

260 7808

REPORT AND ACCOUNTS

Bristol Bending Sanoh Limited

29 MARCH 1992

ERNST & YOUNG



DIRECTORS

J J Boulter (Chairman)
G B Clarke
N S Hardman (Resigned 5 August 1991)
C C Harvey (Appointed 5 August 1991)
S Motoyama
S Igarashi

SECRETARY

N S Hardman (Resigned 5 August 1991)
C C Harvey (Appointed 5 August 1991)

AUDITORS

Ernst & Young
One Bridewell Street
Bristol
BS1 2AA

REGISTERED OFFICE

116 Burcott Road
Avonmouth
Bristol
BS11 8AP

BANKERS

Lloyds Bank Plc
14 Church Street
Sheffield
S1 1HP

SOLICITORS

Bevan Ashford
35 Colston Avenue
Bristol
BS1 4TT

DIRECTORS' REPORT

The directors present their report and accounts for the period 3 May 1991 to 29 March 1992,

RESULTS AND DIVIDENDS

The loss for the period, after taxation, amounted to £19,858. The directors do not recommend the payment of a dividend.

PRINCIPAL ACTIVITY AND REVIEW OF BUSINESS

The company was incorporated in May 1991 as a joint venture between Bristol Bending Services of the United Kingdom, Sanoh Industrial Company of Japan and Nissho Iwai Corporation of Japan. The principal activity of the company is the manufacture of automotive components.

The financial statements cover a period of research and preparation for this business project.

There has been no turnover during the year although the company has secured a substantial volume of orders which will be supplied from September 1992 onwards. The directors believe that the company has outstanding potential for future success. The management team is being assembled, production workers recruited and trained; and plant and machinery designed and manufactured in Japan and the UK.

FIXED ASSETS

A new production factory was required and the share capital subscribed by the shareholders thus far has, in the greater part, been used to finance the acquisition of land and the construction costs of the new factory in Avonmouth, Bristol. This excellent new building will be completed on time and to budget in summer 1992 ready for volume production in September 1992.

DIRECTORS AND THEIR INTERESTS

The directors are listed on page 1.

None of the directors had an interest in the share capital of the company at the period end or at any time during the period.

AUDITORS

A resolution to appoint Ernst & Young as auditors will be put to the members at the Annual General Meeting.

By order of the Board



Secretary

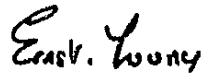
Date

19/8/92

REPORT OF THE AUDITORS
to the members of Bristol Bending Sano Limited

We have audited the accounts on pages 4 to 11 in accordance with Auditing Standards.

In our opinion the accounts give a true and fair view of the state of affairs of the company at 29 March 1992 and of its loss and cash flows for the period then ended and have been properly prepared in accordance with the Companies Act 1985.



Chartered Accountants

Registered Auditor

Date 19 August 1992

PROFIT AND LOSS ACCOUNT

for the 11 month period ended 29 March 1992

	Notes	1992 £
TURNOVER		Nil
Operating costs		21,563
OPERATING LOSS	2	(21,563)
Interest receivable		2,345
Interest payable	4	(640)
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		(19,858)
Tax on loss on ordinary activities	5	-
RETAINED LOSS FOR THE YEAR		(19,858)
STATEMENT OF RESERVES		
At 3 May 1991		-
Retained loss for the period		(19,858)
BALANCE AT 29 MARCH 1992		(19,858)

Bristol Bending Sanoh Limited

BALANCE SHEET

at 29 March 1992

	Notes	1992 £
FIXED ASSETS		
Tangible assets	6	<u>489,478</u>
CURRENT ASSETS		
Stocks		-
Debtors	7	124,149
Cash at bank and in hand	8	<u>90,656</u>
		214,805
CREDITORS: amounts falling due within one year	9	169,141
NET CURRENT ASSETS		<u>45,664</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		535,142
CREDITORS: amounts falling due after more than one year	9	95,000
PROVISION FOR LIABILITIES AND CHARGES		-
		<u>440,142</u>
CAPITAL AND RESERVES		
Called up share capital	10	460,000
Profit and loss account		<u>(19,858)</u>
		<u>440,142</u>

John J. Ball
17/8/92

ERNST & YOUNG

Bristol Bending Sano Limited

CASH FLOW STATEMENT

for the 11 month period ended 29 March 1992

	Notes	1992 £
NET CASH OUTFLOW FROM OPERATING ACTIVITIES	2b	(30,324)
RETURNS ON INVESTMENTS AND SERVICING OF FINANCE		
Interest received		2,138
Interest paid		(640)
NET CASH INFLOW FROM RETURNS ON INVESTMENT AND SERVICING OF FINANCE		<u>1,498</u>
TAXATION		
Corporation tax paid		-
TAX PAID		<u>-</u>
INVESTING ACTIVITIES		
Payments to acquire tangible fixed assets		(340,518)
NET CASH OUTFLOW FROM INVESTING ACTIVITIES		<u>(340,518)</u>
NET CASH OUTFLOW BEFORE FINANCING		<u>(369,344)</u>
FINANCING		
Issue of ordinary share capital	10	(115,000)
Issue of redeemable share capital	10	(345,000)
NET CASH INFLOW FROM FINANCING		<u>(460,000)</u>
INCREASE IN CASH AND CASH EQUIVALENTS	8	<u>90,656</u>
		<u>(369,344)</u>

ERNST & YOUNG

NOTES TO THE ACCOUNTS

for the 11 month period ended 29 March 1992

1. ACCOUNTING POLICIES

Accounting convention

The accounts are prepared under the historical cost convention and in accordance with applicable accounting standards.

