Registration Number 2235902

00 10 2235902

Arrow Engineering Components Limited

Directors' Report and Financial Statements

for the year ended 31 May 1999



CELHINNEY UGHES

Portland House 431 Chester Road Old Trafford Manchester M16 9HA Tel: 0161 877 2828 Fax: 0161 877 6060

Company Information

Directors R Arrowsmith

J T Arrowsmith J L Arrowsmith

Secretary J L Arrowsmith

Company Number 2235902

Registered Office 72 Liverpool Street

Salford

Greater Manchester

Auditors McElhinney Hughes

Portland House 431 Chester Road Old Trafford Manchester M16 9HA

Bankers Yorkshire Bank plc

3rd Floor

Huntingdon House Princess Street Bolton BL1 1EH

Contents

	Page
Directors' Report	1
Auditors' Report	2
Profit and Loss Account	3
Balance Sheet	4
Notes to the Financial Statements	5 - 9

Directors' Report for the year ended 31 May 1999

Ordinary shares

The directors present their report and the financial statements for the year ended 31 May 1999.

Principal Activity and Review of the Business

The principal activities of the company continue to be those of the sale of bearings, transmission components and ancillary equipment and the provision of engineering services.

The directors are pleased to report a profit for the year, this has been achieved under difficult trading conditions and the directors are confident of increased profitability in the foreseeable future.

Directors and their Interests

The directors who served during the year and their interests in the company are as stated below:

	Ordinar y shares	
	31 May 1999	1 June 1998
		or date of
		appointment
R Arrowsmith	115,500	115,500
J T Arrowsmith	16,500	16,500
J L Arrowsmith	33,000	33,000

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 the affairs of the company and of the profit or loss of the company for that year. In preparing these the directors are required to:

- select suitable accounting policies and 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 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.

Auditors

In accordance with Section 385 of the Companies Act 1985, a resolution proposing that McElhinney Hughes be reappointed as auditors of the company will be put to the Annual General Meeting.

This report is prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

This report was approved by the Board on and signed on its behalf by

Nova 28/3/00

J L Arrowsmith

Secretary

Auditors' Report to the Shareholders of Arrow Engineering Components Limited

We have audited the financial statements on pages 3 to 9 which have been prepared in accordance with the Financial Reporting Standard for Smaller Entities, under the historical cost convention and the accounting policies set out on page 5.

Respective responsibilities of directors and auditors

As described on page 1 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 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 May 1999 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Signed

ated 28th March 2000

McElhinney Hughes
Chartered Certified Accountants and
Registered Auditor
Portland House
431 Chester Road
Old Trafford
Manchester
M16 9HA

Profit and Loss Account for the year ended 31 May 1999

		1999	1998
	Notes	£	£
Turnover	2	1,433,013	1,454,531
Change in stocks of finished goo and work in progress Raw materials and consumables Staff costs	ds	93,174 (906,827) (339,091)	29,586 (881,089) (306,499)
Depreciation on fixed assets Other operating charges		(26,569) (220,240)	(20,258) (208,784)
Operating profit	3	33,460	67,487
Interest payable and similar charges	4	(26,060)	(30,945)
Profit on ordinary activities before taxation		7,400	36,542
Tax on profit on ordinary activities	7	(4,619)	(4,136)
Retained profit for the year		2,781	32,406
Retained profit brought forward		40,112	7,706
Retained profit carried forward	ì	42,893	40,112

Balance Sheet as at 31 May 1999

		199	9	1998	
	Notes	£	£	£	£
Fixed Assets					
Tangible assets	8		62,913		61,087
Current Assets					
Stocks		505,260		412,086	
Debtors	9	349,003		370,757	
Cash at bank and in hand		400		750	
		854,663		783,593	
Creditors: amounts falling	10	(600 700)		(601,401)	
due within one year	10	(698,789)		(631,401)	
Net Current Assets			155,874		152,192
Total Assets Less Current					
Liabilities			218,787		213,279
Creditors: amounts falling due					
after more than one year	11		(10,894)		(8,167)
Net Assets			207,893		205,112
Capital and Reserves					
Called up share capital	12		165,000		165,000
Profit and loss account			42,893		40,112
Shareholders' Funds			207,893		205,112

The financial statements are prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and with the Financial Reporting Standard for Smaller Entities.

The financial statements were approved by the Board on and signed on its behalf by

R Arrowsmith 2

Director

28/3/00

28/3/co

J T Arrowsmith

Director

The notes on pages 5 to 9 form an integral part of these financial statements.

Notes to the Financial Statements for the year ended 31 May 1999

1. Accounting Policies

1.1. Accounting convention

The financial statements are prepared under the historical cost convention.

1.2. Turnover

Turnover represents the total invoice value, excluding value added tax, of sales made during the year.

