

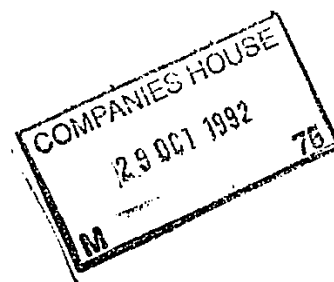
ENGLISH & OVERSEAS WOOL TRADING CO. LIMITED
AND SUBSIDIARY COMPANIES

Company number: 310068

CONSOLIDATED FINANCIAL STATEMENTS

Year ended 31 December 1991

Reference CJT/E053/ENGOWT91:A/ALG



ENGLISH & OVERSEAS WOOL TRADING CO. LIMITED
AND SUBSIDIARY COMPANIES

DIRECTORS: E.L. Hackenbroch
D.C. Hackenbroch

SECRETARY: E. Hackenbroch

REGISTERED OFFICE: 49/51 Central Street, London EC1V 8AB.

AUDITORS: Fox Associates, Chartered Accountants,
1 Bayham Street, London NW1 0ER.

INDEX TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST DECEMBER 1991

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ENGLISH & OVERSEAS WOOL TRADING CO. LIMITED
AND SUBSIDIARY COMPANIES

REPORT OF THE DIRECTORS

The directors submit their report and the audited financial statements of the group for the year ended 31 December 1991.

1. ACTIVITIES AND RESULTS

The principal activities of the group continue to be that of general merchants and no significant changes took place during the year.

The company has not traded in the year.

2. BUSINESS REVIEW

A summary of results for the year is set out on page 5. Turnover has increased to £204,148 resulting in a profit after tax of £2,525 (1990 : loss £1,519). The directors consider the results achieved to be satisfactory having regard to the trading conditions which existed during the year.

3. DIVIDENDS AND TRANSFER TO RESERVES

The directors do not recommend the payment of a dividend. It is proposed that the retained profit for the year of £2,525 is transferred to reserves.

4. FIXED ASSETS

The movements in fixed assets during the year are as shown in note 7.

5. DIRECTORS AND THEIR INTERESTS

The directors of the company during the year and details of their beneficial interests in the shares of the company were as follows:-

	<u>Ordinary Shares</u>	
	<u>31 December 1991</u>	<u>1 January 1991</u>
F.C. Hackenbroch	2,650	2,650
E.L. Hackenbroch	-	-
	=====	=====

6. EVENTS SINCE THE END OF THE YEAR

No material events have taken place subsequent to the balance sheet date which affect the figures included in these financial statements.

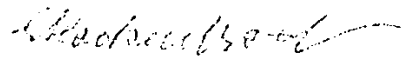
ENGLISH & OVERSEAS WOOL TRADING CO. LIMITED
AND SUBSIDIARY COMPANIES

REPORT OF THE DIRECTORS
(Continued)

7. AUDITORS

In accordance with Section 385 of the Companies Act 1985, a resolution proposing the re-appointment of Messrs. Fox Associates, Chartered Accountants, as auditors of the Company will be put to the members at the annual general meeting.

Signed on behalf of the Board



Date: 23 Oct 6 Nov 92

E. Hackenbroch, Secretary

REPORT OF THE AUDITORS TO THE MEMBERS OF

ENGLISH & OVERSEAS WOOL TRADING CO. LIMITED
AND SUBSIDIARY COMPANIES

We have audited the financial statements on pages 4 to 12 in accordance with Auditing Standards.

In our opinion the financial statements give a true and fair view of the state of the company's and group's affairs at 31 December 1991 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.

