Registrar of Cos 1856589

C.A. HONEMASTER LIMITED

FINANCIAL STATEMENTS

YEAR ENDED 31ST MARCH, 1996.



DIRECTORS AND OFFICERS:

DIRECTORS

F.G. Williams

P.M. Williams

SECRETARY

P.M. Williams

AUDITORS

Daw White Murrall,

Chartered Accountants,

1-2 George Street,

Wolverhampton, WV2 4DG.

REGISTERED OFFICE

Huntscote Road,

Kingsditch Trading Estate,

Cheltenham,

Glos. GL51 9NW.

BANKERS

Midland Bank PLC,

P.O. Box 33,

Queen Square,

Wolverhampton, WV1 1TE.

COMPANY REGISTRATION NUMBER

1856589

REPORT OF THE DIRECTORS

The directors present their report together with the financial statements for the year ended 31st March, 1996.

RESULTS AND DIVIDENDS

The results for the year are set out in the profit and loss account on page 6. The directors do not recommend the payment of a dividend.

REVIEW OF THE BUSINESS

The principal activity of the company during the year has been engineering, specialising in honing.

The directors are satisfied with the results for the year. Since the end of the financial year a new branch in Birmingham has been opened and operates from a factory owned by one of the directors. A honing machine capable of handling large cylinders has been acquired and installed in the Birmingham factory and is currently being commissioned.

FIXED ASSETS

Changes in the fixed assets are set out in note 7 to the financial statements.

DIRECTORS AND THEIR SHARE INTERESTS

The directors are shown on page 1. There have been no changes during the year.

The beneficial interests of directors in the shares of the company at the beginning and end of the year were:

Ordinary shares of £1 each

F.G. Williams 55 P.M. Williams 30

REPORT OF THE DIRECTORS (CONTINUED)

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 period. In preparing those financial statements the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments 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.

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 taking reasonable steps for the prevention and detection of fraud and other irregularities.

AUDITORS

The auditors, Messrs. Daw White Murrall, having indicated their willingness, will be proposed for reappointment at the forthcoming annual general meeting.

BY ORDER OF THE BOARD

P.M. Williams

SECRETARY

Huntscote Road, Kingsditch Trading Estate, Cheltenham, Glos. GL51 9NW.

20th August, 1996.

DAW WHITE MURRALL

1-2 George Street, Wolverhampton, WV2 4DG.

AUDITORS REPORT TO THE SHAREHOLDERS OF

C.A. HONEMASTER LIMITED

We have audited the financial statements on pages 5 to 12 which have been prepared under the historical cost convention and the accounting policies set out on page 7.

Respective responsibilities of the 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 judgments 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.

DAW WHITE MURRALL

1-2 George Street, Wolverhampton, WV2 4DG.

AUDITORS REPORT TO THE SHAREHOLDERS OF

C.A. HONEMASTER LIMITED (CONTINUED)

Opinion

In our opinion, the financial statements give a true and fair view of the state of the company's affairs at 31st March, 1996, and of its results for the year then ended, and have been properly prepared in accordance with the Companies Act, 1985.

DAW WHITE MURRALL CHARTERED ACCOUNTANTS AND REGISTERED AUDITOR

you White Murrall

20th August, 1996.

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31ST MARCH, 1996

	Notes	1996	1995
Turnover - continuing activities Cost of sales	2	407,089 249,063	386,726 236,915
GROSS PROFIT		158,026	149,811
Distribution costs Administrative expenses		20,951 94,070 115,021	19,282 65,651 84,933
OPERATING PROFIT		43,005	64,878
Interest payable and similar charges		3,161	3,500
Profit on ordinary activities before taxation - continuing activities		39,844	61,378
Tax on ordinary activities	5	10,519	16,018
Profit on ordinary activities after taxation	3	29,325	45,360
Proposed dividend		_	10,000
Retained profit for the year		29,325	35,360
Retained profit brought forward		103,512	68,152
Retained profit carried forward		£132,837	£103,512

There are no recognised gains or losses other than the profit for the financial year.

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BALANCE SHEET			
AS AT 31ST MARCH, 1996	Natas	1996	1995
FIXED ASSETS	Notes	1990	1993
Tangible assets Intangible assets	7 8	61,415	42,179 1
		61,416	42,180
CURRENT ASSETS			
Stocks Trade debtors Prepayments Cash at bank and in hand		90,406 79,359 4,012 5,533 179,310	64,232 74,672 3,491 31,287 173,682
CREDITORS - Amounts falling due within one year		179,310	173,062
Trade creditors Loans from directors and shareholders Other creditors, including taxation		37,400 2,809	30,643 2,946
and Social Security Accruals Hire purchase Corporation tax due		18,614 11,801 10,708 8,019	17,048 11,367 6,718 16,381
Proposed dividend		89,351	95,103
NET CURRENT ASSETS		89,959	78,579
CREDITORS - Amounts falling due after more than one year - hire purchase	9	(18,438)	(17,147)
		£132,937	£103,612
CAPITAL AND RESERVES			
Called up share capital Profit and loss account	11	100 132,837	100 103,512
SHAREHOLDERS FUNDS	12	£132,937	£103,612

The financial statements were approved by the Board on 20th August, 1996.

