THE HAWICK CASHMERE COMPANY LIMITED ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2003



ABBREVIATED ACCOUNTS

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OFFICERS AND PROFESSIONAL ADVISERS

The Board of Directors

Lord Sanderson of Bowden

J A Thomson C D R Sanderson J M Didsbury E E S Young G E Thomson

G J B Algie (retired 2 April 2004)

P H Reddihough G R C Wood

A L Lauder (appointed 12 May 2004)

Company Secretary

J M Didsbury

Registered Office

Trinity Mills Duke Street Hawick TD9 9QA

Auditors

Chiene & Tait, CA 61 Dublin Street Edinburgh EH3 6NL

Bankers

The Bank of Scotland PLC 228 Kilmarnock Road

Glasgow

G43 1TS

Solicitors

Shepherd and Wedderburn WS

Saltire Court 20 Castle Terrace Edinburgh EH1 2ET

THE DIRECTORS' REPORT

YEAR ENDED 31 DECEMBER 2003

The directors have pleasure in presenting their report and the financial statements of the company for the year ended 31 December 2003.

Principal activities and business review

The principal activity of the company during the year was the manufacture and sale of knitwear.

As a result of decisions made by the Board of Directors in Autumn 2002, the company has made good progress in addressing issues regarding product mix and cost base, which is reflected in improved margins and profitability in 2003.

The year ended 31 December 2003, saw further retail expansion, as we continue to believe that control of our own retail distribution is a vital element of our future success. To that end we opened additional shops in Baden-Baden in May 2003, and St. Moritz in July 2003. The trading results of St. Moritz in particular have been extremely encouraging for the business.

A future vital element of the business is the continued need to invest in up to date knitting technology and to that end, the company has invested, and continues to invest, in state of the art whole garment knitting machines.

Results and dividends

The trading results for the year, and the company's financial position at the end of the year are shown in the attached financial statements.

The directors have recommended the following dividends:

	2003	2002
	£	£
Dividends paid on ordinary shares	44,000	45,100

The directors and their interests in shares of the company

The directors who served the company during the year together with their beneficial interests in the shares of the company were as follows:

•	Ordinary Shares of £1 each		
	At	At	
	31 December 2003	1 January 2003	
Lord Sanderson of Bowden	23,400	23,400	
J A Thomson	97,708	97,708	
C D R Sanderson	74,800	74,800	
J M Didsbury	2,500	2,500	
E E S Young	6,000	6,000	
G E Thomson	_		
G J B Algie	_	_	
P H Reddihough	80,500	80,500	
G R C Wood	70,000	70,000	
A L Lauder	· –	_	

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 at the end of the year and of the profit or loss for the year then ended. In preparing those financial statements, the directors are required to:

select suitable accounting policies, as described on pages 8 to 9, and then apply them consistently;

make judgements and estimates that are reasonable and prudent; and

prepare the financial statements on the going concern basis unless it is inappropriate to presume

THE DIRECTORS' REPORT (continued)

YEAR ENDED 31 DECEMBER 2003

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. The directors 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.

Eurchase of own shares

During the year 10,000 Ordinary shares of £1 each were purchased by the company for £41,000. The purchased shares represented 2% of the share capital prior to the purchase.

Anditors

A resolution to re-appoint Chiene & Tait, CA as auditors for the ensuing year will be proposed at the annual general meeting in accordance with section 385 of the Companies Act 1985.

Signed by order of the directors

In 0,5056m2

J M Didsbury Company Secretary

Approved by the directors on 12 MAY 2.4

INDEPENDENT AUDITORS' REPORT TO THE COMPANY

PURSUANT TO SECTION 247B OF THE COMPANIES ACT 1985

We have examined the abbreviated accounts on pages 5 to 17, together with the financial statements of the company for the year ended 31 December 2003 prepared under Section 226 of the Companies Act 1985.

