### Company Registration No. 4126418

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Consolidated financial statements for the year ended 31 December 2002

# Yorkshire Investment Group Limited

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### **Company information**

**Directors** H Heron

PF Jones PG Bradshaw

A Hogg J J Dufton

Secretary C A Johnston

Company number 4126418

Registered office Ropergate House, 43 Ropergate

Pontefract WF8 1JY

Registered auditors Mazars

Mazars House, Gelderd Road, Gildersome

**LEEDS** 

West Yorkshire LS27 7JN

Bankers Lloyds Bank plc

17 Westgate WAKEFIELD West Yorkshire WF1 1JZ

## Chairman's report For the year ended 31 December 2002

The Chairman presents his report for the year to 31 December 2002.

Market conditions have been tough throughout the whole of the 2002 trading period as investment markets continued to worsen over the year. The Group's investment based revenue was hit as fund based income fell broadly in line with the decline in world-wide equity values and the inevitable marked fall in new investment business activity. Losses nevertheless have been minimized due to the Groups focus on personal financial planning, the corporate market and maintaining strong client relationships.

Against this background we followed through with investments to support the new Leeds city office and directed resources to strengthen the Group's systems and procedures in areas such as compliance, accounting and business support systems.

The directors are very confident regarding the medium to long term prospects for the Group but predict another difficult trading year ahead. Nevertheless, the cost reduction programme implemented late in 2002 should result in a return to profitable trading in 2003.

The planned growth and development of the Group remains firmly on track and we will continue our policy of looking to acquire companies that compliment and build on our core business. We would hope to complete at least one other strategic acquisition in the second half of 2003.

Hugh Heron Chairman

### Directors' report For the year ended 31 December 2002

The directors present their report and financial statements for the year ended 31 December 2002.

#### 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 group and of the profit or loss of the group 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 group 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 the group 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 the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

#### **Directors**

The following directors have held office since 1 January 2002:

H Heron

PF Jones

P G Bradshaw

A Hogg

C A Johnston

(Resigned 17 April 2002)

J J Dufton

T A Brear

(Resigned 17 April 2002)

#### **Directors' interests**

The directors' interests in the shares of the company and other group companies were as stated below:

|              | Ordinary shares of £ 1 each |                   |  |
|--------------|-----------------------------|-------------------|--|
|              | 31 December 2002            | 1 January 2002    |  |
| H Heron      | 70,718                      | 70,718            |  |
| PF Jones     | 70,718                      | 70,718            |  |
| P G Bradshaw | 70,718                      | 70,718            |  |
| A Hogg       | 23,807                      | 23,807            |  |
| J J Dufton   | -                           | -                 |  |
|              | Ordinary "B" s              | hares of £ 1 each |  |
|              | <b>31 December 2002</b>     | 1 January 2002    |  |
| H Heron      | -                           | -                 |  |
| PF Jones     | -                           | -                 |  |
| P G Bradshaw | <del>-</del>                | _                 |  |
|              |                             |                   |  |
| A Hogg       | -                           | -                 |  |

## Directors' report (continued) For the year ended 31 December 2002

#### Principal activities and review of the business

The principal activities of the group are the provision of financial services.

#### Results and dividends

The results for the year are set out on page 6.

#### **Auditors**

Mazars were appointed auditors to the company and in accordance with section 385 of the Companies Act 1985, a resolution proposing that they be re-appointed will be put to the Annual General Meeting.

Approved by the board on 29 (100) and signed on its behalf by

## Independent auditors' report To the shareholders of Yorkshire Investment Group Limited

We have audited the financial statements for the year ended 31 December 2002 which comprise of the Profit and Loss Account, the Balance Sheet, and related notes. These financial statements have been prepared under the historical cost convention and the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. Our Audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in our auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

#### Respective responsibilities of directors and auditors

As described in the Statement of Directors' Responsibilities 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 Directors' Report 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 Directors' Report and consider the implications for our report if we become aware of any apparent misstatement within it.

#### Basis of 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 and the group'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.

