PAUL MURRAY PLC

Report and Accounts

31 December 2000

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PAUL MURRAY PLC

Directors' Report

The directors present their report and accounts for the year ended 31 December 2000.

Principal activities

The group's principal activity during the year was the manufacturing, wholesaling and packing of non-pharmaceutical products and surgical goods, and the distribution of cosmetics, fragrances and toiletries.

Results and dividends

The loss for the year, after taxation, amounted to £579,022. Ordinary dividends of £108,500 were paid in the year which leaves a loss of £687,522 to be retained.

Business review and future developments

Paul Murray plc, which now also owns Miner's International Limited, has spent the last twelve months completing its progression from a chemist sundries wholesale distributor to a sales and marketing company operating in the health and beauty market sector. The addition of the "Miners" brand to its portfolio of products has been vital to this process.

It has been felt for some time that such a change was necessary in order to position the company in such a way that it was an attractive supplier to the changing customer base within its market, and it has become imperative for Paul Murray plc to have both the products and the skills necessary to operate within this business sector.

The acquisition of Miner's International Limited was an important part of this process. 2000 was not going to be an easy year as it was the first year after the acquisition. However we now look forward to the coming year with optimism.

Directors

The directors at the balance sheet date and their interests in the share capital of the company were as follows:

	£1 Ordinary shares	
	2000	1999
P T Murray	69,000	69,000
Mrs K J Murray	1,000	1,000
Mrs D A Murray	-	-
P D Vanstone	-	-
A Allen	-	-
L Davies (resigned 6 October 2000)	=	-
A J Hastings (appointed 13 November 2000)	•	-

The remaining 30,000 shares are held by a trust, the Paul Travis Murray Settlement, the trustees of which are P T Murray and J A Poulter. Mr Poulter is a partner in Rothman Pantall & Co, the company's auditors.

Political and charitable donations

During the year, the group made various charitable contributions totalling £11,098.

Creditor payment policy

It is the company's policy to pay suppliers at the end of the month following the invoice date, except in the case of some overseas suppliers whom the company may pay in advance. At 31 December 2000 the company's creditor days stood at 47 (1999 39 days). The company's subsidiary undertaking adopts a similar policy.

PAUL MURRAY PLC Directors' Report

The proposed introduction of the euro

The directors have considered the risks and uncertainties associated with the proposed introduction of the euro. It is intended that the group should continue to invoice customers in sterling, and therefore the directors are of the opinion that costs relating to the proposed introduction of the euro will not be significant at the present time.

Auditors

A resolution to reappoint Rothman Pantall & Co as auditors will be put to the members at the Annual General Meeting.

This report was approved by the board on 12 July 2001.

P T Murray Director

PAUL MURRAY PLC Statement of Directors' Responsibilities

Company law requires the directors to prepare accounts for each financial year which give a true and fair view of the state of affairs of the company and the group, and of the group's profit or loss 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; and
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the group will continue in business.

The directors are responsible for maintaining proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and the group, and to 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 the group, and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

PAUL MURRAY PLC Auditors' Report

Report of the auditors to the shareholders of PAUL MURRAY PLC

We have audited the accounts on pages 5 to 20 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 9 and 10.

Respective responsibilities of directors and auditors

As described on page 3, the company's directors are responsible for the preparation of the accounts. It is our responsibility to form an independent opinion, based on our audit, on those accounts 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 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 company's and the group'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 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 state of the company's and the group's affairs as at 31 December 2000 and of the group's loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Rothman Pantall & Co

Chartered Accountants and Registered Auditors

10 Oxford Street Southampton Hampshire SO14 3DJ

16 July 2001

PAUL MURRAY PLC Consolidated Profit and Loss Account for the year ended 31 December 2000

