Abbreviated Financial Statements

Year Ended

31 March 2004





### Abbreviated financial statements for the year ended 31 March 2004

#### **Contents**

## Page:

- Report of the independent auditors
- 4 Profit and loss account
- 5 Note of historical cost profits and losses
- 6 Balance sheet
- 7 Notes forming part of the financial statements

#### **Directors**

K Wilson

M W Richards

D C Gouldingay

### Secretary and registered office

G K Urquhart, 61 Woodside Road, New Malden, Surrey KT3 3AW

### Company number

1442283

### Auditors

BDO Stoy Hayward LLP, Mander House, Mander Centre, Wolverhampton, WV1 3NF

#### **Bankers**

Bank of Scotland, 55 Temple Row, Birmingham, B2 5LS

#### Report of the directors for the year ended 31 March 2004

The directors present their report together with the audited financial statements for the year ended 31 March 2004.

#### Results and dividends

The profit and loss account is set out on page 4 and shows the profit for the year.

The directors do not recommend the payment of a dividend.

#### Principal activities, review of business and future developments

The company's principal activities are the design and manufacture of progression form tooling and the provision of specialist precision machining services.

During 2003-04 turnover was increased by 8.7% with all sectors of the business benefiting. The company's deserved reputation for quality kept tool-making activity buoyant in a competitive market whilst the business also expanded its contract and subcontract machining sectors. Confirmed growth opportunities in contract work call for additional space, which the company plans to rent in the early part of 2004-05.

#### Directors

The directors of the company during the year were:

K Wilson M W Richards D C Gouldingay

No director had any beneficial interest in the share capital of the company.

The interests of K Wilson, D C Gouldingay and M W Richards in the shares of the ultimate parent undertaking are shown in that company's financial statements. No other director in office at 31 March 2004 had a disclosable interest in the shares of the company or group at 31 March 2004 or 31 March 2003.

#### 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 year. 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; and
- 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.

### Report of the directors for the year ended 31 March 2004 (Continued)

#### **Auditors**

On 31 December 2003, BDO Stoy Hayward, the company's auditors, transferred its business to BDO Stoy Hayward LLP, a limited liability partnership incorporated under the Limited Liability Partnerships Act 2000. Accordingly BDO Stoy Hayward resigned as auditors on that date and the directors appointed BDO Stoy Hayward LLP as its successor. A resolution to re-appoint BDO Stoy Hayward LLP as auditors will be proposed at the next annual general meeting.

By order of the board

G K Urquhart

Secretary

14 June 2004

#### Report of the independent auditors

Independent auditors' report to Accura Tooling & Design Services Limited under section 247B of the Companies Act 1985

We have examined the abbreviated financial statements on pages 4 to 19 together with the financial statements of the company for the year ended 31 March 2004 prepared under section 226 of the Companies Act 1985.

Respective responsibilities of directors and auditors

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.

Our report has been prepared pursuant to the requirements of the Companies Act 1985 and for no other purpose. No person is entitled to rely on this report unless such a person is a person entitled to rely upon this report by virtue of and for the purpose of the Companies Act 1985 or has been expressly authorised to do so by our prior written consent. Save as above, we do not accept responsibility for this report to any other person or for any other purpose and we hereby expressly disclaim any and all such liability.

### Basis of 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 4 to 19 are properly prepared in accordance with that provision.

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**BDO STOY HAYWARD LLP** 

Chartered Accountants and Registered Auditors Wolverhampton

14 June 2004

## Profit and loss account for the year ended 31 March 2004

	Note	2004 £	2003 £
Gross profit		876,026	768,864
Distribution costs Administrative expenses		60,194 616,650	106,753 612,091
Operating profit	2	199,182	50,020
Other interest receivable and similar income Interest payable and similar charges	5 6	1,237 (13,645)	(20,513)
Profit on ordinary activities before taxation		186,774	29,528
Taxation on profit on ordinary activities	7	57,341	8,718
Profit on ordinary activities after taxation		129,433	20,810

All amounts relate to continuing activities.
All recognised gains and losses in the current and prior year are included in the profit and loss account.