## Independent auditors' report (continued) To the shareholders of Yorkshire Investment Group Limited

#### **Opinion**

In our opinion the financial statements give a true and fair view of the state of the company's and the group's affairs as at 31 December 2002 and of the group's loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

MAZARS 28/10/0)

CHARTERED ACCOUNTANTS

and Registered Auditors

**LEEDS** 

# Consolidated profit and loss account For the year ended 31 December 2002

|  | Notes | 2002<br>£              | 2001<br>£              |
|--|-------|------------------------|------------------------|
| Turnover   | 2     | 3,421,884<br>(332,642) | 2,668,742<br>(179,826) |
| Less: Share of joint ventures' turnover              |       | (332,042)              | (179,820)              |
|  |       | 3,089,242              | 2,488,916              |
| Cost of sales  |       | (165,950)              | (100,441)              |
| Gross profit   |       | 2,923,292              | 2,388,475              |
| Administrative expenses                              |       | (3,091,083)            | (2,384,389)            |
| Other operating income                               |       | -                      | (35)                   |
| Operating (loss)/profit                              | 3     | (167,791)              | 4,051                  |
| Movement in PI Provision                             |       | (30,000)               | -                      |
| (Loss)/profit on ordinary activities before interest |       | (197,791)              | 4,051                  |
| Income from interests in associated undertakings     |       | 5,274                  | (6,451)                |
| Other interest receivable and similar                |       |                        |                        |
| income   | 5     | 14,838                 | 30,833                 |
| Interest payable and similar charges                 | 6     | (41,538)               | (29,806)               |
| Loss on ordinary activities before                   |       |                        |                        |
| taxation   |       | (219,217)              | (1,373)                |
| Tax on loss on ordinary activities                   | 9     | 3,883                  | 21,850                 |
| (Loss)/profit on ordinary activities                 |       |                        |                        |
| after taxation                                       |       | (215,334)              | 20,477                 |

The profit and loss account has been prepared on the basis that all operations are continuing operations.

There are no recognised gains and losses other than those passing through the profit and loss account.

# Balance sheets As at 31 December 2002

|       | Grou                                   | ıp  | Comp  | any  |
|-------|--|---|---|--|
|       | 2002                                   | 2001  | 2002  | 2001   |
| Notes | £                                      | £   | £   | £  |
|       |  |   |   |  |
| 11    | 655,527                                | 674,467   | -   | -  |
| 12    | 256,204                                | 261,049   | 76,665  | 3,600  |
| 13    | 14,319                                 | 8,209   | 1,431,975   | 1,381,140  |
|       | 926,050                                | 943,725   | 1,508,640   | 1,384,740  |
|       |  |   |   |  |
| 14    | 401,132                                | 478,175   | 41,156  | 17,024   |
|       | 426,687                                | 436,310   | 8,957   | 84,221   |
|       | 827,819                                | 914,485   | 50,113  | 101,245  |
| 15    | (374,798)                              | (384,390)   | (492,054)   | (412,316)  |
|       | 453,021                                | 530,095   | (441,941)   | (311,071)  |
|       | 1,379,071                              | 1,473,820   | 1,066,699   | 1,073,669  |
| 16    | (657,673)                              | (499,954)   | (473,848)   | (290,589)  |
| 17    | (101,256)                              | (138,390)   | -   | -  |
|       | 620,142                                | 835,476   | 592,851   | 783,080  |
|       |  |   |   |  |
| 18    | 648.846                                | 648.846   | 648.846   | 648,846  |
|       |  |   |   | 166,153  |
| 19    | (194,857)                              | 20,477  | (222,148)   | (31,919)   |
|       |  |   |   |  |
|       | 11<br>12<br>13<br>14<br>15<br>16<br>17 | Notes  11 655,527 12 256,204 13 14,319 926,050  14 401,132 426,687 827,819  15 (374,798) 453,021 1,379,071  16 (657,673) 17 (101,256) 620,142 18 648,846 19 166,153 | Notes       £       £         11       655,527       674,467         12       256,204       261,049         13       14,319       8,209         926,050       943,725         14       401,132       478,175         426,687       436,310         827,819       914,485         15       (374,798)       (384,390)         453,021       530,095         1,379,071       1,473,820         16       (657,673)       (499,954)         17       (101,256)       (138,390)         620,142       835,476         18       648,846       648,846         19       166,153       166,153 | Notes       £       £       £       £       £         11       655,527       674,467       -       -         12       256,204       261,049       76,665       -         13       14,319       8,209       1,431,975         926,050       943,725       1,508,640         14       401,132       478,175       41,156         426,687       436,310       8,957         827,819       914,485       50,113         15       (374,798)       (384,390)       (492,054)         453,021       530,095       (441,941)         1,379,071       1,473,820       1,066,699         16       (657,673)       (499,954)       (473,848)         17       (101,256)       (138,390)       -         620,142       835,476       592,851         18       648,846       648,846       648,846         19       166,153       166,153       166,153 |

