305139

EDMUND NUTTALL LIMITED

ANNUAL REPORT

31 DECEMBER 1990

COMPANIES HOUSE

EDMUND NUTTALL LIMITED (Registered Number 305189) ANNUAL REPORT YEAR ENDED 31 DECEMBER 1990

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EDMUND NUTTALL LIMITED OFFICERS AND PROFESSIONAL ADVISORS

DIRECTORS

J J Endtz

Chairman

JR Grice

R W Bale

Managing

P B Brooks

DA York

R F W Budden

JFW Balier

N de Ronde Bresser

Rt Hon Dr J Gilbert

B Brook-Partridge

SECRETARY

D G Trimby

REGISTERED OFFICE

St James House Knoll Road Camberley Surrey **GU15 3XW**

Telephone:

0276 63484

Telex:

859166

Fax:

0276 66060

BANKERS

National Westminster Bank Plc 15 Bishopsgate London EC2P 2AP

AUDITORS

Pannell Kerr Forster Pannell House Park Street Guildford Surrey GU1 4HN

SOLICITORS

McKenna & Co Inveresk House 1 Aldwych London WC2 0HF

EDMUND NUTTALL LIMITED DIRECTORY

MAJOR PROJECTS AND TUNNELLING . I'V AND OVERSEAS

Head Office St James House, Knoll Road Camberley, Survey GUIS 3XV/ Telt: Camberley GT6-63444 Telex: \$59166 Fax: 0276-6060

GENERAL CIVIL ENGINEERING AND INDUSTRIAL BUILDING

UNITED KINGDOM AND THE CHANNEL ISLANDS
East
Unit Da, The Anderson Centre
Spiritse Ciose
Ermine Business Park
Huntingson
Camba PEIS OCY
Tot: URD-434626
Fax: 0480-411457

Central and London 29 The Green West Drayton Middletex UB7 7PN Tel: 0895-447711 Fam: 0895-44536

The Executive Centre 3rd Floor Midland House New Road Halesowen BO 3HY Tel: 021-585 5716 Fax: 021-585 5702

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North West The Old Mill, Station Road Little Sutton, South Wirral Cheshire L66 INY Tel: US1339 611 Fax: 051-339 1860

Scotland Glasgow Road, Kilsyth Glasgow G65 9BL Tel: 0236-821569 Telex: 777873 Fax: 0236-825934

ROCK DRILLING AND EXTLOSIVES SPECIALISTS AND GEOTECHNICAL CONTRACTORS

Ritchies Equipment

Principal Cilice Glasgow Read, Kilsysh Glasgow GLGS 9BL Tel: 0236-822666 Telex: 7/8173 Fax: 0236-825734

South Naitrea Wat! Kenn Pier, Clevedon Avon 8S21 6UE Tel: 0272-875338 Fax: 0272-870076

PLANT SERVICES

Grayford Plant Depot Wallhouse Road, Siade Green Eritt, Kent DAS 2LB Tel: 0322-337265 Telex: 8953460 Fax: 0322-336779

Alibrook Plant Depot Alibrook Hill, Alibrook Eartleigh Hants SO5 4ND Tel: 0703-611333 Telex: 47183 Fex: 0703-620186 South East Knights Park Knights Road Strood Kent ME2 2LS Tel: 0634/716666 Fan: 0634/710116

South West Cherry Orchard East, Kembrey Park Swindon SN2 6UQ Tel: 0793-643143 Fax: 0793-511063

First Floor Podium Block Dukes Keep Marsh Lane Southampton SOI 1EX Tel: 0703-230491 Fax: 0703-630924

North East Wingrove House Ponteland Road Newcartle-upon-Tyne NES 3AJ Tel: 091-214 0214 Fax: 091-214 0033

Suite 2A Josephs Well Hanover Wey Park Lane Leedt LS3 JAB Tel: 0532-313917 Fax: 0532-460178

South Wales 1st Floor, Allied House Mount Stuart Square, Cardiff CF1 6EB Tell: 0222-402636 Fact 0222-489946

SPECIALIST PILING

Nuttall Ground Techniques

St James House, Knoll Road Camberley, Surrey GU15 3XW Tel: 0276-63484 Telm: 859166 Fax: 0276-66660

Kilsyth Plant Depot Glasgow Road, Kilsyth Glasgow G65 9BL Tel: 0236-821569 Telex: 777873 Fax: 0236-825934

EDMUND NUTTALL LIMITED CHAIRMAN'S STATEMENT

In the year that the company celebrated its 125th anniversary it showed a substantial improvement in profits, despite a reduction in turnover. The majority of the 1990 turnover came from civil engineering in roads and bridges, tunnelling, maritime, and general and industrial sectors. It also included the turnover of Mears Contractors and Ritchies Division.

