Company No: 01372780

FINANCIAL STATEMENTS

- for the year ended -

31ST DECEMBER 1999



ABLEMAN SHAW & CO

Chartered Accountants
Mercury House
1 Heather Park Drive, Wembley
Middlesex HA0 1SX

DIRECTORS

C J N Grad P M Tilley D N Fletcher (appointed 1/1/2000)

SECRETARY

D N Fletcher

BUSINESS ADDRESS

Unit 4, Trident Way International Trading Estate Brent Road, Southall Middlesex UB2 5LF

REGISTERED OFFICE

Unit 4, Trident Way International Trading Estate Brent Road, Southall Middlesex UB2 5LF

AUDITORS

Ableman Shaw & Co Chartered Accountants Mercury House 1 Heather Park Drive Wembley Middlesex HA0 1SX

PRINCIPAL BANKERS

Barclays Bank plc Heathrow & Uxbridge Business Centre P O Box 166 Heathrow Airport (London) Hounslow TW6 2RA

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REPORT OF THE DIRECTORS

The directors present their report and audited financial statements for the year ended 31 December 1999.

PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The principal activity of the company is that of warehousing and associated transport services.

The directors are satisfied with the results for the year under review and are of the opinion that the ensuing year's results should show an increase in turnover and profit. Information relating to events since the end of the year is given in note 24 to the financial statements.

DIVIDENDS

The directors have paid an interim dividend amounting to £610,000, and they do not recommend payment of a final dividend.

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, Ableman Shaw & Co, are willing to be reappointed in accordance with section 385 of the Companies Act 1985.

Date: 14Th OLTO BER 2000

D N Fletcher Secretary

By-Order of the Board

AUDITORS' REPORT TO THE SHAREHOLDERS OF CONCORDE LOGISTICS LIMITED

We have audited the financial statements on pages 3 to 16 which have been prepared under the historical cost convention and the accounting policies set out in note 1 to the financial statements.

Respective responsibilities of the directors and auditors

As described in the Directors' Report 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 affairs of the company as at 31 December 1999 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

ABLEMAN SHAW & CO Chartered Accountants

Registered Auditors

Date: 17 OCTOBER 2000

Mercury House 1 Heather Park Drive Wembley Middlesex HA0 1SX

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST DECEMBER 1999

	Notes	1999 £	1998 £
TURNOVER	2	8,170,278	6,287,867
Cost of sales		(6,456,539)	(4,929,421)
GROSS PROFIT		1,713,739	1,358,446
Administrative expenses		(838,810)	(978,572)
OPERATING PROFIT	3	874,929	379,874
Income from investments Provision re:Investments Interest payable	4 5	38,956 (36,357) (60,640)	(14,608) (16,129)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	I	816,888	349,137
Tax on profit on ordinary activities	8	(359,696)	
PROFIT FOR THE FINANCIAL Y	EAR	457,192	349,137
Dividends	9	(610,000)	(598,593)
LOSS FOR THE YEAR	18	(152,808)	(249,456)

None of the company's activities were acquired or discontinued during the above two financial years.

The company has no recognised gains or losses other than those dealt with in the profit and loss account.

The notes on pages 6 to 16 form part of these financial statements.

BALANCE SHEET AT 31ST DECEMBER 1999

			1999		1998
	Notes	£	£	£	£
FIXED ASSETS					
Tangible assets Investments	10 11		934,171 -		1,054,942 36,357
			934,171		1,091,299
CURRENT ASSETS					
Debtors Cash at bank and in hand	12	1,919,994 3,110		1,242,017 48,343	
		1,923,104		1,290,360	
CREDITORS: Amounts falling due within one year	13	(2,272,939)		(1,678,610)	
NET CURRENT LIABILITIES			(349,835)		(388,250)
TOTAL ASSETS LESS CURRENT LIABILITIES			584,336		703,049
CREDITORS: Amounts falling due after more than one year	14		(190,093)		(240,538)
PROVISIONS FOR LIABILITIES AND CHARGES	16		(84,540)		-
			309,703		462,511
CAPITAL AND RESERVES					
Called up share capital Profit and loss account	17 18		199,531 110,172		199,531 262,980
			309,703		462,511

The financial statements were approved by the board on 11.11.12.20. and signed on its behalf by

CJN Grad......

) Directors

P M Tilley.....

The notes on pages 6 to 16 form part of these financial statements.

