ABBREVIATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED

**30 NOVEMBER 1996** 

**COMPANY NUMBER 335572** 



#### ABBREVIATED FINANCIAL STATEMENTS

#### FOR THE YEAR ENDED 30 NOVEMBER 1996

Company registration number: 335572 Otley Road Registered office: Charlestown Baildon SHIPLEY West Yorkshire **BD17 7DP** D Smith Directors: M Smith D B Cavill D B Cavill Secretary: Solicitors: **Blacks Solicitors Grant Thornton** Auditors: Registered auditors Chartered accountants

#### ABBREVIATED FINANCIAL STATEMENTS

## FOR THE YEAR ENDED 30 NOVEMBER 1996

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#### REPORT OF THE DIRECTORS

The directors present their report together with financial statements for the year ended 30 November 1996.

#### Principal activity

The company is principally engaged in the manufacture of paint and the supply of ancillary products.

Following the fire in August 1995 the company's manufacturing area has been rebuilt and new plant installed. This has been financed by new loans and insurance proceeds. The financial statements take into account insurance proceeds on the basis stated in note 2 to the financial statements.

#### **Business review**

There was a profit for the year after taxation amounting to £197,383 (1995: £160,714). A dividend of £2 per share was paid on 26 November 1996 absorbing £150,000.

#### **Directors**

The present membership of the Board is set out below. All directors served throughout the year.

D Smith

M Smith

D B Cavill

Mr M Smith retires by rotation and being eligible offers himself for re-election.

The interests of the directors in the shares of the company as at 1 December 1995 and 30 November 1996, were as follows:

1996 and 1995 Number of shares

D Smith	30,000
M Smith	30,000
D B Cavill	15,000

No director had, during or at the end of the year, a material interest in any contract which was significant in relation to the company's business.

#### REPORT OF THE DIRECTORS

#### Directors' responsibilities for the financial statements

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

The directors are responsible for maintaining proper accounting records, for safeguarding the assets of the company and for taking reasonable steps for the prevention and detection of fraud and other irregularities.

#### Fixed assets

As stated above, in August 1995 part of the company's premises and plant were partially destroyed by fire. Under the terms of the company's insurance policy the premises have been repaired. The plant has been completely updated partly from insurance proceeds and partly from new finance.

#### **Auditors**

Grant Thornton offer themselves for reappointment as auditors in accordance with section 385 of the Companies Act 1985.

ON BEHALF OF THE BOARD

Director

21 January 1997

## REPORT OF THE AUDITORS TO THE DIRECTORS OF SHIPLEY PAINT LIMITED PURSUANT TO PARAGRAPH 24 OF SCHEDULE 8 TO THE COMPANIES ACT 1985

We have examined the abbreviated accounts on pages 5 to 18 together with the full financial statements of Shipley Paint Limited prepared under section 226 of the Companies Act 1985 for the year ended 30 November 1996.

#### Respective responsibilities of directors and auditors

The directors are responsible for preparing the abbreviated accounts in accordance with Schedule 8 to the Companies Act 1985. It is our responsibility to form an independent opinion as to the company's entitlement to the exemptions claimed in the directors' statement on page 8 and whether the abbreviated accounts have been properly prepared in accordance with that Schedule.

#### Basis of opinion

We have carried out the procedures we consider necessary to confirm, by reference to the audited financial statements, that the company is entitled to the exemptions and that the abbreviated accounts have been properly prepared from those financial statements. The scope of our work for the purpose of this report does not include examining or dealing with the events after the date of our report on the full financial statements.

#### **Opinion**

In our opinion the company is entitled under sections 246 to 249 of the Companies Act 1985 to the exemptions conferred by Section B of Part III of Schedule 8 to that Act, in respect of the year ended 30 November 1996, and the abbreviated accounts on pages 5 to 18 have been properly prepared in accordance with that Schedule.

