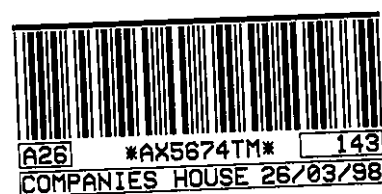


2354135

T D Boxall Limited
Directors' Report and Financial Statements
for the year ended 31 October 1997



T D Boxall Limited

Company Information

Directors	T D Boxall A Boxall
Secretary	T D Boxall
Company Number	2354135
Registered Office	Douglas House East Street Tonbridge Kent TN9 1HP
Auditors	NSP Chartered Accountants Douglas House East Street Tonbridge Kent TN9 1HP
Bankers	National Westminster Bank plc 91 High Street Maidstone Kent ME14 1XT
Solicitors	Brachers Somerfield House 59 London Road Maidstone Kent ME16 8JH

T D Boxall Limited

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T D Boxall Limited

Directors' Report for the year ended 31 October 1997

The directors present their report and the financial statements for the year ended 31 October 1997.

Principal Activities and Review of the Business

The principal activity of the company throughout the year was that of crop spraying and fertilising contractors.

The directors are pleased with the profit for the year and look forward to another successful year for the company.

Results and Dividends

The results for the year are set out on page 4.

The directors have paid an interim dividend, amounting to £8,000, (1996: £17,000) and they do not recommend payment of a final dividend.

Directors and their Interests

The directors who served during the year and their interests in the company were as stated below.

		Number of shares	
		1997	1996
	Class of share		
T D Boxall	Ordinary shares	1	1
A Boxall	Ordinary shares	1	1
		<hr/>	<hr/>

Auditors

The company has by elective resolution dispensed with the obligation to appoint auditors annually in accordance with Section 386(1) of the Companies Act 1985. Therefore, the auditors, NSP Chartered Accountants, will be deemed to be reappointed for each succeeding financial year.

T D Boxall Limited

Directors' Report for the year ended 31 October 1997 (continued)

Directors' Responsibilities

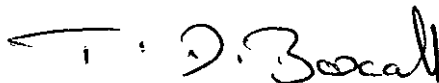
Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to:

- 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 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.

This report was approved by the Board on 4 February 1998.

X T D Boxall
Secretary



T D Boxall Limited

**Auditors' Report
to the shareholders of T D Boxall Limited**

We have audited the financial statements on pages 4 to 12 which have been prepared under the historical cost convention and the accounting policies set out on page 6.

Respective responsibilities of directors and auditors

As described on page 2 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 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 October 1997 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

NSP Chartered Accountants

NSP Chartered Accountants

4 February 1998

Registered Auditor

Douglas House
East Street
Tonbridge
Kent TN9 1HP

T D Boxall Limited

**Profit and Loss Account
for the year ended 31 October 1997**

	Notes	1997 £	1996 £
Turnover	2	401,743	422,753
Cost of sales		(279,976)	(299,700)
Gross profit		121,767	123,053
Administrative expenses		(93,237)	(87,604)
Operating profit	3	28,530	35,449
Other interest receivable and similar income	4	121	16
Interest payable and similar charges	5	(14,950)	(12,539)
Profit on ordinary activities before taxation		13,701	22,926
Tax on profit on ordinary activities	6	835	(5,894)
Profit on ordinary activities after taxation		14,536	17,032
Dividends	7	(8,000)	(17,000)
Retained profit for the year	16	£ 6,536	£ 32

There are no recognised gains and losses other than those passing through the profit and loss account.

There have been no discontinued activities or acquisitions during the current or preceding accounting period.

T D Boxall Limited

**Balance Sheet
as at 31 October 1997**

	Notes	1997 £	1996 £
Fixed Assets			
Tangible assets	8	212,450	104,114
Current Assets			
Stocks	9	3,805	5,350
Debtors	10	70,721	53,035
Cash at bank and in hand		17	11,250
		<u>74,543</u>	<u>69,635</u>
Creditors: amounts falling due within one year	11	<u>(190,997)</u>	<u>(148,895)</u>
Net Current Liabilities		<u>(116,454)</u>	<u>(79,260)</u>
Total Assets Less Current Liabilities		95,996	24,854
Creditors: amounts falling due after more than one year	12	<u>(74,550)</u>	<u>(9,944)</u>
		<u>£ 21,446</u>	<u>£ 14,910</u>
Capital and Reserves			
Called up share capital	15	2	2
Profit and loss account	16	21,444	14,908
Shareholders' Funds (equity interests)	17	<u>£ 21,446</u>	<u>£ 14,910</u>

The financial statements were approved by the Board on 4 February 1998.



