Company Number: 2906546

AGGREGATE SUPPLIES (SOUTHERN) LIMITED

FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 1997



Financial Statements For The Year Ended 31 December 1997

| Contents | Pages |
|-----------------------------------|-----------|
| Director's report | . 2 and 3 |
| Auditors' report | 4 |
| Profit and loss account | 5 |
| Balance sheet | 6 |
| Notes to the financial statements | 7 to 13 |

Director's Report For The Year Ended 31 December 1997

The director submits his report and the audited financial statements for the year to 31 December 1997.

Statement of director's responsibilities

Company Law requires the director 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 year. In preparing these financial statements, the director is 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 company will continue in business.

The director is responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable him to ensure that the financial statements comply with the Companies Act 1985. He is 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.

Review of the year

The director has reviewed the position and development of the company and consider them satisfactory.

Principal activity

The principal activity of the company is the supply of building aggregates.

Fixed assets

Movements in tangible fixed assets are shown in Note 7 to the financial statements.

Results and dividends

The profit for the year after taxation was £29,863 (1996: £88,654). The director does not recommend payment of a dividend.

Post balance sheet event

Following the year end the trade was transferred to the parent company, Aggregate Supplies Limited.

Director's Report For The Year Ended 31 December 1997

Directors and their interests

The directors who served during the year, unless otherwise stated, and their beneficial interest in the £1 ordinary shares of the company throughout the year were:

| | As at 31 December 1997 | As at 31 December 1996 |
|---|---------------------------|---------------------------|
| R C Lloyd A Cramer (resigned 30 June 1997) | - | 4 |
| | | |

Close company status

The close company provisions of the Income and Corporation Taxes Act 1988 apply to the company.

Auditors

A resolution concerning the re-appointment of Chantrey Vellacott will be proposed at the forthcoming Annual General Meeting.

This report was approved by the director on 12 October 1998 and signed.

J. A. Mayd SECRETARY

Auditors' Report To The Shareholders Of Aggregate Supplies (Southern) Limited

We have audited the financial statements on pages 5 to 13 which have been prepared under the historical cost convention and the accounting policies set out on page 7.

Respective responsibilities of directors and auditors

As described in the director's report, the company's director is 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 director 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 us reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularities 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 December 1997 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

CHANTREY VELLACOTT

Chartered Accountants Registered Auditors READING

Date 12/ 0/56 1998.

Oronter Vollantt

Profit and Loss Account For The Year Ended 31 December 1997

| | Note | 1997 £ | 16 month to 31 December 1996 |
|--------------------------------------|------|-------------|---------------------------------|
| Turnover | 2 | 1,927,805 | £ 1,582,892 |
| Raw materials and consumables | | (1,088,852) | (808,730) |
| | | | |
| Gross profit | | 838,953 | 774,162 |
| | | | |
| Staff costs | 3 | 395,403 | 345,773 |
| Depreciation | | 26,541 | 6,861 |
| Other operating charges | | 379,436 | 309,047 |
| | | | |
| | | 801,380 | 661,681 |
| | | | |
| Operating profit | | 37,573 | 110 401 |
| Interest payable | 4 | (2,358) | 112,481 |
| Interest receivable | • | 1,778 | (1,005) 178 |
| | | | |
| Profit on ordinary activities | | | |
| before taxation | 5 | 36,993 | 111,654 |
| Tax on profit on ordinary activities | 6 | (7.100) | |
| Tax on profit on ordinary activities | O | (7,130) | (23,000) |
| Profit on ordinary activities | | | |
| after taxation | | 29,863 | 88,654 |
| Dividends | | - | - |
| | | | |
| Retained profit for the year | 13 | £29,863 | £88,654 |
| | | | |

The company has no recognised gains or losses other than those included in the profits above, and therefore no separate statement of total gains and losses has been presented.

All turnover and operating profit arises from continuing activities.

There is no difference between the profits shown above and their historical cost equivalents.

The notes on pages 7 to 13 form part of these financial statements.