	Notes	2000 £	1999 £
Turnover	2	10,140,419	9,764,634
Cost of sales		(7,171,393)	(6,381,855)
Gross profit		2,969,026	3,382,779
Distribution costs Administrative expenses Other operating income		(1,837,746) (1,500,580) 6,000	(1,743,980) (1,114,793) -
Operating (loss)/profit	3	(363,300)	524,006
Interest payable	6	(239,918)	(155,816)
(Loss)/profit on ordinary activities before taxation	1	(603,218)	368,190
Taxation on ordinary activities	7	24,196	(84,097)
(Loss)/profit on ordinary activities after taxation		(579,022)	284,093
Dividends: ordinary dividend on equity shares	9	(108,500)	(75,600)
Retained (loss)/profit for the year	22	(687,522)	208,493

Continuing operations

None of the group's activities were discontinued during the above two financial years.

Statement of total recognised gains and losses

The company has no recognised gains or losses other than the profit for the above two financial years.

PAUL MURRAY PLC Consolidated Balance Sheet as at 31 December 2000

N	otes		2000 £		1999 £
Fixed assets			~		~
Intangible fixed assets	10		311,440		328,742
Tangible assets	11		1,996,083		2,083,192
-		-	2,307,523	-	2,411,934
Current assets					
Stocks	14	3,155,610		2,971,098	
Debtors	15	1,937,462		2,066,963	
Cash at bank and in hand		994		836	
		5,094,066		5,038,897	
Creditors: amounts falling due					
within one year	16	(3,466,849)		(2,695,748)	
Net current assets			1,627,217		2,343,149
Total assets less current liabilities		-	3,934,740	-	4,755,083
Creditors: amounts falling due after more than one year	17		(1,219,953)		(1,352,774)
		-	2,714,787	_	3,402,309
		-	_,,	-	_,
Capital and reserves					
Called up share capital	20		100,000		100,000
Revaluation reserve	21		755,965		755,965
Profit and loss account	22		1,858,822		2,546,344
		-			
Shareholders' funds	23	-	2,714,787	-	3,402,309

P T Murray Director

Approved by the board on 12 July 2001

PAUL MURRAY PLC Balance Sheet as at 31 December 2000

	Notes		2000		1999
- : .			£		£
Fixed assets	11		1 000 007		1 607 370
Tangible assets Investments	12		1,662,087		1,697,270 467,234
mvestments	12	-	236,624 1,898,711	-	2,164,504
			1,030,7 1 1		2,104,504
Debtors: amounts falling due					
after more than one year	13		-		500,000
,					
Current assets					
Stocks	14	2,417,775		2,661,812	
Debtors	15	1,828,675		1,451,262	
Cash at bank and in hand		710		536	
		4,247,160		4,113,610	
Creditors: amounts falling due					
within one year	16	(2,006,792)		(2,074,606)	
No.			0.040.000		0.000.004
Net current assets			2,240,368		2,039,004
Total assets less current		_		-	
liabilities			4,139,079		4,703,508
nabilities			4,105,075		4,700,000
Creditors: amounts falling due	2				
after more than one year	17		(1,219,953)		(1,349,554)
unor more man ene year			(1,210,000)		(1,010,001)
		-	2,919,126	-	3,353,954
		-	2,010,120	-	0,000,000
Capital and reserves					
Called up share capital	20		100,000		100,000
Revaluation reserve	21		755,965		755,965
Profit and loss account	22		2,063,161		2,497,989
Shareholders' funds	23	-	2,919,126	_	3,353,954
		-	_, <u>_,</u> _,	•	

P T Murray Director

Approved by the board on 12 July 2001

PAUL MURRAY PLC Consolidated Cash Flow Statement for the year ended 31 December 2000

