WALLOP HOLDINGS LIMITED AND ITS SUBSIDIARIES

REPORTS AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED

1 S & U-SO 7

31ST MARCH 1988

CON 188400 E
7 FEB 1989

M 67

REPORTS AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED

31ST MARCH 1988

| CONTENTS | PAGE |
|---|-------|
| REPORT OF THE DIRECTORS | 1-2 |
| REPORT OF THE AUDITORS | 3 |
| ACCOUNTING POLICIES | 4-6 |
| CONSOLIDATED PROFIT AND LOSS ACCOUNT | 7 |
| GROUP BALANCE SHEET | 8 |
| BALANCE SHEET | 9 |
| GROUP SOURCE AND APPLICATION OF FUNDS STATEMENT | 10 |
| NOTES TO THE FINANCIAL STATEMENTS | 11-22 |

REPORT OF THE DIRECTORS

The directors present their report together with financial statements for the year ended 31st March, 1988.

1. Principal activities

The principal activities of the Group are the de ligh, development and manufacture of military equipment, supply of ammunition and pyrotechnics, law enforcement and security equipment and electro-optic devices.

3. Directors

The directors in office at the end of the year are listed below,

The interests of the directors in the shares of the company at 1st April 1987 and at 31st March 1988, as recorded in the register maintained by the company in accordance with the provisions of the Companies Act 1985, were as follows:

| | 1988 | 1987 |
|---|------|---|
| C.W. Dove (resigned 23rd September 1987) | • | 37,668 'A' Ordinary Shares of fl each |
| W.L. Nelson (resigned 23rd September 1987) | - | 37,668 'B' Ordinary Shares of £1 each' |
| Sir Peter Horsley (appointed 23rd September 1987) | - | • |
| J.D. Loveridge (appointed 23rd September 1987) | • | • |
| P.G. Pollock (appointed 23rd September 1987) | - | * |

The directors' holdings in the shares of the ultimate holding company, M.L. Holdings PLC, are as disclosed in the financial statements of that company.

4. Share Capital

On 23rd September, 1987 all 'A' ordinary shares and 'B' ordinary shares were converted into a single class of ordinary shares of fl each. All such issued shares were to rank pari passu in all respects. On that date the entire share capital was purchased by M.L. Holdings PLC.

5. Fixed assets

Movements

Movements in fixed assets during the year are summarised in the notes to the financial statements.

REPORT OF THE DIRECTORS (CONTINUED)

6. The Hamlah and Sefety at Work etc. Act 1974

The grows continues to be concerned for the health, safety and welfame of its employees and to observe the terms of The Health and Safety at Work etc. Act 1974 to ensure that safe and healthy working conditions are provided, maintained and supervised for the care of both its employees and third parties.

7. Subsequent events

On 1st April 1988, the activities of the following subsidiaries were transferred to Wallop Industries Limited:

Civil Protection Limited Wallop Avionics Limited Wallop S.E.S. Limited Walloptronics Limited Wallop Systems Limited Wallop Simbrow Limited

8. Auditors

Grant Thornton do not intend to offer themselves for reappointment as auditors. A resolution to appoint Peat Marwick MacLintock as auditors in accordance with section 384(1) of the Companies Act 1985 will be proposed at the annual general meeting.

Registered office:
Arkay House,
Weyhill Road,
Andover,
Hampshire.
SP10 3NR

Date: 23 Mysst- 1988

BY ORDER OF THE BOARD

Secretary

WALLOP HOLDINGS LIMITED AND ITS SUBSIDIARIES
REPORT OF THE AUDITORS TO THE MEMBERS OF
WALLOP HOLDINGS LIMITED AND ITS SUBSIDIARIES

We have audited the financial statements on pages 4 to 22 in accordance with approved Auditing Standards.