Balance Sheet At 31 December 1997

| | | 1997 | 1996 |
|---|------|--|-------------|
| Fixed assets | Note | £ | £ |
| Tangible assets | 7 | 94,634 | 13,880 |
| Current assets | | | |
| Stocks | 8 | 85,341 | 79,988 |
| Debtors | 9 | 267,378 | 285,543 |
| Cash at bank and in hand | | 90,659 | - |
| | | | |
| Creditors: amounts falling | | 443,378 | 365,531 |
| due within one year | 10 | (443,968) | (327,175) |
| • | | | (327,173) |
| N | | | |
| Net current (liabilities)/assets | | (590) | 38,356 |
| | | ······································ | |
| Total assets less current | | | |
| liabilities | | 94,044 | 52,236 |
| Creditors: amounts falling d | hie | | |
| after more than one year | 11 | (11,945) | _ |
| | | | |
| Net assets | | £82,099 | £52,236 |
| | | 202,077 | £32,230 |
| Charles 1 | | | |
| Capital and reserves | 10 | | |
| Called up share capital Profit and loss account | 12 | 8 | 8 |
| From and loss account | 13 | 82,091 | 52,228 |
| | • | | |
| Shareholder's funds | 14 | £82,099 | £52,236 |
| | | · | |
| | | | |

The financial statements were approved by the director on 12 October 1998 and signed.

..... DIRECTOR

The notes on pages 7 to 13 form part of these financial statements.

Notes To The Financial Statements For The Year Ended 31 December 1997

3. Directors and employees

| Salaries and wages Social security costs | 1997 £ 365,631 29,772 | 1996 £ 314,974 30,799 |
|---|--------------------------------|--------------------------------|
| | | |
| | £395,403 | £345,773 |
| | | |

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

| Management and administration Drivers and machine operators | 1997 Number 3 17 | 1996 Number 4 10 |
|---|---------------------------|---------------------------|
| | 20 | 14 |
| Directors' emoluments comprise: Management remuneration Compensation for loss of office | £12,500 £30,000 | £33,950 |

The remuneration of the highest paid director was £12,500. The other director received no remuneration.

4. Interest payable 1997 £

| Bank interest | 128 | 58 |
|------------------------|-------|-----|
| Hire purchase interest | 2,230 | 947 |
| F = 100000 | 2,230 | 947 |

1996

| £2,358 | £1,005 |
|--------|--------|
| | |

Notes To The Financial Statements For The Year Ended 31 December 1997

Profit on ordinary activities before taxation 5.

Profit on ordinary activities before taxation is stated after charging:

| | 1997 | 1996 |
|--|--------|--------|
| | £ | £ |
| Auditors' remuneration | 2,500 | 3,000 |
| Hire of plant and equipment | 15,939 | 43,432 |
| Operating lease rentals: | | , |
| land and buildings | 32,000 | 32,000 |
| Depreciation charge for the year | | ŕ |
| tangible owned fixed assets | 18,411 | 6,861 |
| tangible fixed assets held under | | ŕ |
| hire purchase contracts | 8,130 | - |
| | | |
| n profit on ordinary activities | | |
| • | 1997 | 1996 |
| | £. | c |

6. Tax on

| | £ | £ |
|---|--------|---------|
| United Kingdom corporation tax based on the profit for the year at 21.7% (1996 - 24.7%) | 7,582 | 23,000 |
| Over provision in respect of prior years | (452) | - |
| | | |
| | £7,130 | £23,000 |

Notes To The Financial Statements For The Year Ended 31 December 1997

7. Tangible fixed assets

| Cost | Motor vehicles £ | Plant & equipment £ | Total £ |
|--|----------------------------|---------------------|------------------------------|
| At 1 January 1997 Additions Disposals | 2,700 75,679 (3,200) | 23,031 34,496 | 25,731 110,175 (3,200) |
| At 31 December 1997 | 75,179 | 57,527 | 132,706 |
| Depreciation At 1 January 1997 Charge for year Disposals | 720 15,036 (320) | 11,131 11,505 | 11,851 26,541 (320) |
| At 31 December 1997 | 15,436 | 22,636 | 38,072 |
| Net book values At 31 December 1997 | £59,743 | £34,891 | £94,634 |
| At 31 December 1996 | £1,980 | £11,900 | £13,880 |

