

COMPANY NUMBER 2446167

GOADSBY & HARDING (HOLDINGS) LIMITED
AND ITS SUBSIDIARY UNDERTAKING

FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 1995



GOADSBY & HARDING (HOLDINGS) LIMITED
AND ITS SUBSIDIARY UNDERTAKING

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**GOADSBY & HARDING (HOLDINGS) LIMITED
AND ITS SUBSIDIARY UNDERTAKING**

REPORT OF THE DIRECTORS

The directors present their report together with the financial statements for the year ended 30 June 1995.

Principal activities

The group is principally engaged in residential and commercial estate agency, surveying and related activities.

Results

The profit for the year after taxation amounted to £73. The directors propose a final dividend of £50,000 leaving £49,927 to be deducted from reserves.

Review of the business

The continuing difficult trading conditions have resulted in a fall in both turnover and operating profit. Nevertheless the company, through tight financial control, and by seeking selective opportunities to expand the existing market place, is well situated to improve its position in the ensuing year.

Directors

The Directors who held office in the company during the year are listed below.

All served throughout the year.

The interests of the directors in the shares of the company at 1 July 1994 (or appointment if later) and at 30 June 1995, were as follows:

	The Company Ordinary Shares	
	1995	1994
N Read-Wilson	37,549	33,596
J A Tofield	34,795	30,326
P M de G Ratcliff	—	—
C Rowley	—	—
M D Clatworthy	39,982	36,561
R Harcourt	31,230	27,243
B P Read	30,904	27,895
D Errington	19,638	16,819
C L Heighway	3,673	1,680
D N Huck	3,673	1,680

**GOADSBY & HARDING (HOLDINGS) LIMITED
AND ITS SUBSIDIARY UNDERTAKING**

REPORT OF THE DIRECTORS

Directors' responsibilities for the financial statements

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 the group and of the profit or loss of the group 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 group will continue in business.

The directors are responsible for keeping proper accounting records, for safeguarding the assets of the group and for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Changes in fixed assets

Fixed assets of the group and the company are set out in notes 7 and 8 of the financial statements.

Charitable donations

During the year donations to charitable organisations amounted to £688 (1994: £845).

Auditors

Grant Thornton offer themselves for reappointment as auditors in accordance with section 385 of the Companies Act 1985.

Registered office:
37/43 St Peter's Road
Bournemouth
BH1 2JR

7 September 1995

By order of the Board



N READ-WILSON
Chairman

**REPORT OF THE AUDITORS TO THE MEMBERS OF
GOADSBY & HARDING (HOLDINGS) LIMITED**

We have audited the financial statements on pages 4 to 20 which have been prepared under the accounting policies set out on pages 4 and 5.

Respective responsibilities of directors and auditors

As described on page 2 the 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 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.

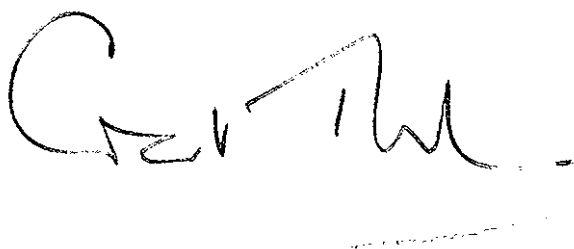
Opinion

In our opinion the financial statements give a true and fair view of the state of affairs of the company and the group at 30 June 1995 and of the result of the group for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

**GRANT THORNTON
REGISTERED AUDITORS
CHARTERED ACCOUNTANTS**

Bournemouth

7 September 1995

A handwritten signature in dark ink, appearing to read 'Grant Thornton', is written over a faint, horizontal line. The signature is stylized and cursive.

**GOADSBY & HARDING (HOLDINGS) LIMITED
AND ITS SUBSIDIARY UNDERTAKING**

**PRINCIPAL ACCOUNTING POLICIES
FOR THE YEAR ENDED 30 JUNE 1995**

The financial statements have been prepared under the historical cost convention.