Respective responsibilities of the directors and the auditors

The directors are responsible for preparing the abbreviated accounts in accordance with section 246A of the Companies Act 1985. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts prepared in accordance with section 246A(3) of the Act to the Registrar of Companies and whether the accounts to be delivered are properly prepared in accordance with those provisions and report our opinion to you.

Basis of opinion

We have carried out the procedures we consider necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts to be delivered are properly prepared. The scope of our work for the purpose of this report did not include examining or dealing with events after the date of our report on the financial statements.

Opinion

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with section 246A(3) of the Act, and the abbreviated accounts on pages 5 to 17 are properly prepared in accordance with those provisions.

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CHIENE & TAIT, CA Registered Auditors 61 Dublin Street Edinburgh EH3 6NL

16 May, 2004

ABBREVIATED PROFIT AND LOSS ACCOUNT

YEAR ENDED 31 DECEMBER 2003

	Note	2003 £	2002 £
Gross profit		2,024,708	1,492,746
Distribution costs Administrative expenses		732,739 993,568	594,153 768,137
Operating profit	2	298,401	130,456
Income from fixed asset investments Interest receivable Interest payable	5 6	15,059 6,211 (87,350)	- 347 (80,015)
Profit on ordinary activities before taxation		232,321	50,788
Tax on profit on ordinary activities	7	63,442	17,292
Profit on ordinary activities after taxation		168,879	33,496
Dividends	8	44,000	45,100
Retained profit/(loss) for the financial year		124,879	<u>(11,604)</u>

All of the activities of the company are classed as continuing.

The company has no recognised gains or losses other than the results for the year as set out above.

ABBREVIATED BALANCE SHEET

31 DECEMBER 2003

	Note	£	2003 £	2002 £
Fixed assets Tangible assets	9		1,106,872	1,154,184
Investments	10		39,444	9,141
			1,146,316	1,163,325
Current assets				4 (0) 000
Stocks Debtors	11	1,764,273		1,694,007
Cash at bank and in hand	12	2,053,074 142,477		1,129,689 295,270
		3,959,824		3,118,966
Creditors: amounts falling due within one year	13	2,427,087		1,704,765
Net current assets			1,532,737	1,414,201
Total assets less current liabilities			2,679,053	2,577,526
Creditors: amounts falling due after more than one	14		430,262	410 407
year	14			410,497
			2,248,791	2,167,029
Provisions for liabilities and charges				
Deferred taxation	18		118,632	120,749
			2,130,159	2,046,280
Capital and reserves				
Called-up equity share capital	20		400,000	410,000
Share premium account	21		110,000	110,000
Capital redemption reserve Profit and loss account	21 21		25,000 1 505 150	15,000
	21		1,595,159	1,511,280
Shareholders' funds	21		2,130,159	2,046,280

These abbreviated financial statements have been prepared in accordance with the special provisions for medium-sized companies under Part VII of the Companies Act 1985.

Lord Sanderson of Bowden

A Thomson

CASH FLOW STATEMENT

	Note	£	2003 £	2002 £
Net cash (outflow)/inflow from operating activities	22		(334,472)	886,608
Returns on investments and servicing of finance Income from other fixed asset investments Interest received Interest paid Interest element of hire purchase and finance lease		15,059 6,211 (73,006) (14,344)		347 (63,948) (16,067)
Net cash outflow from returns on investments and ser of finance	vicing		(66,080)	(79,668)
Taxation			(16,241)	(57,747)
Capital expenditure Payments to acquire tangible fixed assets Receipts from sale of fixed assets		(164,716) 29,831		(211,131) 898
Net cash outflow from capital expenditure			(134,885)	(210,233)
Acquisitions and disposals Acquisition of shares in group undertakings		(30,303)		(50)
Net cash outflow from acquisitions and disposals			(30,303)	(50)
Equity dividends paid			(44,000)	(45,100)
Cash (outflow)/inflow before financing			(625,981)	493,810
Financing Purchase of own equity shares Premium on purchase of own equity shares Repayment of bank loans Capital element of hire purchase and finance lease Net (outflow)/inflow from long-term accruals		(10,000) (31,000) 128,189 (52,883) (19,723)		(22,684) (43,915) 43,966
Net cash inflow/(outflow) from financing		·	14,583	(22,633)
(Decrease)/increase in cash	23		(611,398)	471,177

NOTES TO THE ABBREVIATED ACCOUNTS

YEAR ENDED 31 DECEMBER 2003

1. Accounting policies

Basis of accounting

The financial statements have been prepared under the historical cost convention.