## Note of historical cost profits and losses for the year ended 31 March 2004

	2004 £	2003 £
Reported profit on ordinary activities before taxation Difference between actual and historical cost depreciation charge	186,774 4,000	29,528 4,000
Historical cost profit on ordinary activities before taxation	190,774	33,528
Retained historical cost profit for the year after taxation and dividends	133,433	24,810

The notes on pages 7 to 19 form part of these financial statements.

#### Balance sheet at 31 March 2004

	Note	2004 £	2004 £	2003 £	2003 £
Fixed assets					
Tangible assets Fixed asset investments	8 9		550,608 1		653,491 1
			550,609		653,492
Current assets					
Stocks	10	177,850		224,274	
Debtors Cash at bank and in hand	11	1,260,703 78,785		1,333,091 769	
		1 515 220		1 559 124	
Creditors: amounts falling due within	in	1,517,338		1,558,134	
one year	12	1,201,219		1,415,864	
Net current assets			316,119		142,270
Total assets less current liabilities			866,728		795,762
Creditors: amounts falling due after more than one year	13	33,582		88,282	
Provision for liabilities and charges	14	37,882		41,649	
			71,464		129,931
			795,264		665,831
Capital and reserves					
Called up share capital	15		20,000		20,000
Revaluation reserve	16		140,157		144,157
Profit and loss account	16		635,107		501,674
Equity shareholders' funds	17		795,264		665,831

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

The financial statements were approved by the Board on 14 June 2004.



D C Gouldingay

Director

The notes on pages 7 to 19 form part of these financial statements.

#### 1 Accounting policies

The financial statements have been prepared under the historical cost convention, as modified by the revaluation of freehold land and buildings, and are in accordance with applicable accounting standards.

The following principal accounting policies have been applied:

#### Consolidated financial statements

The company is exempt under section 229(5) of the Companies Act 1985 from the requirement to prepare consolidated financial statements as the directors consider that the company's subsidiaries may be excluded from consolidation. These financial statements therefore present information about the company as an individual undertaking and not about its group.

#### Cash flow statement

The company has taken advantage of the exemption conferred by Financial Reporting Standard 1 'Cash Flow Statements (Revised 1996)' not to prepare a cash flow statement on the grounds that at least 90% of the voting rights in the company are controlled within the group headed by Accura Holdings Limited and the company is included in consolidated financial statements.

#### Land and buildings

The company has taken advantage of the arrangements under FRS 15 which allow the carrying value of those assets acquired prior to 31 December 1999, which had been revalued, to be retained. All additions to fixed assets since this date are stated at cost. Where an asset that was previously revalued is disposed of, its book value is eliminated and an appropriate transfer made from the revaluation reserve to the profit and loss account.

#### Depreciation

Depreciation is provided to write off the cost or valuation, less estimated residual values, of all tangible fixed assets, except for freehold land, evenly over their expected useful lives. It is calculated at the following rates:

Freehold buildings - 50 years straight line
Plant and machinery etc - 5-7 years straight line
Motor vehicles - 4 years straight line
Fixtures and fittings - 5 years straight line
Property improvements - 7 years straight line

#### Stocks

Stocks are valued at the lower of cost and net realisable value. Cost includes direct materials, labour and manufacturing overheads incurred in bringing each product to its present location and condition. Net realisable value is based on estimated selling price less additional costs to completion and disposal.

#### 1 Accounting policies (continued)

## Deferred taxation

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except that:

- deferred tax is not recognised on timing differences arising on revalued properties unless the company has entered into a binding sale agreement and is not proposing to take advantage of rollover relief; and
- the recognition of deferred tax assets is limited to the extent that the company anticipates making sufficient taxable profits in the future to absorb the reversal of the underlying timing differences.

Deferred tax balances arising from underlying timing differences in respect of tax allowances on industrial buildings are reversed if and when all conditions for retaining those allowances have been met.

Deferred tax balances are not discounted.

#### Leased assets

Where assets are financed by leasing agreements that give rights approximating to ownership (finance leases), the assets are treated as if they had been purchased outright. The amount capitalised is the present value of the minimum lease payments payable during the lease term. The corresponding leasing commitments are shown as amounts payable to the lessor. Depreciation on the relevant assets is charged to the profit and loss account.

Lease payments are analysed between capital and interest components. The interest element of the payment is charged to the profit and loss account over the period of the lease and is calculated so that it represents a constant proportion of the balance of capital repayments outstanding. The capital part reduces the amounts payable to the lessor.

