ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 1999

Company Number: 1446685

FRASER RUSSELL Chartered Accountants 4 London Wall Buildings Blomfield Street London EC2M 5UQ



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GOODMAN PRICE DEMOLITION LIMITED ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR TO 31 DECEMBER 1999

CONTENTS

	Page
Directors' Report	1 - 2
Auditors' Report	3
Profit and Loss Account	4
Balance Sheet	5
Notes to the Financial Statements	6 - 10

REPORT OF THE DIRECTORS

The directors have pleasure in submitting their report together with the audited financial statements of the company for the year to 31 December 1999.

Results and dividend

The profit for the year after taxation amounted to £353,327 (1998 (5 months): £15,757).

The directors recommend payment of a dividend for the year of £350,000 (1998 (5 months): £250,000) leaving £3,327 to be transferred to retained earnings.

Review of the business

The company's principal activity during the year was that of demolition contractors. The directors consider the year end financial position and the level of activity throughout the year to be satisfactory.

Directors and their interests

The directors of the company throughout the year were as follows:

T G Mills

(Chairman)

S T Mills

P J Scarborough

T F Moxon

D A Sherwin

None of the directors has any beneficial interest in the shares of the company.

Year 2000 issues

The directors do not consider that there are any residual risks or uncertainties in connection with the date change to Year 2000. No exceptional costs have been incurred and are not expected to arise.

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 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;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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

Auditors

In accordance with Section 385 of the Companies Act 1985 a resolution proposing the reappointment of Fraser Russell, Chartered Accountants and Registered Auditors, will be put to the Annual General Meeting.

BY ORDER OF THE

Secretary

Registered Office: 4 London Wall Buildings Blomfield Street LONDON EC2M 5UQ

Dated: 24 May 2000

AUDITORS' REPORT TO THE MEMBERS OF

GOODMAN PRICE DEMOLITION LIMITED

We have audited the financial statements on pages 4 to 10 which have been prepared under the historical cost convention and the accounting policies set out on page 6.

Respective responsibilities of directors and auditors

As described on page 1, the company's directors are responsible for the preparation of the 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.

FRASER RUSSELL Chartered Accountants and Registered Auditors

4 London Wall Buildings Blomfield Street London EC2M 5UQ

Date: 24 May 2000

PROFIT AND LOSS ACCOUNT

For the year ended 31 December 1999

	Notes	1999 £	5 months 1998 £
Turnover	2	4,167,706	534,864
Cost of sales		(3,610,658)	(493,815)
Gross profit		557,048	41,049
Administrative expenses		(35,738)	(13,232)
Operating profit	3	521,310	27,817
Interest payable and similar charges	5	(15,308)	(4,981)
Profit on ordinary activities before taxation		506,002	22,836
Taxation	6	(152,675)	(7,079)
Profit on ordinary activities after taxation		353,327	15,757
Dividends	7	(350,000)	(250,000)
Retained profit/(loss) for the period	16	3,327	(234,243)
Retained profits brought forward		2,293	236,536
Retained profits carried forward		£5,620	£2,293

All amounts relate to continuing activities.

There are no recognised gains and losses other than those stated above.

The notes on pages 6 to 10 form an integral part of these financial statements.

BALANCE SHEET

As at 31 December 1999

	Notes	1999 £	1998 £
Fixed assets		a -	<i></i>
Tangible assets	8	338,483	324,852
Investments	9	2	2
		338,485	324,854
Current assets			
Stock and work in progress	10	83,463	111,170
Debtors Cash in hand	11	413,131	79,716 100
		496,594	190,986
Creditors amounts falling due within one year	12	(803,259)	(451,856)
Net current liabilities		(306,665)	(260,870)

Total assets less current liabilities		31,820	63,984
Creditors: amounts falling due after more than one year	13	(9,225)	(45,938)
Provision for liabilities and charges			
Deferred taxation	14	(16,875)	(15,653)
Net assets		£5,720	£2,393
Capital and reserves			
Called up share capital	15	100	100
Profit and loss account		5,620	2,293
Equity shareholders' funds	16	£5,720	£2,393

Approved by the Board on 24 May 2000 and signed on its behalf by:

S.T. MILLS

1 1 67

Directors

The notes on pages 6 to 10 form an integral part of these financial statements

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 1999

1. Accounting policies

a) Basis of preparation

The financial statements have been prepared under the historical cost basis and in accordance with applicable accounting standards. The company has taken advantage of the exemption not to produce a cash flow statement under FRS 1 on the grounds that such a statement is included in the consolidated financial statements.

b) **Depreciation**

Fixed assets are depreciated over their useful lives by methods considered appropriate to each asset category and at the following rates:

Plant and vehicles

- 20% to 25% reducing balance

c) Stock and work in progress

Stock is valued at the lower of cost and net realisable value, on a "first-in, first-out" basis. Work in Progress is stated at cost, plus attributable profits estimated to be earned to date, based on the stage of completion, less provision for any known or anticipated losses and payments on account received and receivable.

d) Deferred taxation

Deferred taxation is provided using the liability method in respect of all short term timing differences, together with those other timing differences which are likely to reverse in the foreseeable future.

e) Leases

Assets obtained under finance leases and hire purchase contracts are capitalised in the balance sheet and depreciated over their estimated useful lives. The interest element of the rental obligation is charged to the profit and loss account over the year of the lease. Rentals in respect of operating leases are charged to the profit and loss account in the year to which they relate.