The principal accounting policies of the group have remained unchanged from the previous year and are set out below.

Basis of consolidation

The group financial statements consolidate the financial statements of the company and of its subsidiary undertaking (see note 9) drawn up to 30 June 1995. All intra group profits or losses are eliminated on consolidation.

Goodwill arising on consolidation is being amortised over a period of 20 years.

Turnover

Turnover comprises commission and fees receivable, exclusive of Value Added Tax. Commissions on sales of residential and commercial properties are recognised as earned when the contract for sale is exchanged, provided that thereafter the contract is, or is expected to be, completed. Other commissions are accounted for mainly on a cash received basis. Fees for other professional services are recognised when they become due and payable.

Depreciation

Depreciation is calculated to write down the cost of tangible fixed assets over their expected useful lives.

The rates generally applicable are:

Asset	Method	Rate
Freehold properties	Straight line	2% per annum
Long leaseholds	Straight line	2% per annum
Short leaseholds and leasehold improvements	Straight line	Period of lease
Fixtures, furniture and equipment	Straight line	10% per annum
Computers	Straight line	20% per annum
Motor vehicles	Reducing balance	25% per annum
Equipment on finance leases	Straight line	Over the life of the lease

Investment properties

In accordance with Statement of Standard Accounting Practice No 19, investment properties are included in the balance sheet at their open market values. The surpluses or deficits on revaluation of individual properties are transferred to the investment revaluation reserve. Depreciation is not provided in respect of freehold investment properties. The directors consider that this policy, which represents a departure from statutory accounting principles, is necessary in order that the financial statements may give a true and fair view.

**GOADSBY & HARDING (HOLDINGS) LIMITED
AND ITS SUBSIDIARY UNDERTAKING**

**PRINCIPAL ACCOUNTING POLICIES
FOR THE YEAR ENDED 30 JUNE 1995**

Investments

Investments in subsidiaries are included at cost.

Deferred tax

Deferred tax is provided for under the liability method using the tax rates estimated to arise when the timing differences reverse and is accounted for to the extent that it is probable that a liability or asset will crystallise. Unprovided deferred tax is disclosed as a contingent liability.

Debit balances arising in respect of advance corporation tax on dividends payable or proposed are carried forward to the extent that they are expected to be recovered.

Leased assets

Assets held under finance leases and hire purchase contracts are capitalised in the balance sheet and depreciated over their expected useful lives. The interest element of leasing payments represents a constant proportion of the capital balance outstanding and is charged to the profit and loss account over the period of the lease.

All other leases are regarded as operating leases and the payments made under them are charged to the profit and loss account on a straight-line basis over the lease term.

Contributions to pension funds

Defined contribution schemes

The pension costs charged against profits represent the amount of the contributions payable to the schemes in respect of the accounting period.

**GOADSBY & HARDING (HOLDINGS) LIMITED
AND ITS SUBSIDIARY UNDERTAKING**

**CONSOLIDATED PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 30 JUNE 1995**

	Note	1995 £	1994 £
Turnover	1	4,209,549	4,579,122
Other operating income	1	83,718	78,544
		<u>4,293,267</u>	<u>4,657,666</u>
Staff costs	3	2,509,366	2,640,828
Depreciation		166,671	173,666
Other operating charges		<u>1,470,318</u>	<u>1,535,588</u>
		<u>4,146,355</u>	<u>4,350,082</u>
Trading profit before amortisation of goodwill		146,912	307,584
Amortisation of goodwill	7	66,239	66,239
Operating profit		<u>80,673</u>	<u>241,345</u>
Interest receivable and similar income		38,391	26,460
Interest payable and similar charges	2	<u>88,872</u>	<u>85,182</u>
		<u>50,481</u>	<u>58,722</u>
Profit on ordinary activities before taxation	1	30,192	182,623
Tax on profit on ordinary activities	4	<u>30,119</u>	<u>87,462</u>
Profit on ordinary activities after taxation	5	73	95,161
Dividends	6	<u>50,000</u>	<u>100,000</u>
Transfer from reserves	15	<u>(49,927)</u>	<u>(4,839)</u>

There were no recognised gains or losses other than the profit for the financial year.