Turnover

The turnover shown in the profit and loss account represents amounts invoiced during the year, exclusive of Value Added Tax.

Fixed assets

All fixed assets are initially recorded at cost.

Depreciation

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows:

Freehold Property

4% straight line

Plant & Machinery

- 15% reducing balance

Fixtures & Fittings

15% reducing balance and 25% straight line

Motor Vehicles

25% straight line

Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Work in progress

Work in progress is valued on the basis of direct costs plus attributable overheads based on normal level of activity. Provision is made for any foreseeable losses where appropriate. No element of profit is included in the valuation of work in progress.

Hire purchase agreements

Assets held under hire purchase agreements are capitalised and disclosed under tangible fixed assets at their fair value. The capital element of the future payments is treated as a liability and the interest is charged to the profit and loss account on a straight line basis.

Finance lease agreements

Where the company enters into a lease which entails taking substantially all the risks and rewards of ownership of an asset, the lease is treated as a finance lease. The asset is recorded in the balance sheet as a tangible fixed asset and is depreciated in accordance with the above depreciation policies. Future instalments under such leases, net of finance charges, are included with creditors. Rentals payable are apportioned between the finance element, which is charged to the profit and loss account on a straight line basis, and the capital element which reduces the outstanding obligation for future instalments.

Operating lease agreements

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against profits on a straight line basis over the period of the lease.

Pension costs

The company operates a defined contribution pension scheme for employees. The assets of the scheme are held separately from those of the company. The annual contributions payable are charged to the profit and loss account.

Deferred taxation

Deferred tax is provided on the liability method to take account of timing differences between the treatment for certain items for accounts purposes and the treatment for tax purposes. Tax deferred is accounted for in respect of all material timing differences. Deferred tax assets are only recognised to the extent that they are regarded as recoverable.

NOTES TO THE ABBREVIATED ACCOUNTS

YEAR ENDED 31 DECEMBER 2003

1. Accounting policies (continued)

Foreign currencies

Transactions in foreign currencies are recorded at the rate of exchange at the date of the transaction or, if hedged, at the forward contract rate. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are reported at the rates of exchange prevailing at that date or, if appropriate, at the forward currency contract rate.

Derivative instruments

The group uses derivative financial statements to reduce exposure to foreign exchange risk. The group does not hold or issue derivative financial instruments for speculative purposes.

For a forward foreign exchange contract to be treated as a hedge the instrument must be related to actual foreign currency assets or liabilities or to a probable commitment. It must involve the same currency as the hedged item and must reduce the risk of foreign currency exchange movements on the companies operations. Gains and losses arising on these contracts are deferred and recognised in the profit and loss account only when the hedged transaction has itself been reflected in the companies financial statements.

If an instrument ceases to be accounted for as a hedge, for example because the underlying hedged position is eliminated, the instrument is marked to market and any resulting profit or loss recognised at that time.

2. Operating profit

Operating profit is stated after charging/(crediting):

	2003 £	2002 £
Depreciation Depreciation of assets held under hire purchase and finance lease	145,671	144,256
agreements	30,647	40,548
Loss on disposal of fixed assets Auditors' remuneration	5,879	4,481
- as auditors Operating lease costs:	9,125	9,200
Land and buildings	12,500	
Plant and equipment	6,468	6,752

NOTES TO THE ABBREVIATED ACCOUNTS

YEAR ENDED 31 DECEMBER 2003

3.