F.G. Williams

P.M. Williams

DIRECTORS

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH, 1996

1. ACCOUNTING POLICIES

a. Accounting convention

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

b. Depreciation

Depreciation of fixed assets is provided at rates calculated to write off the cost of the assets over the term of their useful lives. The rates in use for the various classes of assets are as follows:

Plant and equipment - 12 1/2% on cost.

Motor vehicles - 25% on reducing value.

c. Stocks

Stocks, including work in progress, are stated at the lower of cost and net realisable value.

d. Deferred taxation

Deferred taxation is provided at anticipated tax rates on differences arising from the inclusion of income and expenditure in taxation computations in periods different from which they are included in the financial statements.

e. Hire purchase

Additions to fixed assets purchased under hire purchase and lease purchase contracts are capitalised at cost. Interest payable during the accounting period is charged in the trading account.

2. TURNOVER

Turnover represents the amounts derived from the provision of goods and services within the company's ordinary activities after deducting value added tax.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION

Profit on ordinary activities after taxation is after charging:	1996	1995
Directors emoluments Auditors remuneration Depreciation of fixed assets Losses on sales of fixed assets Interest on bank overdraft Hire purchase interest	72,063 750 18,883 238 12 3,149	48,249 500 14,835 923 770 2,730
4. EMPLOYEE INFORMATION Employee costs for the year:	1996	1995
Wages and salaries (excluding directors) Social Security costs (including directors)	76,615 15,098 £91,713	72,831 12,274 £85,105
Average number of persons employed (excluding directors):		
Production	<u>4</u>	4
5. TAX ON ORDINARY ACTIVITIES	1996	1995
Corporation tax @ 25% Movement on deferred taxation (note 10)	10,519	16,381 (363)
	£10,519	£16,018

6. TRANSACTIONS WITH DIRECTORS

None of the directors has any material interests, direct or indirect, in any contract entered into by the company.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

7. TANGIBLE FIXED ASSETS	Plant and equipment	Motor vehicles	Total
Cost			
At 31st March, 1995	100,404	49,503	149,907
Additions	19,977	22,180	42,157
Disposals		(17,015)	$\frac{(17,015)}{}$
At 31st March, 1996	120,381	54,668	175,049
Depreciation			
At 31st March, 1995	84,841	22,887	107,728
Charge for year	7,829	11,054	18,883
Disposals		(12,977)	(12,977)
At 31st March, 1996	92,670	20,964	113,634
Net book values			
At 31st March, 1996	£27,711	£33,704	£61,415
At 31st March, 1995	£15,563	£26,616	£42,179

Included in tangible assets are motor vehicles (cost £54,668 net book values £33,704), which are the subject of hire purchase agreements.

8. INTANGIBLE ASSETS	1996	1995
GOODWILL - cost on acquisition of business	£1	£1
9. CREDITORS - Amounts falling due after more th	an one year	
	1996	1995
Hire purchase repayable between one and two years Hire purchase repayable between two and five years	10,708 7,730 £18,438	6,718 10,429 £17,147

Deferred taxation:

1000

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

10. PROVISIONS FOR LIABILITIES AND CHARGES

	1996	1995
balance at commencement of year	-	363
movement for year		(363)
balance at end of year	£Nil	£Nil
		

As at 31st March, 1996 there was no deferred taxation liability.

11. CALLED UP SHARE CAPITAL

	Authorised	Allotted, issued and fully paid
Ordinary shares of £l each	100	100

12. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS

	1996	1995
Profit for the financial year Dividend	29,325	45,360 10,000
Net addition to shareholders' funds	29,325	35,360
Opening shareholders' funds	103,612	68,252
Closing shareholders' funds	£132,937	£103,612

13. CAPITAL COMMITMENTS

There were no capital commitments at 31st March, 1996 (1995: £Nil). However, subsequent to the year end a new branch has been opened, and capital expenditure in the region of £50,000 has been incurred.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

14. **CONTINGENT LIABILITIES**

There are no contingent liabilities known to the directors.

15. BANK OVERDRAFT FACILITY

The company did not have an overdraft at 31st March, 1996, but there is a bank overdraft facility which is secured by a fixed and floating charge on the company assets and is guaranteed by a director.