

COMPANY REGISTRATION NUMBER 161469

**OPTICAL EXPRESS (CENTRAL)  
LIMITED**

**ABBREVIATED FINANCIAL  
STATEMENTS**

**31 MARCH 2000**



**HLB KIDSONS**

Chartered Accountants & Registered Auditors  
Breckenridge House  
274 Sauchiehall Street  
Glasgow  
G2 3EH



# **OPTICAL EXPRESS (CENTRAL) LIMITED**

## **ABBREVIATED FINANCIAL STATEMENTS**

**PERIOD FROM 1 JANUARY 1999 TO 31 MARCH 2000**

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# **OPTICAL EXPRESS (CENTRAL) LIMITED**

## **ABBREVIATED FINANCIAL STATEMENTS**

**PERIOD FROM 1 JANUARY 1999 TO 31 MARCH 2000**

<b>The director</b>	D Mouldsdaie
<b>Company secretary</b>	G Murdoch
<b>Registered office</b>	9 Clairmont Gardens Glasgow G3 7LW
<b>Auditors</b>	HLB Kidsons Chartered Accountants & Registered Auditors Breckenridge House 274 Sauchiehall Street Glasgow G2 3EH

# OPTICAL EXPRESS (CENTRAL) LIMITED

## AUDITORS' REPORT TO THE COMPANY

### PURSUANT TO SECTION 247B OF THE COMPANIES ACT 1985

We have examined the abbreviated accounts on pages 6 to 18, together with the financial statements of the company for the period from 1 January 1999 to 31 March 2000 prepared under Section 226 of the Companies Act 1985.

#### **Respective responsibilities of the director and the auditors**

The director is 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 6 to 18 are properly prepared in accordance with those provisions.



Breckenridge House  
274 Sauchiehall Street  
Glasgow  
G2 3EH

*13 June 2000*

HLB KIDSONS  
Chartered Accountants  
& Registered Auditors

# **OPTICAL EXPRESS (CENTRAL) LIMITED**

## **THE DIRECTOR'S REPORT**

### **PERIOD FROM 1 JANUARY 1999 TO 31 MARCH 2000**

The director presents his report and the financial statements of the company for the period from 1 January 1999 to 31 March 2000.

#### **Principal activities and business review**

The principal activity of the company during the period was that of opticians.

The company's balance sheet as detailed on page 8 shows a surplus of shareholders' funds amounting to £44,252.

#### **Results and dividends**

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

The director has not recommended a dividend.

#### **The director and his interests in shares of the company**

The director who served the company during the period was as follows:

D Mouldsdaie

D Mouldsdaie is also a director of the holding company, David Mouldsdaie (Holdings) Limited. The director's interests in the shares of the holding company are disclosed in the director's report of that entity.

#### **Fixed assets**

In the opinion of the director there is no significant difference between the present market value of the company's properties and the amounts at which they are stated in the accounts. Details are set out in note 7.

# OPTICAL EXPRESS (CENTRAL) LIMITED

## THE DIRECTOR'S REPORT *(continued)*

PERIOD FROM 1 JANUARY 1999 TO 31 MARCH 2000

### Auditors

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

Registered office:  
9 Clairmont Gardens  
Glasgow  
G3 7LW

Signed by order of the director



G Murdoch  
Company Secretary

Approved by the director on 19/06/2000

# **OPTICAL EXPRESS (CENTRAL) LIMITED**

## **STATEMENT OF DIRECTOR'S RESPONSIBILITIES**

**PERIOD FROM 1 JANUARY 1999 TO 31 MARCH 2000**

Company law requires the director to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company at the end of the period and of the profit or loss for the period then ended.

In preparing those financial statements, the director is required to:

select suitable accounting policies, as described on pages 9 to 10, 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; and

prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The director is responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable him to ensure that the financial statements comply with the Companies Act 1985. The director is also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Registered office:  
9 Clairmont Gardens  
Glasgow  
G3 7LW