Depreciation

Freehold land and buildings are maintained to proper standards and therefore the directors consider that the life of the properties is so long and residual values so high that depreciation is insignificant. The cost or valuation of other fixed assets is depreciated by annual instalments over the expected useful lives of the assets as follows:

Plant and machinery	10-25%
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Deferred taxation

Provision is made for deferred taxation, using the liability method, on all differences to the extent that it is probable that the liability will crystallise in the foreseeable future. Advance corporation tax, which is expected to be recoverable in the future, is deducted from the deferred taxation balance.

Bristol Bending Sanoh Limited

NOTES TO THE ACCOUNTS

for the 11 month period ended 29 March 1992

2. OPERATING LOSS

a) This is stated after charging:

1992
£

Auditors' Remuneration

450

b) reconciliation of operating loss to net cash outflow from operating activities

1992
£

Operating loss	(21,563)
Increase in debtors	(124,149)
Increase in creditors	264,141
Fixed asset creditors	(148,960)
Interest debtor	207
Net cash outflow from operating activities	(30,324)

3. STAFF COSTS

1992
£

Salaries

7,642

Social security costs

914

8,556

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

1992
No.

Staff

1

Directors' Remuneration:

Staff costs include the following remuneration in respect of directors:

1992
£

Remuneration, including pension contributions

Nil

4. INTEREST PAYABLE

1992
£

Bank overdraft

640

Bristol Bending Sanoh Limited

NOTES TO THE ACCOUNTS

for the 11 month period ended 29 March 1992

5. TAX ON LOSS ON ORDINARY ACTIVITIES

The company has estimated tax losses of £18,000 available to carry forward against future trading profits.

6. TANGIBLE FIXED ASSETS

	<i>Assets in the course of Construction</i>	<i>Plant and Machinery</i>	<i>Total</i>
	£	£	£
Cost or Valuation:			
at 3 May 1991	-	-	-
Additions	487,978	1,500	489,478
Disposals	-	-	-
At 29 March 1992	<u>487,978</u>	<u>1,500</u>	<u>489,478</u>
Depreciation:			
At 3 May 1991	-	-	-
Charge for year	-	-	-
Disposals	-	-	-
At 29 March 1992	<u>-</u>	<u>-</u>	<u>-</u>
Net book value:			
At 29 March 1992	<u>487,978</u>	<u>1,500</u>	<u>489,478</u>

No depreciation was charged during the period as the assets had not been brought into use at the balance sheet date.

7. DEBTORS

	<i>1992 Due within one year £</i>
Other debtors	43,808
Prepayments	207
Value added tax	80,134
	<u>124,149</u>

NOTES TO THE ACCOUNTS

for the 11 month period ended 29 March 1992

8. ANALYSIS OF CHANGES IN CASH AND CASH EQUIVALENTS

Cash at bank and in hand and money on deposit

	1992 £
At 3 May	-
Net Cash inflow	90,656
At 29 March	<u>90,656</u>

9. CREDITORS

	1992 <i>Due within one year</i> £	1992 <i>Due after more than one year</i> £
Trade creditors	165,520	-
Amounts owed to group undertakings	2,316	15,000
Other taxation and social security	360	-
Other creditors and accruals	945	80,000
	<u>169,141</u>	<u>95,000</u>

10. CALLED UP SHARE CAPITAL

	<i>Authorised</i> £	<i>Allotted, called up and fully paid</i> £
Ordinary shares of £1 each	250,000	115,000
Redeemable preference shares of £1 each	750,000	345,000
	<u>1,000,000</u>	<u>460,000</u>

During the year 115,000 ordinary shares of £1 each, with an aggregate nominal value of £115,000 were issued fully paid for cash of £115,000. 345,000 redeemable preference shares were also issued with an aggregate nominal value of £345,000 fully paid for £345,000. The shares were issued to finance the purchase of land and buildings.

NOTES TO THE ACCOUNTS

for the 11 month period ended 29 March 1992

11 ANALYSIS OF CHANGES IN FINANCING DURING THE YEAR

	Share Capital £
Cash inflow from ordinary shares	115,000
Cash inflow from redeemable shares	345,000
Balance at 29 March 1992	<u>460,000</u>

12 CAPITAL COMMITMENTS

	1992 £
Contracted	<u>660,860</u>
Authorised not contracted	<u>27,100</u>

13. ULTIMATE PARENT UNDERTAKING

The parent undertaking of the company is Circuit & Hinchliffe Ltd, a company registered in England.