

**EVANS HALSHAW VEHICLE MANAGEMENT SERVICES LIMITED**

**REPORT AND FINANCIAL STATEMENTS**

**YEAR ENDED 31 DECEMBER 2000**

Registered Number : 1552702



**EVANS HALSHAW VEHICLE MANAGEMENT SERVICES LIMITED**

**CONTENTS**

**YEAR ENDED 31 DECEMBER 2000**

**PAGE**

- |   |  |
|---|--|
| 1 | Directors' Report  |
| 2 | Directors' Responsibilities Statement  |
| 2 | Auditors' Report   |
| 3 | Profit and Loss Account  |
| 4 | Balance Sheet  |
| 5 | Statement of Total Recognised Gains and Losses<br>Reconciliation of Movements in Shareholders' Funds |
| 6 | Notes to the Financial Statements  |

**EVANS HALSHAW VEHICLE MANAGEMENT SERVICES LIMITED**

1

**DIRECTORS' REPORT**

**YEAR ENDED 31 DECEMBER 2000**

The directors have pleasure in submitting their report and the audited financial statements of the company for the year ended 31 December 2000.

**RESULTS AND DIVIDENDS**

*The results and proposed transfer to reserves for the year are shown in the profit and loss account on page 3. The directors do not recommend the payment of a dividend (1999 - £nil).*

**REVIEW OF ACTIVITIES**

The company's principal activity during the year was the provision of vehicle fleet management services which commenced during the current year, having in previous years acted as an investment holding company.

**DIRECTORS**

The directors during the year were as follows:

T G Finn  
D R Forsyth  
S N Hopewell (resigned 3 March 2000)  
M S Casha  
H C Sykes  
Pendragon Management Services Limited

**DIRECTORS' INTERESTS**

None of the directors had any interest in the share capital of the company. The interests of the directors in the share capital of the ultimate parent company are shown in the financial statements of that company.  
During the year none of the directors had a material interest in any contract of significance in relation to the company's activities.

**EMPLOYMENT OF DISABLED PERSONS**

The company recognises its responsibilities in employing and training disabled persons. If any employee becomes disabled it is standard practice, in all but the most extreme circumstances, to offer an alternative job and provide retraining where necessary.


**EMPLOYEE INVOLVEMENT**

Regular contact and exchanges of information are maintained to keep employees informed of the progress of the business.

**AUDITORS**

A resolution to re-appoint KPMG Audit Plc as auditors will be proposed at the forthcoming Annual General Meeting.

On behalf of the Board



D R Forsyth  
Director

Loxley House  
Little Oak Drive  
Annesley  
Nottinghamshire  
16 February 2001

**DIRECTORS' RESPONSIBILITY STATEMENT**

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

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 AUDITORS TO THE SHAREHOLDERS OF EVANS HALSHAW VEHICLE MANAGEMENT SERVICES LIMITED**

We have audited the financial statements on pages 3 to 8.

**Respective responsibilities of directors and auditors**

The directors are responsible for preparing the directors' report and, as described above, the financial statements in accordance with applicable United Kingdom law and accounting standards. Our responsibilities, as independent auditors, are established in the United Kingdom by statute, the Auditing Practices Board and by our profession's ethical guidance.

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. 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, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the company is not disclosed.

**Basis of audit opinion**

We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes an 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 2000 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



KPMG Audit Plc  
Birmingham  
Chartered Accountants  
Registered Auditor

16 February 2001

PROFIT AND LOSS ACCOUNTYEAR ENDED 31 DECEMBER 2000

		2000	1999
Note		£000	£000
	Administration expenses	(118)	-
2	OPERATING LOSS	(118)	-
4	Interest payable	(2)	-
	LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION	(120)	-
5	Taxation	36	-
11	RETAINED LOSS FOR THE FINANCIAL YEAR	(84)	-

All amounts relate to continuing operations.

Movements in reserves are shown in note 11.

The notes on pages 6 to 8 form part of these financial statements.

**BALANCE SHEET****AT 31 DECEMBER 2000**

Note		2000 £000	1999 £000
	<b>FIXED ASSETS</b>		
6	Tangible assets	5	-
7	Investments	941	941
		946	941
	<b>CURRENT ASSETS</b>		
8	Debtors	36	-
		36	-
9	CREDITORS: amounts falling due within one year	(125)	-
	<b>NET CURRENT LIABILITIES</b>	(89)	-
	<b>NET ASSETS</b>	857	941
	<b>CAPITAL AND RESERVES</b>		
10	Called up share capital	50	50
11	Profit and loss account	807	891
	<b>EQUITY SHAREHOLDERS' FUNDS</b>	857	941

Approved by the Board of Directors on 16 February 2001 and signed on its behalf by :

D R Forsyth  
Director

The notes on pages 6 to 8 form part of these financial statements.

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSESYEAR ENDED 31 DECEMBER 2000

	2000 £000	1999 £000
Loss for the financial year	(84)	-
Total recognised gains and losses relating to the year	(84)	-

The reported loss for the year is not materially different from the loss on an unmodified historical cost basis.

RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDSYEAR ENDED 31 DECEMBER 2000

	2000 £000	1999 £000
Loss for the financial year	(84)	-
Net decrease in shareholders' funds	(84)	-
Opening shareholders' funds	941	941
Closing shareholders' funds	857	941

The notes on pages 6 to 8 form part of these financial statements.

**NOTES TO THE FINANCIAL STATEMENTS****YEAR ENDED 31 DECEMBER 2000****1 ACCOUNTING POLICIES**

(a) Accounting convention. The financial statements have been prepared in accordance with applicable accounting standards using the historical cost convention. The financial statements have been prepared on a going concern basis.

The company is exempt by virtue of s228 of the Companies Act 1985 from the requirement to prepare group accounts. These financial statements present information about the company as an individual undertaking and not about its group.

(b) Tangible fixed assets and depreciation. Depreciation is provided to write off the cost less the estimated residual value of tangible fixed assets by equal instalments over their estimated useful economic life as follows:

Plant and equipment - 10 to 33% per annum

(c) Investments. Investments held as fixed assets are stated at cost less any impairment losses.

(d) Deferred taxation. Provision is made for deferred taxation on timing differences, under the liability method, except where the liability is not expected to arise in the foreseeable future.

(e) Cash flow statement. As a wholly owned subsidiary undertaking of Pendragon PLC, the company has relied upon the exemption in Financial Reporting Standard No.1 (revised) and has not included a cash flow statement as part of these financial statements.

(f) Pensions. The regular cost of the group's defined benefit pension scheme is expensed in order to allocate the cost of providing the pensions, recognising any actuarial surplus or deficiency (where appropriate), over the working lives of the relevant employees.

(g) Related parties. Under Financial Reporting Standard No. 8 the company has relied upon the exemption not to disclose related party transactions with other group undertakings as they are all included in the Pendragon PLC consolidated financial statements.

**2 OPERATING LOSS**

Operating loss has been arrived at after charging :

	2000 £000	1999 £000
Depreciation of tangible fixed assets - owned	1	-

**3 EMPLOYEES**

The average number employed by the company in the following areas was:

	2000 Number	1999 Number
Administration	2	-

Costs incurred in respect of these employees were :

	2000 £000	1999 £000
Wages and salaries	30	-
Social security costs	2	-
Other pension costs	1	-
	33	-

No director of the company received any remuneration for services to the company during the year (1999 - none).



## NOTES TO THE FINANCIAL STATEMENTS continued

## YEAR ENDED 31 DECEMBER 2000

4	NET INTEREST PAYABLE	2000	1999
		£000	£000
	Interest payable on loans wholly repayable within five years :		
	Bank loans and overdrafts	2	-
5	TAXATION	2000	1999
		£000	£000
	Payment for group relief	(36)	-
6	FIXED ASSETS - TANGIBLE ASSETS		Plant & Equipment
			£000
	Cost		
	Additions		6
	At 31 December 2000		6
	Depreciation		
	Charge for the year		1
	At 31 December 2000		1
	Net book value		
	At 31 December 2000		5
	At 31 December 1999		-
7	INVESTMENTS	Shares in subsidiary undertakings	Loans to subsidiary undertakings
		£000	£000
	At 31 December 1999 and at 31 December 2000	77	864
			941

Shares in subsidiary undertakings are stated at cost. Evans Halshaw Vehicle Management Services Limited owns directly 100% of the issued ordinary share capital of Car Fleet Control Limited, which is registered and trades in the United Kingdom.

## NOTES TO THE FINANCIAL STATEMENTS continued

## YEAR ENDED 31 DECEMBER 2000

## 8 DEBTORS

	2000 £000	1999 £000
Amounts owed by group undertakings	36	-

All amounts are due within one year.

## 9 CREDITORS : amounts falling due within one year

	2000 £000	1999 £000
Unsecured bank overdraft	120	-
Amounts owed to group undertakings	2	-
Accruals and deferred income	3	-
	125	-

## 10 CALLED UP SHARE CAPITAL

	2000 £000	1999 £000
Authorised :		
50,000 (1999 - 50,000) ordinary shares of £1 each	50	50
Allotted, called up and fully paid :		
50,000 (1999 - 50,000) ordinary shares of £1 each	50	50

## 11 RESERVES

	Profit and Loss Account £000
At 31 December 1999	891
Retained loss	(84)
At 31 December 2000	807

## 12 ULTIMATE PARENT COMPANY AND PARENT UNDERTAKING OF LARGER GROUP OF WHICH COMPANY IS A MEMBER

The company's ultimate parent company is Pendragon PLC which is incorporated in England and Wales. The largest and smallest group in which the results of the company are consolidated is that headed by Pendragon PLC. Financial statements of Pendragon PLC for the year ended 31 December 2000 are available from the Company Secretary, Pendragon PLC Loxley House, Little Oak Drive, Annesley, Nottinghamshire, NG15 0DR.

## 13 PENSIONS

The company, as a member of the Pendragon PLC group, participates in that group's defined benefit contributory retirement and death benefits scheme for its eligible members. Particulars of the latest actuarial valuation and basis for continuing company contributions may be found in the financial statements of Pendragon PLC.

The company's total pension costs for the year were £1,241 (1999 - nil)