4.

5.

Particulars of employees The average number of staff employed by the company during the	a financial year amounted to	
The average number of start employed by the company during the	2003 No	o. 2002 No
Production		
Administrative	127 13	145 13
Retail	29	26
	169	184
The aggregate payroll costs of the above were:		
	2003 £	2002 £
Wages and salaries	2,419,147	2,399,606
Social security costs	172,509	170,044
Other pension costs	111,942	91,525
	2,703,598	2,661,175
Emoluments receivable	2003 £ 521,837	2002 £ 460,693
Emoluments of highest paid director:	2003 £	2002 £
Total emoluments (excluding pension contributions):	85,505	67,426
The number of directors who are accruing benefits under compan	y pension schemes was as fo	ollows:
	2003	2002
	No	No
Money purchase schemes	6	6
Income from fixed asset investments		
	2003	2002
	£	£
Income from other fixed asset investments	15,059	

NOTES TO THE ABBREVIATED ACCOUNTS

6.	Interest payable		
		2003 £	2002 £
	Interest payable on bank borrowing Finance charges	73,006 14,344	63,948 16,067
		87,350	80,015
7.	Tax on profit on ordinary activities		
	(a) Analysis of charge in the year	2003 £	2002 £
	Current tax:		
	In respect of the year: UK Corporation tax based on the results for the year Over/under provision in prior year	67,066 (1,507)	17,748 1,091
	Total current tax	65,559	18,839
	Deferred tax:		
	Decrease in deferred tax provision	(2,117)	(1,547)
	Tax on profit on ordinary activities	63,442	17,292
	(b) Factors affecting current tax charge		
	The tax assessed on the profit on ordinary activities for the year is lower	er than the stan	dard rate of
	corporation tax in the UK of 30% (2002 - 19.25%).	2003 £	2002 £
	Profit on ordinary activities before taxation	232,321	50,788
	Profit/(loss) on ordinary activities by rate of tax Expenses not deductible for tax purposes Depreciation in advance of capital allowances Revenue expenditure capitalised Marginal relief Over provision in prior year Sundry tax adjusting items Total current tax (note 7(a))	69,696 9,174 (322) (6,964) (1,507) (4,518) 65,559	9,777 2,694 8,512 (3,235) - 1,091 - 18,839
8.	Dividends		
σ.	The following dividends have been paid in respect of the year:		
	The following dividends have been paid in respect of the year.	2003 £	2002 £
	Dividend paid on ordinary shares	44,000	45,100

NOTES TO THE ABBREVIATED ACCOUNTS

YEAR ENDED 31 DECEMBER 2003

9. Tangible fixed assets

	Freehold Property £	Plant & Machinery £	Fixtures & Fittings £	Motor Vehicles £	Total £
Cost					
At 1 January 2003	411,763	1,533,190	287,038	11,769	2,243,760
Additions	_	141,160	23,556	_	164,716
Disposals	_	(59,581)	(7,896)	_	(67,477)
At 31 December 2003	411,763	1,614,769	302,698	11,769	2,340,999
Depreciation					
At 1 January 2003	110,048	855,437	119,187	4,904	1,089,576
Charge for the year	15,271	103,724	54,381	2,942	176,318
On disposals	· <u>-</u>	(26,477)	(5,290)	· 	(31,767)
At 31 December 2003	125,319	932,684	168,278	7,846	1,234,127
Net book value					
At 31 December 2003	286,444	682,085	134,420	3,923	1,106,872
At 31 December 2002	301,715	677,753	167,851	6,865	1,154,184

Hire Purchase and finance lease agreements

Included within the net book value of £1,106,872 is £156,991 (2002 - £210,356) relating to assets held under hire purchase agreements, and £3,923 (2002 - £6,865) relating to assets held under finance lease agreements. The depreciation charged in the year in respect of assets held under hire purchase agreements amounted to £27,705 (2002 - £37,606), and £2,942 (2002 - £2,942) in respect of assets held under finance lease agreements.