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST DECEMBER 1999

	Notes	1999 £	£	1998 £	£
CASH FLOW FROM OPERATING ACTIVITIES	20		585,829		1,373,866
RETURNS ON INVESTMENTS AND SERVICING OF FINANCE	21		(21,684)		(16,129)
TAXATION			155		(8,437)
CAPITAL EXPENDITURE	21		4,374		(627,545)
ACQUISITIONS AND DISPOSALS	21		-		(50,965)
EQUITY DIVIDENDS PAID			(610,000)		(598,593)
Cash outflow before use of liquid resources and financing			(41,326)		72,197
FINANCING Decrease in debt	21	(145,055)		(17,329)	
			(145,055)		(17,329)
DECREASE IN CASH IN THE YEAR			(186,381)		54,868
RECONCILIATION OF NET CASH FL TO MOVEMENT IN NET DEBT	.OW 22				
DECREASE IN CASH IN THE YEAR		(186,381)		54,868	
Cash outflow from decrease in lease financing		145,055		17,329	
Change in net debt resulting from cash flows New finance leases			(41,326) (117,431)		72,197 (343,864)
Movement in net debt in the year			(158,757)		(271,667)
Net debt at 1 January 1999			(297,284)		(25,617)
Net debt at 31 December 1999			(456,041)		(297,284)

The notes on pages 6 to 16 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER 1999

1. ACCOUNTING POLICIES

1.1 BASIS OF ACCOUNTING

The financial statements have been prepared under the historical cost convention.

1.2 TURNOVER

Turnover represents the total invoice value, excluding value added tax, of goods sold and services rendered during the year.

1.3 DEPRECIATION

Depreciation is provided using the following rates and bases to reduce by annual instalments the cost, less estimated residual value, of the tangible assets over their estimated useful lives:-

Leasehold properties 20% Straight line
Plant and machinery 10%-20% Straight line
Fixtures and fittings 20% Straight line
Motor vehicles 25% Straight line

1.4 DEFERRED TAXATION

Deferred taxation is provided where there is a reasonable probability of the amount becoming payable in the foreseeable future.

1.5 FOREIGN EXCHANGE

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange prevailing at the accounting date. Transactions in foreign currencies are recorded at the date of the transactions. All differences are taken to the profit and loss account.

1.6 LEASING AND HIRE PURCHASE

Assets acquired under finance leases or hire purchase contracts are capitalised as tangible assets and depreciated over their useful lives. Finance charges and interest are taken to the profit and loss account in constant proportion to the remaining balance of capital repayments or net obligations outstanding. Rentals payable under operating leases are taken to the profit and loss account on a straight line basis over the lease term.

1.7 PENSIONS

Pension contributions are charged to the profit and loss account as incurred. These contributions are invested separately from the company's assets.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER 1999

2.	TURNOVER	1999 £	1998 £
	Analysis by:-	-	_
	Class of business Warehousing Transport	2,906,230 5,264,048	
		8,170,278	6,287,867
3.	OPERATING PROFIT	1999 £	1998 £
	The operating profit is stated after charging:	~	_
	Depreciation Auditors' remuneration Loss on foreign currencies Operating lease rentals:	227,597 17,430 880	77,465 11,234 (283)
	Land and buildings Plant and machinery	829,406 33,133	728,843 28,544
4.	INCOME FROM INVESTMENTS	1999 £	1998 £
	Bank and other interest receivable Income from group undertaking	3,601 35,355	-
		38,956	-
5.	INTEREST PAYABLE	1999 £	1998 £
	On bank loans and overdrafts Hire purchase interest	2,055 58,585	2,239 13,890
		60,640	16,129

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER 1999

6.	DIRECTORS AND EMPLOYEES	1999 £	1998 £
	Staff costs:	~	-
	Wages and salaries Social security costs Other pension costs	1,517,046 145,698 10,215	1,134,820 102,581 7,886
		1,672,959	1,245,287
	The average number of employees during the year was made up as follows:	Number	Number
	Warehouse and transport Sales and administration	87 8 ———	47 10
		95	57

7. PENSION COSTS

The company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. Contributions payable by the company amounted to £10,215 (1998: £7,886). All contributions were paid in the year.

8. TAX ON PROFIT ON ORDINARY ACTIVITIES

	1999 £	1998 £
The taxation charge comprises:		
U.K. corporation tax at 30% (1998 - 31%) Transfer to deferred taxation	275,156 84,540	-
	359,696	-

If full provision had been made for deferred tax on the excess of capital allowances over the depreciation charge for the year, the tax charge would have been greater by £36,200 (1998 - £49,781).