	Notes	2000 £	1999 £
Reconciliation of operating profit to net cash inflow from operating activities		L	2
Operating (loss)/profit Depreciation Amortisation of goodwill (Profit)/loss on disposal of tangible fixed assets Increase in stocks Decrease/(increase) in debtors Increase in creditors		(363,300) 444,209 17,302 25,181 (184,512) 129,501 388,547	524,006 334,371 17,302 (10,348) (294,991) (705,859) 731,108
Net cash inflow from operating activities		456,928	595,589
CASH FLOW STATEMENT			
Net cash inflow from operating activities		456,928	595,589
Returns on investments and servicing of finance	24	(239,918)	(155,816)
Taxation		(57,660)	(167,716)
Capital expenditure	24	(382,281) (222,931)	<u>(1,211,895)</u> (939,838)
Equity dividends paid		(108,500) (331,431)	(75,600) (1,015,438)
Financing	24	(178,321)	817,687
Decrease in cash		(509,752)	(197,751)
Reconciliation of net cash flow to movement in net	debt		
Decrease in cash in the period Decrease/(increase) in debt and lease financing New finance leases Redemption of finance leases		(509,752) 178,321 - -	(197,751) (817,687) (40,407) 6,441
Change in net debt Net debt at 1 January 2000 Net debt at 31 December 2000	25	(331,431) (2,542,951) (2,874,382)	(1,049,404) (1,493,547) (2,542,951)

1 Accounting policies

Accounting convention

The accounts have been prepared under the historical cost convention, as modified by the revaluation of certain fixed assets, and in accordance with applicable accounting standards.

Basis of consolidation

The group accounts consolidate the accounts of the company and its subsidiary undertaking for the year ended 31 December 2000. In the comparatives for the year ended 31 December 1999 the results of the subsidiary undertaking, which was acquired during that year, are included from the date of acquisition.

Goodwill

Goodwill on acquisitions, being the excess of purchase price over the fair value of net assets acquired, is capitalised and amortised over its useful economic life of 20 years, on a straight line basis.

Depreciation

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

Freehold buildings over 50 years
Display stands over 3 years

Motor vehicles 25% reducing balance Computers 25% straight line

Other plant and machinery 25% reducing balance

Stocks

Stock is valued at the lower of cost and net realisable value.

Deferred taxation

No deferred taxation has been provided because the directors have concluded, on the basis of reasonable assumptions and the intentions of management, that it is improbable that any such liability will crystallise.

Foreign currencies

Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the balance sheet date. All differences are taken to the profit and loss account.

Leasing and hire purchase commitments

Assets held under finance leases and hire purchase contracts, which are those where substantially all the risks and rewards of ownership of the asset have passed to the group, are capitalised in the balance sheet and depreciated over their useful lives.

The interest element of the rental obligations is charged to the profit and loss account over the period of the lease and represents a constant proportion of the balance of capital repayments outstanding.

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

Pensions

The company operates two defined contribution pension schemes. Contributions are charged to the profit and loss account as they become payable in accordance with the rules of the scheme.

2 Turnover

Turnover represents the invoiced value of goods and services supplied by the group, net of value added tax and trade discounts. Sales within the group are excluded.

		2000 £	1999 £
	Turnover is attributable to the following geographical markets:		
	UK	9,218,711	9,120,895
	Europe	729,938	496,009
	Asia	148,742	107,736
	Other	43,028	39,994
		10,140,419	9,764,634
3	Operating profit	2000	1999
		£	£
	This is stated after charging:		
	Depreciation of owned fixed assets	431,320	320,935
	Depreciation of assets held under finance leases and hire		
	purchase contracts	12,889	13,436
	Amortisation of goodwill	17,302	17,302
	Operating lease rentals - plant and machinery	125,665	106,658
	Operating lease rentals - land and buildings	54,923	51,325
	Finance charges payable under finance leases and hire		
	purchase contracts	2,732	3,404
	Auditors' remuneration, of which company was £15,000 (1999		
	£13,000)	21,000	18,000
	Non-audit remuneration relating to the auditors	9,814	7,153