In our opinion the financial statements, which have been prepared under the historical cost convention as modified by the revaluation of certain freehold properties, give a true and fair view of the state of the company's and the group's affairs at 31st March 1988 and of the group loss and source and application of funds for the year then ended, and comply with the Companies Act

Gunt Houten

GRANT THORNTON

CHARTERED ACCOUNTANTS

SOUTHAMPTON

23RD AUGUST, 1988

ACCOUNTING POLICIES

FOR THE YEAR ENDED 31ST MARCH 1988

The financial statements have been prepared under the historical cost convention except for the revaluation of certain freehold properties.

The principal accounting policies of the group have remained unchanged from the previous year and are set out below.

(a) Basis of consolidation

The group financial statements consolidate the financial statements of the company and of its subsidiaries (see note 7). The financial statements of each company in the group have been prepared to 31st March, 1988, All intra-group profits are eliminated on consolidation.

Goodwill arising on consolidation, representing the excess of the purchase price over the fair value of the net assets of subsidiaries at the date of acquisition, is eliminated from the financial statements by immediate write off on acquisition against reserves.

(b) Turnover

Turnover is the total amount receivable by the group in the ordinary course of business with outside customers for goods supplied as a principal and for services provided, excluding V.A.T. and trade discounts.

(c) Depreciation

Depreciation is calculated to write down the cost or valuation of all tangible fixed assets other than freehold land by equal annual instalments over their expected useful lives.

The rates generally applicable are:

Freehold premises 4% per annum Plant and machinery 10%-20% per annum Motor vehicles 20% per annum Fixtures, fittings and equipment 10%-20% per annum

(d) Research and development

Research and development expenditure is charged to profit in the period in which it is incurred.

(e) Investments

Investments are included at cost less amounts written off.

ACCOUNTING POLICIES

FOR THE YEAR ENDED 31ST MARCH 1988

(f) Stock and work in progress

Stock and work in progress is stated at the lower of cost and not realisable value.

In the case of raw materials and consumable stores, cost means purchase price including transport and handling costs, less trade discounts, calculated on a first in first out basis. In the case of work in progress and finished goods, cost comprises of direct materials, direct labour and attributable production and other overheads. Work in progress has been reduced by progress payments.

Net realisable value means estimated selling price (less trade discounts) less all further costs to completion and all costs to be incurred in marketing, selling and distribution.

(g) Deferred tax

Deferred tax is the tax attributable to timing differences between profits or losses as computed for tax purposes and results as stated in financial statements.

Deferred tax is provided to the extent that it is probable that a liability or asset will crystallise and not provided to the extent that it is probable that a liability or asset will not crystallise. Unprovided deferred tax is disclosed as a contingent liability.

Deferred tax is calculated at the rate at which it is estimated that the tax relief will be paid when the timing differences reverse.

Debit balances arising in respect of advance corporation tax on dividends payable or proposed are carried forward to the extent that it is foreseen that sufficient corporation tax will be assessed in the succeeding period to allow offset.

(h) Foreign currencies

Monetary assets and liabilities in foreign currencies are translated at the rates of exchange ruling at the balance sheet date. All other exchange differences are dealt with through the profit and loss account. The accounting policy for foreign currency translation is as prescribed by Statement of Standard Accounting Practice 20.

ACCOUNTING POLICIES

FOR THE YEAR ENDED 31ST MARCH 1988

(i) Contributions to pension funds

The company and its subsidiaries operate a pension scheme under which contributions by employees and the companies are administered by trustees in a fund independent from the companies' assets. Contributions are charged against profit to cover the cost of benefits arising from the current service of employees. This cost is determined by actuarial valuation. Contributions relating to past service are charged to profit and loss account over the remaining working life of employees. Full actuarial valuations are made regularly at three year intervals and contribution levels reviewed.