The accompanying accounting policies and notes form an integral part of these financial statements.

**GOADSBY & HARDING (HOLDINGS) LIMITED
AND ITS SUBSIDIARY UNDERTAKING**

**CONSOLIDATED BALANCE SHEET
AT 30 JUNE 1995**

	Note	£	1995 £	£	1994 £
Fixed assets					
Intangible assets	7		973,684		1,039,923
Tangible assets	8		1,180,314		1,244,041
			<u>2,153,998</u>		<u>2,283,964</u>
Current assets					
Debtors	10	679,027		772,435	
Cash at bank and in hand		63,777		253,983	
			<u>742,804</u>	<u>1,026,418</u>	
Creditors: amounts falling due within one year	11	783,529		1,125,509	
			<u>(40,725)</u>	<u>(99,091)</u>	
Net current liabilities					
Total assets less current liabilities			<u>2,113,273</u>		<u>2,184,873</u>
Creditors: Amounts falling due after more than one year					
	12	1,093,010		1,113,311	
Provisions for liabilities and charges					
	13	6,913		8,285	
			<u>1,099,923</u>		<u>1,121,596</u>
			<u>1,013,350</u>		<u>1,063,277</u>
Capital and reserves					
Called up share capital	14		268,592		268,592
Share premium account	15		323,563		323,563
Profit and loss account	15		421,195		471,122
Total equity shareholders' funds			<u>1,013,350</u>		<u>1,063,277</u>

The financial statements were approved by the Board of Directors on 7 September 1995.

N. Read Wilson
M D Clatworthy

N READ-WILSON

M D CLATWORTHY

DIRECTORS

The accompanying accounting policies and notes form an integral part of these financial statements.

**GOADSBY & HARDING (HOLDINGS) LIMITED
AND ITS SUBSIDIARY UNDERTAKING**

COMPANY BALANCE SHEET
AT 30 JUNE 1995

	Note	1995 £	1994 £
Fixed assets			
Tangible assets	8	1	1
Investments	9	3,711,669	3,711,569
		<u>3,711,670</u>	<u>3,711,570</u>
Current assets			
Debtors	10	12,820	13,697
Cash at bank and in hand		920	285
		<u>13,740</u>	<u>13,982</u>
Creditors: amounts falling due within one year	11	242,591	162,544
Net current liabilities		(228,851)	(148,562)
Total assets less current liabilities		<u>3,482,819</u>	<u>3,563,008</u>
Creditors: Amounts falling due after more than one year	12	2,280,018	2,293,773
Provisions for liabilities and charges	13	—	—
		<u>2,280,018</u>	<u>2,293,773</u>
		<u>1,202,801</u>	<u>1,269,235</u>
Capital and reserves			
Called up share capital	14	268,592	268,592
Share premium account	15	323,563	323,563
Profit and loss account	15	610,646	677,080
Total equity shareholders' funds		<u>1,202,801</u>	<u>1,269,235</u>

The financial statements were approved by the Board of Directors on 7 September 1995.

 N. READ-WILSON

 M. D. CLATWORTHY

DIRECTORS

The accompanying accounting policies and notes form an integral part of these financial statements.

