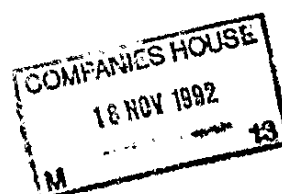


2273948

FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 JULY 1992  
FOR  
IMPERIAL CLEANING SERVICES(WALES)LIMITED



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IMPERIAL CLEANING SERVICES(WALES)LIMITED

COMPANY INFORMATION

DIRECTORS: P.G. McAlister  
B.D. McAlister

SECRETARY: B.D. McAlister

REGISTERED OFFICE: Ashton House,  
Chadwick Street,  
Moreton, Wirral,  
Merseyside.

REGISTERED NUMBER: 2273948

AUDITORS: Morris and Company,  
Registered Auditor  
Chartered Accountants,  
Ashton House,  
Chadwick Street,  
Moreton,  
Wirral. L46 7TE.

IMPERIAL CLEANING SERVICES(WALES)LIMITED

REPORT OF THE DIRECTORS

The directors present their report with the audited financial statements of the company for the year ended 31 July 1992.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of industrial cleaning contractors.

REVIEW OF BUSINESS

The results for the year and financial position of the company are as shown in the annexed financial statements.

A summary of the result of the years trading is given on Page 5 of the accounts.

The directors consider the result achieved on ordinary activities before taxation to be satisfactory, particularly in the light of difficult trading conditions. Adequate finance has been obtained to take advantage of business opportunities and the future development of the business. The directors consider the state of affairs to be satisfactory.

DIVIDENDS AND TRANSFERS TO RESERVES

Interim dividends were paid as follows:

£1 Ordinary shares	£8 per share	- 2 April 1992
£1 Ordinary Preferred shares	£7.50	- 2 April 1992
	-----	
	£7.50	
	=====	

The directors recommend final dividends as follows:

£1 Ordinary shares	NIL
£1 Ordinary Preferred shares	£7.50 per share

The total distribution of dividends for the year ended 31 July 1992 will be £32,600 and the retained profit transferred to reserves will be £9,534.

FIXED ASSETS

Acquisitions and disposals of fixed assets during the year are recorded in the Notes to the Accounts.

RESEARCH AND DEVELOPMENT

There has been no expenditure on research and development.

EVENTS SINCE THE END OF THE YEAR

Information relating to events since the end of the year is given in the notes to the financial statements.

DIRECTORS

The directors of the company in office during the year and their beneficial interests in the issued share capital were as follows:

<u>Name</u>	<u>Class of Capital</u>	<u>31. 7.92</u>	<u>1. 8.91</u>
P.G. McAlister	Ordinary £1	600	600
B.D. McAlister	Ordinary £1	600	600

IMPERIAL CLEANING SERVICES(WALES)LIMITED

REPORT OF THE DIRECTORS

**POLITICAL AND CHARITABLE CONTRIBUTIONS**

The company made no political or charitable contributions.

**AUDITORS**

The auditors, Morris and Company,, will be proposed for re-appointment in accordance with Section 385 of the Companies Act 1985.

**ON BEHALF OF THE BOARD:**

B.D. McAlister - Secretary *B.D. McAlister*

Dated: 21st October 1992

IMPERIAL CLEANING SERVICES(WALES)LIMITED

REPORT OF THE AUDITORS TO THE MEMBERS OF  
IMPERIAL CLEANING SERVICES(WALES)LIMITED

We have audited the financial statements on pages five to twelve in accordance with Auditing Standards having regard to the matters referred to in the following paragraph.

In our opinion the company is entitled to claim exemption under Section 248 Companies Act 1985 from the requirement to prepare group accounts under Section 227 Companies Act 1985.

Subject to the foregoing, in our opinion the financial statements give a true and fair view of the state of the company's affairs at 31 July 1992 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Morris and Company,  
Registered Auditor  
Chartered Accountants,  
Ashton House,  
Chadwick Street,  
Moreton,  
Wirral. L46 7TE.

*MORRIS*

Dated: 22nd October 1992

IMPERIAL CLEANING SERVICES (WALES) LIMITED

PROFIT AND LOSS ACCOUNT  
for the Year Ended 31 July 1992

		31. 7.92		31. 7.91	
	Notes	£	£	£	£
TURNOVER	2		630,773		607,817
Cost of Sales			451,580		436,403
			-----		-----
GROSS PROFIT			179,193		171,414
Administrative Expenses		148,183		99,389	
Other Operating Charges		32,124		31,853	
		-----	180,307	-----	131,242
			(1,114)		40,172
Other Operating Income	3		69,000		8,000
			-----		-----
OPERATING PROFIT	5		67,886		48,172
Interest Receivable	6		-		1,499
			-----		-----
			67,886		49,671
Interest Payable and Similar Charges	7		5,723		2,695
			-----		-----
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION			62,163		46,976
Tax on Profit on Ordinary Activities	8		20,029		7,167
			-----		-----
PROFIT FOR THE YEAR			42,134		39,809
Dividends	9		32,600		29,000
			-----		-----
			9,534		10,809
Retained Profit brought forward:					
As previously reported		(12,708)		(23,517)	
Prior Year Adjustments	10	17,110		-	
		-----		-----	
As restated			4,402		(23,517)
			-----		-----
RETAINED PROFIT CARRIED FORWARD			£13,936		£(12,708)
			=====		=====

