Company No: 2623872

JBR RECOVERY LIMITED REPORT AND FINANCIAL STATEMENTS YEAR ENDED 31 AUGUST 1996

HACKER YOUNG

Chartered Accountants



REPORT OF THE DIRECTORS

The Directors submit their report and financial statements for the year ended 31 August 1996.

RESULTS AND DIVIDENDS

The Group profit for the year, after taxation amounted to £387000 (1995 - Profit £297422).

The Directors paid interim dividends of £15200 (1995 - £20000) and now recommend payment of final dividends amounting to £150275 (1995 - £138200).

The profit has been added to retained reserves.

PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The Group's principal activity during the year was to provide a waste recovery service to manufacturers, processors and major users of photographic chemicals and materials, whereby their waste products are disposed of in an environmentally sound and economic manner and valuable material, such as silver, is recovered.

Market conditions remain competitive in Europe, and the Group's suppliers have sought to reduce the amount of waste which they generate and the costs of processing that waste. The Group has, nonetheless, had a satisfactory year. A number of new suppliers were brought on stream during the year, enabling the Group to increase its production of silver to 219 tonnes, most of which was delivered to the London Bullion Market as Good Delivery 999 bars.

The Group now accounts for approximately 20% of the European supply of secondary silver.

As highlighted in last year's report, imports of material from The Netherlands have been affected by the way the Dutch Waste Plan has been applied. We are now pleased to report that a draft new Dutch Waste Plan has just been published which seems to overcome the objections which the Group vigorously made, to the Dutch Government and to the European Commission.

The Group received Integrated Pollution Control authorisation for its operations from the new Environmental Agency, which has combined the roles of Her Majesty's Inspectorate of Pollution and the National Rivers Authority, and also became a Pre-authorised site for the handling of specified waste materials under EC Regulation 259/93.

FIXED ASSETS

The changes in fixed assets during the year are summarised in the notes to the financial statements.

CREDITOR PAYMENT POLICY

Amounts due to trade and other suppliers are settled as expeditiously as possible within their terms of payment.

SHARE CAPITAL

Details of such movements are given in Note 18 to the financial statements.

REPORT OF THE DIRECTORS

- CONTINUED -

DIRECTORS AND THEIR INTERESTS

The Directors who held office during the year and their beneficial interests in the share capital of the Company, were as follows:

	At 31.8.96 Ordinary Shares	At 31.8.95 Ordinary Shares
Dr C B Phipps	-	
Mr R Pendleton	30000	30000
Mr S L Phipps	140000	140000
Mr A Tiley	-	_
Mr R Punt	-	_
Mr M Green	_	_

The shares of Mr S L Phipps are held by a company controlled by his family. The shares of Mr R Pendleton are held equally by himself and his wife.

The following Directors had options to aquire ordinary shares of the company under the JBR Recovery Limited unapproved share option scheme:-

				Exercise Date	Exercise Price	Number at 31 August 1996 and at 31 August 1995
Mr	A	Tiley		18.12.96 - 18.12.99 20.6.98 - 20.6.2002	£1.50 £5.60	5000 1000 ————
Mr	R	Punt		18.12.96 - 18.12.99 20.6.98 - 20.6.2002	£1.50 £5.60	5000 1000 ———
						6000
Mr	M	Green	from	20.6.98 - 20.6.2002	£5.60	1500

The Company has also granted options to senior managers to subscribe for 7500 £1 ordinary shares at £5.60 per share exercisable between 20 June 1998 and 20 June 2002.

SUBSTANTIAL SHAREHOLDINGS

At the date of the report the Company had been notified of the following interest in the issued share capital:-

•	'A' Ordinary <u>Shares</u>	<u>Cumulative</u> <u>Preference Share</u> <u>Capital</u>
3i Group Plc	120000	80000

REPORT OF THE DIRECTORS

- CONTINUED -

EMPLOYEES

Briefing and consultative procedures exist throughout the Group to inform employees on matters of concern to them and to provide opportunities for comment and discussion. The Group encourages the involvement of employees in the Group's performance and to this end continues to operate a profit related pay scheme.

The Group makes every effort to provide the same opportunities to disabled persons as to others and does not discriminate between employees on the grounds of race, ethnic origin or sex. Equal opportunity is given to all job applicants.

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 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;
- 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 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.

TAXATION STATUS

The Company is a close company within the provisions of the Income and Corporation Taxes Act 1988.

AUDITORS

In accordance with Section 385 of the Companies Act 1985, a resolution to re-appoint Hacker Young as auditors will be proposed at the Annual General Meeting.

Signed on behalf of the Board of Directors:

Secretary: M Green

Approved by the Board: 23 OCTOBER 1996

AUDITORS' REPORT TO THE MEMBERS OF

JBR RECOVERY LIMITED

We have audited the financial statements on pages 6 to 31 which have been prepared under the historical cost convention and the accounting policies set out on pages 11 and 12.