**GOADSBY & HARDING (HOLDINGS) LIMITED
AND ITS SUBSIDIARY UNDERTAKING**

**CONSOLIDATED CASH FLOW STATEMENT
FOR THE YEAR ENDED 30 JUNE 1995**

	Note	1995 £	1994 £
Net cash inflow from operating activities		133,071	318,971
Returns on investment and servicing of finance			
Interest received		28,169	37,641
Interest paid		(88,872)	(85,182)
Dividends paid		(53,500)	(52,023)
		<u>(114,203)</u>	<u>(99,564)</u>
Taxation			
UK corporation tax paid		(94,459)	(73,550)
Investing activities			
Purchase of tangible fixed assets		(73,698)	(181,012)
Sale of tangible fixed assets		25,220	23,755
		<u>(48,478)</u>	<u>(157,257)</u>
Net cash outflow before financing		(124,069)	(11,400)
Financing			
Capital element of finances leases and hire purchase repayments		(31,397)	—
Repayment of long term loans		(34,740)	(60,794)
	17	<u>(66,137)</u>	<u>(60,794)</u>
Change in cash and cash equivalents	18	<u>(190,206)</u>	<u>(72,194)</u>
Operating profit reconciliation			
Operating profit		80,673	241,345
Depreciation and amortisation of goodwill		230,964	240,923
Loss/(profit) on sale of fixed assets		1,946	(1,018)
Release of provision		—	(2,267)
Decrease/(increase) in debtors		90,683	(111,917)
Decrease in creditors		(271,195)	(48,095)
Net cash inflow from operating activities		<u>133,071</u>	<u>318,971</u>

**GOADSBY & HARDING (HOLDINGS) LIMITED
AND ITS SUBSIDIARY UNDERTAKING**

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 1995

1 Turnover and profit on ordinary activities before taxation

The turnover and profit before taxation are attributable to residential and commercial estate agency, surveying and related activities.

The profit on ordinary activities is stated after:

	1995 £	1994 £
Auditors' remuneration	15,000	16,000
Depreciation of tangible fixed assets	164,725	174,684
Loss/(profit) on disposal of tangible fixed assets	1,946	(1,018)
Operating lease rentals	237,005	242,888
Other operating income includes:		
Rents receivable (net)	83,718	78,544
	<u>83,718</u>	<u>78,544</u>

2 Interest payable and similar charges

	1995 £	1994 £
On bank loans, overdrafts and other loans repayable within 5 years, otherwise than by instalments	1,375	1,512
repayable wholly or partly in more than 5 years	87,497	83,670
	<u>88,872</u>	<u>85,182</u>

3 Directors and employees

	1995 £	1994 £
Staff costs during the year:		
Wages and salaries	2,265,333	2,372,634
Social security costs	203,762	226,951
Other pension costs	40,271	41,243
	<u>2,509,366</u>	<u>2,640,828</u>

The average number of employees of the group during the year was 201 (1994: 208).

Staff costs include remuneration in respect of directors, as follows:

	1995 £	1994 £
Management remuneration	576,211	585,354
Pension costs	19,778	17,944
	<u>595,989</u>	<u>603,298</u>

**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 1995**

3 Directors and employees (continued)

The emoluments of the directors, excluding pension contributions, were as follows:

	1995 £	1994 £
The Chairman	82,220	86,706
The highest paid director	91,322	107,360
	<u> </u>	<u> </u>
Other directors	Number	Number
£0 to £5,000	2	3
£50,001 to £55,000	2	2
£60,001 to £65,000	1	1
£65,001 to £70,000	1	—
£70,001 to £75,000	—	1
£75,001 to £80,000	1	1
£80,001 to £85,000	—	1
£85,001 to £90,000	1	—
	<u>8</u>	<u>9</u>

4 Tax on profit on ordinary activities

The taxation charge is based on the profit for the year and represents:

	1995 £	1994 £
Corporation tax at 19.2% (1994: 30.8%)	31,306	95,650
Deferred tax (note 13)	(1,195)	(8,394)
	<u>30,111</u>	<u>87,256</u>
Adjustments for prior year:		
Corporation tax	185	1,230
Deferred tax (note 13)	(177)	(1,024)
	<u>30,119</u>	<u>87,462</u>

5 Profit on ordinary activities after taxation

The company has taken advantage of section 230 (2) of the Companies Act 1985 and has not included its own profit and loss account in these financial statements. The group profit for the year includes a loss of £66,434 (1994: £36,946 profit) which is dealt with in the financial statements of the company.