The financial statements were approved by the Board on 29/10/03

H Heron Director

Director

# Consolidated cash flow statement For the year ended 31 December 2002

| Notes  |           | 2002<br>£ |           | 2001<br>£ |
|--|-----------|-----------|-----------|-----------|
| Net cash inflow from operating activities 21             |           | 61,267    |           | 41,286    |
| activities 21  |           | 01,207    |           | 41,200    |
| Returns on investments and servicing of finance          |           |           |           |           |
| Interest received  | 14,838    |           | 30,833    |           |
| Interest paid  | (41,538)  |           | (29,806)  |           |
| Net cash (outflow)/inflow for returns on investments and |           |           |           |           |
| servicing of finance                                     |           | (26,700)  |           | 1,027     |
| Taxation   |           | 21,486    |           | -         |
| Capital expenditure and financial investment             |           |           |           |           |
| Payments to acquire intangible assets                    | (50,000)  |           | -         |           |
| Payments to acquire tangible assets                      | (92,047)  |           | (197,310) |           |
| Payments to acquire investments                          | (835)     |           | (9,250)   |           |
| Payments on acquisition of group                         | _         |           | (674,467) |           |
| interests  |           |           |           |           |
| Receipts from sales of tangible assets                   | -         |           | 44,757    |           |
| Payment on acquiring joint venture                       | <u>-</u>  |           | 10,896    |           |
| Net cash outflow for capital                             |           |           |           |           |
| expenditure  |           | (142,882) |           | (825,374) |
|  |           |           |           |           |
| Net cash outflow before management of liquid resources   |           |           |           |           |
| and financing  |           | (82,829)  |           | (783,061) |
| Financing  |           |           |           |           |
| Issue of ordinary share capital                          | -         |           | 814,999   |           |
| New long term bank loan                                  | 355,494   |           | 379,861   |           |
| Other new short term finance                             | 85,178    |           | 149,425   |           |
| Repayment of long term bank loan                         | (276,460) |           | -         |           |
| Repayment of other short term loans                      | (21,000)  |           | (19,802)  |           |
| Capital element of hire purchase contracts               | (66,092)  |           | (88,293)  |           |
| Net cash inflow from financing                           |           | 77,120    |           | 1,236,190 |
| (Decrease)/increase in cash in the year                  |           | (9,709)   |           | 453,129   |

## Notes to the consolidated financial statements For the year ended 31 December 2002

#### 1 Accounting policies

#### 1.1 Accounting convention

The financial statements are prepared under the historical cost convention.

#### 1.2 Basis of consolidation

The consolidated profit and loss account and balance sheet include the financial statements of the company and its subsidiary undertakings made up to 31 December 2002. The results of subsidiaries sold or acquired are included in the profit and loss account up to, or from the date control passes. Intra-group sales and profits are eliminated fully on consolidation.

#### 1.3 Associated undertakings

The group's interest in joint ventures are accounted for using the gross equity method of accounting.

#### 1.4 Turnover

Turnover represents the total invoice value, excluding value added tax, of sales made during the year.

#### 1.5 Goodwill

Acquired goodwill is written off in equal annual instalments over its estimated useful economic life.

#### 1.6 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Computer equipment

20% and 33% straight line basis

Fixtures, fittings & equipment

25% straight line basis

Motor vehicles

25% straight line basis

#### 1.7 Leasing

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible assets. Assets obtained under finance leases are depreciated over the shorter of the lease term and their useful lives, whereas assets obtained under hire purchase contracts are depreciated over their useful lives. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

Rentals payable under operating leases are charged against income on a straight line basis over the lease term.

#### 1.8 Investments

Fixed asset investments are stated at cost less provision for diminution in value.

#### 1.9 Pensions

The pension costs charged in the financial statements represent the contributions payable by the company during the year in accordance with SSAP 24.

## Notes to the consolidated financial statements (continued) For the year ended 31 December 2002

#### 1 Accounting policies

#### 1.10 Deferred taxation

The accounting policy in respect of deferred tax has been changed to reflect the requirements of FRS19 - Deferred tax. Deferred tax is provided in full in respect of taxation deferred by timing differences between the treatment of certain items for taxation and accounting purposes. The deferred tax balance has not been discounted.

No provision has been made for deferred tax on gains recognised on revaluing property to its market value as the company does not intend to sell the revalued assets.

The above amounts to a change in accounting policy. The previous policy was to provide deferred tax only to the extent that it was probable that liabilities would crystallise in the foreseeable future.

The adoption of the standard has not required a prior period adjustment.

#### 1.11 Foreign currency translation

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All differences are taken to profit and loss account.