4	Directors' emoluments	2000	1999
		£	٤
	Emoluments	518,562	438,493
	Company contributions to money purchase pension schemes	9,282	18,158_
		527,844	456,651
	Highest paid director:		
	Emoluments	193,489	155,784
	Company contributions to money purchase pension schemes	5,000	14,000_
		198,489	169,784_
	Number of directors in company pension schemes:	2000	1999
		Number	Number
	Money purchase schemes	6	6_
5	Staff costs	2000	1999
		£	£
	Wages and salaries	2,031,344	1,790,364
	Social security costs	194,894	159,066
	Other pension costs	10,660	19,023_
		2,236,898	1,968,453
	Average number of employees during the year		
	Administration	56	46
	Operations	74	57_
		130	103
6	Interest payable	2000	1999
		£	£
	Bank loans and overdrafts	223,130	146,775
	Other loans	16,788	9,041
		239,918	155,816

7	Tax on profit on ordinary activities	2000 £	1999 £
	UK corporation tax at 0% (1999 27%) UK corporation tax refund due	- (24,196)	84,097
	·	(24,196)	84,097_

8 Loss dealt with in the accounts of the company

The loss for the financial year dealt with in the accounts of the company is £326,328 (1999 £235,738 profit). As permitted by section 230 of the Companies Act 1985, the profit and loss account of the company is not presented.

9	Equity dividends	2000 £	1999 £
	Equity dividends on ordinary shares - interim paid	108,500	75,600
10	Intangible fixed assets Goodwill:		£
	Cost		
	At 1 January 2000		346,044_
	At 31 December 2000		346,044_
	Amortisation		
	At 1 January 2000		17,302
	Provided during the year		17,302
	At 31 December 2000		34,604
	Net book value		
	At 31 December 2000		311,440
	At 31 December 1999		328,742

Goodwill is being written off in equal annual instalments over its estimated economic life of 20 years.

11 Tangible fixed assets

Group	Freehold land and buildings	Plant and machinery	Total
	£	£	£
Cost or valuation			
At 1 January 2000	1,367,992	1,433,649	2,801,641
Additions	28,183	401,166	429,349
Revaluation			-
Disposals		(335,699)	(335,699)
At 31 December 2000	1,396,175	1,499,116	2,895,291
Depreciation			
At 1 January 2000	22,861	695,588	718,449
Charge for the year	23,659	420,550	444,209
Revaluation			-
On disposals		(263,450)	(263,450)
At 31 December 2000	46,520	852,688	899,208
Net book value			
At 31 December 2000	1,349,655	646,428	1,996,083
At 31 December 1999	1,345,131	738,061	2,083,192
		2000	1999
		£	£
Net book value of plant and machinery included abo	ove held		
under finance leases and hire purchase contracts		28,167	41,056
			·

	Freehold land and	Plant and	
Company	buildings	machinery	Total
	£	£	£
Cost or valuation			
At 1 January 2000	1,367,992	1,048,416	2,416,408
Additions	28,183	177,259	205,442
Disposals	<u> </u>	(84,116)	(84,116)
At 31 December 2000	1,396,175	1,141,559	2,537,734
Depreciation			
At 1 January 2000	22,861	696,277	719,138
Charge for the year	23,659	183,574	207,233
On disposals	-	(50,724)	(50,724)
At 31 December 2000	46,520	829,127	875,647
Net book value			
At 31 December 2000	1,349,655	312,432	1,662,087
At 31 December 1999	1,345,131	352,139	1,697,270

Freehold land and buildings were revalued at 31 December 1998 based on a valuation carried out by the directors. The transitional provisions of Financial Reporting Standard 15 are being followed and this valuation has not therefore been updated.

