in foreign currencies are recorded at the rate of exchange at the date of the transaction, or if hedged at the forward contract rate. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are reported at the rates of exchange prevailing at the year end (or, where appropriate, at the forward contract rate). All exchange differences are included in the profit and loss account.

Leases

Assets held under finance leases, which confer rights and obligations similar to those attached to owned assets, are capitalised as tangible fixed assets and are depreciated over the shorter of the lease terms and their useful lives. The capital elements of future lease obligations are recorded as liabilities, while the interest elements are charged to the profit and loss account over the period of the leases to produce a constant rate of charge on the balance of capital repayments outstanding.

Rentals under operating leases are charged to the profit and loss account on a straight-line basis over the lease term, even if the payments are not made on such a basis.

Statement of accounting policies (continued)

Revaluation reserve

Surpluses arising on the revaluation of individual fixed assets are credited to a non-distributable revaluation reserve. Revaluation deficits in excess of the amount of prior revaluation surpluses on the same asset are charged to the profit and loss account. Where depreciation charges are increased following a revaluation, an amount equal to the increase is transferred annually from the revaluation reserve to the profit and loss reserve. On the disposal of a revalued fixed asset, any remaining revaluation surplus corresponding to the item is also transferred to the profit and loss reserve.

1 Segmental information

The geographical analysis of turnover by destination is as follows:

	2000	1999
	£'000	£'000
United Kingdom	5,729	8,226
Rest of Europe	8,197	7,745
The Americas	749	689
Other	692	923
	15,367	17,583
2 Other operating expenses		
	2000	1999
	£,000	£'000
Selling and distribution costs	1,195	1,251
Administrative expenses	766	774
	1,961	2,025
3 Finance charges (net)		
Interest payable and similar charges		
	2000 £'000	1999 £'000
Finance leases and hire purchase contracts	32	13
Other loans and finance charges payable	33	1
	65	14
Finance charges (net)		
Interest payable and similar charges	65	14
Less: Other interest receivable and similar income	(740)	(759)
	(675)	(745)

Other interest receivable and similar income includes net exchange gains on foreign currency loans to fellow group undertakings of £142,000 (1999 - £43,000).

4 Profit on ordinary activities before taxation

Profit on ordinary activities before taxation is stated after charging (crediting):

	2000 £'000	1999 £'000
Depreciation and amounts written off tangible fixed assets		
- owned	918	882
- held under finance leases	53	16
Exceptional items	-	(320)
Operating lease rentals		
- land and buildings	20	24
- other	176	123
Auditors' remuneration		
- audit services	24	25
- non-audit services	6	6
Staff costs (note 5)	5,372	5,682

The prior year exceptional items relates to the release of a provision no longer required.

5 Staff costs

Particulars of employees (including directors) are as shown below:

	2000 £'000	1999 £'000
Employee costs during the year amounted to:		
Wages and salaries	4,564	4,797
Social security costs	387	426
Other pension costs	421	459
	5,372	5,682

The average monthly number of persons employed by the company during the year was as follows:

	2000 Number	1999 Number
Production	179	196
Selling and distribution	20	19
Administration	19	21
	218	236

5	Staff	costs	(continued)
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Directors' remuneration:

The remuneration of the directors was as follows:

	2000 £'000	1999 £'000
Emoluments	380	396
Compensation for loss of office	75	
Pensions		
The number of directors who were members of pension schemes was as follows:		
	2000 Number	1999 Number
Defined contribution scheme	2	1
Defined benefit scheme	5	6
Highest paid director		
The above amounts for remuneration include the following in respect of the highest p	aíd director:	
	2000 £'000	1999 £'000
Emoluments	120	124

The accrued pension entitlement under the company's defined benefit scheme of the highest paid director at 31 December 2000 was £Nii (1999 - £Nii).

