

Launchfirm Limited

Directors' report and financial statements

Registered number 2567091

31 March 2001



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Directors' report

The directors present their annual report and the audited financial statements for the year ended 31 March 2001.

Principal activities

The principal activity of the company is that of a holding company.

Results and dividend

The company's profit for the year after taxation amounted to £600,000. Dividends of £600,000 were paid during the year.

Directors and directors' interests

The directors who held office during the year, as recorded in the register of directors' interests, were as follows:

Mr CJ Snowdon (Chairman)
Mr RJK Beaumont (Secretary)

The interests of the directors in the shares of the ultimate holding company, UMECO plc, are disclosed in the directors' report of that company. Neither director had any disclosable interest in the shares of the company.

Auditors

In accordance with Section 385 of the Companies Act 1985, a resolution for the re-appointment of KPMG Audit Plc as auditors of the company is to be proposed at the forthcoming Annual General Meeting.

By order of the board



RJK Beaumont
Secretary

Concorde House
24 Warwick New Road
Leamington Spa
Warwickshire
CV32 5JG

17 October 2001

Statement of 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 for that year. 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;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

Report of the auditors to the members of Launchfirm Limited

We have audited the financial statements on pages 4 to 10.

Respective responsibilities of directors and auditors

The directors are responsible for preparing the directors' report and, as described on page 2, the financial statements in accordance with applicable United Kingdom law and accounting standards. Our responsibilities, as independent auditors, are established in the United Kingdom by statute, the Auditing Practices Board and by our profession's ethical guidance.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act. We also report to you if, in our opinion, the directors' report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the company is not disclosed.

Basis of audit 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 March 2001 and of its result for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



KPMG Audit Plc
Chartered Accountants
Registered Auditor
Birmingham

17 October 2001

Profit and loss account
for the year ended 31 March 2001

	<i>Note</i>	Year ended 31 March 2001	Year ended 31 March 2000
		£	£
Turnover		-	-
Cost of sales		-	-
		<hr/>	<hr/>
Gross profit		-	-
Administrative expenses		-	-
		<hr/>	<hr/>
Operating profit		-	-
Investment income	2	600,000	650,021
Interest payable and similar charges	3	-	(8)
		<hr/>	<hr/>
Profit on ordinary activities before taxation		600,000	650,013
Taxation on profit on ordinary activities	4	-	(2,751)
		<hr/>	<hr/>
Profit after taxation		-	647,262
Dividends paid		(600,000)	(650,000)
		<hr/>	<hr/>
Retained profit/(loss) for the period		-	(2,738)
		<hr/>	<hr/>

There were no recognised gains or losses other than those disclosed in the profit and loss account.

Balance sheet
as at 31 March 2001

	<i>Note</i>	31 March 2001		31 March 2000	
		£	£	£	£
Fixed assets					
Investments	5		-		-
Current assets					
Debtors	6	528,159		528,159	
		<u>528,159</u>		<u>528,159</u>	
Creditors: amounts falling due within one year	7	<u>(9,933)</u>		<u>(9,933)</u>	
Net current assets			518,226		518,226
Total assets less current liabilities			<u>518,226</u>		<u>518,226</u>
Capital and reserves					
Called up share capital	8	100		100	
Profit and loss account	9	518,126		518,126	
		<u>518,126</u>		<u>518,126</u>	
Equity shareholders' funds			<u>518,226</u>		<u>518,226</u>

These financial statements were approved by the board of directors on 17 October 2001 and were signed on its behalf by:



CJ Snowdon
Director

Notes

(forming part of the financial statements)

1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements.

Basis of preparation

These financial statements have been prepared in accordance with applicable accounting standards and the historical cost accounting rules.

The company is exempt by virtue of s228 of the Companies Act 1985 from the requirement to prepare group accounts. These financial statements present information about the company as an individual undertaking and not about its group.

Under FRS 1 (Revised) the company is exempt from the requirement to prepare a cash flow statement on the grounds that a parent undertaking includes the company in its own consolidated financial statements.

As the company is a wholly owned subsidiary undertaking of UMECO plc, it has taken advantage of the exemption contained in FRS 8 and has therefore not disclosed transactions or balances with entities which form part of the group.

Taxation

The charge for taxation is based on the profit for the period and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes. Provision is made for deferred tax only to the extent that it is probable that an actual liability will crystallise.

Turnover

Turnover represents the amounts (excluding value added tax) derived from the management charges to subsidiary companies.

Notes (continued)

2 Interest receivable and similar income

	Year ended 31 March 2001 £	Year ended 31 March 2000 £
Bank interest	-	21
Dividend received from group undertaking	600,000	650,000
	<u>600,000</u>	<u>650,021</u>

3 Interest payable and similar charges

	Year ended 31 March 2001 £	Year ended 31 March 2000 £
On other loans	-	8
	<u>-</u>	<u>8</u>

4 Taxation

	Year ended 31 March 2001 £	Year ended 31 March 2000 £
Adjustment relating to an earlier period	-	2,751
	<u>-</u>	<u>2,751</u>

5 Fixed asset investments

	Interest in group undertakings £
<i>Cost</i>	
At beginning and end of year	-
	<u>-</u>

The interest in the group undertaking was gifted to the company and no consideration was paid.

Notes (continued)

5 Fixed asset investments (continued)

Interest in group undertakings:

<i>Name of undertaking</i>	Country of incorporation	Description of shares held	Class and percentage of shares held
Aerovac Systems Limited	England and Wales	Ordinary £1	100%
Aerovac Systems Limited holds investments in subsidiary undertakings as follows:			
Aerovac Systemes France SARL	France	Ordinary	80%
Fluorovac Limited	England and Wales	Ordinary	100%

The principal activities of all the above undertakings are the manufacture of vacuum tools and the distribution of a range of consumable materials used within the composite bonding industry except Fluorovac Limited which ceased trading on 1 November 1997.

The aggregate amount of capital and reserves as at 31 March 2001 and the profit after taxation of the undertakings for the year ended 31 March 2001 was as follows:

	Capital and reserves £	Profit after taxation £
Aerovac Systems Limited	3,954,130	1,525,990
Aerovac Systemes France SARL	48,820	398,485
Fluorovac Limited	84,873	-
	<u>4,087,823</u>	<u>1,924,475</u>

6 Debtors

	2001 £	2000 £
Amounts due from group undertakings	<u>528,159</u>	<u>528,159</u>

Notes (continued)

7 Creditors: amounts falling due within one year

	2001 £	2000 £
Other creditors	9,753	9,753
Accruals	180	180
	<u>9,933</u>	<u>9,933</u>

8 Called up share capital

	2001 £	2000 £
<i>Authorised</i>		
Ordinary shares of £1 each	1,000	1,000
	<u>1,000</u>	<u>1,000</u>
<i>Allotted, called up and fully paid</i>		
Ordinary shares of £1 each	100	100
	<u>100</u>	<u>100</u>

9 Shareholders' funds

	Share capital £	Profit and loss account £	Total £
At beginning and end of year	100	518,126	518,226
	<u>100</u>	<u>518,126</u>	<u>518,226</u>

Notes *(continued)*

10 Ultimate holding company

The company's ultimate holding company is UMECO plc, which is incorporated in Great Britain and registered in England and Wales.

The results of the company are included in the consolidated accounts of UMECO plc which are available to the public and may be obtained from UMECO plc, Concorde House, 24 Warwick New Road, Leamington Spa, Warwickshire, CV32 5JG.

No other group accounts include the results of the company.