Abbreviated Financial Statements

for the Year Ended 31 October 2000

<u>for</u>

Garrandale Limited

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Company Information for the Year Ended 31 October 2000

DIRECTORS:

J S Foxcroft C N Moore A P Woollands Mrs D R Woollands Mrs M A Foxcroft

SECRETARY:

J S Foxcroft

REGISTERED OFFICE:

The Mills Canal Street Derby DE1 2RJ

REGISTERED NUMBER:

1284029 (England and Wales)

AUDITORS:

Bates Weston

Chartered Accountants Registered Auditors

The Mills Canal Street Derby DE1 2RJ

Report of the Directors for the Year Ended 31 October 2000

The directors present their report with the financial statements of the company for the year ended 31 October 2000.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of engineering, design and general manufacturing.

REVIEW OF BUSINESS

The results for the year and financial position of the company are as shown in the annexed financial statements.

Both the result and the year end financial position are considered satisfactory and the directors anticipate this will remain so for the foreseeable future.

The company has an excellent reputation in the field of specialist manufacture and value engineering and has supplied a limited level of installation support particularly to its gas and oil sector customers. In 1999-2000 the company embarked on a substantial expansion programme to provide a "rail installation" service to enable rail sector customers to receive a comprehensive service. Key appointments were made in early 2000 and the first major order was received in mid year.

This development will continue in the coming year and further widen the excellent customer portfolio the company enjoys.

The results for the year were significantly affected by a down turn in gas and oil sector activity resulting from the decline in crude oil prices in the previous year. Towards the year end this sector was showing a modest recovery.

DIVIDENDS

No dividends will be distributed for the year ended 31 October 2000.

DIRECTORS

The directors during the year under review were:

J S Foxcroft C N Moore A P Woollands Mrs D R Woollands Mrs M A Foxcroft

The beneficial interests of the directors holding office on 31 October 2000 in the issued share capital of the company were as follows:

	31.10.00	1.11.99
Ordinary £1 shares		
J S Foxcroft	5,034	5,034
C N Moore	5,032	5,032
A P Woollands	5,032	5,032
Mrs D R Woollands	-	_
Mrs M A Foxcroft	-	_

CHARITABLE DONATIONS

During the year the company made charitable donations of £1,250.

Report of the Directors for the Year Ended 31 October 2000

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

The auditors, Bates Weston, will be proposed for re-appointment in accordance with Section 385 of the Companies Act 1985.

ON BEHALF OF THE BOARD:

J S Foxcroft - SECRETARY

Dated: 24 July 2001

Report of the Independent Auditors to Garrandale Limited Under Section 247B of the Companies Act 1985

We have examined the abbreviated financial statements on pages five to twenty one, together with the full financial statements of the company for the year ended 31 October 2000 prepared under Section 226 of the Companies Act 1985.

Respective responsibilities of directors and auditors

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The directors are responsible for preparing the abbreviated financial statements 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 financial statements prepared in accordance with Section 246A(3) of the Act to the Registrar of Companies and whether the financial statements to be delivered are properly prepared in accordance with that provision and to report our opinion to you.

Basis of audit opinion

We have carried out the procedures we consider necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated financial statements and that the abbreviated financial statements 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 full financial statements.

Opinion

In our opinion the company is entitled to deliver abbreviated financial statements prepared in accordance with Section 246A(3) of the Companies Act 1985, and the abbreviated financial statements on pages five to twenty one are properly prepared in accordance with that provision.