6 Tax on profit on ordinary activities

The tax charge comprises:

	2000	1999
	£'000	£,000
UK corporation tax	<u>.</u>	
Group relief	543	603
Deferred tax	(134)	9
Adjustment in respect of prior years		
- corporation tax	(4)	21
	405	633

7 Dividends paid and prop	osed					
					2000 £'000	1999 £'000
Interim paid of £360 (1999 - N	lil) per ordinan	v share			9,000	
	m, por oraniar,	, 0.1.0.0		-		
8 Tangible fixed assets						
a) The movement in the year	was as follow	s:				
	Freehold land and buildings £'000	Plant, machinery and tooling £'000	Fixtures and fittings £'000	Computers £'000	Motor vehicles £'000	Total £'000
Cost or valuation						
Beginning of year	1,749	12,062	694	634	27	15,166
Additions	26	166	89	23	12	316
Disposals	-	(33)	-	-	(6)	(39)
Transfers from other group						
undertakings	-	17	-	-	-	17
Transfers to other group undertakings		(79)				(79)
End of year	1,775	12,133	783	657	33	15,381
Depreciation						
Beginning of year	266	5,742	347	406	13	6,774
Charge	36	787	67	69	12	971
Disposals	-	(29)	-	_	(6)	(35)
Transfers to other group		, ,				·
undertakings		(8)			 -	(8)
End of year	302	6,492	414	475	19	7,702
Net book value						
Beginning of year	1,483	6,320	347	228	14	8,392
End of year	1,473	5,641	369	182	14	7,679
Leased assets included in t	he above:					
Net book value						
Beginning of year	-	213	-	-	-	213
						

Freehold land amounting to £400,000 (1999 - £400,000) has not been depreciated.

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End of year

8 Tangible fixed assets (continued)

b) Basis of valuation

Certain items of plant and machinery are shown at valuation, with subsequent additions at cost. The valuation was carried out by a professional firm of Chartered Surveyors in 1988.

Land and buildings are shown at valuation, with subsequent additions at cost. The valuation was performed in 1991 on an existing use basis by Weatherall, Green and Smith, Chartered Surveyors.

Subsequent additions were made at cost as follows:

	2000 £'000	1999 £'000
Valuations	607	794
Cost	7,072	7,598
Cost or revaluation at 31 December 2000	7,679	8,392
If stated under historical cost principles, the comparable amounts t	for the total of tangible fixed assets at 3	1 December

If stated under historical cost principles, the comparable amounts for the total of tangible fixed assets at 31 December 2000 would be: .

	2000 £'000	1999 £'000
Cost	13,043	12,513
Accumulated depreciation	(5,972)	(4,915)
Net book value	7,071	7,598

9 Fixed asset investments

The following is included in the net book value of fixed asset investments:

	2000 £'000	1999 £'000
Subsidiary undertaking	1,690	1,690

At 31 December 2000 the company owned 100% of the ordinary share capital of Presspart Inc., a company incorporated in North Carolina, USA. The principal activity of Presspart Inc. is the manufacture of deep drawn pressings.

10 Stocks		
	2000	1999
	£,000	£'000
Raw materials and consumables	799	545
Finished goods and goods for resale	834	1,068
	1,633	1,613
11 Debtors		
The following amounts are included in the net book value of debtors:		
	2000	1999
	£,000	£'000
Amounts falling due within one year:		
Trade debtors	1,878	1,848
Other debtors	90	66
Corporation tax recoverable	-	73
Prepayments and accrued income	135	144
	2,103	2,131
Amounts falling due after more than one year:		
Amounts owed by group undertakings	4,734	6,485
	6,837	8,616
12 Creditors: Amounts falling due within one year		
The following amounts are included in creditors falling due within one year:		
	2000	1999
	£,000	£'000
Obligations under finance leases and hire purchase contracts	102	48
Bank overdraft	1,451	-
Trade creditors	1,313	1,948
Amounts owed to group undertaking	543	603
Bills of exchange payable	273	587
Other creditors		
- UK corporation tax payable	-	-
- social security and PAYE	166	145
- VAT	110	138
Accruals and deferred income	579	410
	4,537	3,879

13 Creditors: Amounts falling due after more than one year

The following amounts are included in creditors falling due after more than one year:

