# C.T. REPROGRAPHICS LIMITED YEAR ENDED 30 APRIL 2004

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# REPORTS AND ACCOUNTS FOR THE YEAR ENDED 30 APRIL 2004

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# DIRECTORS AND OTHER INFORMATION

DIRECTORS:

Joseph Dominic Hackett

Kieran John O'Brien Joseph Benedict Hackett

David Gordon

SECRETARY AND

REGISTERED OFFICE:

Joseph Benedict Hackett

St. Andrews Building

Slater Street Liverpool L1 4BS

REGISTERED NUMBER:

01322024

AUDITORS:

Horwath Bastow Charleton

Chartered Accountants and Registered Auditors

Marine House Clanwilliam Court

Dublin 2 Ireland

BANKERS:

HSBC Bank City Branch 4 Dale Street

P.O. Box 104

SOLICITORS:

Wilson Cowie & Dillon

10 James Street Liverpool L2 7PL

### REPORT OF THE DIRECTORS FOR THE YEAR ENDED 30 APRIL 2004

The directors submit their report together with the audited financial statements for the year ended 30 April 2004.

### **DIRECTORS' RESPONSIBILITIES**

The directors are required to prepare financial statements on a going concern basis 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 the year. In preparing the financial statements, the directors are required to select suitable accounting policies and then apply them consistently and to make judgements and estimates that are reasonable and prudent.

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 ensure that the financial statements comply with the Companies Act 1985. The directors 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.

### **BUSINESS REVIEW AND FUTURE ACTIVITIES**

The company did not trade during the year.

The directors are considering the future activity of the company.

### RESULTS, DIVIDENDS AND RETENTIONS

|  | 2004      | 2003      |
|--|-----------|-----------|
|  | £         | £         |
| The results and appropriations are summarised as follows:- |           |           |
| Profit (loss) for the year, after taxation                 | 12,016    | (43,277)  |
| Balance at beginning of year                               | 1,999,035 | 2,042,312 |
| Balance at end of year                                     | 2,011,051 | 1,999,035 |
|  |           |           |

The directors do not recommend the declaration of a dividend.

### STATE OF AFFAIRS AND EVENTS SINCE THE BALANCE SHEET DATE

In the opinion of the directors, the state of the company's affairs is satisfactory and there has been no material change since the balance sheet date.

#### **GROUP STRUCTURE**

The company was a wholly owned subsidiary of Hobs (Drawing Office Services) Limited, a company registered in England, at the balance sheet date.

The directors considered Vesontio Limited, a company incorporated in the Republic of Ireland, to be the ultimate parent undertaking at the balance sheet date.

### REPORT OF THE DIRECTORS FOR THE YEAR ENDED 30 APRIL 2004

### **DIRECTORS AND THEIR INTERESTS**

The present membership of the board is set out on page 2. These persons were the only directors of the company during the year.

None of the present directors or secretary had any interest in the share capital of the company but had the following shareholdings in the group, at the balance sheet dates:

| Ordinary shares of €1.269738 each:     | 2004        | 2003                                    |
|--|-------------|---|
| Joseph Dominic Hackett                 | 250         | 250                                     |
| Kieran John O'Brien                    | 343         | 343                                     |
| Joseph Benedict Hackett                | 257         | 257                                     |
| David Gordon                           | -           | -                                       |
|  |             |   |
| "B" Ordinary shares of €1.269738 each: |             |   |
| Joseph Benedict Hackett                | 1           | 1                                       |
|  |             | ======================================= |
| "C" Ordinary shares of €1.269738 each: |             |   |
| Joseph Dominic Hackett                 | 1           | 1                                       |
|  | <del></del> |   |
| "D" Ordinary shares of €1.269738 each: |             |   |
| Kieran John O'Brien                    | 1           | 1                                       |
|  |             |   |

In accordance with the Articles of Association, Kieran John O'Brien retires by rotation and, being eligible, offers himself for re-election.

# **AUDITORS**

In accordance with the Section 385 of the Companies Act 1985, Horwath Bastow Charleton, having expressed their willingness to do so, will continue in office.

A motion authorising the directors to fix their remuneration will be put to the annual general meeting.

**DATED THIS** 

BY ORDER OF THE BOARD

24-11- 2004

# INDEPENDENT AUDITORS REPORT TO THE SHAREHOLDERS OF C.T. REPROGRAPHICS LIMITED

We have audited the financial statements of C.T. Reprographics Limited on pages 7 to 11 which comprise the accounting policies, the profit and loss account, the balance sheet and the related notes. These financial statements have been prepared under the historical cost convention and the accounting policies set out therein.

The report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, or for the opinions we have formed.

#### RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS

As described on page 3 the company's directors are responsible for the preparation of the financial statements in accordance with applicable law and United Kingdom Accounting Standards.

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

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

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

### BASIS OF OPINION

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

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

# INDEPENDENT AUDITORS REPORT TO THE SHAREHOLDERS OF C.T. REPROGRAPHICS LIMITED

### **OPINION**

In our opinion, the financial statements give a true and fair view of the state of the company's affairs as at 30 April 2004 and of its result for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Chartered Accountants and Registered Auditors

Marine House Clanwilliam Court

Dublin 2

Date: 6 December 2004

### STATEMENT OF ACCOUNTING POLICIES

The following accounting policies are applied consistently in dealing with items which are considered material in relation to the company's financial statements:

### **BASIS OF ACCOUNTING**

The financial statements are prepared under the historical cost convention.