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS

As described on page 4 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 affairs of the Company and of the Group as at 31 August 1996 and of the Group's profit and cash flows for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

HACKER YOUNG

Registered Auditor Chartered Accountants St James Building 79 Oxford Street Manchester M1 6HT

GROUP PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31 AUGUST 1996

	Note	<u> </u>	<u>1996</u> £		1995 f.
TURNOVER	2		21041412		19691969
Cost of sales			18811773		17607994
GROSS PROFIT			2229639		2083975
Distribution costs Administrative expenses		14329 1517529	1531858	8546 1502903	1511449
					1311449
OPERATING PROFIT	3		697781		572526
Interest receivable Interest payable	5 6	(13915) 101824	87909	(23972) 92344 ———	68372
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATI	ON 2		609872		504154
Taxation	7		222872		206732
PROFIT FOR THE FINANCIAL YEAR AFTER TAXATION			387000		297422
Dividends	8	159264		158200	
Other appropriations	8	593	159857	1163	159363
RETAINED PROFIT FOR THE FINANCIAL YEAR	19		227143		138059
EARNINGS PER SHARE - ORDINARY	9		184.1p		128.0p

CONTINUING OPERATIONS

None of the Group's activities were acquired or discontinued during the above two financial years.

TOTAL RECOGNISED GAINS OR LOSSES

The Group has no recognised gains or losses other than the profit for the above two financial years.

HOLDING COMPANY PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31 AUGUST 1996

	<u>Note</u>		<u>1996</u> £		<u>1995</u> £
TURNOVER	2		18944630		17745957
Cost of sales			16961809		15881103
GROSS PROFIT			1982821		1864854
Administrative expenses			1274603		1293911
OPERATING PROFIT	3		708218		570943
Interest receivable Interest payable	5 6 -	(13196) 90361	77165	(23177) 87683	64506
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATIO	N 2		631053		506437
Taxation	7		198715	•	198856
PROFIT FOR THE FINANCIAL YEAR AFTER TAXATION			432338		307581
Dividends Other appropriations	8 8	159264 593	159857	158200 1163	159363
RETAINED PROFIT FOR THE FINANCIAL YEAR	19		272481		148218

CONTINUING OPERATIONS

None of the Company's activities were acquired or discontinued during the above two financial years.

TOTAL RECOGNISED GAINS OR LOSSES

The Company has no recognised gains or losses other than the profit for the above two financial years.

GROUP BALANCE SHEET AT 31 AUGUST 1996

	<u>Note</u>		<u>1996</u> £		<u>1995</u> £
<u>FIXED ASSETS</u> Tangible assets	10		2507819		1694972
CURRENT ASSETS Stock and work					
in progress Debtors - Due after	12	3645205		2833218	
more than one year Debtors - Due within	13	368860		379041	
one year Cash at bank	14	1436878		1233746	
and in hand		15456		173891	
CREDIMORS Amounts		5466399		4619896	
<u>CREDITORS</u> - Amounts falling due within one year	15	6110258		4858116	
NET CURRENT LIABILITIES			(643859)		(238220)
TOTAL ASSETS LESS CURRENT LIABILITIES			1863960		1456752
<u>CREDITORS</u> - Amounts falling due after more than one year	16	626408		492841	
PROVISION FOR LIABILITI AND CHARGES	<u>ES</u>				
Deferred taxation	17	232205	858613	106300	599141
			1005347		857611
CAPITAL AND RESERVES					
Called up share capital Share premium account	18 19		350000 53543		410000 52950
Capital redemption reserve Profit and loss account	19 19		240000 361804		180000 21 4 661
Shareholders' funds	20		1005347		857611

Shareholders funds comprise £920547 (1995 - £676811) equity interests and £84800 (1995 - £180800) non equity interests.

These financial statements were approved by the Board of Directors on 23 October 1996.

Signed on behalf of the Board of Directors:

The notes on pages 11 to 31 form part of these financial statements.

HOLDING COMPANY BALANCE SHEET AT 31 AUGUST 1996

	<u>Note</u>		<u>1996</u> £		<u>1995</u> £
FIXED ASSETS Tangible assets Investments	10 11		1838141 501783		1391550 100
			2339924		1391650
CURRENT ASSETS Stock and work in progress	12	3468744		2667912	
Debtors - Due after					
more than one year Debtors - Due within	13	368860		574041	
one year Cash at bank	14	1218954		1272096	
and in hand		15359		160318	
		5071917		4674367	
<u>CREDITORS</u> - Amounts falling due within					
one year	15	5750166		4658392	
NET CURRENT (LIABILITIES)/AS	SETS	(678249)	<u> </u>	15975
TOTAL ASSETS LESS CURRENT LIABILITIES			1661675		1407625
<u>CREDITORS</u> - Amounts falling due after more than one year	16	405400		446172	
PROVISION FOR LIABILITIE AND CHARGES	<u>s</u>				
Deferred taxation	17	195431		93683	
			600831		539855
			1060844		867770
CAPITAL AND RESERVES Called up share capital Share premium account	18 19		350000 53543		410000 52950
Capital redemption reserve Profit and loss account	19 19		240000 417301		180000 224820
Shareholders' funds			1060844		867770
		-056044 (40		^	

Shareholders funds comprise £976044 (1995 - £686970) equity interests and £84800 (1995 - £180800) non equity interests.