9.	DIVIDENDS	1999 £	1998
	Equity interests	1.	~
	Ordinary:- Interim dividend paid 31 December 1999	610,000	598,593
		610,000	598,593

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER 1999

10. TANGIBLE ASSETS

	Land & buildings £	Plant & machinery £	Fixtures & fittings	Motor vehicles £	Total £
Cost					
At 1 January 1999 Additions Disposals	10,463	837,129 63,224 (1,368)	165,758 1,000 (43,545)	193,784 60,687 (27,553)	1,207,134 124,911 (72,466)
At 31 December 1999	10,463	898,985	123,213	226,918	1,259,579
<u>Depreciation</u>					
At 1 January 1999	5,916	33,452	85,186	27,638	152,192
Charge for year	2,093	147,890	24,838	52,776	227,597
On disposals	-	(1,368)	(43,545)	(9,468)	(54,381)
At 31 December 1999	8,009	179,974	66,479	70,946	325,408
Net book value at 31 December 1999	2,454	719,011	56,734	155,972	934,171
Net book value at 31 December 1998	4,547	803,677	80,572	166,146	1,054,942
Analysis of net book valu	ıe of land an	d buildings:		1999 £	1998 £
Analysis of net book value of land and buildings:					
Short leasehold				2,454	4,547

Included above are assets held under finance leases or hire purchase contracts as follows:

	1999 £	1998 £
Net book values:		
Plant and machinery Fixtures and fittings Motor vehicles	433,193 3,761 134,777	429,049 5,497 140,146
	571,731	574,692
Depreciation charge for the year:		
Plant and machinery Fixtures and fittings Motor vehicles	63,167 1,736 43,114 108,017	2,961 1,736 20,729 25,426

Net obligations under finance leases and hire purchase contracts are secured on the assets acquired.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER 1999

11. INVESTMENTS

12.

Cost		Beginning of year £	Additions £	End of year £
Shares:		L	L	L
Group undertaking		36,357	_	36,357
		36,357		36,357
Amounts written off		Beginning of year £	Written off in year £	End of year £
Shares:		-	~	~
Group undertaking			36,357	36,357
			36,357	36,357
Net book value		36,357		_
The following was the si	ubsidiary at the balance	sheet date:		
Subsidiary undertaking	Description and proportion of share capital owned	Country of incorporation	Nature n of busines	s
Hi-Tec Specialist Transport Limited	Ordinary 100%	England	Dormant	
DEBTORS			1999 £	1998 £
Trade debtors Amounts owed by group Other debtors Prepayments and accru	·		1,541,325 14,128 62,139 302,402	923,503 61,003 59,544 197,967

1,919,994 1,242,017

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER 1999

13.	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	1999 £	1998 £
	Bank loans and overdrafts	141,148	_
	Trade creditors	1,325,847	884,684
	Amounts owed to group undertakings	160,958	453,796
	Corporation tax	275,156	-
	Other taxes and social security costs	134,760	119,740
	Net obligations under finance lease	,	•
	and hire purchase contracts	127,910	105,089
	Other creditors	2,877	5,965
	Accruals and deferred income	104,283	109,336
		2,272,939	1,678,610

The bank overdraft of £141,148 is secured by a debenture over all the assets of the company.

14.	CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR	1999 £	1998 £
	Net obligations under finance leases and hire purchase contracts	190,093	240,538
		190,093	240,538
15.	NET OBLIGATIONS UNDER FINANCE LEASES AND HIRE PURCHASE CONTRACTS	1999 £	1998 £
	The company's net obligations under finance leases and hire purchase contracts are repayable as follows:		
	In one year, or less or on demand Between one and two years Between two and five years	162,337 143,111 66,520	156,877 114,964 163,636
	Finance charges and interest allocated to future accounting periods	371,968 (53,965)	435,477 (89,850)
	Included in current liabilities	318,003 (127,910)	345,627 (105,089)
		190,093	240,538

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER 1999

16. PROVISIONS FOR LIABILITIES AND CHARGES

Deferred tax is calculated at 30% (1998 - 31%) analysed over the following timing differences:

	On the excess of capital	Not provided 1999 £	1998 £	Provided 1999 £	1998 £
	allowances over	00.000	40.704	04.540	
	depreciation	36,200	49,781 	84,540	
		36,200	49,781	84,540	-
	Movements on the provision for defer	red taxation are	e:		
					£
	Transferred from profit and loss according	unt		;	84,540
17.	SHARE CAPITAL			1999 £	1998 £
	Authorised				
	Equity interests:				
	500,000 Ordinary shares of £1 each		:	500,000	500,000
	Allotted, called up and fully paid				
	Equity interests:				
	199,531 Ordinary shares of £1 each		<u>:</u>	199,531	199,531
18.	PROFIT AND LOSS ACCOUNT				
10.	THOM AND LOSG AGGGGN			1999 £	1998 £
	Retained profits at 1 January 1999 Loss for the year			262,980 (152,808)	512,436 (249,456)
	Retained profits at 31 December 1999	9	- :	110,172	262,980