10. Investments

Investment in group undertakings

Cost At 1 January 2003 Additions	9,141 30,303
At 31 December 2003	39,444
Net book value At 31 December 2003	39,444
At 31 December 2002	9,141

£

NOTES TO THE ABBREVIATED ACCOUNTS

YEAR ENDED 31 DECEMBER 2003

10. Investments (continued)

The above investments are represented by:

100% of the issued share capital of Hawick Cashmere SARL, a company registered in Switzerland. It operates shops in Geneva, St Moritz and Villars, Switzerland.

100% of the issued share capital of Hawick Cashmere GMBH, a company registered in Germany. It operates a shop in Baden-Baden, Germany. The shares in this company were acquired during the year.

50% of the issued share capital of Lucien Pellat-Finet (Scotland) Limited, a company incorporated in Scotland. It operates from within Hawick Cashmere's own shop in Edinburgh.

		2003 £	2002 £
	Aggregate capital and reserves Hawick Cashmere SARL Hawick Cashmere GMBH Lucien Pellat-Finet (Scotland) Limited	46,540 28,859 100	45,540 - 100
	Profit and (loss) for the year Hawick Cashmere SARL Hawick Cashmere GMBH Lucien Pellat-Finet (Scotland) Limited	832 (6,353)	18,337
11.	Stocks		
		2003 £	2002 £
	Raw materials Work in progress Finished goods	187,748 401,646 1,174,879 1,764,273	227,833 419,891 1,046,283 1,694,007
12.	Debtors		
		2003 £	2002 £
	Trade debtors Amounts owed by group undertakings Other debtors	1,193,782 784,551 74,741	805,086 . 262,271 62,332
		2,053,074	1,129,689

Included in amounts owed by group undertakings loans receivable for more than one year of £179,616 (2002: £nil).

NOTES TO THE ABBREVIATED ACCOUNTS

13.	Creditors: amounts falling due within one year		
		2003 £	2002 £
	Bank loans and overdrafts Trade creditors Corporation tax Other taxation and social security Hire Purchase and finance lease agreements Other creditors Accruals and deferred income	1,523,959 445,289 67,066 60,649 55,570 28,199 246,355	1,032,224 358,904 17,748 52,261 52,882 26,442 164,304
		2,427,087	1,704,765
	The following liabilities disclosed under creditors falling due within one year	are secured by 2003	the company: 2002 £
	Bank loans and overdrafts	1,523,959	1,032,224
14.	Creditors: amounts falling due after more than one year		
		2003 £	2002 £
	Bank loans and overdrafts Hire Purchase and finance lease agreements	272,639 92,714	177,580 148,285
	Accruals and deferred income	365,353 64,909	325,865 84,632
		430,262	410,497
	The following liabilities disclosed under creditors falling due after more than company:	one year are	secured by the
		2003 £	2002 £
	Bank loans and overdrafts	272,639	177,580
15.	Creditors - capital instruments		
	Creditors include finance capital which is due for repayment as follows:	2003 £	2002 £
	Amounts repayable: In one year or less or on demand In more than one year but not more than two years In more than two years but not more than five years In more than five years	113,055 88,348 133,705 50,586 385,694	79,925 84,380 93,199 ———————————————————————————————————

NOTES TO THE ABBREVIATED ACCOUNTS

YEAR ENDED 31 DECEMBER 2003

16. Commitments under hire purchase and finance lease agreements

Future commitments under hire purchase and finance lease agreements are as follows:

	2003 £	2002 £
Amounts payable within 1 year	55,570	52,882
Amounts payable between 1 and 2 years	58,258	55,571
Amounts payable between 3 and 5 years	34,456	92,714
	148,284	201,167

17. Pensions

The company operates a defined contribution pensions scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund.

The pension charge for the period was £111,942 (2002: £91,525). At 31 December 2003 contributions of £4,358 (2002: £4,454) were payable to the fund and are included within creditors.

