

**Sorba UK Limited**

**Directors' report and financial statements**

31 December 1999

Registered number 01945217



## **Directors' report and financial statements**

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## Directors' report

The directors present their annual report and the audited financial statements for the year ended 31 December 1999.

### Principal activities

The principal activity of the company is the trading of sheet metal plating products.

### Business review

The results for the company for the year are set out in detail on page 4. Turnover for the year was £30,276 compared with £144,733 for 1998. There was a loss of £38,355, compared with no profit or loss for 1998.

### Dividends

The directors do not recommend the payment of a dividend.

### Directors and directors' interests

The directors who have held office during the year were as follows:

DJ van der Werff  
Sorba Products BV

The directors who held office at the end of the financial year had the following interests in the shares of the company according to the register of interests:

	Interest at 31 December 1999	Interest at 31 December 1998
Sorba Products BV	99	99

### Auditors

In accordance with Section 385 of the Companies Act 1985, a resolution for the re-appointment of KPMG as auditors of the company, is to be proposed at the forthcoming Annual General Meeting.

By order of the board

  
DJ van der Werff

Director

165 Queen Victoria  
Street  
London  
EC4V 4DD

5 April 2000

## **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 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.

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.



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## **Report of the auditors to the members of Sorba UK Limited**

We have audited the financial statements on pages 4 to 8.

### **Respective responsibilities of directors and auditors**

The directors are responsible for preparing the financial statements as described on page 2. Our responsibilities, as independent auditors, are established 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 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 1999 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

**KPMG**

*Chartered Accountants*

*Registered Auditors*

5 April 2001

**Profit and loss account**  
*for the year ended 31 December 1999*

	<i>Notes</i>	1999 £	1998 £
<b>Turnover</b>	2	30,276	144,733
Cost of sales		(26,019)	(123,023)
<b>Gross profit</b>		4,257	21,710
Administrative expenses		(42,613)	(21,830)
<b>Operating loss</b>		(38,356)	(120)
Other interest receivable and similar income	5	1	120
<b>Loss on ordinary activities before taxation</b>	3	(38,355)	-
Tax on profit/(loss) on ordinary activities	6	-	(3,922)
<b>Loss for the financial year</b>	10	(38,355)	(3,922)

A statement of recognised gains and losses has not been included as part of these financial statements as the company made no gains in the period other than disclosed in the profit and loss account.

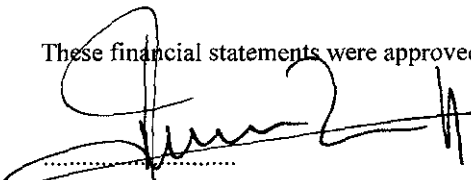
A note on historical gains and losses has not been included as part of these financial statements as the results as disclosed in the profit and loss account are prepared on an unmodified historical cost basis.

The results stated above are all derived from continuing operations.

**Balance sheet**  
*at 31 December 1999*

	Notes	1999 £	£	1998 £	£
<b>Current assets</b>					
Debtors	7	25,808		56,826	
Cash at bank and in hand		23,684		6,928	
		<u>49,492</u>		<u>63,754</u>	
<b>Creditors: amounts falling due within one year</b>	8	<u>(54,225)</u>		<u>(30,132)</u>	
<b>Total assets less current liabilities</b>			<u>(4,733)</u>		<u>33,622</u>
<b>Capital and reserves</b>					
Called up share capital	9		100		100
Profit and loss account	10		(4,833)		33,522
<b>Shareholders' funds - equity interests</b>	11		<u>(4,733)</u>		<u>33,622</u>

These financial statements were approved by the board of directors on 5 April 2000 and were signed on its behalf by:

  
**DJ van der Werff**  
 Director

## Notes

### 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.

#### *Accounting convention*

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

Under Financial Reporting Standard 1 the company is exempt from the requirement to prepare a cash flow statement on the grounds that the parent company includes the company in its own published consolidated financial statements.

#### *Foreign currencies*

Transactions in foreign currencies are recorded using the rate of exchange ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated using the rate of exchange ruling at the balance sheet date and the gains or losses on translation are included in the profit and loss account.

#### *Long term contracts*

In accordance with group accounting policy, the company does not recognise profits on its short term contracts until they have been completed. Contract work in progress is stated at costs incurred, less those transferred to the profit and loss account, after deducting foreseeable losses and payments on account not matched with turnover.

#### *Taxation*

The charge for taxation is based on the result for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes. Provision is made for deferred tax only to the extent that it is probable that an actual liability will crystallise.

#### *Turnover*

Turnover represents the amounts (excluding value added tax) derived from the provision of goods and services to customers.

### 2 Turnover

The total turnover of the company for the year has been derived from its principal activity wholly undertaken in the United Kingdom.

### 3 Loss on ordinary activities before taxation

	1999	1998
	£	£
<i>Loss on ordinary activities before taxation is stated</i>		
after charging		
Auditors' remuneration:		
Audit	2,000	2,000
Other services - fees paid to the auditor and its associates	7,484	(1,448)
Directors' remuneration	-	-



## Notes

### 4 Staff numbers and costs

The average number of persons employed by the company (including directors) during the year, analysed by category, was as follows:

	Number of employees	
	1999	1998
Administration	2	2

### 5 Other interest receivable and similar income

	1999	1998
	£	£
Bank interest	1	120

### 6 Taxation

	1999	1998
	£	£
Adjustment relating to an earlier year	-	3,922

### 7 Debtors

	1999	1998
	£	£
Trade debtors	25,808	40,375
Amounts recoverable on contracts	-	16,451
	25,808	56,826

### 8 Creditors: amounts falling due within one year

	1999	1998
	£	£
Trade creditors	4,524	6,142
Amounts owed to group undertakings	43,185	14,850
Corporation tax	1,046	3,921
Other taxes and social security costs	-	1,750
Accruals and deferred income	5,470	3,469
	54,225	30,132

## Notes

### 9 Share capital

	1999	1998
	£	£
<b>Authorised</b>		
Equity: 100 Ordinary shares of £ 1 each	100	100
	<u>100</u>	<u>100</u>
<b>Allotted, called up and fully paid</b>		
Equity: 100 Ordinary shares of £ 1 each	100	100
	<u>100</u>	<u>100</u>

### 10 Statement of movements on profit and loss account

	Profit and loss account £
Balance at 1 January 1999	33,522
Retained loss for the year	(38,355)
	<u>(4,833)</u>
Balance at 31 December 1999	<u>(4,833)</u>

### 11 Reconciliation of movements in shareholders' funds

	1999	1998
	£	£
Loss for the financial year	(38,355)	(3,922)
Opening shareholders' funds	33,622	37,544
	<u>(4,733)</u>	<u>33,622</u>
Closing shareholders' funds	<u>(4,733)</u>	<u>33,622</u>

### 12 Related party disclosures

The company has taken advantage of the exemptions conferred by Financial Reporting Standard No 8 from the requirement to make disclosures concerning related parties.

### 13 Ultimate parent company

The company is a subsidiary undertaking of Sorba Products BV incorporated in The Netherlands

The largest group in which the results of the company are consolidated is that headed by SORBA Houdstermaatschappij BV, incorporated in The Netherlands. The consolidated accounts of this company are available to the public and may be obtained from The Chamber of Commerce for Oost-Brabant, PO box 735, 5600 AS at Eindhoven, The Netherlands.

The ultimate controlling party is considered to be Vado Beheer BV, a company incorporated in the Netherlands.