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER 1999

19. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	1999 £	1998 £
Profit for the financial year Dividends	457,192 (610,000)	349,137 (598,593)
Shareholders' funds at 1 January 1999	(152,808) 462,511	(249,456) 711,967
Shareholders' funds at 31 December 1999	309,703	462,511
Represented by:-		
Equity interests	309,703	462,511
	309,703	462,511

20. RECONCILIATION OF OPERATING PROFIT TO OPERATING CASH FLOWS

	1999 £	1998 £
Operating profit	874,929	379,874
Depreciation	227,597	77,465
Loss on disposal of fixed assets	6,231	(4,306)
Increase in debtors	(678,132)	430,290
Increase in creditors due within one year	155,204	490,543
Cash flow from operating activities	585,829	1,373,866

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER 1999

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

STATEMENT	1999 £	1998 £
Returns on investments and servicing of finance		
Interest received Interest paid Dividends received Interest element on hire purchase	3,601 (2,055) 35,355	(2,239) -
contracts	(58,585)	(13,890)
Net cash outflow from returns on investments and servicing of finance	(21,684)	(16,129)
Capital expenditure Purchase of tangible fixed assets Receipts from sale of tangible assets	(7,480) 11,854	(634,045) 6,500
Net cash outflow from capital expenditure	4,374	(627,545)
Acquisitions and disposals		
Purchase of subsidiary undertaking		(50,965)
Net cash inflow from acquisitions and disposals		(50,965)
Financing		
Repayment of capital on hire purchase contracts and finance leases rentals	(145,055)	(17,329)
Net cash outflow from financing	(145,055)	(17,329)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER 1999

22. ANALYSIS OF NET DEBT

1999			
Beginning of year £	Cash flow £	Other movements £	End of year £
48,343	(45,233) (141,148)	-	3,110 (141,148)
(345,627)	145,055	(117,431)	(318,003)
(297,284)	(41,326)	(117,431)	(456,041)
	of year £ 48,343 (345,627)	Beginning of year £ 48,343 (45,233) - (141,148) (345,627) 145,055	Beginning of year £ Cash flow £ Other movements £ 48,343 (45,233) - - (141,148) - (345,627) 145,055 (117,431)

The movement in net debt includes £127,910 (1998: £105,089) of leases reclassified from liabilities falling due after more than one year to liabilities falling due within one year.

•				
Other movements		Other non-cash changes £	Exchange movements £	Net movements £
Finance leases		(117,431)	-	(117,431)
		(117,431)	-	(117,431)
	Beginning of year £	1998 Cash flow £	Other movements £	End of year £
Cash at bank and in hand Bank overdrafts Finance leases	2,393 (8,919) (19,092) ————————————————————————————————————	17,329	(343,864)	
Other movements		Other non-cash changes £	Exchange movements £	Net movements
Finance leases		(343,864)	-	(343,864)
		(343,864)	-	(343,864)
	De 15			

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER 1999

23. REVENUE COMMITMENTS

The amounts payable in the next year in respect of operating leases are shown below, analysed according to the expiry date of the leases.

	Land and buildings		Other		
	1999 £	1998 £	1999 £	1998 £	
Expiry date:					
Within one year Between one and	36,212	-	26,322	-	
five years	129,296	119,934	95,902	92,548	
After five years	259,145	240,000	-	7,332	
	424,653	359,934	122,224	99,880	

24. POST BALANCE SHEET EVENTS

As a result of the Group Reconstruction on 4 August 2000 the immediate parent undertaking is now Concorde Logistics (holdings) Limited and whose parent undertaking is The Monument Trust Company Limited, still the ultimate parent undertaking.

On 1 August 2000, Lundy Electronics & Systems Limited, a group company, transferred its business of service and maintenance of diagnostic imaging systems and associated medical equipment to the company.

25. RELATED PARTY DISCLOSURES

The company has taken advantage of the exemptions conferred by FRS 8 paragraph 3c not to make disclosures concerning related parties.

26. ULTIMATE PARENT COMPANY

The immediate parent undertaking is Grad Securities Limited, whose parent undertaking is Grad Holdings Limited and both the companies are incorporated in Great Britain. The ultimate parent undertaking is The Monument Trust Company Limited, incorporated in Guernsey.