The result for the year was £3,509,000 before tax (1989: £299,000). Turnover decreased to £156 million (1989: £169 million) and the work in hand at the end of the year was £154 million (1989: £111 million).

Completion of the Lee Valley water tunnel was followed by a satisfactory financial settlement. The final breakthrough, marking the end of the major tunnelling for the Docklands Light Railway, took place in November During the year there was some progress on resolving the financial position of this project.

The roads and maritime markets were buoyant but margins were tight. Defence work opportunities were limited. In the third quarter a number of major awards were secured which coincided with the completion of several large contracts. The completed contracts included the Isle of Grain jetties, the Newbridge Bypass with its fine viaduct, the A43 Peartree to Wendlebury Bypass, the elegant Royal Albert Dock Spine road, and the Clyde Submarine Base Berths 5 and 6 contract at Faslane.

The Royal Opening of Blaydon Bridge by Her Majesty the Queen took place on 1 December. Mullardoch Dam received the British Construction Industry Award for small projects, Crombie Jetty which was short listed for the civil award for major projects went on to win the Saltire Award. The Peakes Parkway project in Humberside was commended in the Civic Trust Awards.

Recently awarded contracts include major roads in Scotland, South Wales and Essex, and an important reclamation contract for English Estates in Chatham. One of the company's largest contracts for the Department of Transport, the A5 Telford and Shewsbury Link contract, started in August. A continued presence in London Docklands and the Isle of Grain has been ensured with the award of the East India Dock Link contract and the Isle of Grain Phase II contract. The value of these two contracts is £44 million.

Ritchies Division enjoyed a successful year and continued to expand its site investigation activities.

Mears Contractors experienced a difficult year due to the recession in the building industry badly affecting orders for housing and commercial building.

The Group's UK building activities were rationalised in January 1991 when Mears Contractors joined Kyle Stewart Limited with the opportunity for increased scope and work prospects.

The company is backed by the specialist expertise available to it as part of a large, well established, European construction group, Hollandsche Beton Groep nv. Not only does this give the company broad strength in the varied construction activities undertaken, but also allows the company to draw upon the considerable, diverse technical resources and skills of its sister companies both in the UK and in Europe.

The 1991 orders are at a higher level than is usual at this stage of the year and the flow of tender enquiries is being maintained in a civil engineering market under pressure from building companies short of work in their own sector. The improvement in results is expected to continue in 1991 on an increased turnover.

On behalf of the board I would like to thank all employees who have contributed to the continued success of the company/for their liard work and dedication.

EDMUND NUTTALL LIMITED DIRECTORS' REPORT

The directors submit their annual report and financial statements for the year ended 31 December 1990.

ACTIVITIES AND BUSINESS REVIEW

The principal activity of the company is that of civil engineering, carried out through operating divisions, together with building, contracting and other related activities. A review of the activities of the company is given in the Chairman's statement preceding this report.

RESULTS FOR THE YEAR

The results of the company are set out on page 7.

DIVIDEND

The directors recommend the payment of a dividend of £1.177 per share.

POST BALANCE SHEET EVENT

With effect from 1 January 1991, the building business of the Mears division has been transferred to Kyle Stewart Limited, a fellow subisidiary of Hollandsche Beton Groep (UK) Limited.

RESEARCH AND DEVELOPMENT

During the year, research and development was confined to that required in the construction of the various projects undertaken in the normal course of business.

FIXED ASSETS

The movements in fixed assets during the year are shown in note 8 to the accounts.

EMPLOYEES

The directors attach great importance to the maintenance of good communications with employees. The Nuttall News, published twice a year, and The Messenger, published six times a year, are distributed to all permanent employees and company news sheets are issued at frequent intervals to keep members of the staff up to date with new developments. Conferences are held each year to discuss both general and particular aspects of company policy with groups of more senior employees. Seminars and training meetings are held on a regular basis to ensure that other members of our staff, particularly younger members, are involved as valely as possible in the development of the business.

