3043403

# REPORT OF THE DIRECTORS AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2003

FOR

PERSONNEL HEALTH & SAFETY CONSULTANTS (MIDLANDS) LIMITED

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## CONTENTS OF THE FINANCIAL STATEMENTS for the year ended 31st March 2003

	Page
Company Information	1
Report of the Directors	2
Report of the Independent Auditors	3
Balance Sheet and Profit and Loss Account	4
Notes to the Financial Statements	5

### **COMPANY INFORMATION**

for the year ended 31st March 2003

**DIRECTORS:** 

S A King

N C Coote

**SECRETARY:** 

S A King

**REGISTERED OFFICE:** 

13 Middle Row Bank Street Maidstone

Kent

**ME14 1TG** 

REGISTERED NUMBER:

3043403 (England and Wales)

**AUDITORS:** 

Waring and Partners

Registered Auditors

Roper Yard Roper Road Canterbury Kent CT2 7EX

#### REPORT OF THE DIRECTORS

for the year ended 31st March 2003

The directors present their report with the financial statements of the company for the year ended 31st March 2003.

#### **DIRECTORS**

The directors during the year under review were:

S A King N C Coote

The beneficial interests of the directors holding office on 31st March 2003 in the issued share capital of the company were as follows:

Ordinary Class "A" £1 shares	31.3.03	1.4.02
S A King	8	-
N C Coote	1	-

### 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;
- 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.

#### **AUDITORS**

The auditors, Waring and Partners, will be proposed for re-appointment in accordance with Section 385 of the Companies Act 1985.

This report has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

ON BEHALF OF THE BOARD:

S A King - DIRECTOR

Dated: 130503

### REPORT OF THE INDEPENDENT AUDITORS TO THE SHAREHOLDERS OF PERSONNEL HEALTH & SAFETY CONSULTANTS (MIDLANDS) LIMITED

We have audited the financial statements of Personnel Health & Safety Consultants (Midlands) Limited for the year ended 31st March 2003 on pages four to five. These financial statements have been prepared in accordance with the Financial Reporting Standard for Smaller Entities (effective June 2002), under the historical cost convention and the accounting policies set out therein.

#### Respective responsibilities of directors and auditors

As described on page two the company's directors are responsible for the preparation of financial statements in accordance with applicable law and United Kingdom Accounting Standards.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

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 1985. We also report to you if, in our opinion, the Report of the Directors 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.

We read the Report of the Directors and consider the implications for our report if we become aware of any apparent misstatements within it.

#### Basis of audit opinion

We conducted our audit in accordance with United Kingdom 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.

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 31st March 2003 and have been properly prepared in accordance with the Companies Act 1985.

Waring and Partners Registered Auditors

Roper Yard Roper Road Canterbury

Kent CT2 7EX Dated: 13 / 2003.

### BALANCE SHEET 31st March 2003

		31.3.03	31.3.02
	Notes	£	£
CURRENT ASSETS: Debtors	3	1,296	22,296
CREDITORS: Amounts falling due within one year	4	240	240
NET CURRENT ASSETS:		1,056	22,056
TOTAL ASSETS LESS CURRENT LIABILITIES:		£1,056	£22,056
CAPITAL AND RESERVES: Called up share capital Profit and loss account	5	9 1,047	9 22,047
SHAREHOLDERS' FUNDS:		£1,056	£22,056

These financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and with the Financial Reporting Standard for Smaller Entities (effective June 2002).

#### ON BEHALF OF THE BOARD:

N C Coote - DIRECTOR

S A King - DIRECTOR

Approved by the Board on 19050

#### PROFIT AND LOSS ACCOUNT

for the year ended 31st March 2003

During the financial year and the preceding financial year the company has not traded and has received no income and incurred no expenditure. Consequently, during those periods the company has made neither a profit nor a loss.

### NOTES TO THE FINANCIAL STATEMENTS for the year ended 31st March 2003

#### 1, **ACCOUNTING POLICIES**

### Accounting convention

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective June 2002).

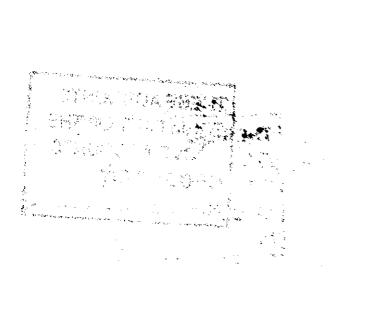
The company was dormant throughout the current and previous years.

#### 2. DIVIDENDS

An interim dividend of £21,000 was paid in the year on the basis of the Class "B" shares in issue at that time, prior to the reconstruction of the share capital.