# REPORT OF THE AUDITORS TO THE DIRECTORS OF SHIPLEY PAINT LIMITED PURSUANT TO PARAGRAPH 24 OF SCHEDULE 8 TO THE COMPANIES ACT 1985 (CONTINUED)

On 21 January 1997 we reported, as auditors of Shipley Paint Limited, to the members on the full financial statements prepared under section 226 of the Companies Act 1985 for the year ended 30 November 1996, and our audit report was as follows:

"We have audited the financial statements on pages 4 to 17 which have been prepared under the accounting policies set out on pages 4 and 5.

#### Respective responsibilities of directors and auditors

As described on page 2 the company's directors are responsible for the preparation of financial statements. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

#### Basis of opinion

We conducted our audit in accordance with 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 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.

#### **Opinion**

In our opinion the financial statements give a true and fair view of the state of the company's affairs at 30 November 1996 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985."

GRANT THORNTON
REGISTERED AUDITORS
CHARTERED ACCOUNTANTS
BRADFORD

21 January 1997

#### PRINCIPAL ACCOUNTING POLICIES

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

The principal accounting policies of the company have remained unchanged from the previous year and are set out below.

#### **Turnover**

Turnover is the total amount receivable by the company for goods supplied and services provided, excluding VAT and trade discounts.

#### Depreciation

Depreciation is calculated to write down the cost of all tangible fixed assets other than freehold land by equal annual instalments over their expected useful lives. The periods generally applicable are:

Freehold properties 50 years
Leasehold properties 10 years
Plant and machinery 7 and 10 years
Fixtures and fittings 4 and 7 years
Motor vehicles 4 years

#### **Investments**

Investments are included at cost less amounts written off.

#### Stocks

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

#### **Deferred taxation**

Deferred tax is provided for under the liability method using the tax rates estimated to arise when the timing differences reverse and is accounted for to the extent that it is probable that a liability or asset will crystallise. Unprovided deferred tax is disclosed as a contingent liability.

Debit balances arising in respect of advance corporation tax on dividends payable or proposed are carried forward to the extent that they are expected to be recoverable.

#### Contributions to pension funds

The pension costs charged against profits represent the amount of the contributions payable to the scheme in respect of the accounting period.

#### PRINCIPAL ACCOUNTING POLICIES

#### Leased assets

Assets held under finance leases and hire purchase contracts are capitalised in the balance sheet and depreciated over their expected useful lives. The interest element of leasing payments represents a constant proportion of the capital balance outstanding and is charged to the profit and loss account over the period of the lease.

All other leases are regarded as operating leases and the payments made under them are charged to the profit and loss account on a straight line basis over the lease term.

#### ABBREVIATED PROFIT AND LOSS ACCOUNT

#### FOR THE YEAR ENDED 30 NOVEMBER 1996

	Note	£	1996 £	£	1995 £
Gross profit			3,834,295	•	3,654,314
Staff costs Depreciation Other operating charges Other operating income	4 1	2,265,205 108,450 1,269,377 (87,115)		2,057,518 117,794 1,250,703	
Operating profit			3,555,917 278,378		$\frac{3,426,015}{228,299}$
Net interest Profit on ordinary activities before	3		(5,527)		17,377
taxation	1		283,905		210,922
Tax on profit on ordinary activities  Profit on ordinary activities after	5		86,522		50,208
taxation			197,383		160,714
Dividends Profit retained	6		150,000 47,383		75,000 85,714
Statement of retained profits At 1 December 1995			1,425,985		1,340,271
Profit for the financial year At 30 November 1996			47,383 1,473,368		85,714 1,425,985

There were no recognised gains or losses other than the profit for the financial year.

The accompanying accounting policies and notes form an integral part of these financial statements.