It is the policy of the company to encourage the employment and training of disabled people wherever appropriate and to evaluate all employees solely on the basis of merit.

POLITICAL AND CHARTTABLE CONTRIBUTIONS

No political contributions were made during the year; the total amount of charitable donations was £4,038.

EDMUND NUTTALL LIMITED DIRECTORS' REPORT

DIRECTORS

None of the directors had any personal or beneficial interest in the shares of the company,

The following were directors of the company throughout 1990, except where otherwise shown:

J J Endtz

J R Grice R W Bale P Naylor

(resigned 17 August 1990)

P B Brooks

(appointed 10 August 1990)

D A York R F W Budden J F W Baller

N de Ronde Bresser Rt Hon Dr J Gilbert

B Brook-Partridge

BY ORDER OF THE BOARD

D G Trimby Secretary



AUDITORS' REPORT TO THE MEMBERS OF EDMUND NUTTALL LIMITED

We have audited the financial statements on pages 7 to 18 in accordance with Auditing Standards.

In our opinion the financial statements give a true and fair view of the state of the company's affairs at 31 December 1990 and of its profit and source and application of funds for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Parnell Kerrfor

Guildford

28 May 1991

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PANNELL KERR FORSTER
Chartered Accountants

EDMUND NUTTALL LIMITED PROFIT AND LOSS ACCOUNT YEAR ENDED 31 DECEMBER 1990

| | <u>Notes</u> | <u>1990</u> £000 | 1989 £000 |
|---|--|---------------------|--------------|
| Turnover | 2 | 155,566 | 169,376 |
| Other operating income | | 559 | 130 |
| | | 156,125 | 169,506 |
| Costs and expenses | 3 | (152,670) | (168,857) |
| Operating profit | 4 | 3,455 | 649 |
| Interest receivable | | 109 | 68 |
| Interest payable | 6 | (55) | (418) |
| Profit on ordinary activities before taxation | . All the second se | 3,509 | 299 |
| Taxation | 7 | (5) | • |
| Profit on ordinary activities after taxation | | 3,504 | 299 |
| Dividend | | (1,000) | - |
| Retained profit | 16 | 2,504 | 299 |

The notes on pages 10 to 18 form part of these accounts

EDMUND NUTTALL LIMITED BALANCE SHEET 31 DECEMBER 1930

| FIXED ASSETS | Notes | 1000 | 1990 £000 | 0000 | 1989 1000 |
|--|----------|--------------------------|---------------|-----------------------|----------------|
| Tangible assets Investments | 8 9 | 5,262 171 | | 5,019 1,71 | |
| CURRENT ASSETS | | | 5,433 | , | <i>\$</i> ,190 |
| Stocks and work in progress Debtors Cash at bank and in hand | 10 11 | 5,962 44,431 7,677 | | 8,321 41,330 17 | |
| CREDITORS | | 58,070 | | 49,668 | |
| Amounts falling due within one year | 12 | (48,749) | | (43,029) | |
| NET CURRENT ASSETS | | | 9,321 | | 6,639 |
| TOTAL ASSETS LESS CURRENT LIABILITIES | | | 14,754 | | 11,829 |
| CREDITORS | | | | | |
| Amounts falling due after more than one year | 13 | | (172) | | (240) |
| Provision for liabilities and charges | 14 | | (924) | | (435) |
| | | | 13,658 | | 11,154 |
| CAPITAL AND RESERVES | | | | | |
| Called up share capital Profit and loss account | 15 16 | | 850 12,808 | | 850 10,304 |
| | | | 13,658 | | 11,154 |