Fox Associates

Fox Associates,
Chartered Accountants and
Registered Auditor,
1 Bayham Street,
London, NW1 OER.
=====

23 October 1992
=====

ENGLISH & OVERSEAS WOOL TRADING CO. LIMITED
AND SUBSIDIARY COMPANIES

CONSOLIDATED PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 1991

	<u>Notes</u>	<u>1991</u>	<u>1990</u>
		£	£
<u>TURNOVER</u>		204,148	94,318
Cost of Sales		(158,146)	(78,632)
<u>GROSS PROFIT</u>		46,002	15,686
Administrative Expenses		(83,708)	(66,823)
<u>OPERATING LOSS</u>	2	(37,706)	(51,137)
Other income	3	42,638	49,805
Interest payable	4	(107)	(2)
<u>PROFIT</u> on ordinary activities before taxation		4,825	(1,334)
<u>TAXATION</u> on profit on ordinary activities	6	(1,110)	(185)
<u>RETAINED PROFIT FOR THE FINANCIAL YEAR</u>		3,715	(1,519)
<u>RETAINED PROFITS AT 1 JANUARY 1991</u>		70,246	71,765
<u>RETAINED PROFITS AT 31 DECEMBER 1991</u>		£ 73,961	£ 70,246
		=====	=====

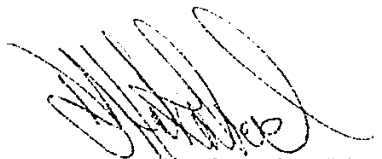
The notes of pages 8 to 12 form part of these financial statements.

ENGLISH & OVERSEAS WOOL TRADING CO. LIMITED
AND SUBSIDIARY COMPANIES

CONSOLIDATED BALANCE SHEET AS AT 31ST DECEMBER 1991

	<u>Notes</u>	<u>1991</u>	<u>1990</u>
		£	£
<u>FIXED ASSETS</u>			
Tangible assets	7	80,347	80,400
Investments	8	2,231	2,152
		-----	-----
		82,578	82,552
<u>CURRENT ASSETS</u>			
Stocks	9	2,235	11,574
Debtors	10	63,099	13,540
Cash at bank and in hand		27,857	46,098
		-----	-----
		93,191	71,212
<u>CREDITORS:</u> amounts falling due within one year	11	(74,588)	(56,298)
		-----	-----
<u>NET CURRENT ASSETS</u>		18,603	14,914
		-----	-----
		£101,181	£ 97,466
		=====	=====
<u>CAPITAL AND RESERVES</u>			
Called up share capital	12	5,000	5,000
Capital reserve		22,103	22,103
Profit and loss account		73,961	70,246
		-----	-----
		101,064	97,349
Minority interest		117	117
		-----	-----
		£101,181	£ 97,466
		=====	=====

The financial statements were approved
by the board on 23 October 92 and signed
on its behalf by


D.C. Hackenbroch, Director


The notes on pages 8 to 12 form part of these financial statements.

ENGLISH & OVERSEAS WOOL TRADING CO. LIMITED

BALANCE SHEET AS AT 31 DECEMBER 1991

	<u>Notes</u>	<u>1991</u>		<u>1990</u>	
		£	£	£	£
<u>FIXED ASSETS</u>					
Investments	8		629		629
<u>CURRENT ASSETS</u>					
Debtors	10	6,172		6,172	
Cash at Bank and in Hand		1		1	
		-----		-----	
		6,173		6,173	
<u>CREDITORS:</u> amounts falling due					
within one year	11	(607)		(607)	
		-----		-----	
<u>NET CURRENT ASSETS</u>			5,566		5,566
			-----		-----
			£6,195		£6,195
			=====		=====
<u>CAPITAL AND RESERVES</u>					
Called up share capital	16		5,000		5,000
Profit and loss account			1,195		1,195
			-----		-----
			£6,195		£6,195
			=====		=====

The financial statements were approved
by the board on 23 October 92 and signed
on its behalf by


D.C. Hackenbroch, Director

The notes on pages 8 to 12 form part of these financial statements.