### **DEFERRED TAXATION**

Full provision is provided for deferred tax liabilities arising from timing differences between the recognition of gains and losses in the financial statements and their recognition in a tax computation. Timing differences are temporary differences between profits as computed for taxation purposes and profits as stated in the financial statements.

## FOREIGN CURRENCIES

Unless specifically covered by forward exchange contracts, whereupon the contract rate is used, monetary assets and liabilities denominated in a foreign currency are translated into Sterling at the exchange rate ruling at the balance sheet date. Revenues, costs and non-monetary assets are translated at the exchange rate ruling at the dates of the transactions.

All foreign exchange profits and losses are dealt with through the profit and loss account.

C.T. REPROGRAPHICS LIMITED

# PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30 APRIL 2004

|  | Note | 2004<br>£ | 2003<br>£ |
|--|------|-----------|-----------|
| FOREIGN EXCHANGE GAIN (LOSS)                         | 1    | 12,016    | (43,277)  |
| PROFIT (LOSS) ON ORDINARY ACTIVITIES BEFORE INTEREST |      | 12,016    | (43,277)  |
| TAXATION   | 3    | -         | -         |
| PROFIT (LOSS) ON ORDINARY ACTIVITIES AFTER TAXATION  |      | 12,016    | (43,277)  |
| RETAINED PROFIT AT BEGINNING OF YEAR                 |      | 1,999,035 | 2,042,312 |
| RETAINED PROFIT AT END OF YEAR                       |      | 2,011,051 | 1,999,035 |

# **BALANCE SHEET AS AT 30 APRIL 2004**

|  | Note | 2004<br>£        | 2003<br>£        |
|--|------|------------------|------------------|
| CURRENT ASSETS Debtors   | 4    | 2,774,431        | 2,786,681        |
| CREDITORS (Amounts falling due within one year)                      | 5    | (763,280)        | (787,546)        |
| NET CURRENT ASSETS   |      | 2,011,151        | 1,999,135        |
| TOTAL NET ASSETS   |      | 2,011,151        | 1,999,135        |
| CAPITAL AND RESERVES Called up share capital Profit and loss account | 6    | 100<br>2,011,051 | 100<br>1,999,035 |
| SHAREHOLDERS' FUNDS  |      | 2,011,151        | 1,999,135        |

The financial statements were approved by the board of directors on \_\_\_\_\_\_\_ and signed on its behalf by:

Director

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2004

Gain (loss) arising on the retranslation of loan

| 1. | FOREIGN EXCHANGE GAIN (LOSS) |      |      |
|----|------------------------------|------|------|
|    |                              | 2004 | 2003 |
|    |                              | £    | £    |
|    |                              |      |      |

The above gain (loss) arises on the retranslation of the amount owed by the ultimate parent undertaking, Vesontio Limited and the amount owed to a fellow group undertaking Hackett Dyeline Limited, at the balance sheet date.

12,016

(43,277)

## 2. STAFF AND STAFF COSTS

Save directors, the company has no employees and no staff costs were incurred during the year.

## 3. TAXATION

No provision for corporation tax has been made as the company did not have trading profits.

| 4. | DEBTORS  |           |           |
|----|--|-----------|-----------|
|    |  | 2004      | 2003      |
|    |  | £         | £         |
|    | Amounts falling due within one year:   |           |           |
|    | Amounts owed by group undertakings   | 2,774,431 | 2,786,681 |
|    |  |           |           |
| 5. | CREDITORS (amounts falling due within one year)  |           |           |
| J. | CREDITORS (amounts faming due within one year)   | 2004      | 2003      |
|    |  | £         | £         |
|    |  | *         | *         |
|    | Amounts owed to group undertakings   | 763,280   | 787,546   |
|    | The state of the s |           |           |
| 6. | CALLED UP SHARE CAPITAL  |           |           |
| ٠. | CALLED OF SHARE CALIFAL  | 2004      | 2003      |
|    |  | £         | £         |
|    | Ordinary shares of £1 oach.  | 2         | <i>ي</i>  |
|    | Ordinary shares of £1 each: Authorised   | 100       | 100       |
|    | Audiorisea   | 100       | =         |
|    | Allotted, called up and fully paid   | 100       | 100       |

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2004

### 7. CONTINGENT LIABILITIES

- (a) The company is contingently liable to HSBC Bank under an unlimited multilateral guarantee in respect of liabilities of fellow group undertakings.
- (b) The company is party to guarantees and debentures provided to Bank of Ireland in respect of the liabilities of fellow group undertakings to the extent of €758,034 and Stg£3,830,000.
- (c) The company is party to guarantees and debentures provided to Ulster Bank in respect of the liabilities of fellow group undertakings to the extent of Stg£400,000.

## 8. RELATED PARTY TRANSACTIONS

As the company was ultimately controlled by Vesontio Limited at the balance sheet date, the consolidated accounts of which are publicly available from the Irish Companies Registration Office, advantage has been taken of the exemption from disclosing transactions with other group undertakings.