The notes form part of these financial statements

IMPERIAL CLEANING SERVICES (WALES) LIMITED

BALANCE SHEET  
As at 31 July 1992

		<u>31. 7.92</u>		<u>31. 7.91</u>	
	Notes	£	£	£	£
<b>FIXED ASSETS:</b>					
Intangible Assets	11		160,531		114,334
Tangible Assets	12		58,211		64,611
Investments	13		2,100		2,051
			-----		-----
			220,842		180,996
<b>CURRENT ASSETS:</b>					
Debtors	14	115,136		128,634	
Cash at Bank		-		499	
		-----		-----	
		115,136		129,133	
<b>CREDITORS: Amounts falling due within one year</b>	15	98,280		142,087	
		-----		-----	
<b>NET CURRENT ASSETS:</b>			16,856		(12,954)
			-----		-----
<b>TOTAL ASSETS LESS CURRENT LIABILITIES:</b>			237,698		168,042
<b>CREDITORS: Amounts falling due after more than one year</b>					
Owed to Group Undertakings			50,000		-
			-----		-----
			£187,698		£168,042
			=====		=====
<b>CAPITAL AND RESERVES:</b>					
Called Up Share Capital	17		3,200		3,000
Share Premium	18		149,000		149,000
Revaluation Reserve	19		21,562		28,750
Profit & Loss Account			13,936		(12,708)
			-----		-----
			£187,698		£168,042
			=====		=====

P.G. McAlister - DIRECTOR

Approved by the Board on 21st October 1992

The notes form part of these financial statements



NOTES TO THE FINANCIAL STATEMENTS  
for the Year Ended 31 July 1992

1. ACCOUNTING POLICIES

Accounting Convention

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

Exemption has been taken from preparing a cash flow statement on the grounds that the company qualifies as a small company.

Turnover

Turnover represents net invoiced sales of goods, excluding value added tax.

Goodwill

Goodwill, being the amount paid in connection with the acquisition of a business in 1990, is being written off evenly over its estimated useful life of 15 years.

Tangible Fixed Assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Office Equipment	- 15% on written down value
Plant & Machinery	- 25% on written down value
Motor Vehicles	- 25% on written down value

Deferred Taxation

Provision is made at current rates for taxation deferred in respect of all material timing differences except to the extent that, in the opinion of the directors, there is reasonable probability that the liability will not arise in the foreseeable future.

2. TURNOVER

The turnover and profit before taxation are attributable to the one principal activity of the company.

3. OTHER OPERATING INCOME

	1992	1991
	£	£
Administration Fee	69,000	8,000
	=====	=====

4. STAFF COSTS

	1992	1991
	£	£
Wages and Salaries	427,297	417,659
	=====	=====

NOTES TO THE FINANCIAL STATEMENTS  
for the Year Ended 31 July 1992

The average weekly number of employees during the year was as follows:

	1992	1991
Production	221	146
Sales	2	2
Office and Management	2	2
	===	===

5. OPERATING PROFIT

The operating profit is stated after charging:

	1992	1991
	£	£
Directors' Emoluments	-	-
Depreciation - Owned Assets	19,273	9,180
Goodwill Written Off	11,834	19,666
Auditors' Remuneration	2,500	2,000
	=====	=====

6. INTEREST RECEIVABLE

	1992	1991
	£	£
Deposit Account Interest	-	1,499
	=====	=====

7. INTEREST PAYABLE AND SIMILAR CHARGES

	1992	1991
	£	£
Bank Loans, Overdrafts and Other Loans repayable within five years	5,723	2,695
	=====	=====

8. TAXATION

The tax charge on the profit on ordinary activities for the year was as follows:

	1992	1991
	£	£
Based on the adjusted results of the year:		
UK Corporation Tax	20,029	7,167
	=====	=====

9. DIVIDENDS

	1992	1991
	£	£
2,200 Ordinary shares of £1 each		
Interim - Ordinary Shares	17,600	14,000
1,000 Ordinary Preferred shares of £1 each		
Interim-Ordinary Pref. Shares	7,500	7,500
Final - Ordinary Pref. Shares	7,500	7,500
	-----	-----
	32,600	29,000
	=====	=====

NOTES TO THE FINANCIAL STATEMENTS  
for the Year Ended 31 July 1992

10. PRIOR YEAR ADJUSTMENTS

The prior year adjustment relates to the revision of the goodwill from 5 years to 15 years.