Freehold land and buildings:	2000 £	1999 £
Historical cost	903,643	840,685_
Cumulative depreciation based on historical cost	236,084	218,551
	2000	1999
	£	£
Net book value of plant and machinery included above held under finance leases and hire purchase contracts	25,167	33,556_

12 Investments

				1	nvestments in subsidiary undertakings £
	Cost At 1 January 2000 Written off				467,234 (230,610)
	At 31 December 2000				236,624
	The company holds 20% or more	of the share capita	al of the followir	ng companies:	
	Company	Country of reg		Shares held	%
	Miner's International Limited	or incorporation England and Wa		Class Ordinary	100
	The principal activity of Miner's cosmetics, fragrances and toile accounts.				
13	Debtors: amounts falling due				
	after more than one year	2000 £	Group 1999 £	2000 £	Company 1999 £
	Amounts owed by group undertakings				500,000
14	Stocks	2000 £	Group 1999 £	2000 £	Company 1999 £
	Finished goods and goods for resale	3,155,610	2,971,098	2,417,775	2,661,812
	The difference between purchase not material.	e price or production	on cost of stock	s and their repla	acement cost is

15	Debtors	2000 £	Group 1999 £	2000 £	Company 1999 £
	Trade debtors Amounts owed by group	1,839,182	1,956,626	1,129,379	1,399,217
	undertakings	-	-	617,024	-
	Other debtors	22,384	28,651	22,384	-
	Prepayments and accrued income	75,896	81,686	59,888	52,045
		1,937,462	2,066,963	1,828,675	1,451,262
16	Creditors: amounts falling due within one year	2000 £	Group 1999 £	2000 £	Company 1999 £
	Bank loans and overdrafts Obligations under finance lease	1,834,194	1,324,284	916,541	1,199,302
	and hire purchase contracts	16,229	16,729	13,469	13,469
	Trade creditors Amounts owed to group	1,210,711	893,030	656,773	467,693
	undertakings	-	-	49,502	10,890
	Corporation tax Other taxes and social security	-	81,856	-	81,856
	costs	183,341	182,022	169,571	172,936
	Other creditors	73,118	64,987	73,118	63,537
	Accruals and deferred income	149,256	132,840	127,818	64,923
	-	3,466,849	2,695,748	2,006,792	2,074,606

Bank loans and overdrafts are secured on the company's freehold land and buildings and its subsidiary undertaking's assets generally.

17 Creditors: amounts falling due

after more than one year	2000 £	Group 1999 £	2000 £	Company 1999 £
Bank loans and overdrafts Obligations under finance lease	1,020,463	1,181,595	1,020,463	1,181,595
and hire purchase contracts	4,490	21,179	4,490	17,959
Other creditors	195,000	150,000	195,000	150,000
	1,219,953	1,352,774	1,219,953_	1,349,554

Bank loans and overdrafts are secured on the company's freehold land and buildings.

18	Borrowings	2000 £	Group 1999 £	2000 £	Company 1999 £
	Analysis of maturity of debt: Within one year or on demand Between one and two years Between two and five years After five years	916,541 161,132 578,396 475,935 2,132,004	1,199,302 161,132 613,396 557,067 2,530,897	916,541 161,132 578,396 475,935 2,132,004	1,199,302 161,132 613,396 557,067 2,530,897
	Amounts repayable by instalments any of which fall for payment after five years	881,595	962,727	881,595	962,727
19	Obligations under finance leases and hire purchase contracts	2000 £	Group 1999 £	2000 £	Company 1999 £
	Amounts payable: Within one year Within two to five years	16,229 4,490 20,719	16,729 21,179 37,908	13,469 4,490 17,959	13,469 17,959 31,428
20	Share capital Authorised:			2000 £	1999 £
	Ordinary shares of £1 each	2000 No	1999 No	100,000 2000 £	100,000 1999 £
	Allotted, called up and fully paid: Ordinary shares of £1 each	100,000	100,000	100,000	100,000
21	Revaluation reserve	2000 £	Group 1999 £	2000 £	Company 1999 £
	At 1 January 2000	755,965	755,965	755,965	755 , 965
	At 31 December 2000	755,965	755,965	<u>755,965</u>	755,965