#### 2 Turnover

The total turnover of the group for the year has been derived from its principal activity wholly undertaken in the United Kingdom.

| 3 | Operating (loss)/profit                              | 2002        | 2001    |
|---|--|-------------|---------|
|   |  | £           | £       |
|   | Operating (loss)/profit is stated after charging:    |             |         |
|   | Depreciation of intangible assets                    | 68,940      | -       |
|   | Depreciation of tangible assets                      | 96,892      | 90,836  |
|   | Operating lease rentals                              | 140,192     | 104,468 |
|   | Auditors' remuneration (company £4,000; 2001:£4,000) | 20,200      | 23,603  |
|   |  | <del></del> |         |
| 4 | Other operating income                               | 2002        | 2001    |
|   |  | £           | £       |
|   | Other operating income includes:                     |             |         |
|   | Exchange gains                                       | -           | (35)    |
|   |  | <del></del> |         |

| 5 | Other interest receivable and similar income   | 2002<br>£                                     | 2001<br>£                                   |
|---|--|---|---|
|   | Bank interest Other interest   | 14,007<br>831                                 | 30,833                                      |
|   |  | 14,838  | 30,833                                      |
| 6 | Interest payable   | 2002<br>£                                     | 2001<br>£                                   |
|   | On bank loans and overdrafts On other loans wholly repayable within 5 years Hire purchase interest On overdue tax Other interest | 12,618<br>14,530<br>11,118<br>3,272<br>41,538 | 20,466<br>9,331<br>9<br>-<br>29,806         |
| 7 | Employees  Number of employees  The average monthly number of employees (including directors) during the year was:               | 2002<br>Number                                | 2001<br>Number                              |
|   | Selling and administration   | 72  | 54  |
|   | Employment costs   | £   | £   |
|   | Wages and salaries Social security costs Other pension costs   | 1,920,224<br>190,999<br>44,505<br>2,155,728   | 1,213,901<br>166,910<br>40,507<br>1,421,318 |

## Notes to the consolidated financial statements (continued) For the year ended 31 December 2002

| 8 | Directors' emoluments  | 2002        | 2001     |
|---|--|-------------|----------|
|   |  | £           | £        |
|   | Emoluments for qualifying services   | 367,148     | 484,867  |
|   | The number of directors for whom retirement benefits are accruing under money purchase pension schemes amounted to 5 (2001 - 5). |             |          |
|   | Emoluments disclosed above include the following amounts paid to the highest paid director:                                      |             |          |
|   | Emoluments for qualifying services   | 78,405      | 80,088   |
| 9 | Taxation   | 2002        | 2001     |
|   |  | £           | £        |
|   | Domestic current year taxation   |             |          |
|   | U.K. corporation tax   | -           | (22,121) |
|   | Adjustment for prior years   | (3,883)     | 271      |
|   |  | 3,883       | 21,850   |
|   |  | <del></del> |          |

#### 10 Loss for the financial year

As permitted by section 230 of the Companies Act 1985, the holding company's profit and loss account has not been included in these financial statements. The loss for the financial year is made up as follows:

|   | 2002      | 2001        |  |
|---|-----------|-------------|--|
|   | £         | £           |  |
| Holding company's loss for the financial year | (190,229) | (31,919)    |  |
|   |           | <del></del> |  |

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## Notes to the consolidated financial statements (continued) For the year ended 31 December 2002

| Intangible fixed assets<br>Group |               |
|----------------------------------|---------------|
|                                  | Goodwill<br>£ |
| Cost                             |               |
| At 1 January 2002                | 674,467       |
| Additions                        | 50,000        |
| At 31 December 2002              | 724,467       |
| Amortisation                     |               |
| At 1 January 2002                | -             |
| Charge for the year              | 68,940        |
| At 31 December 2002              | 68,940        |
| Net book value                   |               |
| At 31 December 2002              | 655,527       |
| At 31 December 2001              | 674,467       |

Goodwill arose on the purchase of the entire share capital of Yorkshire Investment Consultants Limited, YIG Consulting Limited, HCS Pensions Management Limited, YIG Trustees Limited, and Stephen Holt & Company Limited.

The addition in the year relates to further consideration paid to the shareholders of Stephen Holt & Company Limited.

The goodwill is being amortised over 10 years. In the opinion of the directors, this represents a prudent estimate of the period over which the group will derive economic benefits from the goodwill existing at the date of acquisition. The directors are of the opinion that the value of goodwill is in excess of the net book value disclosed above.