J R GRICE Director

The notes on pages 10 to 18 form part of these accounts

EDMUND NUTTALL LIMITED STATEMENT OF SOURCE AND APPLICATION OF FUNDS YEAR ENDED 31 DECEMBER 1990

| | £000 | <u>1990</u> | 1000 | 1989 1000 |
|---|-----------------------------|-------------|---------------------------|---|
| SOURCE OF FUNDS | | | | |
| Profit on ordinary activities before taxation | | 3,509 | | .299 |
| Adjustment for items not involving the movement of funds: Depreciation Profit on disposal of tangible fixed assets Pension provision | 1,666 (118) 489 | 2,037 | 2,037 (79) 435 | 2,393 |
| | | | | |
| FUNDS GENERATED FROM OPERATIONS | | 5,546 | | 2,692 |
| FUNDS FROM OTHER SOURCES Proceeds from sale of tangible fixed assets | | 292 | | 132 |
| | | 5,838 | | 2,824 |
| APPLICATION OF FUNDS Purchase of tangible fixed assets Creditors: amounts falling due after more than one year Taxation paid | (2,083) (68) (55) | (2,206) | (382) | (2,104) ———————————————————————————————————— |
| CHANGES IN WORKING CAPITAL Stocks and work in progress Debtors Creditors excluding corporation tax: amounts falling due within one year | (2,359) 3,101 (8,519) | | 3,712 5,518 (5,988) | , |
| No | | (7,777) | | 3,242 |
| Movement in net liquid funds: Increase/(decrease) in cash at bank and in hand | | 11,409 | | (2,522) |
| • | | 3,632 | | 720 |

1 ACCOUNTING POLICIES

(a) Basis of preparation

The financial statements have been prepared under the historical cost convention in accordance with applicable accounting standards.

(b) Turnover

Turnover, excluding VAT, represents the value of work done during the year and adjustments relating to prior years agreed during the year. K includes the proportion of joint venture turnover attributable to the company.

(c) Depreciation

Depreciation is provided so as to write off the cost or, in the case of plant, to write down the cost to an estimated residual value, on a straight line basis over the estimated useful lives of the tangible fixed assets.

The annual rates used for this purpose are as follows:

Plant, machinery and equipment - between 10% and 50% per annum

(d) Research and development

All research and development costs are written off as incurred.

(e) Result before taxation

The result before taxation includes residual profits and losses on contracts completed prior to 31 December 1990 and an appropriate proportion of the estimated results of current contracts based on valuations by officials of the company. No credit is taken in respect of contract claims until legal entitlement has been established and agreed. Provision is made in full for any anticipated losses on current contracts.

(f) Stocks and work in progress

Stocks are valued at the lower of cost or net realisable value. Contract work in progress is valued at total costs incurred, net of amounts transferred to the profit and loss account in respect of work carried out to date, less foreseeable losses and applicable payments on account.

(g) Joint ventures

Investments in joint ventures represent the company's share of the net assets of the joint ventures together with estimates made by officials of the company of the realisable value of work carried out but not yet certified or charged to the client as well as provisions for foresceable losses and claims arising on such contracts. The investments are disclosed in the balance sheet under amounts recoverable on contracts and amounts due to joint ventures. In previous years the investments were disclosed under Stocks and Work in Progress. This represents a change in accounting policy and the comparative figures have been adjusted accordingly.

(h) Investment in finance leases

Finance charges are allocated to accounting periods in such a way as to give a constant rate of return on the company's net investment in the lease,

1. ACCOUNTING POLICIES (continued)

(i) Leased assets

Assets acquired under finance leases are capitalised at their cash price and are subject to depreciation in accordance with normal company policy. The interest included in rentals is written off over the primary period of each lease. The balance of rentals payable, net of deferred interest expense, is included under creditors.

The rental costs arising from operating leases are charged against operating profit as they arise.

(j) Deferred taxation

Full provision is made representing corporation tax on all timing differences between the date at which items are reflected in the accounts and the date at which they have effect for tax after taking account of losses and accrued charges on income carried forward, except where it can be reasonably foreseen that such deferred taxation will not be payable in the foresceable future.

(k) Foreign currency translation

Transactions denominated in foreign currencies are translated into sterling and recorded at the rate of exchange ruling at the date of the transaction. Assets and liabilities denominated in foreign currencies are translated into sterling at the exchange rates ruling at the balance sheet date. Any resulting difference is dealt with in the profit and loss account.