Bates Weston Chartered Accountants Registered Auditors The Mills Canal Street Derby

DE12RJ

Dated: 24 July 2001

Abbreviated Profit and Loss Account for the Year Ended 31 October 2000

		2000)	199	9
	Notes	£	£	£	£
GROSS PROFIT			760,839		607,904
Distribution costs Administrative expenses		112,022 507,853	619,875	75,410 463,228	538,638
OPERATING PROFIT	3		140,964		69,266
Income from investments Interest receivable and		-		249	
similar income		8,299	8,299	6,552	6,801
			149,263		76,067
Interest payable and similar charges	4		8,298		9,980
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION			140,965		66,087
Tax on profit on ordinary activities	5		27,058		12,058
PROFIT FOR THE FINANCIAL YEAR AFTER TAXATION			113,907		54,029
Retained profit brought forward			1,328,741		1,273,515
TD C C			1,442,648		1,327,544
Transfer from revaluation reserve			1,197		1,197
RETAINED PROFIT CARRIED FORW	'ARD		£1,443,845		£1,328,741

CONTINUING OPERATIONS

None of the company's activities were acquired or discontinued during the current and previous years.

TOTAL RECOGNISED GAINS AND LOSSES

The company has no recognised gains or losses other than the profits for the current and previous years.

Note of Historical Cost Profits and Losses for the Year Ended 31 October 2000

	2000	1999
	£	£
REPORTED PROFIT		
ON ORDINARY ACTIVITIES BEFORE TAXATION	140,965	66,087
Difference between historical cost		
depreciation and actual depreciation		
charge calculated on the revalued amount	1,197	1,197
HISTORICAL COST PROFIT		
ON ORDINARY ACTIVITIES BEFORE TAXATION	£142,162	£67,284
		
Historical cost profit		
for the year retained after taxation	£113,907	£54,029
-		

Abbreviated Balance Sheet 31 October 2000

		200	00	199	99
	Notes	£	£	£	£
FIXED ASSETS:					
Intangible assets	6		13,750		15,000
Tangible assets	7		977,415		977,529
Investments	8		3,290		3,290
			994,455		995,819
CURRENT ASSETS:					
Stocks	9	41,427		37,576	
Debtors	10	1,596,493		743,744	
Cash at bank and in hand		4,037		114,546	
		1,641,957		895,866	
CREDITORS: Amounts falling					
due within one year	11	1,036,401		393,044	
NET CURRENT ASSETS:			605,556		502,822
TOTAL ASSETS LESS CURRENT LIABILITIES:			1,600,011		1,498,641
CREDITORS: Amounts falling					
due after more than one year	12		22,013		34,550
			£1,577,998		£1,464,091
CAPITAL AND RESERVES:					
Called up share capital	17		15,098		15,098
Revaluation reserve	18		119,055		120,252
Profit and loss account			1,443,845		1,328,741
SHAREHOLDERS' FUNDS:	21		£1,577,998		£1,464,091
					

These abbreviated financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to medium-sized companies.

ON BEHALF OF THE BOARD:

AP Woollands - DIRECTOR
TS FOXORT,

Approved by the Board on 24 July 2001

Cash Flow Statement for the Year Ended 31 October 2000

		200	0	1999	9
	Notes	£	£	£	£
Net cash outflow from operating activities	1		(51,627)		(65,896)
Returns on investments and servicing of finance	2		1		(3,179)
Taxation			(12,058)		(44,461)
Capital expenditure	2		(78,182)		(11,987)
			(141,866)		(125,523)
Financing	2		(18,725)		(65,004)
Decrease in cash in the period			£(160,591)		£(190,527)
Reconciliation of net cash flow to movement in net funds	3			·	•
Decrease in cash in the period Cash outflow		(160,591)		(190,527)	
from decrease in debt and lease financing		18,725		65,004	
Change in net funds resulting from cash flows			(141,866)		(125,523)
Movement in net funds in the period Net funds at 1 November			(141,866) 26,124		(125,523) 151,647
Net (debt)/funds at 31 October			£(115,742)		£26,124

Notes to the Cash Flow Statement for the Year Ended 31 October 2000

1. RECONCILIATION OF OPERATING PROFIT TO NET CASH OUTFLOW FROM OPERATING ACTIVITIES

	2000	1999
	£	£
Operating profit	140,964	69,266
Depreciation charges	79,330	70,426
Loss on sale of fixed assets	215	965
Increase in stocks	(3,851)	(2,055)
Increase in debtors	(852,748)	(74,890)
Increase/(Decrease) in creditors	584,463	(129,608)
Net cash outflow		
from operating activities	(51,627)	(65,896)

2. ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THE CASH FLOW STATEMENT

	2000 £	1999 £
Returns on investments and		
servicing of finance Interest received	8,299	6,552
	(2,128)	(3,345)
Interest paid Interest element of hire purchase	(2,126)	(3,343)
payments	(6,170)	(6,635)
Dividends received	(0,170)	249
2.11661145 1001104		
Net cash inflow/(outflow)		
for returns on investments and servicing of finance	1	(3,179)
_		
Capital expenditure		
Purchase of tangible fixed assets	(78,282)	(11,987)
Sale of tangible fixed assets	100	
6		
Net cash outflow		
for capital expenditure	(78,182)	(11,987)
Financing		
Loan repayments in year	(12,525)	(23,693)
Capital element of hire	• , ,	` , ,
purchase repayments	(6,200)	(41,311)
Net cash outflow		
from financing	(18,725)	(65,004)

Notes to the Cash Flow Statement for the Year Ended 31 October 2000

3. ANALYSIS OF CHANGES IN NET FUNDS

			Other non-cash	
	At 1.11.99 £	Cash flow £	changes £	At 31.10.00 £
Net cash: Cash at bank and in hand Bank overdraft	114,546 -	(110,509) (50,082)		4,037 (50,082)
	114,546	(160,591)		(46,045)
Debt: Hire purchase	(75,897)	6,200	_	(69,697)
Debts falling due within one year	(12,525)	33,968	(21,443)	· · ·
Debts falling due after one year	-	(21,443)	21,443	-
	(88,422)	18,725		(69,697)
Total	26,124	(141,866) ======		(115,742)
Analysed in Balance Sheet				
Cash at bank and in hand Bank overdraft Hire purchase	114,546			4,037 (50,082)
within one year after one year	(41,347) (34,550)			(47,684) (22,013)
Debts falling due within one year	(12,525)			
	26,124			(115,742)

Notes to the Abbreviated Financial Statements for the Year Ended 31 October 2000

1. ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared under the historical cost convention as modified by the revaluation of certain assets.

Turnover

Turnover represents amounts invoiced to customers and, in the case of contracts, the value of the work carried out during the year taking into account the lower of the margin earned to date and that forecast on completion. Full provision is made for all known or expected losses at completion immediately such losses are forecast on each contract. Turnover excludes value added tax.

Goodwill

Goodwill, being the amount paid in connection with the acquisition of a business in 1992, is being written off evenly over its estimated useful life of twenty years.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life or, if held under a finance lease, over the lease term, whichever is the shorter.

Freehold property

Plant and machinery

Fixtures and office equipment

Motor vehicles

Computer equipment

- 1% on revaluation

-10% on reducing balance

- 15% on reducing balance

- 25% on reducing balance

- 25% on cost

Stocks

Stock is valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Deferred taxation

Provision is made at current rates for taxation deferred in respect of all material timing differences except to the extent that, in the opinion of the directors, there is reasonable probability that the liability will not arise in the foreseeable future.

Research and development

Expenditure on research and development is written off in the year in which it is incurred.

Hire purchase and leasing commitments

Assets obtained under hire purchase contracts or finance leases are capitalised in the balance sheet. Those held under hire purchase contracts are depreciated over their estimated useful lives. Those held under finance leases are depreciated over their estimated useful lives or the lease term, whichever is the shorter.

The interest element of these obligations is charged to the profit and loss account over the relevant period. The capital element of the future payments is treated as a liability.

Rentals paid under operating leases are charged to the profit and loss account as incurred.

Pension schemes

The group operates both a defined contribution and a small self administered pension scheme for its employees and directors respectively. Contributions due for the year are charged to the profit and loss account when paid.