These financial statements were approved by the Board of Directors on 21 October 1996.

Signed on Mehads of the Board of Directors:

R Pendleton, Director

The notes on pages 11 to 31 form part of these financial statements.

GROUP CASH FLOW STATEMENT

FOR THE YEAR ENDED 31 AUGUST 1996

	Note		<u>1996</u>		<u> 1995</u>
			£		£
NET CASH INFLOW FROM OPERATING ACTIVITIES	26		561138		902686
RETURNS ON INVESTMENTS AND SERVICING OF FINANCE	<u>:E</u>				
Interest received Interest paid Dividends paid		19715 (99504) (149759)		25465 (90174) (115015)	
NET CASH OUTFLOW FROM RETURNS ON INVESTMENTS SERVICING OF FINANCE	AND		(229548)		(179724)
TAXATION					
Corporation tax paid (including advance corporation tax)			(144327)		(38709)
INVESTING ACTIVITIES					
Purchase of fixed asset	s	(760597)		(290431)	
Sales of tangible fixed assets Insurance proceeds		180 4 7 122551		500 -	
NET CASH OUTFLOW FROM INVESTING ACTIVITIES			(619999)		(289931)
NET CASH (OUTFLOW)/INFI BEFORE FINANCING	,OW		(432736)		394322
FINANCING					
Net repayment of amounts borrowed Redemption of cumulativ	re	(253868)		(197615)	
preference shares Premium on redemption of		(60000)		(60000)	
cumulative preference		es (20000)		(20000)	
NET CASH OUTFLOW FROM FINANCING	29		(333868)		(277615)
(DECREASE)/INCREASE IN CASH AND CASH					
EQUIVALENTS	27/2	8	(766604)		116707

The notes on pages 11 to 31 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS

AT 31 AUGUST 1996

1 ACCOUNTING POLICIES

a Accounting Convention

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

b Basis of Consolidation

The Group financial statements incorporate the audited results of the Company and its subsidiary made up to a common accounting date, using the acquisition method of accounting.

c <u>Depreciation</u>

Depreciation is provided on all tangible fixed assets, at rates calculated to write off the cost of each asset over its expected useful life as follows:

Short leasehold
land and buildings ... Evenly over the lease period
Plant and machinery ... 10% - 50% on cost
Motor vehicles ... 25% on a reducing
balance basis
Fixtures and fittings ... 10 - 33 1/3% on cost

d Stocks and Work in Progress

Stocks and work in progress are valued at the lower of cost and the year end 'spot' price of silver. The only exception to this is where an element of work in progress is paid for after the year end at a higher price due to a strengthening in the price of silver. In these circumstances, the amount of the ultimate liability is used in the valuation of work in progress. Cost is defined as raw materials and variable costs, plus an appropriate proportion of overheads.

e <u>Deferred Taxation</u>

Deferred taxation is provided on the liability method on all timing differences which are expected to reverse in the future, calculated at the rate at which it is estimated that tax will be payable.

NOTES TO THE FINANCIAL STATEMENTS

AT 31 AUGUST 1996

1 ACCOUNTING POLICIES - CONTINUED -

f Finance Leases and Hire Purchase Contracts

Assets obtained under finance leases and hire purchase contracts are capitalised in the Balance Sheet and are depreciated over their expected useful lives.

Interest on finance leases and hire purchase contracts is charged in the Profit and Loss account in accordance with Statement of Standard Accountancy Practice No.21 so as to produce a constant rate of charge against capital outstanding.

Rentals paid under operating leases are charged to income as incurred.

g Pensions

The Group operates two insured defined contribution pension schemes for its present Directors and certain employees.

Contributions to the schemes are recognised in the profit and loss account as they accrue.

h Foreign Currencies

Transactions in foreign currencies are recorded using the rate of exchange ruling at the date of the transaction or at a committed forward exchange rate. Exchange differences are included in the operating profit for the year.

2 TURNOVER AND PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

Turnover represents the invoiced amount of goods sold and services provided (stated net of value added tax) during the year.

The turnover and pre-tax profit are attributable to the Group and Company's principal activity within the United Kingdom.