A Boxall
Director

T D Boxall Limited

Notes to the Financial Statements for the year ended 31 October 1997

1. Accounting Policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention and include the results of the company's operations as indicated in the directors' report, all of which are continuing.

The company has taken advantage of the exemption in Financial Reporting Standard No 1 from the requirement to produce a cash flow statement on the grounds that it is a small company.

1.2 Turnover

Turnover represents amounts receivable for goods and services provided in the UK net of VAT and trade discounts.

1.3 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Plant and machinery	-	15% Reducing balance
Fixtures, fittings and equipment	-	15% Reducing balance
Motor vehicles	-	25% Reducing balance

1.4 Leasing and hire purchase commitments

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible assets and depreciated over 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 a constant periodic rate of charge on the net obligation outstanding in each period.

Rentals payable under operating leases are charged against income on a straight line basis over the lease term.

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 contributions payable by the company during the year in accordance with SSAP 24.

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 crystallise.

T D Boxall Limited

**Notes to the Financial Statements
for the year ended 31 October 1997**

2. Turnover

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

3. Operating Profit	1997	1996
	£	£
Operating profit is stated after charging:		
Depreciation of tangible assets	38,033	19,096
Operating lease rentals		
- Plant and machinery	15,103	13,492
Auditors' remuneration	1,800	1,800
	<u> </u>	<u> </u>
 4. Other Interest Receivable and Similar Income	 1997	 1996
	£	£
Bank interest received	121	16
	<u> </u>	<u> </u>
 5. Interest Payable	 1997	 1996
	£	£
On bank loans and overdrafts	4,571	5,072
On other loans wholly repayable within 5 years	4,846	4,081
Hire purchase interest	5,533	3,386
	<u> </u>	<u> </u>
	£ 14,950	£ 12,539
	<u> </u>	<u> </u>
 6. Taxation	 1997	 1996
	£	£
U.K. Current year taxation		
U.K. Corporation tax at 24/21 % (1996 - 25/24 %)	(835)	6,028
Prior years		
U.K. Corporation tax	-	(134)
	<u> </u>	<u> </u>
	£ (835)	£ 5,894
	<u> </u>	<u> </u>

If provision were to be made for deferred tax on the basis of the full potential liability, the tax charge for the year would increase by £16,061 (1996 - £12,289).

T D Boxall Limited

**Notes to the Financial Statements
for the year ended 31 October 1997**

7.	Dividends	1997	1996
		£	£
	Ordinary interim paid 31 October 1997	<u>8,000</u>	<u>17,000</u>

8.	Tangible Assets	Plant and machinery	Fixtures, fittings & equipment	Motor vehicles	Total
		£	£	£	£
	Cost				
	At 1 November 1996	169,035	7,226	21,209	197,470
	Additions	171,366	5,018	-	176,384
	Disposals	(57,091)	-	-	(57,091)
	At 31 October 1997	<u>283,310</u>	<u>12,244</u>	<u>21,209</u>	<u>316,763</u>
	Depreciation				
	At 1 November 1996	73,687	3,072	16,597	93,356
	On disposals	(27,076)	-	-	(27,076)
	Charge for year	35,505	1,375	1,153	38,033
	At 31 October 1997	<u>82,116</u>	<u>4,447</u>	<u>17,750</u>	<u>104,313</u>
	Net book values				
	At 31 October 1997	<u>£ 201,194</u>	<u>£ 7,797</u>	<u>£ 3,459</u>	<u>£ 212,450</u>
	At 31 October 1996	<u>£ 95,348</u>	<u>£ 4,154</u>	<u>£ 4,612</u>	<u>£ 104,114</u>

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

	Net book value	Depreciation charge
	1997 1996	1997 1996
	£ £	£ £
Plant and machinery	<u>153,206 25,793</u>	<u>27,037 5,927</u>

9.	Stocks	1997	1996
		£	£
	Raw materials and consumables	<u>3,805</u>	<u>5,350</u>

T D Boxall Limited

**Notes to the Financial Statements
for the year ended 31 October 1997**

10. Debtors	1997 £	1996 £
Trade debtors	66,986	45,354
ACT recoverable	2,000	4,250
Other debtors	1,735	3,431
	<u>£ 70,721</u>	<u>£ 53,035</u>