Notes to the Abbreviated Financial Statements for the Year Ended 31 October 2000

1. ACCOUNTING POLICIES - continued

Stocks and work in progress

Stocks of raw materials are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Amounts recoverable on contracts (other than small jobs) are valued at anticipated net sales value of work done after provision for contingencies and anticipated future losses on contracts. Claims are included in the valuation of contracts and credited to profit and loss account only when entitlement has been established.

Small jobs are valued at the lower of cost plus attributable overheads and net sales value.

Cash received on account of contracts is deducted from amounts recoverable on contracts. Such amounts which have been received and exceed amounts recoverable are included in creditors. Contract provisions in excess of amounts recoverable are included in provisions for liabilities and charges.

Consolidated financial statements

In accordance with the exemption granted by Section 248 of the Companies Act 1985 the company has not produced consolidated financial statements.

2. STAFF COSTS

	2000 £	1999 £
Wages and salaries	1,162,282	879,080
Social security costs	100,720	81,065
Other pension costs	50,464	69,560
	1,313,466	1,029,705
The average monthly number of employees during the year was as follows:	2000	1999
Management and administration	9	9
Production	44	42
	_	_
	53	51
	=	=

Notes to the Abbreviated Financial Statements for the Year Ended 31 October 2000

3. OPERATING PROFIT

The operating profit is stated after charging:

	2000	1999
	£	£
Depreciation - owned assets	49,637	47,176
Depreciation - assets on hire purchase contracts	28,443	22,000
Loss on disposal of fixed assets	215	965
Goodwill written off	1,250	1,250
Auditors' remuneration	6,176	5,000
Operating leases - plant and		
machinery	1,952	1,952
Directors' emoluments	152,238	139,668
Directors' pension contributions to money purchase schemes	28,776	50,288

The number of directors to whom retirement benefits were accruing was as follows:

Money purchase schemes	3	3
	=	

During the year the company's subsidiary company, Garrandale Systems Limited, paid emoluments to the directors of Garrandale Limited of £29,716 (1999 - £26,930) and pension contributions of £2,404 (1999 - £2,404).

4. INTEREST PAYABLE AND SIMILAR CHARGES

	2000	1999
	£	£
Bank interest	2,128	3,251
Interest on corporation tax	-	94
Hire purchase	6,170	6,635
	8,298	9,980

5. TAXATION

The tax charge on the profit on ordinary activities for the year was as follows:

	2000	1999
	£	£
UK corporation tax	27,058	12,058

UK corporation tax has been charged at 20% (1999 - 20.41%).

Notes to the Abbreviated Financial Statements for the Year Ended 31 October 2000

6. INTANGIBLE FIXED ASSETS

7.

			Goodwill
			£
COST:			
At 1 November 1999			25.000
and 31 October 2000			25,000
AMORTISATION:			
At 1 November 1999			10,000
Charge for year			1,250
At 31 October 2000			11,250
NET BOOK VALUE:			
At 31 October 2000			13,750
At 31 October 1999			15,000
			====
TANGIBLE FIXED ASSETS			
			Fixtures
			and
	Freehold	Plant and	office
	property	machinery	equipment
	£	£	£
COST OR VALUATION:			
At 1 November 1999	582,981	653,182	66,812
Additions	3,150	24,810	1,676
At 31 October 2000	586,131	677,992	68,488
DEPRECIATION:			
At 1 November 1999	16,530	319,607	52,141
Charge for year	5,861	37,081	2,452
At 31 October 2000	22,391	356,688	54,593
NET BOOK VALUE:	270 A10	201 201	12.005
At 31 October 2000	563,740 ————	321,304	13,895
At 31 October 1999	566,451	333,575	14,672