| Tangible fixed assets  |  |  |  |                          |
|--|--|--|--|--------------------------|
| Group  |  |  |  |                          |
| •  | Computer<br>equipment  | Fixtures, fittings & equipment                       | Motor<br>vehicles                            | Total                    |
|  | £  | £  | £  | £                        |
| Cost   |  |  |  |                          |
| At 1 January 2002  | 258,556  | 197,259  | 105,957                                      | 561,772                  |
| Additions  | 83,408   | 8,639  |  | 92,047                   |
| At 31 December 2002  | 341,964  | 205,898  | 105,957                                      | 653,819                  |
| Depreciation   |  |  |  |                          |
| At 1 January 2002  | 146,517  | 106,394  | 47,812                                       | 300,723                  |
| Charge for the year  | 63,986   | 18,369   | 14,537                                       | 96,892                   |
| At 31 December 2002  | 210,503  | 124,763  | 62,349                                       | 397,615                  |
| Net book value   |  |  |  |                          |
| At 31 December 2002  | 131,461  | 81,135   | 42 600                                       | 256 204                  |
| THE ST DOCOMBOL 2002   |  | 01,133   | 43,608                                       | 256,204                  |
| At 31 December 2001  | 112,039  | 90,865   | 58,145                                       | 261,049                  |
| At 31 December 2001  |  | 90,865   | 58,145                                       |                          |
| At 31 December 2001  | 112,039  | 90,865  chase contract  Fixtures,  fittings &        | 58,145                                       |                          |
| At 31 December 2001  | 112,039 d under finance leases or hire pur Computer                              | 90,865 chase contract Fixtures,                      | 58,145 s as follows: Motor                   | 261,049                  |
| At 31 December 2001  | d under finance leases or hire pur  Computer equipment                           | 90,865 chase contract Fixtures, fittings & equipment | 58,145 s as follows: Motor vehicles          | 261,049  Total           |
| At 31 December 2001  Included above are assets held  | d under finance leases or hire pur  Computer equipment                           | 90,865 chase contract Fixtures, fittings & equipment | 58,145 s as follows: Motor vehicles          | 261,049  Total           |
| At 31 December 2001  Included above are assets held  Net book values   | 112,039  d under finance leases or hire pur  Computer equipment                  | 90,865 chase contract Fixtures, fittings & equipment | 58,145 s as follows: Motor vehicles          | 261,049  Total           |
| At 31 December 2001  Included above are assets held  Net book values  At 31 December 2002  At 31 December 2001 | 112,039 d under finance leases or hire pur Computer equipment  £  105,724 71,316 | 90,865 chase contract Fixtures, fittings & equipment | 58,145 s as follows: Motor vehicles £ 40,328 | 261,049  Total £ 146,052 |
| At 31 December 2001  Included above are assets held  Net book values  At 31 December 2002                      | 112,039 d under finance leases or hire pur Computer equipment  £  105,724 71,316 | 90,865 chase contract Fixtures, fittings & equipment | 58,145 s as follows: Motor vehicles £ 40,328 | 261,049  Total £ 146,052 |

| Tangible fixed assets (continued)                |                              |                                      |        |
|--|------------------------------|--------------------------------------|--------|
| Company  | Computer<br>equipment        | Fixtures,<br>fittings &<br>equipment | Total  |
|  | £                            | £                                    | £      |
| Cost   |                              |                                      |        |
| At 1 January 2002                                | -                            | 4,500                                | 4,500  |
| Additions  | 79,456                       | 4,848                                | 84,304 |
| At 31 December 2002                              | 79,456                       | 9,348                                | 88,804 |
| Depreciation                                     |                              |                                      |        |
| At 1 January 2002                                | -                            | 900                                  | 900    |
| Charge for the year                              | 9,369                        | 1,870                                | 11,239 |
| At 31 December 2002                              | 9,369                        | 2,770                                | 12,139 |
| Net book value                                   |                              |                                      |        |
| At 31 December 2002                              | 70,087                       | 6,578                                | 76,665 |
| At 31 December 2001                              |                              | 3,600                                | 3,600  |
| Included above are assets held under finance lea | ses or hire purchase contrac | ets as follows:                      |        |
|  | Computer equipment           | Fixtures, fittings & equipment       | Total  |
|  | £                            | £                                    | £      |
| Net book values                                  | d-                           | d⊌                                   | d⊌     |
| At 31 December 2002                              | 70,087                       | -                                    | 70,087 |
| Depreciation charge for the year                 | <del></del>                  | -                                    |        |
| 31 December 2002                                 | 9,369                        | _                                    | 9,369  |
| JI DOCCHIOCI 2002                                | 9,309                        | -                                    | 2,202  |

## Notes to the consolidated financial statements (continued) For the year ended 31 December 2002

| 13 | Fixed asset investments<br>Group |                           |  |        |
|----|----------------------------------|---------------------------|--|--------|
|    |                                  | Unlisted<br>investments p | Shares in<br>articipating<br>interests | Total  |
|    |                                  | £                         | £                                      | £      |
|    | Cost                             |                           |  |        |
|    | At 1 January 2002                | 9,250                     | (1,040)                                | 8,210  |
|    | Additions                        | -                         | 6,109                                  | 6,109  |
|    | At 31 December 2002              | 9,250                     | 5,069                                  | 14,319 |
|    | At 31 December 2001              | 9,250                     | (1,041)                                | 8,209  |