### DEPTODE, AMOUNTS BALLING

3.	DEBTORS: AN DUE WITHIN	MOUNTS FALLING ONE YEAR			
				31.3.03 £	31.3.02 £
	Associated Com	panies		1,296	22,296
4.	CREDITORS: DUE WITHIN	AMOUNTS FALLING ONE YEAR			
				31.3.03 £	31.3.02 £
	Associated Con	npanies		240 ===	240
5.	CALLED UP S	SHARE CAPITAL			
	Authorised:				
	Number:	Class:	Nominal value:	31.3.03 £	31.3.02 £
	700 (31.3.02 - 800)	Ordinary Class "A"	£1	700	800
	300 (31.3.02 - 200)	Ordinary Class "B"	£1	300	200
				1,000	1,000
	Allotted, issue	I and fully paid:			
	Number:	Class:	Nominal value:	31.3.03 £	31.3.02 £
	9 (31.3.02 - 7)	Ordinary Class "A"	£1	9	7
	NIL (31.3.02 - 2)	Ordinary Class "B"	£1	-	2
				9	9
				-	_



#### REPORT OF THE DIRECTORS AND

FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2003

FOR

PERSONNEL HEALTH & SAFETY CONSULTANTS (GROUP)

THESE ACCOUNTS
FORM PART OF THE
GROUP ACCOUNTS
OF COMPANY
No. 3043403

COMPANIES HOUSE

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## CONTENTS OF THE FINANCIAL STATEMENTS for the year ended 31st March 2003

	Page
Company Information	1
Report of the Directors	2
Report of the Independent Auditors	3
Profit and Loss Account	4
Statement of Total Recognised Gains and Losses	5
Balance Sheet	6
Notes to the Financial Statements	7
Trading and Profit and Loss Account	12

### **COMPANY INFORMATION**

for the year ended 31st March 2003

DIRECTORS:

S A King N C Coote

SECRETARY:

S A King

REGISTERED OFFICE:

32 Verdant Lane

Catford London SE6 1LF

AUDITORS:

Waring and Partners

Registered Auditors Roper Yard Roper Road Canterbury Kent CT2 7EX

#### REPORT OF THE DIRECTORS

for the year ended 31st March 2003

The directors present their report with the financial statements of the company for the year ended 31st March 2003.

#### PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of providing consultancy services and training in respect of general health and safety, together with the sale of associated health and safety and other products.

#### DIRECTORS

The directors during the year under review were:

S A King N C Coote

The beneficial interests of the directors holding office on 31st March 2003 in the issued share capital of the company were as follows:

31.3.03

1.4.02

Ordinary £0.10 shares

S A King N C Coote 5,090

4,900

The shares detailed above are the holdings in the principal company (used for the purposes of these consolidated accounts - see note 1) Personnel Health & Safety Consultants Limited.

#### 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;
- 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.

#### AUDITORS

The auditors, Waring and Partners, will be proposed for re-appointment in accordance with Section 385 of the Companies Act 1985.

This report has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

ON BEHALF OF THE BOARD:

S A King - SECRETARY

Dated:

130503

### REPORT OF THE INDEPENDENT AUDITORS TO THE SHAREHOLDERS OF PERSONNEL HEALTH & SAFETY CONSULTANTS (GROUP)

We have audited the financial statements of Personnel Health & Safety Consultants (Group) for the year ended 31st March 2003 on pages four to eleven. These financial statements have been prepared in accordance with the Financial Reporting Standard for Smaller Entities (effective June 2002), under the historical cost convention (as modified by the revaluation of certain fixed assets) and the accounting policies set out therein.

#### Respective responsibilities of directors and auditors

As described on page two the company's directors are responsible for the preparation of financial statements in accordance with applicable law and United Kingdom Accounting Standards.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

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 1985. We also report to you if, in our opinion, the Report of the Directors 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.

We read the Report of the Directors and consider the implications for our report if we become aware of any apparent misstatements within it.