NOTES TO THE FINANCIAL STATEMENTS

AT 31 AUGUST 1996

3 OPERATING PROFIT

а	This	is	stated	after	charging/	(crediting):
---	------	----	--------	-------	-----------	--------------

a	This is stated after charging/(crediting):		
		<u>Gr</u>	<u>oup</u>
		1996	1995
		£	£
	Directors' remuneration (see 3c) Auditors' remuneration	320187	312551
	- audit services	12000	16025
	- non audit services	300	1300
	Depreciation of owned assets	219596	201600
	Depreciation of assets held under		
	finance leases	91793	63860
	Operating leases - land and buildings	180023	179492
	Operating leases - other assets	22752	13815
	(Profit)/Loss on disposal of fixed assets	(3061)	16796
	Exceptional items (see 3b)	(77526)	_
		Holding	Company
		1996	1995
		£	£.
	Directors' remuneration (see 3c) Auditors' remuneration	320187	312551
	- audit services	10000	14000
	- non audit services	300	1300
	Depreciation of owned assets Depreciation of assets held under	176904	164373
	finance leases	70309	53408
	Operating leases - land and buildings	143523	144617
	Operating leases - other assets	18812	13569
	(Profit)/Loss on disposal of fixed assets	(3061)	16796
	Exceptional items - (see 3b)	(99773) ———	(32980)
b	Exceptional items	•	Czana
			<u>Group</u> £
	Profit on incurance proceeds for replacement		L
	Profit on insurance proceeds for replacement assets destroyed in fire		(99773)
	Reorganisation costs incurred of Frank		
	Aston & Co. business		22247
			(77526)
			Holding
			Company
			£
	Profit on insurance proceeds for replacement		(00772)
	assets destroyed in fire		(99773)

NOTES TO THE FINANCIAL STATEMENTS

AT 31 AUGUST 1996

3 OPERATING PROFIT - CONTINUED -

c <u>Directors' Remuneration</u>

Emoluments	Ω£	+ho	Diroctors	220	20	follower
EMOTUMENTS	α	τ ne	Directors	are	as	IOTTOMS:

	1996	1995
	£	£
Fees	297067	290201
Pension contributions	9690	9360
Other emoluments	13430	12990
	320187	312551
	520107 ======	
	1996	1995
	£	£
Emoluments of Chairman excluding		
pension contributions	91340	64750
Emoluments of highest paid Director		
excluding pension contributions	71328	69741

The emoluments of the Chairman and another related Director were paid to a Company controlled by the family. The emoluments of two other Directors were paid to a business in which they are partners.

Other Directors' emoluments, excluding pension contributions, fell within the following ranges:

	NO 1996	NO 1995
£10001 - £15000	1	_
£25001 - £30000	_	1
£30001 - £35000	1	-
£35001 - £40000	-	1
£50001 - £55000	2	2

4 STAFF COSTS - DIRECTORS AND EMPLOYEES

Commercial/administration

	Gr	<u>oup</u>
	1996	1995
	£	£
Wages and salaries	1268532	1228908
Social security costs	105591	97641
Other pension costs	35375	33181
	1409498	1359730
The average weekly number of employees during	=	
up as follows:	No	No
Production	47	44

15

62

15

59

NOTES TO THE FINANCIAL STATEMENTS

AT 31 AUGUST 1996

4 STAFF COSTS - DIRECTORS AND EMPLOYEES - CONTINUED -

5

	<u>Hold</u> 1996 £	ing Company 1995 £
Wages and salaries Social security costs Other pension costs	1095502 89033 34687	
	1219222	1204287
The average weekly number of employees during as follows:		
	No	
Production Commercial/administration	· 40 12	
	52	50
INTEREST RECEIVABLE		
THIERESI RECEITANDE	1006	Group
	1996 £	1995 £
Bank interest Interest on advanced payments	11996 1919 	22037 1935
	13915	23972
	<u>Hold</u> 1996	ing Company 1995
·	1990 £	£
Bank interest Interest on advanced payments	11277 1919	
incorest on advanced payments	13196	