11. Creditors: amounts falling due within one year	1997 £	1996 £
Bank loans and overdrafts	6,059	-
Net obligations under finance lease and hire purchase contracts	31,653	11,256
Trade creditors	132,246	106,536
Corporation tax	-	6,029
Other taxes and social security costs	18,877	22,594
Directors' current accounts	262	580
Accruals and deferred income	1,900	1,900
	<u>£ 190,997</u>	<u>£ 148,895</u>

The bank loans and overdrafts are secured by a mortgage dated 10 April 1990 incorporating a fixed and floating charge over all the company's assets and by a charge over a life assurance policy in the name of Mr T D Boxall.

The obligations under finance lease and hire purchase contracts are secured on the assets concerned.

12. Creditors: amounts falling due after more than one year	1997 £	1996 £
Net obligations under finance leases and hire purchase contracts		
Repayable within one year	38,740	12,791
Repayable between one and five years	92,391	12,502
	<u>131,131</u>	<u>25,293</u>
Finance charges and interest allocated to future accounting periods	(24,928)	(4,093)
	<u>106,203</u>	<u>21,200</u>
Included in current liabilities	(31,653)	(11,256)
	<u>£ 74,550</u>	<u>£ 9,944</u>

T D Boxall Limited

**Notes to the Financial Statements
for the year ended 31 October 1997**

13. Provisions for Liabilities and Charges

Deferred tax is provided at 24/21 % (1996 - 25/24 %) analysed over the following timing differences:

	Not provided		Provided	
	1997	1996	1997	1996
	£	£	£	£
Accelerated capital allowances	<u>16,061</u>	<u>12,289</u>	<u>-</u>	<u>-</u>

14. Pension Costs

The company operates a defined contribution scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charged to the profit and loss account in the year represents contributions paid by the company to the fund during the year.

15. Share Capital	1997	1996
	£	£
Authorised		
1,000 Ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>
Allotted, called up and fully paid		
2 Ordinary shares of £1 each	<u>2</u>	<u>2</u>

16. Profit And Loss Account	1997	1996
	£	£
Retained profits at 1 November 1996	14,908	14,876
Retained profit for the year	<u>6,536</u>	<u>32</u>
Retained profits at 31 October 1997	<u>£ 21,444</u>	<u>£ 14,908</u>

T D Boxall Limited

**Notes to the Financial Statements
for the year ended 31 October 1997**

17. Reconciliation of Movements in Shareholders' Funds

	1997 £	1996 £
Profit for the financial year	14,536	17,032
Dividends	(8,000)	(17,000)
	<hr/> 6,536	<hr/> 32
Net addition to shareholders' funds	14,910	14,878
Opening shareholders' funds	<hr/> £ 21,446	<hr/> £ 14,910
Closing shareholders' funds	<hr/> <hr/>	<hr/> <hr/>

18. Financial Commitments

At 31 October 1997 the company had annual commitments under non-cancellable operating leases as follows:

	1997 £	1996 £
Expiry date:		
Within one year	4,506	5,290
Between two and five years	-	4,506
	<hr/> £ 4,506	<hr/> £ 9,796
	<hr/> <hr/>	<hr/> <hr/>

19. Directors' Emoluments

	1997 £	1996 £
Emoluments for qualifying services	36,000	36,000
Company pension contributions to money purchase schemes	4,785	4,057
	<hr/> £ 40,785	<hr/> £ 40,057
	<hr/> <hr/>	<hr/> <hr/>

T D Boxall Limited

Notes to the Financial Statements for the year ended 31 October 1997

20. Transactions With Directors

The following directors had interest free loans during the year. The movement on these loans is as follows:

	Amount Outstanding 1997 £	1996 £	Maximum in year £
T D Boxall	-	-	7,737

At the balance sheet date the company owed the directors £262 (1996: £580).

21. Employees

Number of employees

The average monthly number of employees (including directors) during the year was:

	1997 Number	1996 Number
Directors	2	2
Staff	2	2
	<u>4</u>	<u>4</u>

Employment costs

	£	£
Wages and salaries	63,473	71,998
Social security costs	5,880	7,227
Other pension costs	4,785	4,057
	<u>£ 74,138</u>	<u>£ 83,282</u>

22. Control

For both this year and the preceeding year the directors, T D Boxall and A Boxall, each held 50% of the shares. No one person had a controlling interest in the company.