2. Turnover

Turnover represents the value of work done in the year as adjusted for work in progress, net of value added tax. All turnover and operating profit is derived from the continuing operations of the company.

3.	Operating profit is after charging:	1999 £	5 months 1998 £
	Auditors' remuneration	3,000	1,250
	Depreciation of owned assets Depreciation of assets held under finance	44,768	8,955
	leases and hire purchase contracts	44,188	12,465

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 1999

4. Directors' remuneration

The remuneration of the Chairman and the other directors, who are also directors of the immediate parent company, has been included in administration expenses charged by the immediate parent company and is not separately identifiable.

5.	Interest payable	1999 £	5 months 1998 £
	Bank loans and overdraft Finance leases and hire purchase contracts	5,300 10,008	2,250 2,731
		£15,308	£4,981
6.	Taxation		
	UK Corporation tax at 30% (1998: 31%) Transfer to deferred taxation	151,453 1,222	3,763 3,316
		£152,675	£7,079
7.	Dividends	**************************************	
	Final dividend proposed: £3,500 (1998: £2,500 per share)	£350,000	£250,000
8.	Tangible fixed assets		Plant and Vehicles £
	Cost		
	At 1 January 1999		620,812
	Additions		131,100
	Disposals		(50,941)
	At 31 December 1999		£700,971
	Depreciation		
	At 1 January 1999		295,960
	Charge for the year		88,956
	Disposals		(22,428)
	At 31 December 1999		£362,488
	Net Book Value		
	At 31 December 1999		£338,483
	At 31 December 1998		£324,852

Included in plant and vehicles at 31 December 1999, are assets held under finance leases and hire purchase contracts with a net book value of £197,228 (1998: £244,216) and depreciation during the year of £44,188 (1998: £12,465).

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 1999

9. Investments

The company owns 100% of the issued share capital (2 ordinary shares of £1 each) of A & J Bull Demolition Limited, a company incorporated in England. This company has not traded since its incorporation.

10.	Stock and work in progress	1999 £	1998 £
	Work in progress	£83,463	£111,170
	•	<u></u>	2
11.	Debtors		
	Trade debtors	338,444	44,795
	Amounts due from group undertakings	71,787	-
	Other debtors	<u>.</u>	32,020
	Prepayments and accrued income	2,900	2,901
		£413,131	£79,716
12.	Creditors: amounts falling due within one year		
	Bank overdraft	450,154	154,326
	Trade creditors	63,328	84,489
	Amounts owed to group undertakings	12,003	97,634
	Amount owed to related undertakings Obligations under finance leases	-	3,525
	and hire purchase contracts	101,286	106,869
	Corporation tax	151,453	3,763
	Other taxes and social security	22,035	
	Accruals and deferred income	3,000	1,250
		£803,259	£451,856
		2003,237	

[The bank overdraft is secured by a composite guarantee supported by a mortgage debenture from the immediate parent and fellow subsidiary undertakings.]

13. Creditors: amounts falling due after more than one year

Obligations under finance leases		
and hire purchase contracts	£9,225	£45,938

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 1999

14.	Deferred taxation		1999 £	1998 £
	Provision for capital allowances in excess of depreciat	tion:		
	At 1 January 1999 Transfer from profit and loss account		15,653 1,222	12,337 3,316
	At 31 December 1999		£16,875	£15,653
15.	Called up share capital	Authorised		d, called up fully paid 1998 £
	Ordinary shares of £1 each	£1,000	£100	£100
16.	Reconciliation of movements in shareholders' fund	s	1999 £	1998 £
	Profit for the year Dividends		353,327 (350,000)	15,757 (250,000)
	Net movement in shareholders' funds		3,327	(234,243)
	Opening shareholders' funds		2,393	236,636
	Closing shareholders' funds		£5,720	£2,393
17.	Lease commitments		····	
	The net obligations under finance leases and hire purch	hase contracts is	ncluded in cred	itors are
	repayable as follows:		1999 £	1998 £
	In one year or less Between two and five years		101,286 9,225	45,938 106,869
			£110,511	£152,807
				

These obligations were secured on the assets to which they relate.

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 1999

18. Contingent liabilities

The company has given a composite guarantee supported by a mortgage debenture in respect of the bank overdraft and loans of other group companies. At 31 December 1999, the aggregate bank overdraft and loans covered by the guarantee amounted to £25,264,214 (1998: £13,271,220).

19. Control

The company's immediate holding company is A & J Bull Limited, a company incorporated in England and Wales, which owns 100% of the issued share capital. Group Fabricom Plc is the parent undertaking of the smallest group for which group accounts are prepared. Copies of the accounts drawn up by this company can be obtained from the following address:

Group Fabricom Plc Severalls Lane Colchester Essex CO4 4PD

The company's ultimate holding company is Suez Lyonnaise des Eaux, a company incorporated in France whose principal place of business is in Paris. Copies of the accounts drawn up by this company can be obtained from the following address:

Suez Lyonnaise des Eaux 1 Rue d'Astorg 75008, Paris France

20. Related party transactions

The company has taken advantage of the exemption not to disclose transactions with group companies. After taking into consideration the exemption above there were no material transactions with related parties as defined by FRS 8 'Related Party Transactions'.