All other leases are treated as operating leases. Their annual rentals are charged to the profit and loss account on a straight-line basis over the term of the lease.

#### Pension costs

The company operates a defined benefit pension scheme in respect of certain employees. Contributions are charged to the profit and loss account so as to spread the pension cost evenly over the working lives of the members.

The company also operates a defined contribution pension scheme in respect of certain employees. Contributions payable in the period are charged to the profit and loss account.

#### Government grants

Grants received in respect of capital expenditure are credited to accruals and deferred income as detailed in the balance sheet and released to the profit and loss account over the expected useful lives of the asset concerned in accordance with the related depreciation policy. Grants towards revenue expenditure are released to the profit and loss account as related expenditure is incurred.

Production and selling Management and administration

## Notes forming part of the financial statements for the year ended 31 March 2004 (Continued)

2	Operating profit		
		2004	2003
	This is arrived at after charging/(crediting):	£	£
	Depreciation of tangible fixed assets	135,000	119,317
	Profit on disposal of tangible fixed assets	(882)	(11,273
	Hire of plant and machinery - operating leases	400	400
	Hire of other assets - operating leases	26,752	26,736
	Audit services	5,425	5,250
			<del></del>
	Employees		
	• •		
	Employees  Staff costs (including directors) consist of:	2004	2003
	• •	2004 £	
	• •		£
	Staff costs (including directors) consist of:	£	£ 1,385,195
	Staff costs (including directors) consist of:  Wages and salaries	£ 1,436,642	£ 1,385,195 131,221
	Staff costs (including directors) consist of:  Wages and salaries Social security costs	£ 1,436,642 151,974 86,194	2003 £ 1,385,195 131,221 78,965
	Staff costs (including directors) consist of:  Wages and salaries Social security costs	£ 1,436,642 151,974	£ 1,385,195 131,221
	Staff costs (including directors) consist of:  Wages and salaries Social security costs	£ 1,436,642 151,974 86,194	1,385,195 131,221 78,965

## Notes forming part of the financial statements for the year ended 31 March 2004 (Continued)

4	Directors' remuneration		
		2004 £	2003 £
	Directors' emoluments Company contributions to money purchase pension schemes	114,614 8,280	126,849 12,570
	There was 1 director in the company's defined contribution pension 2).	scheme during the	year (2003 -
5	Other interest receivable and similar income	2004	2003
		£	£
	Bank deposits	1,237	21
6	Interest payable and similar charges		
		2004 £	2003 £
	Bank overdraft	5,802	11,866
	Finance leases and hire purchase contracts	7,843	8,647
		13,645	20,513

Caxation on profit on ordinary activities	2004 £	2004 £	2003 £	2003 £
UK Corporation tax				
Current tax on profits of the year Adjustment in respect of previous	61,000		-	
periods	-		(49)	
Group relief	-		13,014	
			<del></del>	
Total current tax		61,000		12,965
Deferred tax				
Origination and reversal of timing differences	(3,659)		(3,396)	
Adjustment in respect of previous	(3,037)		(3,370)	
periods	(108)		(851)	
Group relief - prior year	108			
Movement in deferred tax provision		(3,659)		(4,247)
Taxation on profit on ordinary activities		57,341		8,718
activities		37,371		0,710

The tax assessed for the period is higher than the standard rate of corporation tax in the UK. The differences are explained below:

2004 £	2003 £
,774	29,528
<del></del>	
,032	8,859
497 (108) ,767	759 (49) 3,396
	12,965
	51,000

## 8 Tangible fixed assets

	Freehold land and buildings £	Plant and machinery £	Motor vehicles £	Fixtures and fittings	Total £
Cost or valuation At 1 April 2003 Additions Disposals	431,399	1,718,673 3,119 (46,000)	132,741 - (12,936)	127,836 32,616 (53,104)	2,410,649 35,735 (112,040)
At 31 March 2004	431,399	1,675,792	119,805	107,348	2,334,344
Depreciation At 1 April 2003 Provided for the year Disposals	103,894 10,000	1,509,432 72,500 (46,000)	44,701 33,000 (9,318)	99,131 19,500 (53,104)	1,757,158 135,000 (108,422)
At 31 March 2004	113,894	1,535,932	68,383	65,527	1,783,736
Net book value At 31 March 2004	317,505	139,860	51,422	41,821	550,608
At 31 March 2003	327,505	209,241	88,040	28,705	653,491
The historical cost of	freehold land and	buildings is:		2004 £	2003 £
Cost Accumulated depreci	ation based on his	torical cost		237,274 59,926	237,274 53,926
Historical cost net bo	ok value			177,348	183,348

The net book value of tangible fixed assets includes an amount of £132,769 (2003 - £203,636) in respect of assets held under finance leases and hire purchase contracts.