#### Basis of audit opinion

We conducted our audit in accordance with United Kingdom 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 31st March 2003 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Waring and Partners Registered Auditors Roper Yard Roper Road Canterbury Kent

CT2 7EX

Name Latin Dated: 13 May 2003

## PROFIT AND LOSS ACCOUNT for the year ended 31st March 2003

		31.3.03	31.3.02
	Notes	£	£
TURNOVER		1,136,713	934,169
Cost of sales		425,677	351,701
GROSS PROFIT		711,036	582,468
Administrative expenses		335,996	366,415
OPERATING PROFIT	2	375,040	216,053
Interest receivable and similar income		4,287	3,428
PROFIT ON ORDINARY ACTIV BEFORE TAXATION	YITIES	379,327	219,481
Tax on profit on ordinary activities	3	91,768	46,915
PROFIT FOR THE FINANCIAL AFTER TAXATION	YEAR	287,559	172,566
Dividends	4	198,908	67,880
	·	88,651	104,686
Retained profit brought forward		567,708	463,022
RETAINED PROFIT CARRIED	FORWARD	£656,359	£567,708

### STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES

for the year ended 31st March 2003

	31.3.03	31.3.02
	£	£
PROFIT FOR THE FINANCIAL YEAR Revaluation on Freehold Property	287,559 103,112	172,566
TOTAL RECOGNISED GAINS AND LOSSES RELATING TO THE YEAR	£390,671	£172,566

### BALANCE SHEET 31st March 2003

		31.3.03	3	31.3.02	2
	Notes	£	£	£	£
FIXED ASSETS:					
Intangible assets	5		200 627		23,333
Tangible assets	6 7		390,637		247,316
Investments	1		<del></del>		21
			390,637		270,670
CURRENT ASSETS:					
Stocks		3,444		2,666	
Debtors	8	150,014		212,201	
Cash at bank		406,155		186,984	
		559,613		401,851	
CREDITORS: Amounts falling					
due within one year	9	184,921		103,768	
NET CURRENT ASSETS:		4	374,692		298,083
TOTAL ASSETS LESS CURRENT					
LIABILITIES:			765,329		568,753
CREDITORS: Amounts falling					
due after more than one year	10		4,840		•
			£760,489		£568,753
			======		====
CAPITAL AND RESERVES:					
Called up share capital	11		1,000		1,027
Share premium	12		18		18
Revaluation reserve	13		103,112		_
Profit and loss account			656,359		567,708
CILA DELICA DEDCI EUNDO			67.60.400		05.60.750
SHAREHOLDERS' FUNDS:			£760,489		£568,753

These financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and with the Financial Reporting Standard for Smaller Entities (effective June 2002).

ON BEHALF OF THE BOARD:

N C Coote - DIRECTOR

S A King - DIRECTOR

#### NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31st March 2003

#### 1. ACCOUNTING POLICIES

#### Basis of preparing the financial statements

Group accounts have been prepared on the basis of the common control and common directors in each individual company, for the purposes of these group figures the principal company Personnel Health & Safety Consultants Limited has been treated as the holding company. The companies concerned are detailed in note 15 of the financial statements.

#### Accounting convention

The financial statements have been prepared under the historical cost convention as modified by the revaluation of certain assets and in accordance with the Financial Reporting Standard for Smaller Entities (effective June 2002).

#### Turnover

Turnover represents net invoiced sales of goods, excluding value added tax.

#### Goodwill

Goodwill held is being amortised over a three year period.

#### Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Plant and machinery etc

- 25% on reducing balance and

10% on cost

#### Stocks

Work in progress is valued at the lower of cost and net realisable value.

Cost includes all direct expenditure and an appropriate proportion of fixed and variable overheads.

#### Deferred taxation

Provision is made at current rates for taxation deferred in respect of all material timing differences except to the extent that, in the opinion of the directors, there is reasonable probability that the liability will not arise in the foreseeable future.

#### Pensions

The company operates a defined contribution pension scheme. Contributions payable for the year are charged in the profit and loss account.

#### 2. OPERATING PROFIT

The operating profit is stated after charging:

	21.3.03	31.3.02
	£	£
Depreciation - owned assets	10,566	7,066
Goodwill written off	23,333	32,958
Auditors' remuneration	2,500	-
Pension costs	19,215	8,717
	=====	<del></del>
Directors' emoluments and other benefits etc	41,055	41,500
Directors emolaments and other benefits etc	41,055	41,500

21 2 02

21 2 02

### NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31st March 2003

### 3. TAXATION

Analysis	of	the	tax	charge
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The tax charge on the profit on ordinary activities for the year was as follows:

The tax charge on the prome of charges, accounts to the jobs has do not not	31.3.03 £	31.3.02 £
Current tax: UK corporation tax	91,768	46,915
Tax on profit on ordinary activities	91,768	46,915

#### 4. DIVIDENDS

Interim dividends of £168,908 (2002:£67,880) were paid in the year on the Class "B" shares in issue at that time, prior to the reconstruction of the share capital. A final dividend of £30,000 (2002:Nil) has been proposed on the holders of the Ordinary £0.10 shares at 31st March 2003.