NOTES TO THE FINANCIAL STATEMENTS

AT 31 AUGUST 1996

6 <u>INTEREST PAYABI</u>	\mathbf{E}
--------------------------	--------------

6	INTEREST PAYABLE	G.,	
		1996	oup 1995
		1990 £.	£.
		1	14
	Bank interest	9080	
	Silver overdraft interest	7601	5408
	Loan interest	45208	54778
	Finance lease interest	5965	3884
	Hire purchase interest	28408	24030
	Other interest	5562	4244
		101824	92344
		Holding	Company
		1996	1995
		£	£
	Bank overdraft interest	9080	<u></u>
	Silver overdraft interest	7601	5408
	Loan interest	45208	54778
	Finance lease interest	3805	1860
	Hire purchase interest	21136	21456
	Other interest	3531	4181
		90361	87683
7	TAXATION	Gr	<u>coup</u>
		1996	1995
	Based on the results for the year:	£	£
	Corporation tax at 30.13% (1995 - 31.54%)	95606	136656
	Overprovision in prior years	(1015)	. -
	Transfer to deferred taxation Underprovision in respect of prior years:	90422	20738
	Deferred taxation	37859	49338
		222872	206732
		<u>Holding</u> 1996	Company 1995
	Deced on the weekler for the wooms		
	Based on the results for the year:	£	£
	Corporation tax at 30.13% (1995 - 31.54%)	95606	136656
	Overprovision in prior years	(1015)	
			12862
	Transfer to deferred taxation	66265	12002
	Transfer to deferred taxation Underprovision in respect of prior years:	00205	12002
		37859	49338
	Underprovision in respect of prior years:		

NOTES TO THE FINANCIAL STATEMENTS

AT 31 AUGUST 1996

DIVIDENDS AND OTHER APPROPRIATIONS		
Group and Holding Company	1996	1995
Dividends	£	£
Adjustment re previous year 'A' ordinary Ordinary	(2570) (3641)	<u>-</u> -
Non-equity dividends:		
Paid 12% Preference	8000	12800
Proposed 12% Preference	4800	9600
Equity dividends:		
<u>Paid</u>		
'A' Ordinary interim (6p per share)	7200	7200
Proposed		
'A' Ordinary final [52.65p per share (1995 - 46.83p)]	55976	48993
- Ordinary final [46.85p per share (1995 24.28p)]	89499	79607
	159264	158200
Other Appropriations		
Non-equity:		
Amortisation of issue costs on redeemable preference shares	5 ⁹ 3	1163

9 <u>EARNINGS PER SHARE</u>

The calculation of earnings per share is based on earnings of £313001 (1995 - £217666) and issued ordinary shares of 170000 (1995 - 170000). The effect on earnings per £1 ordinary share of the issue of shares under option would not be material.

NOTES TO THE FINANCIAL STATEMENTS

AT 31 AUGUST 1996

10 TANGIBLE ASSETS

Group

	Short				
	Leasehold	<u>Plant</u>		Fixtures	
	Land and	and	Motor	and Eittings	mo+al
Cost	£ £	Machinery f.	£.	f.	<u>Total</u> £
COSC	_	2	2		_
At 1 September 1995	122807	2102839	120712	37686	2384044
Additions	7739	1017122	114116	23023	1162000
Disposals	_	(40000)	(36812)	_	(76812)
At 31 August 1996	130546	3079961	198016	60709	3469232
			-		
Depreciation					
At 1 September 1995	40351	568329	57451	22941	689072
Charge for the year	13645	268171	22775	6798	311389
On disposals	-	(17222)	(21826)	_	(39048)
At 31 August 1996	53996	819278	58400	29739	961413
Net Book Value					
At 31 August 1996	76550	2260683	139616	30970	2507819
_					
At 31 August 1995	82456	1534510	63261	14745	1694972
At of August 1999		=======================================			

The net book value of fixed assets above includes an amount of £729882 in respect of assets held under finance leases and hire purchase agreements.

NOTES TO THE FINANCIAL STATEMENTS

AT 31 AUGUST 1996

10 TANGIBLE ASSETS - CONTINUED -

Holding Company

	Plant and Machinery	Motor Vehicles	Fixtures and Fittings	<u>Total</u> £
~	_	_	_	_
119192 2470 -			32764 10822 -	2013359 731508 (76812)
121662	2313798	189069	43586	2668115
40277	502354	57451	21727	621809
13243	207602 (17222)	22027 (21826)	4341 -	247213 (39048)
53520	692734	57652	26068	829974
68142	1621064	131417	17518	1838141
78915	1238337	63261	11037	1391550
	Leasehold Land and Buildings £ 119192 2470 - 121662 40277 13243 - 53520	Leasehold Land and Buildings Machinery £ 119192 1740691 2470 613107 - (40000) 121662 2313798 40277 502354 13243 207602 - (17222) 53520 692734 68142 1621064	Leasehold Land and Buildings Plant f. Motor Machinery Vehicles f. 119192 1740691 120712 2470 613107 105169 - (40000) (36812) 121662 2313798 189069 40277 502354 57451 13243 207602 22027 - (17222) (21826) 53520 692734 57652 68142 1621064 131417	Leasehold Land and Buildings Plant f. Fixtures and Fittings f. 119192 1740691 120712 32764 2470 613107 105169 10822 - (40000) (36812) - 121662 2313798 189069 43586 40277 502354 57451 21727 13243 207602 22027 4341 - (17222) (21826) - 53520 692734 57652 26068 68142 1621064 131417 17518

The net book value of fixed assets above includes an amount of £367354 in respect of assets held under finance leases and hire purchase agreements.