Signed by order of the director



G Murdoch  
Company Secretary

Approved by the director on 19/06/2000

# OPTICAL EXPRESS (CENTRAL) LIMITED

## ABBREVIATED PROFIT AND LOSS ACCOUNT

PERIOD FROM 1 JANUARY 1999 TO 31 MARCH 2000

	Note	Period to 31 Mar 00 £	Year to 31 Dec 98 £
<b>Gross profit</b>		8,948,393	7,056,208
Administrative expenses		(8,689,209)	(8,012,641)
<b>Operating profit/(loss)</b>	<b>2</b>	<u>259,184</u>	<u>(956,433)</u>
Interest receivable		-	1,007
Interest payable and similar charges	<b>4</b>	(95,166)	(66,090)
<b>Profit/(loss) on ordinary activities before taxation</b>		<u>164,018</u>	<u>(1,021,516)</u>
Tax on profit/(loss) on ordinary activities	<b>5</b>	(7,585)	205,205
<b>Retained profit/(loss) for the financial period</b>		<u>156,433</u>	<u>(816,311)</u>

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



# OPTICAL EXPRESS (CENTRAL) LIMITED

PERIOD FROM 1 JANUARY 1999 TO 31 MARCH 2000

## STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES

	Period to 31 Mar 00 £	Year to 31 Dec 98 £
Profit/(loss) for the financial period attributable to the shareholders	156,433	(816,311)
Unrealised profit on revaluation		
Of tangible fixed assets:		
Leasehold property	143,074	-
Transfer from Optical Express (Northern) Limited	-	38,037
Total gains and losses recognised since the last annual report	<u>299,507</u>	<u>(778,274)</u>

## NOTE OF HISTORICAL COST PROFITS/(LOSSES)

	Period to 31 Mar 00 £	Year to 31 Dec 98 £
Reported profit/(loss) on ordinary activities before taxation	164,018	(1,021,516)
Realisation of gains recognised in previous periods	9,218	-
Difference between a historical cost Depreciation charge and the actual charge calculated on the revalued amount	2,467	6,892
Historical cost profit/(loss) on ordinary activities before taxation	<u>175,703</u>	<u>(1,014,624)</u>
Historical cost profit/(loss) for the period retained after taxation and dividends	<u>168,118</u>	<u>(809,419)</u>

# OPTICAL EXPRESS (CENTRAL) LIMITED

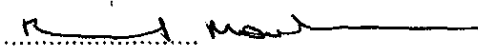
## ABBREVIATED BALANCE SHEET

31 MARCH 2000

	Note	31 Mar 00 £	31 Dec 98 £
<b>Fixed assets</b>			
Intangible assets	6	33,275	39,965
Tangible assets	7	2,220,023	2,551,285
		<u>2,253,298</u>	<u>2,591,250</u>
<b>Current assets</b>			
Stocks	8	488,273	474,925
Debtors	9	921,156	1,247,685
Cash at bank and in hand		35,684	155,245
		<u>1,445,113</u>	<u>1,877,855</u>
<b>Creditors: Amounts falling due within one year</b>	10	<u>(3,551,836)</u>	<u>(4,526,865)</u>
<b>Net current liabilities</b>		<u>(2,106,723)</u>	<u>(2,649,010)</u>
<b>Total assets less current liabilities</b>		<u>146,575</u>	<u>(57,760)</u>
<b>Creditors: Amounts falling due after more than one year</b>	11	<u>(102,323)</u>	<u>(197,495)</u>
		<u>44,252</u>	<u>(255,255)</u>
<b>Capital and reserves</b>			
Called-up equity share capital	16	100	100
Revaluation reserve	17	252,534	121,145
Profit and loss account	18	(208,382)	(376,500)
<b>Shareholders' funds /(deficiency)</b>	19	<u>44,252</u>	<u>(255,255)</u>

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

These financial statements were approved and signed by the director on 19 June 2000

  
D Moulds

# **OPTICAL EXPRESS (CENTRAL) LIMITED**

## **NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS**

**PERIOD FROM 1 JANUARY 1999 TO 31 MARCH 2000**

### **1. Accounting policies**

#### **Basis of accounting**

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of certain fixed assets, and in accordance with applicable accounting standards.

#### **Cash flow statement**

The director has taken advantage of the exemption in Financial Reporting Standard No 1 (revised) from including a cash flow statement in the financial statements on the grounds that the company is wholly owned and its parent publishes a consolidated cashflow statement.

#### **Turnover**

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

#### **Amortisation**

Amortisation 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:

Goodwill	- 10 & 20 years
Lease premium	- 18 years

#### **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:

Short Leasehold properties/revaluations	- Over the term of the lease
Leasehold improvements	- 15% reducing balance
Fixtures and fittings	- 15% reducing balance
Equipment	- 10% & 15% reducing balance
Motor vehicles	- 20% reducing balance

An amount equal to the excess of the annual depreciation charge on revalued assets over the notional historical cost depreciation charge on those assets is transferred annually from the revaluation reserve to the profit and loss reserve.