#### 9 Fixed asset investments

Group undertakings

£

Cost or valuation

At 1 April 2003 and 31 March 2004

1

Subsidiary undertakings

The principal undertakings in which the company's interest at the year end is 20% or more are as follows:

Proportion of voting rights and ordinary share capital held Nature of business

100% Dormant

Geometric Form Tools Limited

#### 10 Stocks

	2004 £	2003 £
Raw materials	32,544	6,811
Work in progress	409,002	297,213
Less payments on account	(263,696)	(79,750)
	177,850	224,274
	· · · · · · · · · · · · · · · · · · ·	

There is no material difference between the replacement cost of stocks and the amounts stated above.

## Notes forming part of the financial statements for the year ended 31 March 2004 (Continued)

11	Debtors	2004	2003
		£	£
	Trade debtors	925,934	991,136
	Amounts owed by group undertakings	328,693	316,563
	Other debtors	2,180	16,895
	Prepayments and accrued income	3,896	8,497
		1,260,703	1,333,091
	All amounts shown under debtors fall due for payment within one ye		
12	Creditors: amounts falling due within one year		
		2004	2003
		£	£
	Bank overdraft (secured)	-	277,513
	Payments received on account	46,867	9,554
	Trade creditors	177,719	183,357
	Amounts owed to group undertakings Corporation tax	529,896 61,000	522,019
	Other taxation and social security	138,963	120,224
	Obligations under finance lease and hire purchase contracts	58,649	72,652
	Group relief	-	13,014
	Accruals and deferred income	188,125	217,531
		1,201,219	1.415.864

The bank overdraft is secured by a debenture over the assets of the company.

13	Creditors: amounts falling due after more than one year		
		2004 £	2003 £
	Obligations under finance lease and hire purchase contracts	33,582	88,282
	Maturity of debt:		
		Finance leases 2004 £	Finance leases 2003 £
	In one year or less, or on demand	58,649	72,652
	In more than one year but not more than two years In more than two years but not more than five years	30,392 3,190	61,664 26,618
		33,582	88,282
14	Provision for liabilities and charges		
			Deferred taxation £
	At 1 April 2003 Credited to profit and loss account		41,649 (3,767)
	At 31 March 2004		37,882
	Deferred taxation	2004 £	2003 £
	Accelerated capital allowances Sundry timing differences	53,024 (15,142)	66,297 (24,648)
		37,882	41,649

15	Share capital			A Hos	ttad called
	Equity share capital 20,000 Ordinary shares of £1 each	2004 £ 20,000	Authorised 2003 £ 20,000		and fully paid 2003 £ 20,000
16	Reserves				
				Revaluation reserve £	Profit and loss account
	At 1 April 2003 Profit for the year			144,157	501,674 129,433
	Amortisation of revaluation surplus			(4,000)	4,000
	At 31 March 2004			140,157	635,107
17	Reconciliation of movements in sharehold	der's funds			
				2004 £	2003 £
	Profit for the year			129,433	20,810
	Opening shareholder's funds			665,831	645,021
	Closing shareholder's funds			795,264	665,831

## 18 Contingent liabilities

The company has guaranteed the bank borrowings of its fellow group undertakings. At the year end the liabilities covered by these guarantees totalled £1,068,364 (2003 - £2,229,323).

#### 19 Commitments under operating leases

The company had annual commitments under non-cancellable operating leases as set out below:

Operating leases which expire:	2004 Land and buildings £	2004 Other £	2003 Land and buildings £	2003 Other
In two to five years	26,736	400	26,736	400

### 20 Related party disclosures

The company has taken advantage of the exemption conferred by Financial Reporting Standard 8 "Related party disclosures" not to disclose transactions with members of the group headed by Accura Holdings Limited on the grounds that at least 90% of the voting rights in the company are controlled within that group and the company is included in consolidated financial statements.

