Company Reg No 2590501

ACCOUNTS FOR THE YEAR ENDED

30 NOVEMBER 1996

	CONTENTS	<u>Page</u>
<u>Statutory</u>		
Report of the Directors	<i></i> ∳.	1;
Audit Report		2
Profit and Loss Account		3
Balance Sheet		4
Notes to the Accounts		5 & 6
Non-Statutory		
Trading and Profit and Loss	Account	7

EDWARDS & KEEPING

Chartered Accountants

Unity Chambers

34 High East Street

Dorchester

Dorset

DT1 1HA



DIRECTORS' REPORT

The Directors present their Report and Accounts of the Company for the year ended 30 November 1996.

Principal Activity

The Company's principal activity continued to be Mechanical and Electrical Engineering and Contracting.

Directors

The Directors who served during the year and their interests in the shares of the Company were as follows:-

	<u>At 30/11/95</u>
	<u>& 30/11/96</u>
G Chapman	250
J Tye	250
Mrs K S Chapman	250
Mrs S Tye	250

Statement of Directors' Responsibilities in respect of the Accounts

Company law requires the Directors to prepare Accounts 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 these Accounts the Directors are required to:-

- Select suitable accounting policies and then apply them consistently;
- Make judgements and estimates that are reasonable and prudent; and
- Prepare the Accounts 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 Accounts 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.

Small Company Exemptions

The directors have taken advantage of the exemptions conferred by Part 2 of Schedule 8 to the Companies Act 1985.

By Order of the Board

K S Chapman Secretary

AUDITORS' REPORT TO THE MEMBERS OF

M P I SERVICES (UK) LTD

We have audited the Accounts on pages 3 to 6 which have been prepared 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 the Accounts. It is our responsibility to form an independent opinion, based on our audit, on these Accounts 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 Accounts. It also includes an assessment of the significant estimates and judgements made by the Directors in the preparation of the Accounts 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 Accounts are free from material mis-statement, 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 Accounts.

Opinion

In our opinion the Accounts give a true and fair view of the state of the Company's affairs as at 30 November 1996 and of its Profit for the year then ended and have been properly prepared in accordance with the provisions of the Companies Act 1985 applicable to Small Companies.

Chartered Accountants & Registered Auditors

Edwards - Keep ei

Edwards and Keeping Chartered Accountants Unity Chambers 34 High East Street Dorchester Dorset DT1 1HA

15 May 1907

M P I SERVICES (UK) LTD

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30 NOVEMBER 1996

-	<u>Note</u>		Current Year	Pro	evious Year
Turnover	2		£353,993		£316,288
Change in Work in Progress		£69,746		(£66,640)	
Raw Materials and Consumables		70,920		273,781	
Staff Costs		108,462		66,936	
Other Operating Charges		25,121	274,249	22,208	296,285
Operating Profit	3		79,744		20,003
Bank Interest Receivable			1,826		833
Profit on Ordinary Activities before	re Taxation		81,570		20,836
Tax on Profit on Ordinary Activity	ies		19,849		5,209
Profit for the financial year			61,721		15,627
Dividends					12,800
Profit Retained for the Financial	<u>Year</u>		61,721		2,827
Balance on Profit and Loss Accou	int brought for	ward	35,183		32,356
Balance on Profit and Loss Accou	int carried forv	vard	£96,904		£35,183

The Company has no recognised gains or losses for 1996 or 1995 other than the profit for those years

BALANCE SHEET AS AT 30 NOVEMBER 1996

	Note		<u>30/11/96</u>		<u>30/11/95</u>
Current Assets					
Work in Progress Trade Debtors Other Debtors Cash at Bank	4	£719 59,246 2,098 147,786	£209,849	£70,465 119,042 39,103 33,401	£262,011
<u>Creditors</u> - Amounts falling due with	in one year	•			
Bank Overdraft Trade Creditors Current Corporation Tax Accruals and Deferred Income		36,895 41,854 16,649 16,547		47,359 108,693 8,409 48,567	
Proposed Final Dividend			111,945	12,800	225,828
			£97,904		£36,183
					
Capital and Reserves	•				
Called Up Share Capital Profit and Loss Account	5	٠	£1,000 96,904		£1,000 35,183
Shareholders Funds	6		£97,904		£36,183
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The Directors have taken advantage of the exemptions conferred by Part I of Schedule 8 to the Companies Act 1985, on the grounds that the Company is entitled to the benefit of those exemptions as a small company.

These Accounts were approved by the Directors	оп 9	MAY	(997,	***************************************	•••
G Chapma	Director				

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 30 NOVEMBER 1996

1. Accounting Policies

(a) Accounting Convention

The Accounts are prepared in accordance with the historical cost convention.

(b) Work in Progress

Work in Progress is stated at the lower of cost of direct materials and labour and estimated net realisable value.

2. Turnover

Turnover, which is stated net of Value Added Tax, represents amounts invoiced to third parties.

Turnover relates entirely to the Company's continuing principal activity as set out in the Directors' Report.

3. Operating Profit This is stated after charging: Directors' Remuneration Auditors' Remuneration £12,700 £12,080

4. Other Debtors

Included in Other Debtors in 1995 was Advance Corporation Tax of £3,200 recoverable after more than one year.

5. Share Capital

Authorised, Allotted, Called Up and Fully Paid 1,000 Ordinary Shares of £1 each	1,000	1,000
6. Reconciliation of Shareholders Funds		
At 1 December 1995	£36,183	£33,356
Profit for the Year	61,721	2,827
At 30 November 1996	£97,904	£36,183

7. Related Parties

All the Company's Directors are also shareholders and directors of Manor Marine Ltd and partners in an unincorporated business, both of which trade with the Company. The value of purchases of subcontract labour from these related parties was £37,306 (1995 – Nil) and £58,456 (1995 – £54,856) respectively.

The Company also incurred Administration Charges of £20,000 (1995 – £16,000) from the unincorporated business. In addition the Company purchases goods on behalf of the unincorporated business and these are invoiced to the partnership at cost. These recharges are treated as a reduction of purchases and are therefore not reflected in the Company's Accounts.

At the Balance Sheet date the amount due from Manor Marine Ltd was £3,833 (1995 - £38,948 due to Manor Marine Ltd) and the net amount due from the unincorporated business was £32,651 (1995 - £4,580).

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 30 NOVEMBER 1996 (CONTINUED)

8. Post Balance Sheet Event

On 11 April 1997 the Company entered into a ten year lease for workshop premises and offices currently used by Manor Marine Ltd, the directors and shareholders of which are the same as the Company's. The rent is £40,000 pa for the period to 30 September 1997 and £75,000 pa thereafter.