

Cosworth Castings Limited

Directors' report and financial statements

31 December 1995

Registered number 1783762



Cosworth Castings Limited

Directors' report and financial statements

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Cosworth Castings Limited

Directors' report

The directors present their report and accounts of the Company for the year ended 31 December 1995. This comprises the Balance Sheet as at 31 December 1995, together with the Notes to the Accounts.

The company did not trade during the year.

The directors listed below held office throughout the financial year:

Board of directors

VD Smith
RE Engel

Mr Smith and Mr Engel resigned from the Board on 15 January 1996. On the same day, Mr N Bevins and Mr PJ Clarke were appointed as Directors.

Mr Smith and Mr Engel did not have any beneficial interest in the shares of the Company at the beginning or at the end of the financial year; neither did they have any beneficial interest in the shares of any subsidiary within the Vickers P.L.C. group of companies. Mr Bevins and Mr Clarke did not have any such interest at the date of their appointment.

Details of the Directors' interests in the share capital of the ultimate holding company, Vickers P.L.C. are as follows:

	Shares		Options		Granted	Exercised	At 31 December 1995
	At 1 January 1995	At 31 December 1995	At 1 January 1995				
VD Smith	-	-	93,649	20,000	-	113,649	
RE Engel	-	-	44,041	20,000	-	64,041	

The options of Mr Smith are exercisable by 2005 at prices between 86.49p and 222.96p per share.

The options of Mr Engel are exercisable by 2005 at prices between 86.49p and 182p per share.

Cosworth Castings Limited

Directors' report *(continued)*

There have been no changes in the Directors' interests from the end of the financial year to the date of this report.

By order of the board



EJ Felton
Secretary

St James Mill Road
Northampton
NN5 5JJ

26 April 1996

Cosworth Castings Limited

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 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;
- 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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

By order of the board



EJ Felton
Secretary

St James Mill Road
Northampton
NN5 5JJ



Norfolk House
499 Silbury Boulevard
Central Milton Keynes
MK9 2HA

Auditors' report to the members of Cosworth Castings Limited

We have audited the financial statements on pages 5 to 6.

Respective responsibilities of directors and auditors

As described on page 3 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 the company's affairs as at 31 December 1995 and of its result for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Kpm L

Chartered Accountants
Registered Auditors

30 April 1996

Cosworth Castings Limited

Balance sheet at 31 December 1995

	Note	1995 £000	1994 £000
Current assets			
Debtors: Amounts falling due after more than one year	3	1,104	1,104
Net assets		<u>1,104</u>	<u>1,104</u>
Capital and reserves			
Called up equity share capital	4	-	-
Profit and loss account		1,104	1,104
Shareholders' funds		<u>1,104</u>	<u>1,104</u>

These financial statements were approved by the board of directors on 26 April 1996 and were signed on its behalf by:

P. J. Clarke

PJ Clarke
Director

Cosworth Castings Limited

Notes

(forming part of the financial statements)

1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements.

Basis of preparation

The financial statements have been prepared in accordance with applicable accounting standards and under the historical cost accounting rules.

2 Profit and loss account

During the financial year and the preceding financial year the company did not trade and received no income and incurred no expenditure. Consequently, during those years the company made neither a profit nor a loss.

3 Debtors

	1995	1994
	Due	Due
	after	after
	one year	one year
	£000	£000
Amounts owed by parent and fellow subsidiary undertakings	<u>1,104</u>	<u>1,104</u>

4 Called up share capital

	1995	1994
	£	£
<i>Authorised, allotted, called up and fully paid</i>		
Ordinary shares of £1 each	<u>100</u>	<u>100</u>

5 Ultimate parent company and parent undertaking of largest group of which the company is a member

The company's ultimate holding company is Vickers P.L.C., a company incorporated in Great Britain and registered in England and Wales. The only group in which the results of the company are consolidated is that headed by Vickers P.L.C.. The consolidated accounts of Vickers P.L.C. are available to the public and may be obtained from Vickers House, Millbank Tower, Millbank, London SW1P 4RA.