**GOADSBY & HARDING (HOLDINGS) LIMITED
AND ITS SUBSIDIARY UNDERTAKING**

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 1995

6 Dividends

	1995 £	1994 £
Ordinary shares		
Interim dividend of Nil p per share (1994: 18.85p)	—	50,000
Proposed final dividend of 18.85p per share (1994: 18.85p)	50,000	50,000
	<u>50,000</u>	<u>100,000</u>

7 Intangible fixed assets

	Goodwill on consolidation £
The Group	
Cost	
At 1 July 1994 and At 30 June 1995	1,324,749
Amounts written off	
At 1 July 1994	284,826
Provided in the year	66,239
At 30 June 1995	<u>351,065</u>
Net book amount	
At 30 June 1995	<u>973,684</u>
Net book amount	
At 30 June 1994	<u>1,039,923</u>

Goodwill on consolidation relates to the acquisition of
Goadsby & Harding Limited and is being amortised over a period of 20 years.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 1995

8 Tangible fixed assets

The Group

	Total £	Motor vehicles £	Fixtures and equipment £	Short leaseholds and leasehold improvements £	Long leaseholds £	Freehold properties £	Investment property £
Cost							
At 1 July 1994	2,326,564	688,955	770,878	141,651	2,019	322,479	400,582
Additions	116,094	66,659	46,459	2,976	—	—	—
Disposals	2,442,658	755,614	817,337	144,627	2,019	322,479	400,582
	87,984	87,109	875	—	—	—	—
At 30 June 1995	2,354,674	668,505	816,462	144,627	2,019	322,479	400,582
Depreciation							
At 1 July 1994	1,082,523	414,083	558,715	68,933	367	40,425	—
Provided in the year	164,725	82,401	64,903	10,933	40	6,448	—
Disposals	1,247,248	496,484	623,618	79,866	407	46,873	—
	72,888	72,713	175	—	—	—	—
At 30 June 1995	1,174,360	423,771	623,443	79,866	407	46,873	—
Net book amount							
At 30 June 1995	1,180,314	244,734	193,019	64,761	1,612	275,606	400,582
Net book amount							
At 30 June 1994	1,244,041	274,872	212,163	72,718	1,652	282,054	400,582

**GOADSBY & HARDING (HOLDINGS) LIMITED
AND ITS SUBSIDIARY UNDERTAKING**

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 1995

8 Tangible fixed assets (continued)

The investment property is included in the financial statements at its original cost of £400,582. The directors consider that this amount is not materially different from its open market value at 30 June 1995.

Motor vehicles include assets held under hire purchase contracts as follows:

	£
Net book amount at 30 June 1995	31,796
	<u> </u>
Net book amount at 30 June 1994	—
	<u> </u>
Depreciation provided in the year	10,600
	<u> </u>
The Company	
	Fixtures furniture and equipment £
Cost	
At 1 July 1994 and	
At 30 June 1995	2,056
	<u> </u>
Depreciation	
At 1 July 1994 and	
At 30 June 1995	2,055
	<u> </u>
Net book amount	
At 30 June 1995 and	
At 30 June 1994	1
	<u> </u>

**GOADSBY & HARDING (HOLDINGS) LIMITED
AND ITS SUBSIDIARY UNDERTAKING**

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 1995

9 Fixed asset investments

The Company

	Shares in group undertaking £
Cost	
At 1 July 1994	3,711,569
Additions	100
At 30 June 1995	<u>3,711,669</u>

At 30 June 1995 the company had interests in the following group undertakings:

Name of group undertaking	Country of incorporation and operation	Class of share held	Proportion held	Nature of business
Goadsby & Harding Limited	United Kingdom	Ordinary	100%	Estate agents, surveyors and valuers
Goadsby & Harding (Survey & Valuation) Limited	United Kingdom	Ordinary	100%	Valuers

Goadsby & Harding (Survey & Valuation) Limited was dormant and therefore it has not been consolidated into these financial statements.