GROUP PROFIF AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH 1988

| | | 1988 | | 1987 | |
|---|-------|-----------------------------------|------------------|--------------------|------------------------|
| | Notes | £ | £ | £ | £ |
| Turnover Cost of sales | 1 | | 7,094 9,978 | | 8,397,944 4,290,199 |
| Gross profit | | 3,98 | 7,116 | , | 4,107,745 |
| Distribution costs Administration expenses Exceptional exrenses | 4 | 412,057 3,876,660 1,990,000 | | 384,937 880,772 | |
| | | 6,27 | 8,717 | | 3,265,709 |
| Other operating income | | | 1,601) 1,875 | | 842,036 16,408 |
| Operating (loss)/profit | | (2,18 | 9,726) | | 858,444 |
| Interest receivable and similar income Interest payable and similar | | 12,660 | | 8,688 | |
| charges | 2 | (322,686) | (| (358,181) | |
| | | (31 | ũ,025) | | (349,493) |
| (Loss)/profit on ordinary activities before taxation | 1 | (2,49 | 9,752) | | 508,951 |
| Tax on (Loss)/profit on ordinary activities | 5 | (70 | 1,378) | | 135,057 |
| (Loss)/profit on ordinary activities after taxation | 16 | • • • | 8,378) | | 373,894 |
| (Loss)/profit retained: By the company By subsidiaries | | (1,55 | 8,401) 9,973) | | 2,784 371,110 |
| | | (1,79 | 8,374) | | 37:1,894 |

The accounting policies and notes on pages 4 to 6 and 11 to 22 form part of these financial statements.

GROUP BALANCE SHEET AS AT 31ST MARCH 1988

| | | | 1988 | | .987 |
|---|----------------------|--|---|---|--|
| | Notes | | £ | £ | £ |
| Fixed assets Targible assets | 7 | | 2,937,792 | | 3,194,829 |
| Current assets Stock Debtors Cash at bank and in hand | 9 10 | 1,270,245 2,883,440 836,716 4,990,401 | 3 | ,542,415 ,729,243 364,238 ,635,896 | |
| Greditors: amounts falling duo within one year | 11 | 5,951,756 | 5 | ,592,122 | |
| Net current assets/(liabilities) | | | (961,355) | | 43,774 |
| Total assets less current liabilities | | • | (1,976,437) | | 3,238,603 |
| Creditors: amounts falling due after more than one year Provisions for liabilities | | 304,602 | | 85,730 |),), |
| and charges | 13 | 513,400 | | 196,064 | |
| | | | (818,002) 1,158,435 | | (281,794) 2,956,809 |
| Capital and reserves Called up share capital Revaluation reserve Other reserves Profit and loss account | 15 16 16 16 | | 75,336 880,817 576,432 (374,150) | | 75,336 880,817 576,432 1,424,224 2,956,809 |

The financial statements were approved by the board of directors on 33 loguel 1968

The accounting policies and notes on pages 4 to 6 and 11 to 22 form part of these financial statements.

BALANCE SHEET AS AT 31ST MARCH 1988

| | | 1988 | | 1987 | |
|--|-------|------------------|--|------------------|-----------------------|
| | Notes | £ | £ | £ | #### £ |
| Fixed assets Tangible assets | 7 | - | - 771,557 | | 823,015 |
| Investments | 8 | | 672,086 | | 672,086 |
| | | | 1,443,643 | | 1,495,101 |
| Current assets | | 60 070 | | E0 020 | |
| Debtors Cash at bank and in hand | 10 | 68,870 71,235 | | 59,232 56,002 | |
| | | 140,105 | | 115,234 | |
| Creditors: amounts falling due within one year | 11 | 1,260,920 | | 180,331 | |
| Net current liabilities | | (| (1,120,815) | | (65,097) |
| Total assets less current liabilities | | | 322,828 | | 1,430,004 |
| Creditors: amounts falling due after more | | | | | (0(1 200) |
| than one year | 12 | | ** | | (861,320) |
| Provisions for liabilities and charges | 13 | | (22,000) | | (29,455) |
| | | | 300,828 | | 539,229 |
| | | | MINIMUM TO THE REAL PROPERTY OF THE PARTY OF | | |
| Capital and reserves | | | | | |
| Called up share capital | 15 | | 75,336 | | 75,336 |
| Revaluation reserve | 16 | | 388,351 | | 388,351 |
| Profit and loss account | · 16 | | (162,859) | | 75,542 |
| | | | | | ******* |
| | | | 300,828 | | 539,229 |
| | | | | | 945 M 1200 CL SC 80 |

The financial statements were approved by the board of directors on 3 day at 1968.