(l) Pension costs

Contributions to the contributory pension scheme are charged to the profit and loss account so as to spread the costs of pensions over employees' working lives with the company. Variations from the regular cost are spread over the average expected remaining service lives of current employees.

| 2 | TURNOVER | <u>1990</u> | <u>1989</u> |
|---|--------------------|---------------------------------------|-------------|
| | | 0003. | 000£ |
| | Geographical area: | | |
| | United Kingdom | 151,082 | 168,090 |
| | Rest of Europe | 29 | - |
| | Outside Europe | 4,455 | 1,286 |
| | | | |
| | | 155,566 | 169,376 |
| | | · · · · · · · · · · · · · · · · · · · | |

| 3 | COSTS | AND EXPENSES | <u>1990</u> £000 | <u>1989</u> 2000 |
|---|----------------------------------|--|-------------------------------------|-------------------------------------|
| | Other ex Contract Deprecia | sts terials and consumables ternal charges t provisions ation of tangible fixed assets g adjustments on disposal: | 25,567 33,200 88,250 4,105 | 27,685 38,228 97,417 3,569 |
| | Owned | l assets l assets | 1,252 296 | 1,560 398 |
| * | | | 152,670 | 168,857 |
| | Other ex | sternal charges include £4,972,000 (1989: £9,063,000) for joint venture | costs. | |
| | Staff nu | mbers and costs | | |
| | (a) | The average number of persons employed by the company during the excluding those employed by joint ventures, was as follows: | e year, including d | lirectors and |
| | | Site of the second seco | <u>1990</u> | <u>1989</u> |
| | | Monthly paid staff Weekly paid staff | 662 700 | 665 898 |
| | | | 1,352 | 1,563 |
| | (b) | The aggregate payroll costs of these persons were as follows: | £000£ | CO03 |
| | | Wages and salaries Social security costs Other pension costs | 22,910 2,021 636 | 24,921 2,259 505 |
| | | | 25,567 | 27,685 |
| | | | | |
| 4 | OPERA | TING PROFIT | | |
| | Operation | g profit is stated after charging: | | |
| | Operation Auditors | plant and machinery og lease rentals ' remuneration s' emoluments (note 5) | 11,481 2,058 78 380 | 12,400 1,532 65 287 |

| 5 | DIRECTORS' EMOLUMENTS | 1990 1000 | 1 <u>989</u> 1000 |
|---|--|--|----------------------|
| | Remuneration as executives Compensation for loss of office | 315 65 | 287 |
| | | | (|
| | | 380 | 287 |
| | , | •************************************ | |
| | The emoluments of directors, excluding pension contributions, were as follows: | | |
| | Chairman's emoluments | Nil | Nil |
| | Highest paid director | 97 | 64 |
| | | | Participa |
| · | The emoluments of other directors were | | |
| | within the following ranges: | <u>Number</u> | Number |
| | £0 to £5,000 | 2 | 3 |
| | £5,000 to £10,000 | 2 | - |
| | £10,000 to £15,000 | : | 2 |
| | £20,000 to £25,000 | 1 | 2 |
| , | £40,000 to £45,000 £45,000 to £50,000 | 1 | 1 |
| | £50,000 to £55,000 | 2 | 1 |
| | £70,000 to £75,000 | 1 | • |
| | | - | Paragrams. |
| 6 | INTEREST PAYABLE | £000 | 0003 |
| | Bank overdraft wholly repayable within five years | 27 | 345 |
| | Finance leases | 22 | 73 |
| | Other interest | 6 | • |
| | | | |
| | | <i>5</i> 5 | 418 |
| | | وجمنائهم | - |
| 7 | TAXATION | <u>1990</u> £000 | 1 <u>989</u> |
| • | | 5 | |
| | Corporation tax on investment income at 35% | 3 | • |
| | , w | | lom/re |

The availability of taxation losses brought forward has eliminated any liability for corporation tax on trading profits.

At 31 December 1990 there were estimated to be further losses available in excess of £3½ million (1989: £12 million) for future relief.