10 Debtors

	The Group		The Company	
	1995	1994	1995	1994
	£	£	£	£
Amounts falling due within one year:				
Trade debtors	515,931	660,924	—	—
Other debtors	13,721	17,151	2	2
Prepayments and accrued income	136,557	80,665	—	—
	<u>666,209</u>	<u>758,740</u>	<u>2</u>	<u>2</u>
Amounts falling due after more than one year:				
Advance corporation tax	12,818	13,695	12,818	13,695
	<u>679,027</u>	<u>772,435</u>	<u>12,820</u>	<u>13,697</u>

**GOADSBY & HARDING (HOLDINGS) LIMITED
AND ITS SUBSIDIARY UNDERTAKING**

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 1995

11 Creditors – amounts falling due within one year:

	The Group		The Company	
	1995	1994	1995	1994
	£	£	£	£
Bank loan	20,519	31,600	20,519	31,600
Loan in respect of investment property	5,534	8,892	–	–
Trade creditors	283,015	297,159	–	–
Amounts owed to group undertaking	–	–	150,818	53,696
Current corporation tax	17,940	80,909	–	–
Advance corporation tax	12,818	13,694	12,818	13,694
Social security and other taxes	148,378	208,617	–	–
Dividends payable	51,274	54,774	51,274	54,774
Other creditors	3,553	60,894	3	3
Accruals	229,499	368,970	7,159	8,777
Hire purchase creditor	10,999	–	–	–
	<u>783,529</u>	<u>1,125,509</u>	<u>242,591</u>	<u>162,544</u>

12 Creditors – amounts falling due after more than one year:

	The Group		The Company	
	1995	1994	1995	1994
	£	£	£	£
Bank loan	830,018	843,773	830,018	843,773
Loan in respect of investment property	262,992	269,538	–	–
Loan from group undertaking	–	–	1,450,000	1,450,000
	<u>1,093,010</u>	<u>1,113,311</u>	<u>2,280,018</u>	<u>2,293,773</u>

Borrowings are repayable as follows:

	The Group		The Company	
	1995	1994	1995	1994
	£	£	£	£
In one year or less				
Bank loans	26,053	40,492	20,519	31,600
Hire purchase creditor	10,999	–	–	–
Between one and two years				
Bank loans	28,202	43,227	22,212	33,733
Between two and five years				
Bank loans	99,345	147,987	78,247	115,487
In five years or more				
Bank loans	965,463	922,097	729,559	694,553
Loan from group undertaking	–	–	1,450,000	1,450,000
	<u>1,130,062</u>	<u>1,153,803</u>	<u>2,300,537</u>	<u>2,325,373</u>

**GOADSBY & HARDING (HOLDINGS) LIMITED
AND ITS SUBSIDIARY UNDERTAKING**

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 1995

12 Creditors – amounts falling due after more than one year (continued)

The bank facilities are secured by fixed charges over freehold properties of the group. There are also floating charges over the assets of the group and unlimited cross-guarantees between the company and its subsidiary undertaking. A further bank loan in respect of the investment property is secured by means of a fixed charge over the investment property.

The bank loan and the loan in respect of the investment property are repayable by instalments expiring in 2010 and 2011 respectively. Instalments amounting to £965,463 are repayable after more than five years and interest is charged at fluctuating market rates.

The loan from the group undertaking is interest free and is repayable upon the joint agreement of both companies. It is not intended that the loan will be repayable within five years.

13 Provision for liabilities and charges – deferred taxation.

The movements in the deferred taxation provision in the financial statements are set out below:

	The Group		The Company	
	1995	1994	1995	1994
	£	£	£	£
Accelerated capital allowances	5,372	14,762	–	–
Other timing differences	1,541	(6,477)	–	–
At 30 June 1995	<u>6,913</u>	<u>8,285</u>	<u>–</u>	<u>–</u>
At 1 July 1994	8,285	17,703	–	–
Transfer to profit and loss account	(1,372)	(9,418)	–	–
At 30 June 1995	<u>6,913</u>	<u>8,285</u>	<u>–</u>	<u>–</u>

Deferred tax has been provided in full.