#### 13 Fixed asset investments (continued) Company

|                     | Shares in<br>participating<br>interests u |             |             |
|---------------------|---|-------------|-------------|
|                     | £   | £           | £           |
| Cost                |   |             |             |
| At 1 January 2002   | 5,410                                     | 1,375,730   | 1,381,140   |
| Additions           | 835                                       | 50,000      | 50,835      |
|                     |   |             | <del></del> |
| At 31 December 2002 | 6,245                                     | 1,425,730   | 1,431,975   |
|                     |   | <del></del> |             |
| At 31 December 2001 | 5,410                                     | 1,375,730   | 1,381,140   |
|                     |   |             |             |

In the opinion of the directors, the aggregate value of the company's investment in subsidiary undertakings is not less than the amount included in the balance sheet.

#### Holdings of more than 20%

The company holds more than 20% of the share capital of the following companies:

| Company                                  | Country of registration or incorporation | Shares held |          |
|--|--|-------------|----------|
|  | _  | Class       | <b>%</b> |
| Subsidiary undertakings                  |  |             |          |
| Yorkshire Investment Consultants Limited | l England                                | Ordinary    | 100      |
| YIG Consulting Limited                   | England                                  | Ordinary    | 100      |
| YIG Asset Management Limited             | England                                  | Ordinary    | 100      |
| HCS Pensions Management Limited          | England                                  | Ordinary    | 100      |
| YIG Trustees Limited                     | England                                  | Ordinary    | 100      |

# Notes to the consolidated financial statements (continued) For the year ended 31 December 2002

| Participating interests            |         |          |    |  |  |
|------------------------------------|---------|----------|----|--|--|
| BBPI Limited                       | England | Ordinary | 50 |  |  |
| Hansons Financial Planning Limited | England | Ordinary | 50 |  |  |

The principal activity of these undertakings for the last relevant financial year was as follows:

#### Principal activity

| Yorkshire Investment Consultants Limited | Financial services |
|--|--------------------|
| YIG Consulting Limited                   | Financial services |
| YIG Asset Management Limited             | Financial services |
| HCS Pensions Management Limited          | Financial services |
| YIG Trustees Limited                     | Financial services |
| BBPI Limited                             | Financial Services |
| Hansons Financial Planning Limited       | Financial Services |

#### 14 Debtors

|   | Group       |         | Company     |        |
|---|-------------|---------|-------------|--------|
|   | 2002        | 2001    | 2002        | 2001   |
|   | £           | £       | £           | £      |
| Trade debtors                           | 229,030     | 296,345 | -           | -      |
| Amounts owed by participating interests | 54,814      | 19,652  | _           | -      |
| Corporation tax                         | -           | 39,870  | -           | -      |
| Other debtors                           | 11,145      | 6,219   | 11,145      | 6,219  |
| Prepayments and accrued income          | 106,143     | 116,089 | 30,011      | 10,805 |
|   | <del></del> |         | <del></del> |        |
|   | 401,132     | 478,175 | 41,156      | 17,024 |
|   |             |         |             |        |

| Creditors: amounts falling due within   | one year   |   |  |                                  |
|---|--|---|--|----------------------------------|
| -                                       | Grou   | р   | Company  |                                  |
|   | 2002   | 2001  | 2002   | 2001                             |
|   | £  | £   | £  | £                                |
| Bank loans and overdrafts               | 42,152   | 57,343  | 4,267  | 21,000                           |
| Net obligations under finance lease and |  |   |  |                                  |
| hire purchase contracts                 | 61,732   | 51,373  | 14,667   | -                                |
| Trade creditors                         | 36,464   | 35,033  | 20,317   | _                                |
| Amounts owed to group undertakings      | -  | _   | 422,038  | 381,416                          |
| Corporation tax                         | _  | 21,313  | -  | -                                |
| •                                       | 85,356   | 48,207  | 12,915   | _                                |
| Other creditors                         | 1,549  | ,<br>-  | ,<br>_   | -                                |
| Accruals and deferred income            | 147,545  | 171,121   | 17,850   | 9,900                            |
|   | 374,798  | 384,390   | 492,054  | 412,316                          |
|   | Bank loans and overdrafts Net obligations under finance lease and hire purchase contracts Trade creditors Amounts owed to group undertakings Corporation tax Taxes and social security costs Other creditors | Bank loans and overdrafts 42,152 Net obligations under finance lease and hire purchase contracts 61,732 Trade creditors 36,464 Amounts owed to group undertakings - Corporation tax - Taxes and social security costs 85,356 Other creditors 1,549 Accruals and deferred income 147,545 | Bank loans and overdrafts  Net obligations under finance lease and hire purchase contracts  Trade creditors  Amounts owed to group undertakings  Corporation tax  Taxes and social security costs  Other creditors  Accruals and deferred income  Group  42,152  57,343  42,152  57,343  61,732  51,373  36,464  35,033  21,313  Taxes and social security costs  85,356  48,207  Other creditors  1,549  - 147,545  171,121 | Group   2002   2001   2002     £ |