Directors

The accounting policies and notes on pages 4 to 6 and 11 to 22 form part of these financial statements.

GROUP STATEMENT OF SOURCE AND APPLICATION OF FUNDS

FOR THE YEAR ENDED 31ST MARCH 1988

| | 1988 | | 1987 | |
|--|----------------------|--------------------------|--------------------|---------------------|
| Source of funds | £ | £ | £ | £ |
| From operations (Loss)/profit on ordinary activities before taxation | | 2,499,752) | | 508,951 |
| Adjustments for items not involving the movement of funds: | | | | |
| Depreciation and amounts written off fixed assets | 388,054 | | 339,779 | |
| Loss/(profit) on disposal of tangible fixed assets | 53,713 | | (5,040) | |
| Foreign currency translation difference | - | 441,767 | 4,101 | 338,840 |
| | | (2,057,985) | | 847,791 |
| From other sources Proceeds of disposals of tangible fixed assets | 67,182 2,500,000 | | 27,907 | |
| Loan from holding company Tax repayment | 6,750 | | | 27,907 |
| Application of funds Tax paid | | 515,947 | 10,722 | 875,698 |
| Purchase of tangible fixed assets | 251,911 | 251,911 | 362,804 | 373,526 |
| Net inflow/(outflow) of funds | | 264,036 | | 502,172 |
| Increase/(decrease) in working capital Stocks Debtors | - | (272,170) (752,157) | | 41,923 1,205,866 |
| Creditors: amounts falling due within one year | | (128,264) | | (1,369,387) |
| Creditors: amounts falling due after more than one year Provisions | | (218,872) (1,000,000) | | 39,399 - |
| | | (2,371,463) | | (82,199) |
| Net liquid funds Cash at bank and in hand Ba.k overdrafts | 472,478 2,163,021 | | (82,353 666,724 | , |
| Net increase/(decrease) in working capital | | 264,036 | | 502,172 |

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 1988

Turnover and loss on ordinary activities before taxation.

| 1. Turnover and loss on ordinary activity | ttles bero | te caxacioi | . | |
|---|---------------------------|---------------------------|-------------------------------|--|
| | | nover | (Loss)/p | axation |
| | 1988 | 1987 | 1988 | 1987, |
| Pyrotechnic manufacturing and systems Law enforcement and security equipment Aircraft supplies Ammunition supplies | £ 7,756,802 294,201 | £ 7,362,079 489,294 | £ (2,492,955) | (40,100) |
| | 8,647,094 | 8,397,944 | (2,499,752) | 508,951 |
| An analysis of turnover by geographica United Kingdom Europe The Americas Asia and Australasia Africa Middle East Rest of the World | l market i | s given be | 1988 | £,072,649 ,517,441 27,237 767,688 12,929 |
| Loss on ordinary activities is stated | after: | | | |
| Charging/(crediting); | | | 1988 £ | 1986 £ |
| Research and development Auditors' remuneration | | | | 362,595 25,000 |
| Operating lease rentals - hire of plant and machinery Depreciation Profit on disposal of fixed assets Insurance claim proceeds | | | 388,054 53,713 (83,000) | |
| - | | | | w ord color |

| NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) | | |
|---|------------------------------|---------------------------------|
| FOR THE YEAR ENDED 31ST MARCH 1988 | | |
| 2. Interest payable and similar charges | 1988 | 1987 |
| On bank loans, overdrafts and other loans | £ | £ |
| repayable within 5 years, otherwise than by instalments finance charges in respect of hire purchase contracts amounts payable to group companies | 161,098 38,644 122,944 | 321,223 36,958 |
| | 322,686 | 358,181 |
| 3. Directors and employees Staff costs during the year: | 1988 | 1987 |
| Wages and salaries Social security costs Other pension costs | 127,083 | 178,794 153,750 2,238,079 |
| The average number of employees of the group during the yea | ar was | 1987 |
| Production Research and development and production services | £ 115 80 32 | £ 91 81 37 |
| Administration | 227 | 209 |
| Remuneration in respect of directors was payable, as follo | | 1987 |
| Directors' fees | £ 115,758 | £ 151,434 |
| | | |
| The emoluments of the directors, excluding pension contributions were £101,740 (1986: £120,460). | | |

WALLOP HOLDINGS LIMITED AND ITS SUBSIDIARIES NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31ST MARCH 1988 3. Directors and employees (continued) 1987 1988 £ £ 50,870 60,230 Joint Chairmen and highest paid director each Number Number Other directors 2 Nil 1 £10,001 to £15,000 1 £15,001 to £20,000 Higher paid employees. The employees of the company receiving more than £30,000 during the year, excluding pension contributions, were in the following bands: 1988 1987 Number Number 1 £30,001 to £35,000 1 £35,001 to £40,000 1 £40,001 to £45,000 Exceptional item

These arise from a re-appraisal of the business and of provisions necessary at the balance sheet date. ${\bf f}$

| Reorganisation, redundancy and related costs Uncompleted product development costs Potential legal and contract claims | 219,000 771,000 1,000,000 |
|--|--|
| rotential legal and contract claims | 1,990,000 |
| | SOURCE COUNTY OF THE PARTY OF T |

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31ST MARCH 1988

Tax on loss on ordinary activities

| The taxation credit is based on the loss for the ye | ear and represents:- 1988 | 1987 |
|---|---------------------------|--------------------|
| | | |
| | £ | £ |
| United Kingdom corporation tax @ 35% (1987: 33.2%) | • | 26,385 |
| Deferred tax | (709,067) | 108,672 |
| Delerred tax | | |
| | (709,067) | 135,057 |
| Adjustments in respect of prior year Corporation tax Deferred tax | (18,714) 26,403 | - |
| pererred cax | | |
| | (701,378) | 135,057 |
| | | ****************** |

6. Loss for the financial year

The company has taken advantage of section 228(7) of the Companies Act 1985 and has not included its own profit and loss account in these financial statements. The group loss for the year includes £238,401 loss (1987: £2,784 profit) which is dealt with in the financial statements of the parent company.

| 7. Tangible fixed assets | Total | Freehold buildings | Motor vehicles | Plant and equipment |
|--|------------------------|-----------------------|----------------------|---------------------------|
| The group | | | | H |
| Cost/Valuation | £ | £ | £ | £ |
| At 1st April, 1987 Additions at cost | 4,442,314 251,911 | 2,258,205 49,335 | 271,693 115,097 | 1,912,416 87,479 |
| Disposals | 4,694,225 (189,461) | 2,307,540 | 386,790 (185,315) | 1,999,895 (4,146) |
| At 31st March, 1988 | 4,504,764 | 2,307,540 | 201,475 | 1,995,749 |
| Depreciation | | | | |
| At 1st April, 1987 Provided in the year | 1,247,485 388,054 | 209,603 46,000 | 122,257 55,300 | 915,625 286,754 |
| Disposals | 1,635,539 (68,567) | 255,603 | 177,557 (64,420) | 1,202,379 (4,147) |
| At 31st March, 1988 | 1,566,972 | 255,603 | 113,137 | 1,198,232 |
| Net book amount at 31st March, 1988 | 2,937,792 | 2,051,937 | 88,338 | 779,517 |
| Net book amount at 31st March, 1987 | 3,194,829 | 2,048,602 | 149,436 | 996,791 |
| | •1/J= | | | |