As these losses exceed all timing differences, no provision is required for deferred taxation.

| , | TANGIBLE FIXED ASSETS | Assets in | m | Fixtures, fittings, | |
|---|---|--------------------|----------------|--|---------------|
| | | course of | Plant and | tools and | |
| | | construction | machizery | equipment | Total |
| | Cost | 0000 | £000 | £000 | T 0000 |
| | At 1 January 1990 | 00 | 12.500 | 1 5'00 | # 4 O 4 O |
| | Additions | 88 219 | 13,289 | 1,563 | 14,940 |
| | | 219 | 1,289 | 575 | 2,083 |
| | Disposals | (00) | (846) | (306) | (1,152) |
| | Transfer between categories | (88) | 88 | | |
| 4 | At 31 December 1990 | 219 | 13,820 | 1,832 | 15,871 |
| | | | | ************************************** | |
| | Depreciation | * | | | |
| | At 1 January 1990 | - | 9 ,0 39 | 882 | 9,921 |
| | Profit and loss charge | - | 1,391 | 275 | 1,666 |
| I | Disposals | | (723) | (255) | (978) |
| 1 | At 31 December 1990 | • | 9.707 | 902 | 10,609 |
| 1 | Net book value | | | | |
| | At 31 December 1990 | 219 | 4,113 | 930 | 5,262 |
| , | 14 21 Dansakas 1000 | | 10.50 | 404 | |
| F | At 31 December 1989 | 88 | 4,250 | 681 | 5,019 |
| I | ncluded above are assets held under finance | leases as follows: | | | |
| (| Cost | | 3,438 | 122 | 3,560 |
| ī | Depreciation | | 2,837 | 105 | 2,942 |
| N | Vet book value | | 601 | 17 | 618 |

| 9 | INVESTMENTS | | | Shares in group of | ompanics, |
|----|---------------------|---|---|--------------------|-----------|
| | | 1 | | 1990 | 1989 |
| ., | | | | 2000 | 0000 |
| 1 | | | ₹ | | |
| 3 | Cost at 31 December | | | 171 | 171 |
| | | | | r | |

As the company is itself a wholly owned subsidiary of another company incorporated in the United Kingdom, no consolidated accounts have been prepared for Edmund Nuttall Limited.

At 31 December 1990 the company owned the share capital, representing Ordinary £1 shares, of the following subsidiary undertakings:

| Name of undertaking: | Country of Registration | % Holding |
|--------------------------------|-------------------------|-----------|
| Mears Contractors Limited | England | 100 |
| Ritchies Estates Limited | Scotland | 100 |
| Ritchies Equipment Limited | Scotland | 100 |
| Williamson Engineering Limited | Scotland | 100 |
| No Dig Developments Limited | England | 51 |

The aggregate value of shares held in the subsidiaries is not less than that shown in the balance sheet.

| 10 | STOCKS AND WORK IN PROGRESS | <u>1990</u> £000 | <u>1989</u> £000 |
|----|--|---|--------------------------------|
| | Property development Raw materials and consumables | 5,039 923 | 7,072 1,249 |
| | | 5,962 | 8,321 |
| 11 | DEBTORS | | |
| | Arabunts recoverable on contracts Trade debtors Amounts owed by group undertakings Other debtors Finance lease receivables | 10,168 24,241 7,895 1,260 867 | 10,113 29,909 382 926 |
| | N. | 44,431 | 41,330 |

All amounts fall due within one year except £797,000 (1989: £Nil) included in finance lease receivables.

There are no amounts owed to the company by its subsidiaries at the end of 1990 or 1989.

| 12. | CREDITORS | <u>1990</u> £000 | 1989 |
|-----|--|--|---|
| | Amounts falling due within one year: Payments on account Contract provisions Bank overdraft Trade creditors Amounts owed to joint ventures Amounts owed to group undertakings Accruals and deferred income Instalments under finance leases Proposed dividend Corporation tax Other taxation and social security Bills of exchange Other creditors | 9,485 10,105 4,991 927 490 18,692 67 1,000 40 1,612 626 714 | 11,194 5,419 3,749 4,545 390 339 14,736 382 90 1,096 |
| | · | 48,749 | 43,029 |
| | There are no amounts falling due within one year owed by the company to its subsidiaries at the end of 1990 or 1989. | | N-14-16-16-16-16-16-16-16-16-16-16-16-16-16- |
| 13 | CREDITORS | | |
| | Amounts falling due after more than one year: Amounts owed to subsidiary undertakings Instalments under finance leases repayable between two and five years | 171 1 ————————————————————————————————— | 171 69 ———— |
| | | | |
| 14 | PROVISION FOR LIABILITIES AND CHARGES | | 0003 |
| | Pension provision At 1 January 1990 Charge for year | | 435 489 |
| | At 31 December 1990 | يبنين | 924 |
| 15 | CALLED UP SHARE CAPITAL | | |
| | There was 20 change in share capital during the year. | Authorised £000 | Allotted and fully paid |
| | 150,000 3.85% Redeemable cumulative preference shares of £1 each 850,000 Ordinary shares of £1 each | 150 850 | 850 |
| | | 1,000 | 850 |
| | | Service School | *** |