## Notes to the consolidated financial statements (continued) For the year ended 31 December 2002

| 16 | Creditors: amounts falling due after me             | ore than one y | year     |         |          |
|----|---|----------------|----------|---------|----------|
|    | Ç   | Grou           | р        | Company |          |
|    |   | 2002           | 2001     | 2002    | 2001     |
|    |   | £              | £        | £       | £        |
|    | Bank loans Net obligations under finance leases and | 437,894        | 358,860  | 275,000 | 214,129  |
|    | hire purchase agreements                            | 74,541         | 64,554   | 53,690  | -        |
|    | Directors' loan accounts                            | 145,238        | 76,540   | 145,158 | 76,460   |
|    |   | 657,673        | 499,954  | 473,848 | 290,589  |
|    | Analysis of loans                                   |                |          |         |          |
|    | Wholly repayable within five years                  | 475,779        | 412,022  | 275,000 | 235,129  |
|    | Included in current liabilities                     | (37,885)       | (53,162) | -       | (21,000) |
|    |   | 437,894        | 358,860  | 275,000 | 214,129  |
|    | In more than one year but not more than             |                |          |         |          |
|    | two years In more than two years but not more than  | 312,885        | 57,162   | 275,000 | 25,000   |
|    | five years  | 113,654        | 201,488  | _       | 105,000  |
|    | In more than five years                             | 11,355         | 100,210  | _       | 84,129   |
|    |   |                |          |         |          |

Lloyds TSB hold an unlimited debenture dated 28th February 2001, that creates a fixed and floating charge over all the groups assets and undertakings.

Creditors in respect of finance leases and hire purchase contracts are secured against the relevant assets.

| Net obligations under finance leases and hire purchase contracts |          |          |          |   |
|--|----------|----------|----------|---|
| Repayable within one year  | 61,732   | 51,373   | 14,667   | - |
| Repayable between one and five years                             | 74,541   | 64,554   | 53,690   |   |
| To all the Part Wells Collins and acceptable                     | 136,273  | 115,927  | 68,357   | - |
| Included in liabilities falling due within one year              | (61,732) | (51,373) | (14,667) |   |
|  | 74,541   | 64,554   | 53,690   |   |

Repayment of the directors' loans is not permitted within two years of the balance sheet date, unless written permission of the Financial Services Authority is received agreeing to an earlier repayment date.

| 17 | Provisions for liabilities and charges<br>Group                               |            | ndemnity<br>Provision<br>£ |
|----|---|------------|----------------------------|
|    | Balance at 1 January 2002 & at 31 December 2002<br>Profit and loss account    |            | 138,390<br>(37,134)        |
|    | Balance at 31 December 2002   |            | 101,256                    |
| 18 | Share capital   | 2002<br>£  | 2001<br>£                  |
|    | Authorised  | 0.600.000  | 0.600.000                  |
|    | 9,600,000 Ordinary shares of £ 1 each 400,000 Ordinary "B" shares of £ 1 each | 9,600,000  | 9,600,000                  |
|    |   | 10,000,000 | 10,000,000                 |
|    | Allotted, called up and fully paid  |            |                            |
|    | 248,846 Ordinary Shares of £ 1 each   | 248,846    | 248,846                    |
|    | 400,000 Ordinary A Shares of £ 1 each   | 400,000    | 400,000                    |
|    |   | 648,846    | 648,846                    |

| 19 | Statement of movements on reserves Group                |                                  |                         |
|----|---|----------------------------------|-------------------------|
|    |   | Share<br>premium<br>account<br>£ | Profit and loss account |
|    | Balance at 1 January 2002<br>Retained loss for the year | 166,153                          | 20,477<br>(215,334)     |
|    | Balance at 31 December 2002                             | 166,153                          | (194,857)               |
|    | Company   | Share<br>premium<br>account<br>£ | Profit and loss account |
|    | Balance at 1 January 2002<br>Retained loss for the year | 166,153                          | (31,919)<br>(190,229)   |
|    | Balance at 31 December 2002                             | 166,153                          | (222,148)               |