18. Deferred taxation

	2003	2002
	£	£
The movement in the deferred taxation provision during the year was:		
Provision brought forward	120,749	122,296
Profit and loss account movement arising during the year	(2,117)	(1,547)
Provision carried forward	118,632	120,749
The provision for deferred taxation consists of the tax effect of timing diffe	erences in respect of	:
	2003	2002
	£	£
Excess of taxation allowances over depreciation on fixed assets	118,632	120,749
	118,632	120,749

19. Commitments under operating leases

At 31 December 2003 the company had annual commitments under non-cancellable operating leases as set out below.

	2003		2002	
	Land & Buildings	Other Items	Land & Buildings	Other Items
	£	£	£	£
Operating leases which expire:				
Within 1 year	7,875		7,200	_
Within 2 to 5 years	31,050	6,477	13,300	6,477
After more than 5 years	55,000	· –	72,750	_
	93,925	6,477	93,250	6,477

NOTES TO THE ABBREVIATED ACCOUNTS

YEAR ENDED 31 DECEMBER 2003

(Increase)/decrease in stocks

(Increase)/decrease in debtors Increase/(decrease) in creditors

Net cash (outflow)/inflow from operating activities

	Share capital					
	Authorised share capital	:				
					2003 £	2002 £
	1,000,000 Ordinary shares	of £1 each			1,000,000	1,000,000
	Allotted, called up and fu	ılly paid:				
	, 1		200		20	
			No	£	No	£
	Ordinary shares of £1 each	l	400,000	400,000	410,000	410,000
21.	On 21 August 2003 10,00 purchased shares represent Reconciliation of shareho	ted 2% of the share	capital prior to		the company fo	or £41,000. Th
	reserves		Share	Capital		Total share-
		Share capital	premium account	redemption reserve	Profit and loss account	holders' funds
		Share capital £	£	£	foss account	funds
	Balance brought forward					
	at 1 January 2002	410,000	110,000	15,000	1,522,884	2,057,884
	Loss for the year	_	_	_	(11,604)	(11,604
	Balance brought forward					
	at 1 January 2003	410,000	110,000	15,000	1,511,280	2,046,280
	Retained profit for the					
	year Other movements	•••	_	-	124,879	124,879
	Purchase of own shares	(10,000)	_	10,000	(41,000)	(41,000
	Balance carried forward					

33,912

552,693

(19,738)

886,608

(70,266) (923,385)

178,581

(334,472)

NOTES TO THE ABBREVIATED ACCOUNTS

YEAR ENDED 31 DECEMBER 2003

23.	Reconciliation of net cash flow to movement in net debt			
		£	2003 £	2002 £
	(Decrease)/increase in cash in the period	(611,398)		471,177
	Net cash (inflow) from/outflow from bank loans Cash outflow in respect of hire purchase and finance lease Net cash outflow from/(inflow) from long-term accruals	(128,189) 52,883 19,723		22,684 43,915 (43,966)
			(666,981)	493,810
	Change in net debt		(666,981)	493,810
	Net debt at 1 January 2003		(1,200,333)	(1,222,463)
	Net debt at 31 December 2003		(1,867,314)	(1,200,333)
24.	Analysis of changes in net debt			
	rinary or			
	Analysis of casages in net wood	At 1 Jan 2003 £	Cash flows	At 31 Dec 2003 £
	Net cash:	1 Jan 2003		31 Dec 2003
- "		1 Jan 2003		31 Dec 2003
	Net cash: Cash in hand and at bank	1 Jan 2003 £ 295,270	£ (152,793)	31 Dec 2003 £ 142,477
	Net cash: Cash in hand and at bank	1 Jan 2003 £ 295,270 (952,299)	£ (152,793) (458,605)	31 Dec 2003 £ 142,477 (1,410,904)

25. Capital Commitments

Amounts contracted for but not provided for in the financial statements amounted to £2,965 (2002: Nil)