Notes to the Abbreviated Financial Statements for the Year Ended 31 October 2000

7. TANGIBLE FIXED ASSETS - continued

	Motor vehicles	Computer equipment	Totals
	£	£	£
COST OR VALUATION: At 1 November 1999	127,288	40,900	1,471,163
Additions	43,584	5,062	78,282
Disposals	(5,600)		(5,600)
At 31 October 2000	165,272	45,962	1,543,845
DEPRECIATION:			
At 1 November 1999	76,216	29,141	493,635
Charge for year	25,422	7,264	78,080
Eliminated on disposals	(5,285)		(5,285)
At 31 October 2000	96,353	36,405	566,430
NET BOOK VALUE:			
At 31 October 2000	68,919 =====	9,557	977,415
At 31 October 1999	51,072	11,759	977,529
Cost or valuation at 31 October 2000 is represented by:			Fixtures
			and
	Freehold	Plant and	office
	property	machinery	equipment
	£	£	£
Valuation in 1997	535,000	-	-
Cost	51,131	677,992	68,488
	586,131	677,992	68,488
	Motor	Committee	
	vehicles	Computer equipment	Totals
	£	£	£
Valuation in 1997	-	-	535,000
Cost	165,272	45,962	1,008,845
	165,272	45,962	1,543,845

Notes to the Abbreviated Financial Statements for the Year Ended 31 October 2000

7. TANGIBLE FIXED ASSETS - continued

If freehold property had not been revalued it would have been included at the following historical cost:

Cost	2000 £ 463,291	1999 £ 463,291
Aggregate depreciation	49,836	45,683
Value of land in freehold land and buildings	365,474	369,627

Freehold property was valued on an open market basis on 14 July 1997 by Salloway and Associates.

Fixed assets, included in the above, which are held under hire purchase contracts are as follows:

	Plant and machinery	Motor vehicles	Totals
	£	£	£
COST:			
At 1 November 1999	71,540	80,135	151,675
Additions	<u> </u>	43,584	43,584
At 31 October 2000	71,540	123,719	195,259
DEPRECIATION:			
At 1 November 1999	8,764	35,059	43,823
Charge for year	6,278	22,165	28,443
At 31 October 2000	15,042	57,224	72,266
NET BOOK VALUE:			
At 31 October 2000	56,498	66,495	122,993
At 31 October 1999	62,776	45,076	107,852

8. FIXED ASSET INVESTMENTS

COST:		£
At 1 November 1999 and 31 October 2000		3,290
NET BOOK VALUE: At 31 October 2000		3,290
At 31 October 1999		3,290
Unlisted investments	2000 £ 3,290	1999 £ 3,290

Notes to the Abbreviated Financial Statements for the Year Ended 31 October 2000

8. FIXED ASSET INVESTMENTS - continued

The company's investments at the balance sheet date in the share capital of unlisted companies include the following:

	Garrandale Systems Limited			
	Nature of business: Engineering			
		%		
	Class of shares:	holding		
	Ordinary	51.00		
			2000	1000
			2000 £	1999 £
	Aggregate capital and reserves		68,077	81,553
	Loss for the year		(12,746)	(269,164)
	2000 1001 1000 9 000			===
0	STOCKS			
9.	STOCKS		2000	1999
			£	£
	Materials and consumables		25,670	29,426
	Long term contract balances -		,	,
	net cost less foreseeable			
	losses		15,757	8,150
	•		41,427	37,576
10.	DEBTORS: AMOUNTS FALLING			
	DUE WITHIN ONE YEAR			
			2000	1999
			£	£
	Trade debtors		1,186,048	447,435
	Amounts owed by group company		10,984	51,027
	Prepayments and accruals		16,263	15,836
	Amounts recoverable on		***	
	contracts		383,198	229,446
			1,596,493	743,744

Notes to the Abbreviated Financial Statements for the Year Ended 31 October 2000

11. **CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR** 2000 1999 £ £ Bank loans and overdrafts (see note 13) 50,082 12,525 Hire purchase contracts (see note 14) 47,684 41,347 Trade creditors 566,326 138,228 Amounts owed to subsidiary undertaking 25,547 1,117 Accruals and deferred income 45,543 14,468 Other creditors 68,180 47,199 Payments on account 78,889 22,048 Provision for losses on contracts 1,573 24,388 Social security and other 125,519 79,666 Taxation 27,058 12,058 1,036,401 393,044 12. **CREDITORS: AMOUNTS FALLING** DUE AFTER MORE THAN ONE YEAR 2000 1999 £ £ Hire purchase contracts 34,550 (see note 14) 22,013 13. LOANS AND OVERDRAFTS An analysis of the maturity of loans and overdrafts is given below: 2000 1999 £ £ Amounts falling due within one year or on demand: Bank overdrafts 50,082 Bank loans 12,525