#### **Stocks**

Stocks are valued at the lower of cost and net realisable value. Cost is computed on an average cost basis. Net realisable value is based on estimated selling price less the estimated cost of disposal.

# OPTICAL EXPRESS (CENTRAL) LIMITED

## NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS

PERIOD FROM 1 JANUARY 1999 TO 31 MARCH 2000

### 1. Accounting policies (*continued*)

#### 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.

#### 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.

#### Deferred taxation

Provision is made, under the liability method, to take account of timing differences between the treatment of certain items for accounts purposes and their treatment for tax purposes. Tax deferred or accelerated is accounted for in respect of all material timing differences to the extent that it is considered that a net liability may arise.

#### Pensions

##### Defined contribution scheme

The company made contributions into employees private pension schemes during the year.

#### Going concern

These financial statements have been prepared on a going concern basis, which is reliant on the continuing support of the bank and other group companies.

### 2. Operating profit/loss

Operating profit/loss is stated after charging/(crediting):

	Period to 31 Mar 00 £	Year to 31 Dec 98 £
Director's emoluments	-	-
Amortisation	6,690	5,345
Depreciation	392,382	329,215
(Profit)/Loss on disposal of fixed assets	(20,573)	3,292
Auditors' remuneration		
- as auditors	19,000	34,362
Operating lease costs:		
Land and buildings	1,191,009	793,441
Plant and equipment	6,297	4,725

# OPTICAL EXPRESS (CENTRAL) LIMITED

## NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS

PERIOD FROM 1 JANUARY 1999 TO 31 MARCH 2000

### 3. Particulars of employees

The average number of staff employed by the company during the financial period amounted to:

	Period to 31 Mar 00	Year to 31 Dec 98
	No.	No.
Production staff	33	33
Other	202	217
	<u>235</u>	<u>250</u>

The aggregate payroll costs of the above were:

	Period to 31 Mar 00	Year to 31 Dec 98
	£	£
Wages and salaries	3,498,106	3,329,167
Social security costs	372,361	326,129
Other pension costs	44,633	38,897
	<u>3,915,100</u>	<u>3,694,193</u>

### 4. Interest payable

	Period to 31 Mar 00	Year to 31 Dec 98
	£	£
Interest payable on bank borrowing	14,423	3
Finance charges	40,523	42,700
Other similar charges payable	40,220	23,387
	<u>95,166</u>	<u>66,090</u>

# OPTICAL EXPRESS (CENTRAL) LIMITED

## NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS

PERIOD FROM 1 JANUARY 1999 TO 31 MARCH 2000

### 5. Tax on profit or loss on ordinary activities

	Period to 31 Mar 00 £	Year to 31 Dec 98 £
In respect of the period:		
Corporation Tax based on the results for the period at 30% (1998 - 31%)	7,585	(12,593)
Decrease in deferred tax provision	-	(185,177)
	<u>7,585</u>	<u>(197,770)</u>
Adjustment in respect of previous years:		
Corporation Tax	-	(7,435)
	<u>7,585</u>	<u>(205,205)</u>

### 6. Intangible fixed assets

	Goodwill £	Lease premium £	Total £
<b>Cost</b>			
At 1 January 1999 and 31 March 2000	<u>48,000</u>	<u>12,500</u>	<u>60,500</u>
<b>Amortisation</b>			
At 1 January 1999	18,450	2,085	20,535
Charge for the period	5,820	870	6,690
At 31 March 2000	<u>24,270</u>	<u>2,955</u>	<u>27,225</u>
<b>Net book value</b>			
At 31 March 2000	<u>23,730</u>	<u>9,545</u>	<u>33,275</u>
At 31 December 1998	<u>29,550</u>	<u>10,415</u>	<u>39,965</u>