1.3. Tangible fixed assets and depreciation

Depreciation is provided at rates calculated to write off the cost less residual value of each asset over its expected useful life, as follows:

Plant and machinery

10% Straight Line

Fixtures, fittings

and equipment - 10% Straight Line

Motor vehicles - 25% Straight Line

Computer equipment - 33.33% Straight Line

1.4. Leasing and hire purchase commitments

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible assets and depreciated over the shorter of the lease term and their useful lives. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce constant periodic rates of charge on the net obligations outstanding in each period.

1.5. Stock

Stock is valued at the lower of cost and net realisable value.

1.6. Pensions

The pension costs charged in the financial statements represent the contribution payable by the company during the year.

1.7. Deferred taxation

Provision is made for deferred taxation using the liability method to take account of timing differences between the incidence of income and expenditure for taxation and accounting purposes except to the extent that the directors consider that a liability to taxation is unlikely to materialise.

2. Turnover

Turnover attributable to geographical markets outside the United Kingdom amounted to 1% for the year.

Notes to the Financial Statements for the year ended 31 May 1999

..... continued

3.	Operating profit	1999 £	1998 £
	Operating profit is stated after charging:	~	~
	Depreciation of tangible assets	29,272	24,584
	Auditors' remuneration	5,395	4,850
	and after an dising		
	and after crediting:	2.702	4.226
	Profit on disposal of tangible fixed assets	2,703	4,326
4.	Interest payable and similar charges	1999	1998
		£	£
	Included in this category is the following:		
	On loans and overdrafts	3,536	4,158
	Hire purchase interest	2,348	3,525
5.	Directors' emoluments		
		1999	1998
		£	£
	Remuneration and other benefits	66,950	64,237
		Number	Number
	Number of directors to whom retirement benefits		
	are accruing under a money purchase scheme	1	1

6. Pension costs

The company operates a defined contribution pension scheme in respect of the directors. The scheme and its assets are held by independent managers. The pension charge represents contributions due from the company and amounted to £2,957 (1998 - £2,837).

Notes to the Financial Statements for the year ended 31 May 1999

..... continued

7.	Taxation				1999 £	1998 £
	UK current year taxation					
	UK Corporation Tax at 21% (19	998 - 21%)			4,619	8,007
	Prior years					
	UK Corporation Tax				-	(3,871)
	-				4.610	
					4,619	4,136
8.	Tangible fixed assets					
0.	Tangiote Mava assets	Plant and machinery	Fixtures, fittings	Motor vehicles	Computer equipment	Total
			equipment			
		£	£	£	£	£
	Cost					
	At 1 June 1998	36,712	48,273	72,309	16,054	173,348
	Additions	8,730	-	27,465	700	36,895
	Disposals	(3,500)	-	(10,991) -	(14,491)
	At 31 May 1999	41,942	48,273	88,783	16,754	195,752
	Depreciation					
	At 1 June 1998	25,462	33,494	39,494	13,811	112,261
	On disposals	(1,050)	-	(7,644) -	(8,694)
	Charge for the year	2,560	2,118	22,197	2,397	29,272
	At 31 May 1999	26,972	35,612	54,047	16,208	132,839
	Net book values				<u> </u>	
	At 31 May 1999	14,970	12,661	34,736	546	62,913
	At 31 May 1998	11,250	14,779	32,815	2,243	61,087

Included above are assets held under finance leases or hire purchase contracts as follows:

	1999		1998	
Asset description	Net book value	Depreciation charge	Net book value	Depreciation charge
	£	£	£	£
Motor vehicles	32,189	12,664	27,579	13,439

Notes to the Financial Statements for the year ended 31 May 1999

..... continued

Λ	Debtors
У.	Deblors

·•		1999 £	1998 £
	Trade debtors	340,920	361,822
	Other debtors	281	-
	Prepayments and accrued income	7,802	8,935
		349,003	370,757
10.	Creditors: amounts falling due	1999	1998
	within one year	£	£
	Bank overdraft	59,406	29,691
	Payments received against factored trade debtors	255,889	258,795
	Net obligations under finance leases		
	and hire purchase contracts	19,201	13,745
	Trade creditors	282,047	249,149
	Corporation tax	4,619	8,007
	Other taxes and social security costs	24,938	23,565
	Directors' accounts	35,830	37,714
	Other creditors	1,223	-
	Accruals and deferred income	15,636	10,735
		698,789	631,401

The bank overdraft is secured by a fixed and floating charge over the assets of the company. Payments received against factored trade debtors are secured by a charge over trade debtors.

11.	Creditors: amounts falling due after more than one year	1999 £	1998 £
	Net obligations under finance leases and hire purchase contracts	10,894	8,167

Notes to the Financial Statements for the year ended 31 May 1999

..... continued

12.	Share capital	1999	1998
		£	£
	Authorised		
	200,000 Ordinary shares of £1 each	200,000	200,000
	Allotted, called up and fully paid		
	165,000 Ordinary shares of £1 each	165,000	165,000
	-		