14 Share capital

	1995	1994
	£	£
Authorised 1,000,000 ordinary shares of £1 each	<u>1,000,000</u>	<u>1,000,000</u>
Allotted, called up and fully paid 268,592 ordinary shares of £1 each	<u>268,592</u>	<u>268,592</u>

**GOADSBY & HARDING (HOLDINGS) LIMITED
AND ITS SUBSIDIARY UNDERTAKING**

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 1995

15 Share premium account and reserves

	Share premium account		Profit and loss account	
	The Group	The Company	The Group	The Company
	£	£	£	£
At 1 July 1994	323,563	323,563	471,122	677,080
Result for the year	—	—	(49,927)	(66,434)
At 30 June 1995	<u>323,563</u>	<u>323,563</u>	<u>421,195</u>	<u>610,646</u>

The balance on share premium account may not be legally distributed under Section 263 of the Companies Act 1985.

16 Reconciliation of movements in shareholders' funds

	The Group	
	1995	1994
	£	£
Profit for the financial year	73	95,161
Dividends	50,000	100,000
Net decrease in shareholders' funds	<u>(49,927)</u>	<u>(4,839)</u>
Shareholders' funds at 1 July 1994	<u>1,063,277</u>	<u>1,068,116</u>
Shareholders' funds at 30 June 1995	<u>1,013,350</u>	<u>1,063,277</u>

17 Analysis of changes in financing

	Loans and amount due under finance leases	
	1995	1994
	£	£
At 1 July 1994	1,153,803	1,214,597
Cash outflow from financing	(66,137)	(60,794)
Inception of finance leases	42,396	—
At 30 June 1995	<u>1,130,062</u>	<u>1,153,803</u>

**GOADSBY & HARDING (HOLDINGS) LIMITED
AND ITS SUBSIDIARY UNDERTAKING**

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 1995

18 Analysis of changes in cash and cash equivalents

	1995 £	1994 £
At 1 July 1994	253,983	326,177
Net cash outflow	(190,206)	(72,194)
At 30 June 1995	<u>63,777</u>	<u>253,983</u>

Cash and cash equivalents comprise:

	1995 £	1994 £	1993 £	Change in 1995 £	Change in 1994 £
Cash at bank and in hand	<u>63,777</u>	<u>253,983</u>	<u>326,177</u>	<u>190,206</u>	<u>72,194</u>

19 Capital commitments

	The Group		The Company	
	1995 £	1994 £	1995 £	1994 £
Contracted for but not provided for in these financial statements	—	14,000	—	—
Authorised by the directors but not contracted for	<u>9,000</u>	<u>9,000</u>	<u>—</u>	<u>—</u>

20 Contingent liabilities

There were no contingent liabilities at 30 June 1995 or 30 June 1994.

21 Pension commitments

The company operates a number of defined contribution pension schemes designed to provide retirement benefits for its directors and employees. The assets of the schemes are held separately from those of the company in independently administered funds. Contributions totalling £3,529 (1994: £11,838) were payable to the funds at the year end and are included in creditors.

**GOADSBY & HARDING (HOLDINGS) LIMITED
AND ITS SUBSIDIARY UNDERTAKING**

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 1995

22 Operating lease commitments

Operating lease payments amounting to £240,350 (1994: £247,980) are due within one year.

The commitments to make the payments included in this sum expire as follows:

	1995		1994	
	Land and buildings £	Other £	Land and buildings £	Other £
In one year or less	—	230	7,800	220
Between two and five years	52,650	120	52,650	110
In five years or more	187,350	—	187,200	—
	<u>240,000</u>	<u>350</u>	<u>247,650</u>	<u>330</u>