	2000 £'000	1999 £'000
Obligations under finance leases and hire purchase contracts	279	144
Finance leases and hire purchase contracts are repayable as follows:		
	2000 £'000	1999 £'000
Amounts payable:		
- Due within 1 year	119	61
- Due within 2-5 years	300	163
- Less finance charges allocated to future periods	(38)	(32)
	381	192
14 Provisions for liabilities and charges Provisions for liabilities and charges comprise the following:		
	2000 £'000	1999 £'000
Deferred taxation	863	997
The movement on the provision for deferred taxation during the year was as follows:		
	2000 £'000	1999 £'000
Beginning of year	997	988
(Credited) charged to profit and loss account	(134)	9
End of year	863	997

14 Provisions for liabilities and charges (continued)

Deferred taxation provided was as follows:

	2000 £'000	1999 £'000
Accelerated capital allowances	851	985
Short term timing differences	12	12
	863	997

No deferred taxation has been provided by the company in the current year in respect of the revaluation reserve since the directors consider that no liability to taxation will arise in the foreseeable future. There was no other unprovided deferred taxation at either year end.

15 Called-up share capital

	2000 £'000	1999 £'000
Authorised, allotted, called up and fully paid		
25,000 ordinary shares of £1 each	25	25

16 Reserves

Of total reserves shown in the balance sheet, the following amounts are regarded as distributable or otherwise:

	2000	1999
	£,000	£'000
Non-distributable		
- Revaluation reserve	607	794
Distributable		
- Profit and loss account	11,937	19,877
	12,544	20,671

16 Reserves (continued)

The movement on reserves during the year was:

	Revaluation reserve £'000	Profit and loss account £'000	Total £'000
Beginning of year	794	19,877	20,671
Retained loss for the year	-	(8,127)	(8,127)
Amortisation of revaluation surplus	(187)	187	
End of year	607	11,937	12,544
17 Reconciliation of movement in equity shareholder's funds The movement in equity shareholders' funds was as follows:			
		2000	1999
		£'000	£'000
(Loss) profit for the financial year		(8,127)	1,467
Net (reduction in) addition to equity shareholder's funds		(8,127)	1,467
Opening equity shareholder's funds		20,696	19,229

12,569

20,696

18 Guarantees and other financial commitments

a) Capital commitments

Closing equity shareholder's funds

At the end of the year there were capital commitments contracted for, but not provided for of £20,000 (1999 - £20,000).

b) Lease commitments

The minimum annual rentals under operating leases are as follows:

Operating leases which expire:	Property 2000 £'000	Plant and machinery 2000 £'000	Property 1999 £'000	Plant and machinery 1999 £'000
- within 1 year	-	31	-	23
- within 2 - 5 years	-	134	-	106
- after 5 years	24		24	
	24	165	24	129

18 Guarantees and other financial commitments (continued)

c) Pension arrangements

The qualifying employees of the company are members of a defined benefit scheme arrangement operated by the parent company, Presspart Group Limited. The assets are held independently of the group in trustee administered funds.

The details of the latest actuarial valuation are disclosed in the accounts of the parent company, Presspart Group Limited.

The current year pension cost of £421,000 (1999 - £459,000) represents the regular cost of pensionable payroll less variations from this regular cost arising from the pension surplus. The surplus is being spread over the average remaining service lives of the relevant employees.

d) Other commitments

Commitments under outstanding forward foreign exchange contracts amount to £42,000 (1999 - £204,000).

19 Ultimate parent company

The company is a subsidiary undertaking of Presspart Group Limited. The only group of which Presspart Manufacturing Limited is a member and for which group accounts are drawn up is that headed by Presspart Group Limited, whose principal place of business is at Whitebirk Estate, Blackburn, Lancashire, BB1 5RF. The consolidated accounts of the group are available to the public and may be obtained from The Registrar of Companies, Companies House, Crown Way, Cardiff, CF4 3UZ.

As a subsidiary undertaking of Presspart Group Limited, the company has taken advantage of the exemption in FRS 8 "Related party disclosures" from disclosing transactions with other members of the group headed by Presspart Group Limited.