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31ST MARCH 1988

7. Tangible fixed assets (continued)

| The company | | Freehold buildings | | Fixtures fittings & equip-ment |
|--|-----------|-----------------------|----------------|--------------------------------|
| The company | | | | |
| Cost/Valuation | £ | £ | £ | £ |
| At 1st April, 1987 | 954,570 | 799,495 | 18,765 | 136,310 |
| Surplus on revaluation | - | - | • | • |
| Additions at cost | 49,433 | - | 49,433 | - |
| | | | | |
| | 1,004,003 | | 68,198 | 136,310 |
| Disposals | (68,198) | - | (68,198) | - |
| | | | | 136,310 |
| At 31st March, 1988 | 935,805 | 799,495 | | 130,310 |
| Depreciation | | <u></u> | | |
| At 1st April, 1987 | 131,555 | • | 3,753 | |
| Provided in the year | 38,322 | 16,000 | 1,876 | 20,446 |
| | | | 5 600 | 00 753 |
| | 169,877 | - | | |
| Disposals | (5,629 | , - | (5,629) | |
| 1 1000 | 166 060 | 65,495 | | 98,753 |
| At 31st March, 1988 | 164,248 | • | | |
| Not been execute at | | | | |
| Net book amount at 31st March, 1988 | 771,557 | 734,000 | | 37,557 |
| JISC MAICH, 1900 | ******* | | 20 22 20 44 PL | |
| Net book amount at | | | | |
| 31st March, 1987 | 823,015 | 750,000 | 15,012 | 58,003 |
| | | | | |

The figures stated above for cost or valuation include valuations as follows:

| | The Group Freehold | | The Company Freehold | |
|---|-----------------------|---------------------|---|---|
| At cost At 1983 valuation At 1987 valuation | 1988 | 1,066,867 74,600 | 1988 £ 411,144 313,751 74,600 | 1987 £ 411,144 313,751 74,600 |

The 1983 group valuation includes pre-acquisition revaluation reserves of £260,650 which have been included in other reserves in note 16.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31ST MARCH 1988

The group and the company.

If freehold land and buildings had not been revalued, they would have been included on the historical cost basis at the following amounts:

| | The Group | The Company |
|-------------------------------------|--------------------------|----------------------------------|
| | | |
| | £ | £ |
| Cost | 1,166,073 | 411,144 |
| Accumulated depreciation | 260,941 | 140,024 |
| | | |
| Net book amount at 31st March, 1988 | 905,132 | 271,120 |
| | الثان فلاهم بنية وياسمهم | deal beater feet and see |
| 27 4 1 1 | 879,118 | 279,343 |
| Net book amount at 31st March, 1987 | لأخطاط بعادم بالا | acts paying that him before bill |

During the year to 31st March 1987 the freehold property at Weyhill Road, Andover was revalued by Messrs. Martin and Stratford (Chartered Surveyors). The basis of the valuation used was existing use value assuming vacant possession. The surplus arising has been transferred to revaluation reserve.

The effect of revaluing the freehold property is to increase the depreciation charged in the group profit and loss account of £23,860 (1987: £24,475).

No provision has been made in the deferred taxation account for the estimated corporation tax which would be payable on disposal at this valuation, because, in the opinion of the directors, those assets are unlikely to be disposed of in the foreseeable future.