22	Profit and loss account	2000 £	Group 1999 £	2000 £	Company 1999 £
	At 1 January 2000 Retained (loss)/profit	2,546,344 (687,522)	2,337,851 208,493	2,497,989 (434,828)	2,337,851 160,138
	At 31 December 2000	1,858,822	2,546,344	2,063,161	2,497,989
23	Reconciliation of movements in shareholders' funds	2000 £	Group 1999 £	2000 £	Company 1999 £
	At 1 January 2000 (Loss)/profit for the financial year Dividends	3,402,309 (579,022) (108,500)	3,193,816 284,093 (75,600)	3,353,954 (326,328) (108,500)	3,193,816 235,738 (75,600)
	At 31 December 2000	2,714,787	3,402,309	2,919,126	3,353,954
24	Gross cash flows Returns on investments and serv	ioing of finance	•	2000 £	1999 £
	Interest paid	icing of finance	5	(239,918)	(155,816)
	Capital expenditure Payments to acquire intangible fixed a Payments to acquire tangible fixed a Receipts from sales of tangible fixed	assets		(429,349) 47,068 (382,281)	(346,044) (938,109) 72,258 (1,211,895)
	Financing New loans raised Loan repayments Capital element of finance lease ren	ital payments		45,000 (206,132) (17,189) (178,321)	1,030,000 (206,133) (6,180) 817,687

25 Analysis of changes in net debt

•	At 1 Jan 2000 £	Cash flows	Non-cash changes £	At 31 Dec 2000 £
Cash at bank and in hand Overdrafts	836 (1,163,152)	158 (509,910) (509,752)		994 (1,673,062)
Debt due within 1 year Debt due after 1 year Finance leases	(161,132) (1,181,595) (37,908)	161,132 - 17,189 178,321	(161,132) 161,132	(161,132) (1,020,463) (20,719)
Total	(2,542,951)	(331,431)		(2,874,382)

26 Post balance sheet events

On 29 June 2001 the net liabilities of Miner's International Limited, the company's subsidiary undertaking were hived up, whereupon Miner's International Limited ceased trading.

27 Other financial commitments

At the year end the company and its subsidiary undertaking had annual commitments under non-cancellable operating leases as set out below:

Group	Land and buildings 2000 £	Land and buildings 1999 £	Other 2000 £	Other 1999 £
Operating leases which expire:				
within one year	-	-	12,043	14,389
within two to five years	24,250	-	108,837	37,135
in over five years	26,325	76,325		
	50,575	76,325	120,880	51,524
Company	Land and buildings 2000 £	Land and buildings 1999 £	Other 2000 £	Other 1999 £
Operating leases which expire:				
within one year	-	-	2,894	7,760
within two to five years	24,250	-	98,177	37,135
in over five years	26,325	26,325		
	50,575	26,325	101,071	44,895

28 Contingent liabilities

The group had outstanding liabilities under documentary credits of £247,934 at 31 December 2000 (1999 £53,227). The company had outstanding liabilities under documentary credits of £156,685 at 31 December 2000 (1999 £53,227).

29 Related parties

The company is controlled by PT Murray, a major shareholder and the chairman of the company.

Amounts due from related parties	s 2000	Group 1999	2000	Company 1999
	£	£	£	3
Miner's International Limited			617,024	500,000
Amounts due to related parties		Group		Company
	2000	1999	2000	1999
	£	£	£	£
Miner's International Limited	-	-	49,502	10,890
The Murray Pension Scheme	195,000	150,000	195,000	150,000
Directors' current account	47,625	37,229	47,625	37,229
	242,625	187,229	292,127	198,119
Transactions with related parties			2000	1999
			£	£
Interest payable:				
The Murray Pension Scheme			14,200	7,206
Directors' current account - Mrs D A	\ Murray		2,588	1,835
			16,788	9,041
Dividends paid:				
P T Murray			106,950	74,520
Mrs K J Murray			1,550	1,080
			108,500	75,600