# OPTICAL EXPRESS (CENTRAL) LIMITED

## NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS

PERIOD FROM 1 JANUARY 1999 TO 31 MARCH 2000

### 7. Tangible fixed assets

	Equipment £	Fixtures & Fittings £	Motor Vehicles £	Short Leasehold property £	Total £
<b>Cost or valuation</b>					
At 1 January 1999	1,661,446	1,238,613	246,384	201,549	3,347,992
Additions	8,687	29,793	-	7,482	45,962
Disposals	-	(2,222)	(17,000)	(13,956)	(33,178)
Revaluation	-	-	-	136,311	136,311
Transfer	(93,291)	(28,450)	-	-	(121,741)
<b>At 31 March 2000</b>	<u>1,576,842</u>	<u>1,237,734</u>	<u>229,384</u>	<u>331,386</u>	<u>3,375,346</u>
<b>Depreciation</b>					
At 1 January 1999	317,620	374,631	73,442	31,014	796,707
Charge for the period	169,794	165,308	39,977	17,303	392,382
On disposals	-	(640)	(1,523)	(705)	(2,868)
Revaluation adjustment	-	-	-	(6,763)	(6,763)
Transfer	(13,273)	(10,862)	-	-	(24,135)
<b>At 31 March 2000</b>	<u>474,141</u>	<u>528,437</u>	<u>111,896</u>	<u>40,849</u>	<u>1,155,323</u>
<b>Net book value</b>					
<b>At 31 March 2000</b>	<u>1,102,701</u>	<u>709,297</u>	<u>117,488</u>	<u>290,537</u>	<u>2,220,023</u>
At 31 December 1998	<u>1,343,826</u>	<u>863,982</u>	<u>172,942</u>	<u>170,535</u>	<u>2,551,285</u>

The leasehold properties were revalued on 7th March 2000 on an open market valuation by Montagu Evans, Chartered Surveyors. The historical cost of the short leasehold properties is £nil (1998 - £nil).

#### Hire purchase agreements

Included within the net book value of £2,220,023 is £76,974 (1998 - £837,854) relating to assets held under hire purchase agreements. The depreciation charged to the accounts in the period in respect of such assets amounted to £17,796 (1998 - £106,159).

### 8. Stocks

	31 Mar 00 £	31 Dec 98 £
Stock	<u>488,273</u>	<u>474,925</u>

# OPTICAL EXPRESS (CENTRAL) LIMITED

## NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS

PERIOD FROM 1 JANUARY 1999 TO 31 MARCH 2000

### 9. Debtors

	31 Mar 00	31 Dec 98
	£	£
Trade debtors	347,033	165,416
Amounts owed by group undertakings	287,819	737,700
Corporation Tax repayable	2,112	-
Other debtors	103,994	130,371
Prepayments and accrued income	180,198	214,198
	<u>921,156</u>	<u>1,247,685</u>

Other debtors includes balance in respect of a director's overdrawn current account totalling £23,191 (1998 £108,207). This loan account has no fixed terms of repayment and is not liable to any interest.

### 10. Creditors: amounts falling due within one year

	31 Mar 00	31 Dec 98
	£	£
Bank loans and overdrafts	466,844	1,262,236
Trade creditors	265,597	837,334
Amounts owed to group undertakings	1,755,130	1,428,618
Other taxation and social security	888,386	478,351
Other creditors	24,437	253,170
Accruals and deferred income	151,442	267,156
	<u>3,551,836</u>	<u>4,526,865</u>

The company's bank loan and overdraft are secured by a bond and a floating charge over the whole company assets.

The loan is being repaid by quarterly instalments of £7,500. Interest is charged at base rate plus two percent. This loan will be repaid by 31 December 2005.

### 11. Creditors: amounts falling due after more than one year

	31 Mar 00	31 Dec 98
	£	£
Bank loans and overdrafts	96,519	134,019
Other creditors including:		
Hire purchase agreements	5,804	63,476
	<u>102,323</u>	<u>197,495</u>



# OPTICAL EXPRESS (CENTRAL) LIMITED

## NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS

PERIOD FROM 1 JANUARY 1999 TO 31 MARCH 2000

### 12. Creditors - capital instruments

Creditors include finance capital which is due for repayment as follows:

	31 Mar 00	31 Dec 98
	£	£
In one year or less, or on demand	30,000	41,772
Between one and two years	30,000	30,000
Between two and five years	66,519	90,000
In five years or more	-	14,019
	<u>126,519</u>	<u>175,791</u>

### 13. Deferred taxation

The movement in the deferred taxation provision during the period was:

	Period to 31 Mar 00	Year to 31 Dec 98
	£	£
Provision brought forward	-	185,177
Decrease in provision	-	(185,177)
Provision carried forward	<u>-</u>	<u>-</u>