8. Fixed asset investments

| The company | Shares in Group Companies |
|---|---------------------------------|
| Cost | £ 695,616 23,530 |
| Amounts written off Net book amount at 31st March, 1988 | 672,086 |
| Net book amount at 31st March, 1987 | 672,086 |

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31ST MARCH 1988

Fixed asset investments (continued)

At 31st March, 1988 the group holds more than 10% of the allotted share capital of the following companies:

| | Country of incorporation and operation | share capital held | company | Nature busine | |
|---|--|--------------------------|---------|------------------|-----------------------|
| Subsidiaries | 4 | | | | |
| Wallop Industries Limited Civil Protection Limited | England England | Ordinary Ordinary | | | forcement |
| Wallop S.A. | Switzerland | Ordinary | y 100% | Milita equipm | • |
| Wallop Avionics Limited | England | Ordinary | y 100% | Aircra suppli | ft |
| Wallop S.E.S. Limited | England | Ordinar | y 1.00% | Securi equipm | .ty |
| Walloptronics Limited | England | Ordinar | y 100% | | o-Optical |
| Wallop Systems Limited Wallop Simbrow Limited | England England | Ordinar Ordinar | • | | systems ering |
| 9. Stocks | | The Gr | oup | The Co | ompany |
| | | 1988 | 1987 | 1988 | 1987 |
| | | | £ | £ | £ |
| - h | 8 | £ 20,826 | | I | - |
| Raw materials Work in progress | 6 | 01,412 | 661,333 | - | - |
| Finished goods | | · - | 172,510 | • | • |
| | | | | | |
| | | 22,238 1, 51,993 | | 15 | - |
| Payments on account | <u></u> | JI,773 | 134,707 | | |
| | 1.2 | 70,245 1, | 542,415 | - | - |
| | -,- | | | | per tarbunatura acuak |

There were no significant differences between the replacement cost and the values disclosed for other categories of stock.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31ST MARCH 1988

10, Debtors

| | The Group | | The Company | |
|--|-------------------|---------------------|------------------------------------|--|
| | 1938 £ | 1987 £ | 1988 | 1987 £ |
| Amounts falling due within one year | | | | |
| Trade debtors Amounts owed by subsidiaries Other debtors Prepayments and accrued income | 148,825 24,041 | 15,542 3,729,243 | 1,043 63,877 3,950 68,870 | 15 55,892 2,575 750 59,232 |

11. Creditors - amounts falling due within one year

| | The Group | | The Company | |
|---|-----------|-----------|----------------|----------------------|
| | | | | |
| | 1988 | 1987 | 1988 | 1987 |
| | | | | |
| | £ | £ | £ | £ |
| Bank overdrafts | | 2,683,987 | - | - |
| Trade creditors | 1,342,725 | 1,640,464 | 29 | 22 |
| Amounts owed to group companies Subsidiaries | - | - | 1,237,915 | 172,265 |
| Holding company and fellow subsidiaries | 2,617,313 | - | - | - |
| Current taxation | 33,561 | 45,525 | 2,761 | 1,930 |
| Social security and other taxes | 135,457 | 156,102 | 10,715 | - |
| Other creditors | 936,093 | 744,921 | 8,500 | - |
| Accruals and deferred income | 198,222 | 182,576 | 1,000 | 500 |
| Amounts due under hire purchase contracts | 107,531 | 138,547 | *** | 5,614 |
| Payments in advance | 59,888 | - | • | ~ |
| • | | | | |
| | 5,951,756 | 5,592,122 | 1,260,920 | 180,331 |
| | | | ESTRUCTURE COM | 05 W 601/2 (Q. 10 PM |

The bank overdraft is secured by a fixed and floating charge over all the assets of the group and by cross guarantees given by those companies.