| 16 | PROFIT AND LOSS ACCOUNT At 1 January Profit for the year | | | | | | <u>1990</u> £000 | |
|----|---|--|-----------|-------------------------|--------------|--------------------|---------------------|---------------|
| | | | | | | 10,304 2,504 | | |
| | At 3: | 1 December | | | | | 12,808 | |
| | | | A | | | | 1990 | <u>1989</u> |
| 17 | COMMITMENTS | | | | | .0003. | 0000 | |
| | (i) | Capital commitments contracted for Capital commitments authorised but not contracted for | | | | | 83 26 | 313 140 |
| | (ii) | Annual commitments under operating leases comprise: | | | | | | 1 |
| | | ¥. | | <u>1990</u> Land and | | | 1989 | |
| | | | buildings | Other £000 | Total | Land and buildings | Other £000 | Total £000 |
| | | Lease terminating: | | | | | | |
| V* | | Within one year Two to five years | 30 123 | 302 1,349 | 332 1,472 | 8 91 | .104 1,031 | 112 1,122 |
| | | Over five years | 345 | | 345 | 309 | -, | 309 |
| | | • | 498 | 1,651 | 2,149 | 408 | 1,135 | 1,543 |
| | | | - | | | | - | 144 |

18 PENSIONS

The company operates two contributory pension schemes for all eligible employees,

(a) Staff Pension Scheme

The contributory defined pension benefit scheme for stan mayloyer as a managed fund. Contributions to the scheme are charged to the profit and loss account so as to spread the costs of pensions over employees' working lives with the company.

Contributions are determined by a qualified actuary on the basis of triennial valuations using the projected unit credit funding method. The most recent valuation was at 1 Agril 1989. The assumptions which have the most significant effect on the results of the valuation are those relating to the rate of return on investments and the rates of increase in salaries and pensions. It was assumed that the investment returns would be 9% per annum, that salary increases would average 7% per annum and that present and future pensions would increase at the rate of 5% per annum. The valuation at 1 April 1989 revealed that the scheme was over-funded on an on-going basis and as a result the company is continuing to take a pension contributions holiday.

Pension costs are accounted for in accordance with SSAF 24 "Accounting for pension costs" and accordingly the scheme surplus identified will be recognised over the expected service lives of existing scheme members. The benefit for the year ended 31 December 1990 is £358,000 (1989: £358,000).

18 PENSIONS (continued)

(a) Staff Pension Scheme (continued)

The most recent actuarial valuation showed that the market value of the scheme's assets was £19,287,000 and that the actuarial value of those assets represented 167% of the benefit that had accrued to members, after allowing for expected future increases in earnings. The contribution of the company and employees will be 12.7% and 5% respectively.

(b) Works Pension Scheme

The company operates a contributory defined contribution scheme. The assets of the scheme are held separately from those of the company, being invested with insurance companies. The pension costs charge represents contributions payable by the company to the fund and amounted to £24,000 (1989: £5,000).

19 CONTINGENT LIABILITIES

- (a) The company has contingent liabilities in respect of performance bonds and supplier guarantees given in the normal course of business.
- (b) The company, together with certain fellow subsidiaries, has entered into an unlimited guarantee with respect to borrowings from the group's bankers. This guarantee is supported by a counter indemnity provided by the ultimate holding company. At 31 December 1990 borrowings amounted to £Nil (1989: £Nil).
- (c) The company is party to various litigation claims arising in the ordinary course of business. The directors are of the view that these claims will not have significant impact on the results of the company.

20 PARENT UNDERTAKINGS

The company is a wholly owned subsidiary of Hollandsche Beton Groep (UK) Limited, a company incorporated in England. The ultimate parent undertaking is Hollandsche Beton Groep nv, a company incorporated in the Netherlands.

A copy of the group accounts of Hollandsche Beton Groep nv is available from the Coursely Secretary, Edmund Nuttall Limited, St James House, Knoll Road, Camberley, Surrey GU15 3XW.