#### 5. INTANGIBLE FIXED ASSETS

INTENSIBLE PARE ASSETS	Goodwill
COST:	£
At 1st April 2002 and 31st March 2003	70,291
AMORTISATION: At 1st April 2002 Charge for year	46,958 23,333
At 31st March 2003	70,291
NET BOOK VALUE: At 31st March 2003	-
At 31st March 2002	23,333

## NOTES TO THE FINANCIAL STATEMENTS for the year ended 31st March 2003

### 6. TANGIBLE FIXED ASSETS

	Land and buildings	Plant and machinery etc	Totals
	£	£	£
COST OR VALUATION: At 1st April 2002 Additions	221,138	61,477 50,775	282,615 50,775
Surplus on revaluation	103,112	-	103,112
At 31st March 2003	324,250	112,252	436,502
DEPRECIATION:			
At 1st April 2002 Charge for year	- -	35,299 10,566	35,299 10,566
At 31st March 2003	-	45,865	45,865
NET BOOK VALUE: At 31st March 2003	324,250	66,387	390,637
At 31st March 2002	221,138	26,178	247,316
Cost or valuation at 31st March 2003 is represent	ed by:		
	Land and buildings	Plant and machinery etc	Totals
	£	£	£
Valuation in 2003 Cost	103,112 221,138	112,252	103,112 333,390
	324,250 ======	112,252	436,502
		e following historic	cal cost:
If Freehold Property had not been revalued it wo	ould have been included at the		
If Freehold Property had not been revalued it wo	ould have been included at the	31.3.03 £	31.3.02 £

Freehold Property was valued on an open market basis on 3rd February 2003 by Michael Jefferys Surveyors Limited.

#### 7. FIXED ASSET INVESTMENTS

Investments (neither listed nor unlisted) were as follows:		
	31.3.03	31.3.02
	£	£
Investments	<del></del>	21
	==	===

## NOTES TO THE FINANCIAL STATEMENTS for the year ended 31st March 2003

8.	DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

•	DUE WITHIN	ONE YEAR			
				31.3.03 £	31.3.02 £
	Trade Debtors			119,294	180,140
	Other Debtors Prepayments			5 30,715	6 32,055
				150,014	212,201
9.		AMOUNTS FALLING			
	DUE WITHIN	ONE YEAR		31.3.03 £	31.3.02 £
	Directors Currer Other Taxes & I Other Creditors			75 18,413 3,754	47 11,646
	Accrued Expense Dividend propose			7,827 30,000	4,513 2,780
	V.A.T. Corporation Tax	ς Provided		35,849 89,003	33,218 51,564
				184,921	103,768
10.		AMOUNTS FALLING MORE THAN ONE YEAR		31.3.03	31.3.02
	Other Creditors			£ 4,840	£ -
11.	CALLED UP	SHARE CAPITAL			
	Authorised: Number:	Class:	Nominal	31.3.03	31.3.02
	NIL (31.3.02 - 41.8	Ordinary 00)	value: £1	£	£ 41,800
	NIL (31.3.02 - 11,2	Órdinary Class"B"	£1	-	11,200
	10,000	Ordinary	£0.10	1,000	
				1,000	53,000
	Allotted, issue Number:	d and fully paid: Class:	Nominal value:	31.3.03 £	31.3.02 £
	NIL (31.3.02 - 1,01		£1	-	1,019
	NIL (31.3.02 - 8)	Ordinary Class"B"	£I	- 1 000	8
	10,000	Ordinary	£0.10	1,000	1 027
				====	1,027

### NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31st March 2003

12.	SHARE	PREMIUM
-----	-------	---------

13.

Share Premium Brought Forward	31.3.03 £ 	31.3.02 £ 18 =
. REVALUATION RESERVE	31.3.03	31,3,02
Revaluation Reserve	£ 103,112	£

#### 14. ULTIMATE PARENT COMPANY

The group Personnel Health & Safety Consultants Limited is ultimately controlled by Mr S A King, he holds 51% of the issued ordinary share capital. On the 1st April 2003 the shares in each individual company included within these group accounts were purchased by PHSC PLC. The ultimate controlling party of the PLC company is Mr S A King.

### 15. GROUP FINANCIAL STATEMENTS

Each of the companies included in the group accounts of Personnel Health & Safety Consultants have common ownership, hence the basis for preparing these financial statements. Further details of each company are included in the financial statements of that individual company, the companies concerned, all incorporated in the United Kingdom are:

Personnel Health & Safety Consultants Limited

Personnel Health & Safety Consultants (Southern) Limited

Personnel Health & Safety Consultants (Northern) Limited

Personnel Health & Safety Consultants (Midlands) Limited