ENGLISH & OVERSEAS WOOL TRADING CO. LIMITED
AND SUBSIDIARY COMPANIES

CONSOLIDATED STATEMENT OF SOURCE AND APPLICATION OF FUNDS
FOR THE YEAR ENDED 31 DECEMBER 1991

	<u>1991</u>		<u>1990</u>	
	£	£	£	£
<u>SOURCE OF FUNDS</u>				
Profit on ordinary activities before tax		4,825		(1,134)
<u>Adjustment for items not involving the movement of funds:</u>				
Depreciation	657		1,087	
Profit on investment in associate undertaking	(79)		2,632	
	-----		-----	
		578		3,719
		-----		-----
<u>TOTAL GENERATED FROM OPERATIONS</u>		5,403		2,585
<u>APPLICATION OF FUNDS</u>				
Purchase of Fixed Assets		(604)		(945)
Tax paid		(185)		-
		-----		-----
		£ 4,614		£ 1,440
		=====		=====
<u>INCREASE IN WORKING CAPITAL</u>				
(Decrease) in stocks		(9,339)		8,274
Increase in debtors		49,559		(7,486)
(Increase) in creditors due within one year		(17,366)		(10,698)
		-----		-----
		22,854		(9,910)
 Movement in net liquid funds:-				
Cash at bank and in hand		(18,240)		11,350
		-----		-----
		£ 4,614		£ 1,440
		=====		=====

The notes on pages 8 to 12 form part of these financial statements.

ENGLISH & OVERSEAS WOOL TRADING CO. LTD
AND SUBSIDIARY COMPANIES

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER 1991

1. ACCOUNTING POLICIES

a) Basis of Accounting

The financial statements have been prepared in accordance with the Companies Act 1985, as amended, and with applicable Accounting Standards.

b) Basis of Consolidation

The group financial statements consolidate the financial statements of English & Overseas Wool Trading Co. Limited and all its subsidiary undertakings made up to 31 December 1991. As regards associated undertakings, the consolidated financial statements are based on financial statements which are coterminous with those of the parent company.

In the company's accounts, investments in subsidiary undertakings are stated at cost.

The company is dormant within the meaning of s250 of the Companies Act 1985, as amended, and hence no profit and loss account has been prepared.

c) Turnover

Turnover represents net invoiced sale of services less credit notes and allowances, excluding value added tax.

d) Stocks

Stocks are valued at the lower of cost and estimated net realisable value.

e) Tangible Fixed Assets

Tangible fixed assets are stated at cost, less depreciation.

Depreciation is provided using the following rates and bases to reduce by annual instalments the cost of the tangible assets over their estimated useful lives:

Fixtures and fittings	-	15% Reducing balance
Motor vehicles	-	25% Reducing balance

2. OPERATING LOSS

This is stated after charging:

	<u>1991</u>	<u>1990</u>
	£	£
Depreciation	657	1,087
Auditors' remuneration	1,800	1,500
	=====	=====

ENGLISH & OVERSEAS WOOL TRADING CO. LIMITED
AND SUBSIDIARY COMPANIES

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 1991

3. <u>OTHER INCOME</u>	<u>1991</u>	<u>1990</u>
Income from interests in associated undertaking:	£	£
The group's share of profits less losses of associated undertakings was as follows:-		
- listed in UK	79	(2,632)
Other investment income:		
Income from fixed asset investments	39,614	52,437
Other interest receivable	2,945	-
	-----	-----
	£42,638	£49,805
	=====	=====

4. <u>INTEREST PAYABLE</u>		
Bank loans and overdrafts repayable within 5 years not by instalments	£ 107	£ 2
	=====	=====

5. <u>DIRECTORS AND EMPLOYEES</u>		
<u>Staff costs</u>		
Wages and salaries	32,351	27,891
Social security costs	2,571	2,284
Other pension costs	5,070	3,384
	-----	-----
	£39,992	£33,559
	=====	=====

The average weekly number of employees during the year was as follows:-

	<u>1991</u>	<u>1990</u>
	<u>Number</u>	<u>Number</u>
Office and management	2	2
	=====	=====
	£	£
6. <u>TAXATION</u>		
U.K. Corporation tax at 25%	1,110	185
Tax attributable to income of associated undertakings	-	-
	-----	-----
	£ 1,110	£ 185
	=====	=====