WALLOP HOLDINGS LIMITED AND ITS SUBSIDIARIES NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31ST MARCH 1988

| 12. Creditors - amounts falling due af | The G | | | The Company | | |
|--|---------|------------------|-----------------------------------|-----------------------------------|--|--|
| | 1988 | 1987 | | 1987 | | |
| | £ | £ | £ | £ | | |
| Accrued Expenditure Amounts owed to subsidiaries Amounts due under hire purchase | 304,000 | | • | 861,320 | | |
| contracts repayable within five years | 602 | 85,73 | | | | |
| | 304,602 | | 30 | - 861,320 | | |
| 13. Provisions for liabilities and cha | arges | | | | | |
| | | Total | Deferred taxation (note 14) | Other Provisions | | |
| The Group | | £ | £ | £ | | |
| At 1st April 1987 Provided during the year | 1,00 | 06,064 03,400 | 196,064 3,400 | 1,000,000 | | |
| Utilised during the year Transferred | 1,19 | 9,464 | 199,464 (686,064) 532,000 | 1,000,000 | | |
| At 31st March 1988 | 51 | 13,400 | 45,400 | 468,000 | | |
| The Company | | | | Deferred taxation (note 14) | | |
| At 1st April 1987 Utilised during the year | | | | £ 29,455 (7,455) | | |
| At 31st March 1988 | | | | 22,000 | | |

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31ST MARCH 1988

14. Deferred taxation

Deferred taxation provided in the financial statements and the total potential liability, including the amount provided, are set out below.

| The Group | Amount provided and Potential liability | | |
|---|---|-----------------------|--|
| | | 1987 | |
| Accelerated capital allowances Other timing differences | • | £ 196,765 (701) | |
| | | 196,064 | |
| The Company | Amount pro | liability | |
| | 1988 | 1987 | |
| Accelerated capital allowances | £ 22,000 | £ 29,455 | |
| 15. Called up share capital | | | |
| Authorised | 1988 | 1.987 | |
| 500,000 'A' ordinary shares of fl each | £ | £ 500,000 | |
| 500,000 'B' ordinary shares of fl each | • | 500,000 | |
| | 1,000,000 | 1,000,000 | |
| Allotted, called up and fully paid | | | |
| 37,668 'A' ordinary shares of £1 each | 37,668 | 37,668 | |
| 37,668 'B' ordinary shares of £1 each | 37,668 | 37,668 | |
| | 75,336 | 75,336 | |

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31ST MARCH 1988

16. Reserves

| The Group | 4 | | Other Reserves | Profit & Loss Account | |
|---|-----------|-----------|---|-----------------------------|--|
| At 1st April, 1987 | 880 | £ ,817 | £ 576,432 | £ 1,424,224 | |
| Loss for the year | | - | . . | (1,798,374) | |
| At 31st March, 1987 | 880 | ,817 | 576,432 | (374,150) | |
| The Company | | | | | |
| At 1st April, 1987 | 388 | ,351 | - | 75,542 | |
| Loss for the year | | - | | (238,401) | |
| At 31st March, 1988 | 388,351 | | | (162,859) | |
| 17. Capital commitments | The Group | | The Group The G | | |
| | 1988 | 1987 | 1988 | 1987 | |
| | £ | £ | £ | £ | |
| Contracted for but not provided in these financial statements | • | 40,216 | • | - | |
| Authorised by the directors but one tontracted for | 1,450 | 26,050 |) | - | |
| 22.2 | 1,450 | 66,266 | , ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,, | | |
| | • | | | | |

18. Pension commitments

The group has a contributory pension scheme designed to provide retirement hanefits for its directors and senior employees. In the directors' opinion this scheme is adequately funded.

NOTES TO THE L'INANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31ST MAPCH 1988

for the control of th

打しおけんけんけんりょう 性なななないにはなられる かる 中央 東京 東京 日本日本

19. Contingent liabilities

The bank held an unlimited cross guarantee between Wallop Holdings Limited and all other Wallop group companies. At the balance sheet date the exposure on these guarantees totalled fNIL (1987: £2,683,987).

The group also has a contingent liability in respect of performance bonds and advance payment guarantees amounting to £263,848 at 31st March, 1988, (1987: £1,059,600).

20. Ultimate holding company

The ultimate holding company is M.L. Holdings FLC a company registered in the United Kingdom.