NOTES TO THE FINANCIAL STATEMENTS

AT 31 AUGUST 1996

11 FIXED ASSETS - INVESTMENTS

Holding Company

Investment in subsidiary undertaking

At 1 September 1995 Loan to subsidiary undertaking	100 501683
At 31 August 1996	501783

£

During the year the Company provided Recoup Metals Limited with long term finance in order to increase their productivity and develop a more efficient production process.

Particulars of the subsidiary undertaking which is wholly owned, are as follows:

		Country of Registration Incorporation
Name of Subsidiary	Nature of Business	and Operation
Recoup Metals Limited	Copper recovery	England *

^{* 100%} of the £1 ordinary shares owned by JBR Recovery Limited.

12 STOCK AND WORK IN PROGRESS

Stocks and work in progress comprise:

Become and worst are Falsa.	<u>Gr</u>	<u>Group</u>	
	1996	1995	
	£	£	
Raw materials	775071	563782	
Work in progress	2168614	2161605	
Finished goods and goods for resale	701520	107831	
	3645205	2833218	
	•		
	Holding	Company	
	1996	1995	
	£	£	
Raw materials	676510	439204	
Work in progress	0114041	2151205	
	2114341	220200	
Finished goods and goods for resale	677893	77503	

The Directors are of the opinion that the replacement cost of stock is not materially different from the book value.

NOTES TO THE FINANCIAL STATEMENTS

AT 31 AUGUST 1996

									_
13	DEBTORS	_	FALLING	DUE	AFTER	MORE	THAN	ONE	YEAR

13	DEBTORS - FALLING DUE AFTER MORE THAN ONE YEAR		
		<u>G</u> 1 1996	roup 1995
		1990 £	£
	Silver advance to customer (see creditors - Silver overdraft)	368860	379041
			g Company
	Silver advance to customer	1996 £	1995 £
	(see creditors - Silver overdraft) Amounts owed by group undertaking	368860 -	379041 195000
		368860	574041
14	DEBTORS - AMOUNTS FALLING DUE WITHIN ONE YEAR		<u>roup</u> 1995
		1996 £	£
	Trade debtors Other debtors Prepayments and accrued income	1341070 16163 79645	1145307 2728 85711
		1436878	1233746
		<u>Holdin</u> 1996	g Company 1995
		£.	£
	Amounts owed by group undertaking Trade debtors Other debtors Prepayments and accrued income	- 1148242 450 70262	107714 1085594 800 77988
	Tiebalines and doctage migame	1218954	1272096

NOTES TO THE FINANCIAL STATEMENTS

AT 31 AUGUST 1996

15 CREDITORS - AMOUNTS FALLING DUE WITHIN ONE YEAR

	<u>G</u> 1	roup
	1996	1995
	£.	£
	608169	_
Bank overdraft	368 860	379041
Silver overdraft (see below)	138333	138333
Loans (see notes 16 and 25(b))		
Obligations under finance leases and	105245	91277
hire purchase contracts	3946686	3176883
Trade creditors	58166	107902
Corporation tax	510908	608124
Other taxes and social security costs	4951	4375
Other creditors	221235	213981
Accruals Proposed dividends	147705	138200
Proposed division	6110258	4858116
	Holdin 1996 £ 472109	g Company 1995 £
Bank overdraft	368860	379041
Silver overdraft (see below)	138333	138333
Loans (see notes 16 and 25(b)) Obligations under finance leases and hire purchase contracts Trade creditors Corporation tax Other taxes and social security costs	6279 7 3791553 58166 505496 495 1	72603 3013830 107902 599723 4375

The Silver overdraft is used to provide a corresponding silver advance to a customer (see debtors falling due after more than one year).

Security on the silver overdraft is provided by a letter of credit from the Royal Bank of Scotland. The interest on the Silver overdraft is at 2.0% per annum.

The bank overdraft is secured by a debenture dated 14 August 1992 with an unlimited guarantee in favour of Recoup Metals Limited dated 9 May 1996.

NOTES TO THE FINANCIAL STATEMENTS

AT 31 AUGUST 1996

16 CREDITORS - AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	G	roup
	1996	1995
	£	£
Loans (see note 25(b)) Obligations under finance leases and	218335	356668
hire purchase contracts	408073	136173
	626408	492841
	<u> Holdin</u>	g Company
	1996	1995
	1996 £	1995 £
Loans (see note 25(b)) Obligations under finance leases and		
Loans (see note 25(b)) Obligations under finance leases and hire purchase contracts	£.	£
Obligations under finance leases and	£. 218335	£ 356668

Loans are repayable as follows:

	Holdir	oup and ng Company
	1996 £	1995 £
Between 1 and 2 years Between 2 and 5 years	138335 80000	138333 218335
	218335	356668

Loans repayable by instalments amount to £356668. Loans totalling £320000 are secured by fixed and floating charges over the Company's assets.