The elements of deferred taxation, which result in a nil balance at the end of the period, together with details of other amounts not provided for, are as follows

	31 Mar 00		31 Dec 98	
	Provided	Unprovided	Provided	Unprovided
	£	£	£	£
Excess of taxation allowances over depreciation on fixed assets	244,977	-	246,051	
Tax losses available	(241,977)	(17,931)	(242,951)	(64,426)
Other timing differences	(3,000)	-	(3,100)	
	<u>-</u>	<u>(17,931)</u>	<u>-</u>	<u>(64,426)</u>

# OPTICAL EXPRESS (CENTRAL) LIMITED

## NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS

PERIOD FROM 1 JANUARY 1999 TO 31 MARCH 2000

### 14. Commitments under hire purchase agreements

Future commitments under hire purchase agreements are as follows:

	31 Mar 00	31 Dec 98
	£	£
Amounts payable within 1 year	22,095	253,170
Amounts payable between 1 and 2 years	5,804	11,596
Amounts payable between 3 and 5 years	-	51,880
	<u>27,899</u>	<u>316,646</u>

### 15. Commitments under operating leases

At 31 March 2000 the company had annual commitments under non-cancellable operating leases as set out below.

	Land & Buildings	
	31 Mar 00	31 Dec 98
	£	£
Operating leases which expire:		
Within 2 to 5 years	66,250	41,500
After more than 5 years	935,202	843,758
	<u>1,001,452</u>	<u>885,258</u>

### 16. Share capital

Authorised share capital:

	31 Mar 00	31 Dec 98
	£	£
100 Ordinary shares of £1 each	<u>100</u>	<u>100</u>

Allotted, called up and fully paid:

	31 Mar 00	31 Dec 98
	£	£
Ordinary share capital	<u>100</u>	<u>100</u>

# OPTICAL EXPRESS (CENTRAL) LIMITED

## NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS

PERIOD FROM 1 JANUARY 1999 TO 31 MARCH 2000

### 17. Revaluation reserve

	Period to 31 Mar 00	Year to 31 Dec 98
	£	£
Balance brought forward	121,145	90,000
Revaluation of fixed assets	143,074	-
Transfer to profit and loss account	(11,685)	(6,892)
Transfer from Optical Express (Northern) Limited	-	38,037
	<u>252,534</u>	<u>121,145</u>

### 18. Profit and loss account

	Period to 31 Mar 00	Year to 31 Dec 98
	£	£
Balance brought forward	(376,500)	432,919
Retained profit/(loss) for the financial period	156,433	(816,311)
Transfer from revaluation reserve	11,685	6,892
Balance carried forward	<u>(208,382)</u>	<u>(376,500)</u>

### 19. Reconciliation of movements in shareholders' funds

	Period to 31 Mar 00	Year to 31 Dec 98
	£	£
Profit/(loss) for the financial period	156,433	(816,311)
Other net recognised gains and losses	143,074	-
Transfer from Optical Express (Northern) Limited	-	38,037
Net addition/(reduction) to funds	299,507	(778,274)
Opening shareholders' equity funds	(255,255)	523,019
Closing shareholders' equity funds	<u>44,252</u>	<u>(255,255)</u>

### 20. Guarantees and other financial commitments

The company has given an unlimited inter company cross guarantee between David Mouldsdale (Holdings) Limited, Optical Express (Westfield) Limited, Optical Express (Southern) Limited, Optical Express (Gyle) Limited, Optical Express (Northern) Limited, Optical Express (Ayr) Limited, Optical Express (Aberdeen) Limited, Optical Express (Forge) Limited, Optical Express (Leith) Limited, Optical Express (Holdings) Limited and Optical Express Limited which is supported by a bond and floating charge and debenture over the whole company assets.

At the 31 March 2000 the above companies' loans and overdrafts totalled £7,193,842 (1998 £7,100,957).

# **OPTICAL EXPRESS (CENTRAL) LIMITED**

## **NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS**

**PERIOD FROM 1 JANUARY 1999 TO 31 MARCH 2000**

### **21. Ultimate parent company**

The company's ultimate parent undertaking is David Mouldsdale (Holdings) Limited, a company incorporated in Scotland. A copy of that company's accounts is available from Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB. The company is controlled by David Mouldsdale.