Registration Number 2235902

DECEMBERATION OF CONTRACTORS SIGNED, DAVISD AND RETURNED

Arrow Engineering Components Limited
Directors' Report and Financial Statements
for the year ended 31 May 2000



McELHINNEY FUGHES

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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

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Directors' Report for the year ended 31 May 2000

The directors present their report and the financial statements for the year ended 31 May 2000.

Principal Activity

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.

Directors and their Interests

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

	Ordinary shares	
	31 May 2000	1 June 1999 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 21/9/00 and signed on its behalf by

Secretary

Auditors' Report to the Shareholders of Arrow Engineering Components Limited

We have audited the financial statements on pages 3 to 8 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 2000 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Signed

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 2000

		2000	1999
	Notes	£	£
Turnover	2	1,473,873	1,433,013
Change in stocks of finished goo	ds		
and work in progress		(8,850)	93,174
Raw materials and consumables		(808,251)	(906,827)
Staff costs		(340,745)	(339,091)
Depreciation on fixed assets		(19,642)	(26,569)
Other operating charges		(220,408)	(220,240)
Operating profit	3	75,977	33,460
Interest payable			
and similar charges	4	(26,379)	(26,060)
Profit on ordinary			
activities before taxation		49,598	7,400
Tax on profit on			
ordinary activities	7	(11,310)	(4,619)
Retained profit for the year		38,288	2,781
Retained profit brought forward		42,893	40,112
Retained profit carried forwar	đ	81,181	42,893

Balance Sheet as at 31 May 2000

		200	00	199	9
	Notes	£	£	£	£
Fixed Assets					
Tangible assets	8		41,205		62,913
Current Assets					
Stocks		496,410		505,260	
Debtors	9	317,043		349,003	
Cash at bank and in hand		250		400	
		813,703		854,663	
Creditors: amounts falling due within one year	10	(608,727)		(698,789)	
Net Current Assets		-	204,976		155,874
Total Assets Less Current			1		
Liabilities			246,181		218,787
Creditors: amounts falling due					
after more than one year	11		-		(10,894)
Net Assets			246,181		207,893
Capital and Reserves					
Called up share capital	12		165,000		165,000
Profit and loss account			81,181		42,893
Shareholders' Funds			246,181		207,893

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 $\frac{2!}{9}$ and signed on its behalf by

R Arrowsmith Director

J L Arrowsmith
Director

The notes on pages 5 to 8 form an integral part of these financial statements.

Notes to the Financial Statements for the year ended 31 May 2000

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 0% for the year.

Notes to the Financial Statements for the year ended 31 May 2000

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3.	Operating profit	2000 £	1999 £
	Operating profit is stated after charging:		
	Depreciation of tangible assets	15,914	29,272
	Loss on disposal of tangible fixed assets	3,728	(2,703)
	Auditors' remuneration	5,395 =====	5,395
4.	Interest payable and similar charges	2000 £	1999 £
	Included in this category is the following:		
	On loans and overdrafts	4,915	3,536
	Hire purchase interest	2,147	2,348
5.	Directors' emoluments		
		2000	1999
		£	£
	Remuneration and other benefits	63,936	66,950
		Number	Number
	Number of directors to whom retirement benefits		
	are accruing under a money purchase scheme	2	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 £3,957 (1999 - £2,957).

7.	Taxation	2000	1999
		£	£
	UK current year taxation		
	UK Corporation Tax at 20% (1999 - 21%)	11,310	4,619

Notes to the Financial Statements for the year ended 31 May 2000

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8.	Tangible	fixed	assets
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Tangiote mice assets	Plant and machinery	Fixtures, fittings equipment	Motor vehicles	Computer equipment	Total
	£	£	£	£	£
Cost					
At 1 June 1999	41,942	48,273	88,783	16,754	195,752
Additions	-		-	700	700
Disposals			(26,640	-	(26,640)
At 31 May 2000	41,942	48,273	62,143	17,454	169,812
Depreciation				-	
At 1 June 1999	26,972	35,612	54,047	16,208	132,839
On disposals	-	-	(20,146) -	(20,146)
Charge for the year	2,560	2,119	10,690	545	15,914
At 31 May 2000	29,532	37,731	44,591	16,753	128,607
Net book values		 			
At 31 May 2000	12,410	10,542	17,552	701	41,205
At 31 May 1999	14,970	12,661	34,736	546	62,913

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

		20	000	19	99
	Asset description	Net book value £	Depreciation charge	Net book value £	Depreciation charge
	Motor vehicles	17,552	10,690	32,189	12,664
9.	Debtors			2000	1999
				£	£
	Trade debtors			306,926	340,920
	Other debtors			2,727	281
	Prepayments and accrued income			7,390	7,802
				317,043	349,003

Notes to the Financial Statements for the year ended 31 May 2000

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10.	Creditors: amounts falling due within one year	2000 £	1999 £
	Bank overdraft	61,448	59,406
	Payments received against factored trade debtors	241,387	255,889
	Net obligations under finance leases		
	and hire purchase contracts	10,310	19,201
	Trade creditors	193,460	282,047
	Corporation tax	11,310	4,619
	Other taxes and social security costs	38,482	24,938
	Directors' accounts	37,120	35,830
	Other creditors	512	1,223
	Accruals and deferred income	14,698	15,636
		608,727	698,789

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	2000 £	1999 £
	Net obligations under finance leases		
	and hire purchase contracts		10,894
12.	Share capital	2000 £	1999 £
	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

13. Transactions with directors

The company's bank borrowings are secured on property owned personally by R Arrowsmith and J L Arrowsmith.