| 20 | Reconciliation of movements in shareholders' funds<br>Group  | 2002<br>£                     | 2001<br>£                     |
|----|--|-------------------------------|-------------------------------|
|    | (Loss)/Profit for the financial year<br>Proceeds from issue of shares  | (215,334)                     | 20,477<br>814,999             |
|    | Net (depletion in)/addition to shareholders' funds Opening shareholders' funds   | (215,334)<br>835,476          | 835,476                       |
|    | Closing shareholders' funds  | 620,142                       | 835,476                       |
|    | Company  | 2002<br>£                     | 2001<br>£                     |
|    | Loss for the financial year Proceeds from issue of shares  | (190,229)                     | (31,919)<br>814,999           |
|    | Net (depletion in)/addition to shareholders' funds<br>Opening shareholders' funds  | (190,229)<br>783,080          | 783,080                       |
|    | Closing shareholders' funds  | 592,851                       | 783,080                       |
| 21 | Reconciliation of operating (loss)/profit to net cash inflow from operating activities   | 2002                          | 2001                          |
|    |  | £                             | £                             |
|    | Operating (loss)/profit Depreciation of tangible assets Amortisation of intangible assets  | (197,791)<br>96,892<br>68,940 | 4,051<br>90,836               |
|    | Profit on disposal of tangible assets  Decrease in debtors  Increase/(decrease) in creditors within one year  (Decrease) / Increase in Provision | 68,127<br>6,739               | (521)<br>(315,307)<br>251,448 |
|    | (Decrease)/ Increase in Provision  Net cash inflow from operating activities   | 61,267                        | 41,286                        |

| 22 | Analysis of net debt 1 January 2002               |             | Cash flow 31 December 2002 |            |
|----|---|-------------|----------------------------|------------|
|    |   | £           | £                          | £          |
|    | Net cash:   | 10 ( 0 1 0  | (0.522)                    |            |
|    | Cash at bank and in hand Bank overdrafts          | 436,310     | (9,623)                    | 426,687    |
|    | Bank overdrans                                    | (4,181)     | (86)                       | (4,267)    |
|    |   | 432,129     | (9,709)                    | 422,420    |
|    |   | <del></del> |                            |            |
|    | Bank deposits                                     | - (117.00%) | -                          | -          |
|    | Finance leases                                    | (115,927)   | (20,346)                   | (136,273)  |
|    | Debts falling due within one year                 | (53,162)    | 15,277                     | (37,885)   |
|    | Debts falling due after one year                  | (358,860)   | (79,034)                   | (437,894)  |
|    |   | (527,949)   | (84,103)                   | (612,052)  |
|    | N. 46. 1 ((110)                                   | (05.000)    | (02.010)                   | (100, (22) |
|    | Net funds/(debt)                                  | (95,820)    | (93,812)                   | (189,632)  |
| 23 | Reconciliation of net cash flow to movement in    | n net debt  | 2002                       | 2001       |
|    |   |             | £                          | £          |
|    | Decrease in cash in the year                      |             | (9,709)                    | (371,528)  |
|    | Cash inflow from increase in debt                 |             | (84,103)                   | (435,011)  |
|    | Movement in net debt in the year                  |             | (93,812)                   | (806,539)  |
|    | Opening net (debt)/funds                          |             | (95,820)                   | 710,719    |
|    | Closing net debt                                  |             | (189,632)                  | (95,820)   |
| 24 | Pension costs                                     |             |                            |            |
|    | Defined contribution                              |             |                            |            |
|    |   |             | 2002                       | 2001       |
|    |   |             | £                          | £          |
|    | Contributions payable by the company for the year |             | 44,505                     | 37,249     |
|    |   |             |                            |            |

# Notes to the consolidated financial statements (continued) For the year ended 31 December 2002

#### 25 Financial commitments

At 31 December 2002 the group had annual commitments under non-cancellable operating leases as follows:

|                            | Land and buildings |         | Other |        |
|----------------------------|--------------------|---------|-------|--------|
|                            | 2002               | 2001    | 2002  | 2001   |
|                            | £                  | £       | £     | £      |
| Expiry date:               |                    |         |       |        |
| Within one year            | 27,663             | 15,426  | 5,996 | 15,532 |
| Between two and five years | 175,595            | 168,996 | -     | -      |
|                            | 203,258            | 184,422 | 5,996 | 15,532 |
|                            |                    |         |       |        |

At 31 December 2002 the company had annual commitments under non-cancellable operating leases as follows:

|                            | Land and buildings |        | Other |       |
|----------------------------|--------------------|--------|-------|-------|
|                            | 2002               | 2001   | 2002  | 2001  |
|                            | £                  | £      | £     | £     |
| Expiry date:               |                    |        |       |       |
| Within one year            | 18,750             | 7,713  | _     | 7,766 |
| Between two and five years | 77,098             | 84,498 | -     | -     |
|                            |                    |        |       |       |
|                            | 95,848             | 92,211 | -     | 7,766 |
|                            |                    |        |       |       |