11. INTANGIBLE FIXED ASSETS

	Goodwill
	-----
	£
COST:	
As at 1 August 1991	140,000
Additions	40,921
	-----
	180,921
	-----
AMORTISATION:	
As at 1 August 1991	25,666
Charge for Year	11,834
Prior Year Adjustment	(17,110)
	-----
	20,390
	-----
NET BOOK VALUES:	
As at 31 July 1992	£160,531
	=====
As at 31 July 1991	£114,334
	=====

12. TANGIBLE FIXED ASSETS

	Office Equipment	Plant & Machinery	Motor Vehicles	Totals
	-----	-----	-----	-----
	£	£	£	£
COST:				
As at 1 August 1991	1,004	70,045	5,000	76,049
Additions	140	12,733	-	12,873
	-----	-----	-----	-----
	1,144	82,778	5,000	88,922
	-----	-----	-----	-----
DEPRECIATION:				
As at 1 August 1991	158	9,717	1,563	11,438
Charge for Year	148	18,266	859	19,273
	-----	-----	-----	-----
	306	27,983	2,422	30,711
	-----	-----	-----	-----
NET BOOK VALUES:				
As at 31 July 1992	£838	£54,795	£2,578	£58,211
	=====	=====	=====	=====
As at 31 July 1991	£846	£60,328	£3,437	£64,611
	=====	=====	=====	=====

**NOTES TO THE FINANCIAL STATEMENTS**  
**for the Year Ended 31 July 1992**

**13. FIXED ASSET INVESTMENTS**

The company's investments in the ordinary share capital of unlisted companies at the balance sheet date include the following:

Company	%age Holding	Country of Incorporation
-----	----	-----
I.C.S. (Merseyside) Ltd	100	England
I.C.S. (Manchester) Ltd	100	England
Imperial Industrial Svs Ltd	100	England

Investments (neither listed nor unlisted) were as follows:

	1992	1991
	£	£
Cost	2,100	2,051
	=====	=====

**14. DEBTORS: AMOUNTS FALLING  
DUE WITHIN ONE YEAR**

	1992	1991
	£	£
Trade Debtors	37,204	54,050
Prepayments & Accrued Income	804	-
Owed by Group Undertaking	74,428	72,084
Other Debtor	200	-
ACT Recoverable	2,500	2,500
	-----	-----
	115,136	128,634
	=====	=====

**15. CREDITORS: AMOUNTS FALLING  
DUE WITHIN ONE YEAR**

	1992	1991
	£	£
Bank Loans and Overdrafts (See Note 16)	10,875	44,061
Trade Creditors	14,407	15,407
Other Creditors	1,294	30,000
Proposed Dividend	7,500	7,500
Other Taxes & PAYE	22,138	16,388
Owed to Group Undertakings	2,601	4,051
A C T Payable	-	2,500
Taxation	20,029	-
Accrued Expenses	19,436	22,180
	-----	-----
	98,280	142,087
	=====	=====

NOTES TO THE FINANCIAL STATEMENTS  
for the Year Ended 31 July 1992

16. BANK LOANS AND OVERDRAFTS

The aggregate amount of bank loans and overdrafts was as follows:

	1992 £	1991 £
Falling due within one year		
Bank Overdraft	10,875	44,061
	=====	=====

Agreed charge on:- all acquired property, fixed plant and machinery, present and future book debts and all other monetary debts and claims, share and loan capital of every subsidiary, all stocks and shares deposited with the bank, present and future goodwill and uncalled capital of the company, floating charge on other present and future assets.

17. CALLED UP SHARE CAPITAL

			1992 £	1991 £
Authorised:				
Number:	Class:	Nominal Value:		
49,000	Ordinary	£1	49,000	49,000
1,000	Ordinary Preferred	£1	1,000	1,000
			-----	-----
			50,000	50,000
			=====	=====
Allotted, issued and fully paid:				
Number:	Class:	Nominal Value:		
2,200	Ordinary	£1	2,200	2,000
1,000	Ordinary Preferred	£1	1,000	1,000
			-----	-----
			3,200	3,000
			=====	=====

18. SHARE PREMIUM ACCOUNT

	1992 £	1991 £
Brought Forward	149,000	149,000
	=====	=====

19. REVALUATION RESERVE

	1992 £	1991 £
Brought Forward	28,750	-
Revaluation on Reserve	-	30,000
	-----	-----
	28,750	30,000
Less:		
Profit and Loss Transfer	7,188	1,250
	-----	-----
	21,562	28,750
	=====	=====

NOTES TO THE FINANCIAL STATEMENTS  
For the Year Ended 31 July 1992

20. ULTIMATE HOLDING COMPANY

The company is regarded as being the ultimate holding company for Imperial Cleaning Services (Merseyside) Ltd; Imperial Cleaning Services (Manchester) Ltd and for Imperial Industrial Services Ltd.

21. CONTINGENT LIABILITIES

There were no contingent liabilities existing at the company's year end.

22. PENSION COMMITMENTS

The Company has no commitments to existing or past directors.

23. OTHER FINANCIAL COMMITMENTS

The company has no other financial commitments at the year end.

24. TRANSACTIONS WITH DIRECTORS

The company had no transactions with directors during the year which are required to be disclosed.

25. POST BALANCE SHEET EVENTS

No events took place since the company's year end which are material and which are required to be notified in accordance with Statement of Standard Accounting Practice, 17.