#### ABBREVIATED BALANCE SHEET AT 30 NOVEMBER 1996

	Note	1996	1995
		£	£
Fixed assets			
Tangible assets	7	1,492,400	856,197
Investments	8	81,501	81,501
		1,573,901	937,698
Current assets			
Stocks	9	1,070,300	1,110,300
Debtors	10	1,595,617	1,734,445
Cash at bank and in hand		482,768	277,119
		3,148,685	3,121,864
Creditors: amounts falling due within one year	11	2,602,377	2,397,678
Net current assets		546,308	724,186
The current assets		340,300	724,100
Total assets less current liabilities		2,120,209	1,661,884
Creditors: amounts falling due after more than one year	12	452,041	99,899
Provisions for liabilities and charges	14	94,800	36,000
•		1,573,368	1,525,985
Carital and an array Emilian			
Capital and reserves - Equity	16	75.000	75.000
Called up share capital Capital redemption reserve	16 17	75,000 25,000	75,000
Profit and loss account	17	25,000 1,473,368	25,000 1,425,985
Shareholders' funds	18	1,573,368	1,525,985
Charenorders tunds	10	1,5/3,300	1,525,965

In preparing these abbreviated accounts, we have relied upon the exemptions for individual financial statements conferred by Section B of Part III of Schedule 8 of the Companies Act 1985, on the grounds that the company is entitled to the benefit of those exemptions as a small company.

The financial statements were approved by the Board of Directors on 21 January 1997

D SMITH

DIRECTORS

D B CAVILL

The accompanying accounting policies and notes form an integral part of these financial statements.

#### CASH FLOW STATEMENT

#### FOR THE YEAR ENDED 30 NOVEMBER 1996

	Note	1996	1995
		£	£
Net cash inflow from operating activities	19	257,717	865,042
Returns on investments and servicing of finance			
Interest received		36,247	3,270
Interest paid		(27,056)	(21,804)
Finance lease interest paid		(964)	(963)
Dividends paid		(150,000)	(75,000)
Net cash outflow from returns on investments and servicing of			
finance		(141,773)	(94,497)
Taxation			
UK corporation tax paid		(56,221)	(107,872)
		<del></del>	
Investing activities			
Purchase of tangible fixed assets		(441,645)	(148,557)
Sale of tangible fixed assets		28,927	<u>-</u>
Net cash outflow from investing activities		(412,718)	(148,557)
Net cash outflow (1995: inflow) before financing		(352,995)	514,116
Financing			
Receipt from borrowing		566,244	_
Repayment of borrowing		500,244	(33,547)
Capital element of finance lease rentals		(7,600)	(7,600)
Net cash inflow (1995: outflow) from financing	20	558,644	(22,397)
(····/,	-*		(22,277)
Increase in cash and cash equivalents	21	205,649	491,719
<b>A</b>			

The accompanying accounting policies and notes form an integral part of these financial statements.

#### NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS

#### FOR THE YEAR ENDED 30 NOVEMBER 1996

#### 1 PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

The profit on ordinary activities is stated after:

The profit of ordinary activities is stated after.		
	1996	1995
	£	£
Auditors' remuneration	7,467	7,250
Depreciation:		
Tangible fixed assets, owned	104,379	113,723
Tangible fixed assets, held under finance leases and hire purchase contracts	4,071	4,071
Hire of plant and machinery	230,193	234,648

#### 2 PROCEEDS OF INSURANCE CLAIM

On 29 August 1995 the company's premises were partially destroyed by fire. Rebuilding has now been completed and replacement of the plant and machinery has taken place.

This year's financial statements include income of £178,000 relating to costs borne in the year ending 30 November 1995 which had not been agreed by the insurers at 30 November 1995.

This year's financial statements also include proceeds from the business interruption cover.

#### 3 NET INTEREST

	1996 £	1995 £
On bank loans	21,751	19,684
Finance charges in respect of finance leases	964	963
Other interest payable and similar charges	8,005	-
	30,720	20,647
Other interest receivable and similar income	(36,247)	(3,270)
	(5,527)	17,377

## NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS

#### FOR THE YEAR ENDED 30 NOVEMBER 1996

4	DIRECTORS	AND	<b>EMPL</b>	OYEES
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DIRECTORS AND EMPLOYEES		
Staff costs during the year were as follows:		
	1996	1995
	£	£
Wages and salaries	1,848,897	1,745,298
Social security costs	174,179	140,065
Other pension costs	242,129	172,155
	2,265,205	2,057,518
The average number of employees of the company during the year was 117 (1995: 125	5).	
Remuneration in respect of directors was as follows:		
	1996	1995
	£	£
Management remuneration	584,724	351,761
Compensation for loss of office		20,000
	584,724	371,761
The emoluments of the directors, excluding pension contributions, were as follows:		
	£	£
The Chairman and highest paid director	127,590	76,108
The emoluments of the directors, excluding pension contributions, fell within the folio	wing ranges:	
	Number	Number
£ 20,001 to £25,000	_	1
£ 45,001 to £50,000	_	1
£ 70,001 to £75,000	-	1
£ 75,001 to £80,000	-	1
£115,001 to £120,000	1	-
£125,001 to £130,000	2	

The tax charge represents:

#### NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS

#### FOR THE YEAR ENDED 30 NOVEMBER 1996

5 TAX ON TROPIT ON ORDINARY ACTIVITIES	5	TAX ON PROFIT ON ORDINARY ACTIVITIES
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	1996 £	1995 £
Corporation tax @ 24% (1995: 25%)	40,735	70,836
Deferred tax (note 14)	47,300	(11,600)
	88,035	59,236
Adjustments in respect of prior year:	•	,
Corporation tax	(13,013)	(12,528)
Deferred tax (note 14)	11,500	3,500
	86,522	50,208

#### 6 DIVIDEND

	£	£
Equity dividends:		
Ordinary shares - dividend of £2 per share paid 26 November 1996 (1995: £1)	150,000	75,000

#### 7 TANGIBLE FIXED ASSETS

	Freehold land and	Short leasehold	Fixtures and	Plant and	Motor	
	buildings	property	fittings	machinery	vehicles	Total
	£	£	£	£	£	£
Cost						
At 1 December 1995	511,541	32,832	368,953	965,373	9,400	1,888,099
Additions	132,633	-	84,190	552,603	3,500	772,926
Disposals	-	-	-	(26,000)	(9,400)	(35,400)
At 30 November 1996	644,174	32,832	453,143	1,491,976	3,500	2,625,625
Depreciation						
At 1 December 1995	66,410	19,700	281,092	657,573	7,127	1,031,902
Provided in the year	10,231	3,283	32,667	62,196	73	108,450
Disposals	-	-	-	-	(7,127)	(7,127)
At 30 November 1996	76,641	22,983	313,759	719,769	73	1,133,225
Net book amount						
at 30 November 1996	567,533	9,849	139,384	772,207	3,427	1,492,400
Net book amount						
at 30 November 1995	445,131	13,132	<u>87,861</u>	307,800	2,273	856,197

1996

1995

#### NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS

#### FOR THE YEAR ENDED 30 NOVEMBER 1996

#### 7 TANGIBLE FIXED ASSETS (CONTINUED)

The figures stated above include assets held under finance leases, as follows:

Plant and machinery

Net book amount at 30 November 1996

16,287

Net book amount at 30 November 1995

20,358

#### 8 FIXED ASSET INVESTMENTS

Shares in group undertakings

Cost

At 1 December 1995 and 30 November 1996 Amounts written off in previous years Net book amount at 30 November 1996 and 30 November 1995

86,501 5,000 81,501

In the opinion of the directors the aggregate value of the shares in the subsidiary undertakings is not less than the aggregate amounts at which these assets are stated in the company's balance sheet.

At 30 November 1996 the company held 100% of the allotted share capital of the following undertakings:

	Country of registration and operation	Class of share capital held	Proportion held	Nature of business
John Hargreaves & Son (Bradford) Limited	England	Ordinary	100%	Dormant
Paintfire Limited	England	Ordinary	100%	Dormant

The subsidiary undertakings have not been consolidated because, in the opinion of the directors, they are not material to the financial statements even when taken together.