Interest is charged on the loans on specific dates, at 3% over the higher of 5% and the 3 month London Interbank operating rate.

A second fixed and floating charge exists over a proportion of the Company's assets, which ranks in order of precedence over the one attaching to the loans.

NOTES TO THE FINANCIAL STATEMENTS

AT 31 AUGUST 1996

16 <u>CREDITORS - AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR - CONTINUED -</u>

Finance leases and hire purchase obligations are repayable as follows:

		Group
	1996	1995
	£	£
Within one year	105245	91277
Between 2 and 5 years	323008	136173
Between 5 and 10 years	85065 	
	513318	227450
		ng Company
	1996	1995
	£	£
Within one year	62797	72603
Between 2 and 5 years	168779	89504
Between 5 and 10 years	18286	
	249862	162107

NOTES TO THE FINANCIAL STATEMENTS

AT 31 AUGUST 1996

17 DEFERRED TAXATION

	<u>Group</u> £	
At 1 September 1995 Profit and loss account	140850 128281	
At 31 August 1996	269131	
The deferred taxation balance relates to:	1996 £	1995 £
Capital allowances in advance of depreciation Other timing differences	267737 1394	139583 1267
	269131	140850
ACT recoverable	(36926)	(34550)
	232205	106300
<u>H</u>	Molding Comp £	<u>eany</u>
At 1 September 1995 Profit and loss account	128233 104124	
At 31 August 1996	232357	
The deferred taxation balance relates to:	1996 £	1995 £
Capital allowances in advance of depreciation Other timing differences	230963 1394	126966 1267
	232357	128233
ACT recoverable	(36926)	(34550)

NOTES TO THE FINANCIAL STATEMENTS

AT 31 AUGUST 1996

18 SHARE CAPITAL Group and Holding Company

			Allotted,	<u>Called Up</u>
	<u>Aut</u>	Authorised		lly Paid
	1996	1995	1996	1995
	No	No	£	£
'A' Ordinary shares				
of £1 each	120000	120000	120000	120000
Ordinary shares of				
£1 each	180000	180000	170000	170000
12% Redeemable cumulative				
preference shares of				
75p each	400000	400000	60000	120000
-				
	700000	700000	350000	410000
=	****			

During the year the Company redeemed 80000 75p cumulative preference shares at a premium of twenty five pence per share.

The remaining redeemable cumulative preference shares are redeemable at a premium of twenty five pence per share, as follows:

<u>Date</u> <u>No of Shares</u>

31 December 1996 80000

The redeemable preference shares have been categorised as non equity shares as they fulfill the following characteristics cited in Financial Reporting Standard Number 4.

- a) any of the rights of the shares to receive payments (whether in respect of dividends, in respect of redemption or otherwise) are for a limited amount that is not calculated by reference to the Company's assets or profits, or the dividends on any class of equity share;
- b) the shares are redeemable either according to their term, or because the holder or any party other than the issuer, can require their exemption.

The shares have no voting rights attached to them, and upon winding up, the assets of the Company remaining after the payments of its liabilities shall first be applied in paying out to the holders of the preference shares £1 per share together with a sum equal to any arrears or accruals of the preference dividend calculated down to the date of the return of capital.

The Company has also granted options to senior managers to subscribe for 7500 £1 ordinary shares at £5.60 per share exercisable between 20 June 1998 and 20 June 2002.

NOTES TO THE FINANCIAL STATEMENTS

AT 31 AUGUST 1996

19 RESERVES

		Group	
		<u>Share</u>	Capital
	<u>Profit and</u>	<u>Premium</u>	Redemption
	Loss Account	<u>Account</u>	Reserve
	£	£	£
At 1 September 1995	447611	_	_
Prior year adjustment (see below)	(232950)	52950	180000
			
Restated reserves brought forward	214661	52950	180000
Retained profit for the year	227143	_	-
Other appropriations added back	_	593	_
Premium on redemption of			
preference shares	(20000)	_	-
Shares redeemed in the year	(60000)	_	60000
			
At 31 August 1996	361804	53543	240000

Holding Company

1996

1995

Groun

	Profit and Loss Account £	Share Premium Account £	Capital Redemption Reserve £
At 1 September 1995 Prior year adjustment (see below)	457770 (232950)	- 52950	- 180000
Restated reserves brought forward Retained profit for the year Other appropriations added back	224820 272481 -	52950 - 593	180000
Premium on redemption of preference shares Shares redeemed in the year	(20000) (60000)	-	- 60000
At 31 August 1996	417301	53543	240000

The recognition of a capital redemption reserve and reinstatement of the share premium account is a result of the redemption in previous years of the 75p cumulative preference shares at a premium of 25p