Related party transactions and balances

The company operates under the control of its ultimate parent undertaking Accura Holdings Limited.

Details of controlling party of Accura Holdings Limited

1,291,046 'A' Ordinary Shares of 1p each of the Company are registered in the name of Investec Trust Guernsey Limited (formerly Guinness Flight Trustees Sarl) Account 2494, in its capacity as Trustee of Enterprise Plus Unit Trust ('EPUT'), and 459,287 'A' Ordinary Shares of 1p each of the company are registered in the name of ITGL (UK) Nominees Limited (formerly Guinness Flight (UK) Nominees Limited) Account 2506, in its capacity as Nominee of Enterprise Plus Investment Plan ('EPIP'), and 233,000 'A' Ordinary Shares of 1p each of the company are registered in the name of ITGL (UK) Nominees Limited (formerly Guinness Flight (UK) Nominees Limited) Account 2568, in its capacity as Nominee of Enterprise Plus III ('E+III'), a separate fund similar to EPIP.

262,516 'A' Ordinary Shares of 1p each of the Company are registered in the name of Investec Trust Guernsey Limited (formerly Guinness Flight Trustees Sarl) Account 2532, in its capacity as Trustee of Enterprise Plus Unit Trust II ('EPUTII'), and 158,048 'A' Ordinary Shares of 1p each of the Company are registered in the name of ITGL (UK) Nominees Limited (formerly Guinness Flight (UK) Nominees Limited) Account 2533, in its capacity as Nominee of Enterprise Plus Investment Plan II ('EPIPII'), and 71,185 'A' Ordinary Shares of 1p each of the Company are registered in the name of ITGL (UK) Nominees Limited (formerly Guinness Flight (UK) Nominees Limited) Account 2896, in its capacity as Nominee of LICA VII, a separate fund similar to EPIP, EPIP II and E+III.

EPUT and EPIP are partners in a joint venture called Enterprise Plus, whilst EPUT II and EPIP II are partners in another joint venture called Enterprise Plus II. Together with E+III and LICA VII, they are managed by SELECT Industries Management Company Limited and advised by Nova Capital Management Limited (formerly LICA Development Capital Limited). The total EPUT, EPIP, EPUT II, EPIP II E+III and LICA VII shareholding represents 82.5% of the aggregate of the current issued 'A' and 'B' Ordinary share capital of the Company.

#### 21 Ultimate parent company and parent undertaking of larger group

The largest and smallest group in which the results of the company are consolidated is that headed by Accura Holdings Limited, incorporated in the United Kingdom. The consolidated accounts of this company may be obtained from the registered office. No other group accounts include the results of the company.

#### 22 Pensions

The company operates a defined benefit scheme in the UK. The plan is funded by the payment of contributions to a separate trustee administered fund.

The pension cost relating to the scheme is assessed in accordance with the advice of a qualified independent actuary using the attained age method. The last formal valuation was as at 5 April 2001.

The valuation results have been updated on the advice of a qualified actuary to take account of the requirements of FRS 17 in order to assess the liabilities of the scheme as at 1 April 2004.

The last actuarial valuation highlighted that the scheme was in surplus on the MFR basis with the value of assets being sufficient to cover the actuarial value of accrued liabilities on that basis by a substantial margin. No contributions are being paid to the scheme at the present time.

As the scheme is closed to new members and is not material to the group accounts, the directors have not produced comparative FRS 17 figures as the costs outweight the benefit.

The major assumptions used by the actuary were:

	1
Rate of increase in pensions in payment	2.90%
Discount rate	5.40%
Inflation assumption	2.90%

1 April 2004

## 22 Pensions (continued)

The assets in the scheme and the expected long term rate of return at 1 April 2004 were:

<b>1</b> A	ected rn at April 2004	Value at 1 April 2004 £'000
Equities 7.	.90%	168
	10%	18
Property 7.	.90%	4
Cash 4.	.00%	18
Total market value of assets		208
Present value of scheme liabilities		(336)
Deficit in scheme on FRS 17 basis		(128)
Related deferred tax credit		38
		***************************************
Net pension liability on FRS17 basis		(90)

The scheme was closed to new members from 1 May 2002. Included within the accounts is a precautionary provision of £28,221 against the risk of having to fund the above potential liability at some future date.