The above includes the following in respect of assets held under hire purchase agreements at 31 December 1997.

| | Motor vehicles | Plant & equipment |
|---------------------------|-------------------|-------------------|
| Net book value | £20,920 | £11,600 |
| | | |
| Depreciation for the year | £5,230 | £2,900 |
| | | |

Notes To The Financial Statements For The Year Ended 31 December 1997

| 8. | Stocks | | |
|-----|---|-------------|----------|
| | | 1997 | 1996 |
| | Goods held for resale | £85,341 | £79,988 |
| | | | |
| 9. | Debtors | | |
| | | 1997 | 1996 |
| | | £ | £ |
| | Trade debtors | 260,326 | 274,414 |
| | Other debtors | 3,236 | 1,690 |
| | Prepayments and accrued income | 3,816 | 9,439 |
| | | | |
| | | £267,378 | £285,543 |
| | | | |
| 10. | Creditors: amounts falling due | | |
| 20. | within one year | | |
| | | 1997 | 1996 |
| | | £ | £ |
| | Due to group undertakings | 199,254 | _ |
| | Due to associated undertakings | · <u>-</u> | 178,821 |
| | Obligations under hire purchase contracts | 17,367 | , - |
| | Trade creditors | 175,148 | 61,706 |
| | Corporation tax | 7,582 | 23,000 |
| | Other taxes and social security | 7,056 | 13,841 |
| | Accruals | 37,561 | 35,654 |
| | Bank overdraft | - | 14,153 |
| | | | |
| | | £443,968 | £327,175 |
| | | | |

Obligations under hire purchase contracts are secured on the assets to which they relate.

Notes To The Financial Statements For The Year Ended 31 December 1997

| 11. | Creditors: amounts falling due after more than one year | | | |
|-----|---|---------------|---|--|
| | | 1997 | 1996 | |
| | Obligations under hire purchase contracts | £11,945 | - | |
| | | | · —— | |
| 12. | Called up share capital | | | |
| | Authorised: | 1997 | 1996 | |
| | - ordinary shares of £1 each | £100,000 | £100,000 | |
| | | | · ==================================== | |
| | Allotted and fully paid: - ordinary shares of £1 each | 40 | | |
| | - Ordinary shares of £1 each | £8 | £8 | |
| | | | | |
| 13. | Profit and loss account | 1997 | 1996 | |
| | At 1 January 1997 | £ 52,228 | £ (36,426) | |
| | Retained profit for the year | 29,863 | 88,654 | |
| | | | | |
| | At 31 December 1997 | £82,091 | £52,228 | |
| | | | <u></u> | |
| 14. | Reconciliation of movements in shareholder's funds | | | |
| | | 1997 | 1996 | |
| | Profit for the year | £ · 29,863 | £ 88,654 | |
| | Opening shareholder's funds | 52,236 | (36,418) | |
| | | | | |
| | Closing shareholder's funds | £82,099 | £52,236 | |
| | | | | |

Notes To The Financial Statements For The Year Ended 31 December 1997

15. Leasing commitments

The minimum payments to which the company is committed during the year to 31 December 1998 under non-cancellable operating leases are analysed to expire as follows:

Property

Over five years

£32,000

16. Related party transactions

R C Lloyd, a director of this company, is also a director and the major shareholder of Aggregate Supplies Limited, which has a 100% interest in the equity capital of Aggregate Supplies (Southern) Limited. The only transactions between Aggregate Supplies Limited and Aggregate Supplies (Southern) Limited relate to the treasury management function, as the two companies cash resources are managed collectively.

17. Ultimate holding company

The ultimate holding company at 31 December 1997 was Aggregate Supplies Limited, a company incorporated in England.