20	RECONCILIATION	OF	MOVEMENTS	IN	SHAREHOLDERS'	FUNDS

	£	£
Profit attributable to members of the Group Dividends Redemption of preference shares	387000 (159264) (80000)	297422 (158200) (80000)
Net increase in shareholders' funds	147736	59222
Opening shareholders' funds	857611	798389
Closing shareholders' funds	1005347	857611

NOTES TO THE FINANCIAL STATEMENTS

AT 31 AUGUST 1996

21 CAPITAL COMMITMENTS

	Gr	roup
	1996	1995
	£	£
Contracted for but not provided in the		
financial statements	Nil	Nil
Authorised but not contracted for	165000	60000
	<u> Holding</u>	<u>Company</u>
	1996	1995
	£,	£
Contracted for but not provided in the		
financial statements	Nil	Nil
Authorised but not contracted for	155000	50000

22 COMMITMENTS UNDER OPERATING LEASES

At 31 August, the Group and the Company had annual commitments under operating leases as follows:

	<u>G</u> 1	<u>Group</u>	
	<u>Land</u> and	Buildings	
	1996	1995	
	£	£.	
Leases expiring in over five years	156243	152542	
	<u> Holding</u>	Company	
	<u>Land and</u>	Buildings	
	1996	1995	
	£	£	
Leases expiring in over five years	119743	116042	

23 PENSION COMMITMENTS

The Group operates two defined contribution pension schemes. The assets of the schemes are held separately from those of the Group in independently administered funds. The pension cost charge represents contributions payable by the Group to the funds and amounted to £34687 (1995 - £33181). Contributions totalling £4224 (1995 - £3768) were payable to the fund at the year end and are included in creditors.

NOTES TO THE FINANCIAL STATEMENTS

AT 31 AUGUST 1996

24 CONTINGENT LIABILITIES

There are unlimited cross guarantees in respect of the bank accounts between the Company and Recoup Metals Limited.

25 TRANSACTIONS WITH DIRECTORS

a) <u>Group and Holding Company</u>

Arms length provision of some goods and services were provided by Prior Court Associates, a company in which two of the Directors are interested as partners.

b) Holding Company

i Included in loans is an amount of £36668 due to Phipps and Company Limited, a company controlled by the family of Dr C B Phipps and Mr S L Phipps.

The capital and interest are payable under normal commercial terms.

ii Management fees have been paid to companies in which certain directors have interests and have been included in directors remuneration (see note 3c).

26 <u>RECONCILIATION OF OPERATING PROFIT TO NET CASH</u> INFLOW FROM OPERATING ACTIVITIES

	1996	1995
	£	£
Operating profit	697781	572526
Depreciation charges	311389	265460
Exceptional item	(99773)	_
(Profit)/loss on disposal of assets	(3061)	16796
(Increase)/Decrease in stock	(811987)	50774
Increase in debtors	(207732)	(639272)
Increase in creditors	674521	636402
Net cash inflow from		
operating activities	561138	902686

NOTES TO THE FINANCIAL STATEMENTS

AT 31 AUGUST 1996

27 ANALYSIS OF CHANGES IN CASH AND CASH EQUIVALENTS DURING THE YEAR

	1996 £	1995 £
Balance at beginning of year Net cash (outflow)/inflow	173891 (76660 4)	57184 116707
Balance at end of year	(592713)	173891

28 ANALYSIS OF THE BALANCES OF CASH AND CASH EQUIVALENTS AS SHOWN IN THE BALANCE SHEET

	Change In Year £	1996 £	1995 £
Cash at bank and in hand Bank overdrafts	(158435) (608169)	15456 (608169)	173891 -
	(766604)	(592713)	173891
			

29 ANALYSIS OF CHANGES IN FINANCING DURING THE YEAR

		<u>Loans,</u> Finance Leases
		and
	Share Capital	Hire Purchase
<u>(</u>	including Premium)	Contracts
	£	£
Balance at 1 September 1995 Net cash outflow	5 410000	722451
from financing	(60000)	(253868)
Inception of finance leases	` <i>,</i>	,
and hire purchase contract	cts -	401403
Prior year		
adjustment (see note 19)	52950	-
Other appropriation	593	-
Dalama - + 01 1 1006	400540	
Balance at 31 August 1996	403543	869986

NOTES TO THE FINANCIAL STATEMENTS

AT 31 AUGUST 1996

30 MAJOR NON CASH TRANSACTIONS

During the year the Group entered into finance lease arrangements in respect of assets with a total capital value at the inception of the leases of £401403 (1995 - £47600).

31 SUBSIDIARY CONTRIBUTION TO GROUP CASH FLOW

The subsidiary undertaking during the year contributed the following in respect of the Group's cash flows:

(i) Net cash inflow from operating activities 95607

(ii) Net cash outflow from returns on investment and servicing of finance (12824)

(iii) Payments for investing activities (207978)

(iv) Net repayment of amounts borrowed (24341)

£