ENGLISH & OVERSEAS WOOL TRADING CO. LIMITED
AND SUBSIDIARY COMPANIES

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 1991

7. TANGIBLE FIXED ASSETS

	<u>Freehold Property</u>	<u>Fixtures and Fittings</u>	<u>Motor Vehicles</u>	<u>Total</u>
	£	£	£	£
<u>Cost</u>				
As at 1 January 1991	85,000	4,565	3,000	92,565
Additions	-	604	-	604
	-----	-----	-----	-----
At 31 December 1991	85,000	5,169	3,000	93,169
	-----	-----	-----	-----
<u>Depreciation</u>				
At 1 January 1991	8,500	1,665	2,000	12,165
Charge for the Year	-	607	50	657
	-----	-----	-----	-----
At 31 December 1991	8,500	2,272	2,050	12,822
	-----	-----	-----	-----
<u>Net Book Value</u>				
At 31 December 1991	£76,500	£ 2,897	£ 950	£80,347
	=====	=====	=====	=====
<u>At 1 January 1991</u>	£76,500	£ 2,900	£ 1,000	£80,400
	=====	=====	=====	=====

8. FIXED ASSET INVESTMENTS

The parent company and the group have investments in the following subsidiary and associated undertakings which principally affected the profits or net assets of the group.

Principal subsidiary undertakings

Wilkinson Holdings Limited incorporated in Great Britain. The company holds 24,967 ordinary £1 shares which represents 99.8% of that company's share capital.

H.L. Wilkinson & Co. Limited incorporated in Great Britain is a wholly owned subsidiary of Wilkinson Holdings Limited.

Principal related undertaking

James Heywood Limited incorporated in Great Britain. The company holds 1,500 ordinary £1 shares which represents 30% of that company's share capital.

ENGLISH & OVERSEAS WOOL TRADING CO. LIMITED
AND SUBSIDIARY COMPANIES

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 1991

8. FIXED ASSET INVESTMENTS (continued)

<u>Associated undertaking - group</u>	<u>Share of tangible net assets</u>
	£
<u>Cost</u>	
At 1 January 1991	2,152
Share of retained profit	79

At 31 December 1991	£ 2,231
	=====

Subsidiary and associated undertakings - company

	<u>Subsidiary</u>	<u>Associate</u>	<u>Total</u>
	£	£	£
<u>Cost</u>			
At 1 January 1991	599	30	629
Additions	-	-	-
	-----	-----	-----
At 31 December 1991	£ 599	£ 30	£ 629
	=====	=====	=====

9. STOCKS

Finished goods and goods
for sale

	<u>1991</u>	<u>1990</u>
	£	£
	£ 2,235	£11,574
	=====	=====

10. DEBTORS

	<u>The Group</u>		<u>The Company</u>	
	<u>1991</u>	<u>1990</u>	<u>1991</u>	<u>1990</u>
	£	£	£	£
Trade debtors	38,119	3,037		
Other debtors	5,376	6,904	5,376	5,376
Prepayments and accrued income	1,208	2,803		
Amounts due from undertakings in which the group company has a participating interest	18,396	796	796	796
	-----	-----	-----	-----
	£63,099	£13,540	£ 6,172	£ 6,172
	=====	=====	=====	=====

Included in amounts due from undertakings in which the group company has a participating interest is an amount of : group £796 (1990 : £796), company : £796 (1990 : £796) due after more than one year.

ENGLISH & OVERSEAS WOOL TRADING CO. LIMITED
AND SUBSIDIARY COMPANIES

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 1991

11. CREDITORS: amounts falling due
within one year

	<u>The Group</u>		<u>The Company</u>	
	<u>1991</u>	<u>1990</u>	<u>1991</u>	<u>1990</u>
	£	£	£	£
Trade creditors	1,846	27,404		
Amount due to group undertakings	-	-	567	567
Amount due to group undertakings in which the group has a participating interest	32,313	-	-	-
Corporation tax	1,110	185		
Other taxation and social security	6,009	6,566		
Other creditors	19,656	18,843	40	40
Accruals and deferred income	13,654	3,300		
	-----	-----	-----	-----
	£74,588	£56,298	£ 607	£ 607
	=====	=====	=====	=====

12. SHARE CAPITAL

	<u>1991</u>	<u>1990</u>
	£	£
<u>Authorised</u>		
5,000 ordinary shares of £1 each	£ 5,000	£ 5,000
	=====	=====
<u>Authorised, called up and fully paid</u>		
5,000 ordinary shares of £1 each	£ 5,000	£ 5,000
	=====	=====