50,082

12,525

Notes to the Abbreviated Financial Statements for the Year Ended 31 October 2000

14. OBLIGATIONS UNDER HIRE PURCHASE CONTRACTS AND LEASES

OBLIGATIONS ON BERNELL TORCHASE CONTRACTS AND BEASES	Hire purchase contracts	
	2000	1999
	£	£
Gross obligations repayable:		
Within one year	54,415	47,254
Between one and five years	25,239	39,351
	79,654	86,605
Finance charges repayable:		
Within one year	6,731	5,907
Between one and five years	3,226	4,801
	9,957	10,708
Net obligations repayable:		
Within one year	47,684	41,347
Between one and five years	22,013	34,550
	69,697	75,897
		

The following payments are committed to be paid within one year:

Operating leases

	Land and buildings		Other	
	2000	1999	2000	1999
	£	£	£	£
Expiring:				
Within one year	-	-	1,952	-
Between one and five years	-	=	-	1,952
In more than five years	58,000	53,888	-	-
	58,000	53,888	1,952	1,952

Notes to the Abbreviated Financial Statements for the Year Ended 31 October 2000

15. SECURED DEBTS

The following secured debts are included within creditors:

	2000	1999
	£	£
Bank overdrafts	50,082	-
Bank loans	-	12,525
Hire purchase contracts	69,697	75,897
	119,779	88,422

The loans are secured over freehold property, a fixed charge over book and other debts and a floating charge over all other assets.

16. PROVISIONS FOR LIABILITIES AND CHARGES

The amount for which no provision has been made in respect of deferred taxation, is as follows:

	Accelerated	capital allowances		2000 £ 39,255	1999 £ 40,143
17.	CALLED U	P SHARE CAPITAL			
	Authorised:				
	Number:	Class:	Nominal value:	2000 £	1999 £
	20,000	Ordinary	£1	20,000	20,000
		ed and fully paid:			
	Number:	Class:	Nominal value:	2000 £	1999 £
	15,098	Ordinary	£1	15,098	15,098
18.	REVALUA	ΓΙΟΝ RESERVE			
				2000 £	1999 £
	Brought forv			120,252	121,449
		rofit and loss			
	revaluatio	f depreciation on on surplus		(1,197)	(1,197)
				119,055	120,252

19. CONTINGENT LIABILITIES

There is a contingent liability in respect of a bank guarantee given on behalf of Garrandale Systems Limited. As at 31 October 2000 Garrandale Systems Limited had bank borrowings of £210,652 (1999 - £309,644).

No liability for deferred taxation on the revalued property is considered to arise as any liabilities would be covered by other reliefs.

Notes to the Abbreviated Financial Statements for the Year Ended 31 October 2000

20. OTHER FINANCIAL COMMITMENTS

There is a group set off arrangement with the HSBC Bank Plc., a fixed charge over the company's book debts and a floating charge over all other assets.

21. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

Profit for the financial year	2000 £ 113,907	1999 £ 54,029
Net addition to shareholders' funds Opening shareholders' funds	113,907 1,464,091	54,029 1,410,062
Closing shareholders' funds	1,577,998	1,464,091
Equity interests	1,577,998	1,464,091

22. INTER-GROUP TRANSACTIONS

During the year the company made sales to Garrandale Systems Limited of £295,392 (1999 - £266,305) and purchases from the same company of £63,309 (1999 - £7,918).

Balances outstanding are disclosed in the foregoing notes to these finanial statements as are other committments in respect of the subsidiary.

Also during the year management and service charges were received from Garrandale Systems Limited of £80,400 (1999 - £103,800).