#### 9 STOCKS

	1996	1995
	£	£
Raw materials and consumable stores	483,500	487,600
Finished goods and goods for resale	586,800	622,700
	1,070,300	1,110,300

#### NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS

#### FOR THE YEAR ENDED 30 NOVEMBER 1996

1	0	DEBTOR:	2
T	v		J

	1996 £	1995 £
Trade debtors	1,530,865	1,544,267
Other debtors	7,307	135,128
Prepayments and accrued income	57,445	55,050
	1,595,617	1,734,445

#### 11 CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	1770	1//5
	£	£
Bank loans	80,952	24,000
Trade creditors	1,161,957	1,668,044
Amounts due to subsidiary undertakings	81,501	81,501
Corporation tax	42,337	70,836
Social security and other taxes	82,544	51,650
Other creditors	550,811	116,185
Directors' loan accounts	190,875	35,625
Pension contributions	5,635	4,677
Accruals	403,865	337,560
Amounts due under finance leases	1,900	7,600
	2,602,377	2,397,678

The bank loans are secured by a fixed and floating charge over all the assets of the company.

#### 12 CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	1996	1995
	£	£
Bank loans	452,041	97,999
Amounts due under finance leases	<del></del>	1,900
	452,041	99,899

The bank loans are secured by a fixed and floating charge over all the assets of the company.

1996

1995

#### NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS

#### FOR THE YEAR ENDED 30 NOVEMBER 1996

13	RO	RR	റ	WI	<b>VGS</b>

Borrowings		anarrahi	10 00	fallower	
BOITOWINGS	are re	enavan.	ie as	TOHOWS:	

_ one will be and to have an action of		
	1996	1995
	£	£
Within one year:		
Bank loans	80,952	24,000
Finance leases	1,900	7,600
After one and within two years:		
Bank loans	80,952	24,000
Finance leases	-	1,900
After two and within five years:		
Bank loans	323,809	72,000
After five years:		
Bank loans	47,280	1,999
	534,893	131,499

#### 14 PROVISIONS FOR LIABILITIES AND CHARGES

	Deferred taxation £
At 1 December 1995	36,000
Provided during the year	58,800
At 30 November 1996	94,800

#### 15 DEFERRED TAXATION

Deferred taxation provided for in the financial statements is set out below. The amount provided represents the total potential liability and is calculated using a tax rate of 33%.

•	•	_		
			Amou	int provided
			1996	1995
			£	£
Accelerated cap	ital allowances		94,800	36,000

## NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS

#### FOR THE YEAR ENDED 30 NOVEMBER 1996

16	SHARE CAPITAL		
		1996 £	1995 £
	Authorised:		
	100,000 ordinary shares of £1 each	100,000	100,000
	Allotted, called up and fully paid: 75,000 ordinary shares of £1 each	75,000	75,000
17	RESERVES		
		Capital redemption reserve	Profit and loss account £
	At 1 December 1995	25,000	1,425,985
1	Profit for the financial year	25,000	47,383
	At 30 November 1996	25,000	1,473,368
18	RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS		
		1996	1995
		£	£
	Profit for the financial year	197,383	160,714
	Dividends	150,000	75,000
	Net increase in shareholders' funds	47,383	85,714
	Shareholders' funds at 30 November 1995	1,525,985	1,440,271
	Shareholders' funds at 30 November 1996	<u>1,573,368</u>	1,525,985
19	NET CASH INFLOW FROM OPERATING ACTIVITIES		
		1996	1995
		£	£
	Operating profit	278,378	228,299
	Depreciation	108,450	117,794
	Profit on sale of tangible fixed assets	(654)	-
	Decrease (1995: increase) in stock	40,000	(174,500)
	Decrease (1995: increase) in debtors	138,828	(79,988)
	Decrease (1995: increase) in creditors	(307,285)	773,437
	Net cash inflow from operating activities	<u>257,717</u>	865,042

#### NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS

#### FOR THE YEAR ENDED 30 NOVEMBER 1996

#### 20 ANALYSIS OF CHANGES IN FINANCING

				Loans and amounts due under finance leases	
				1996	1995
				£	£
At 1 December 1995 Net cash inflow (1995: outflow) from fir At 30 November 1996	nancing			167,124 558,644 725,768	189,521 (22,397) 167,124
ANALYSIS OF CASH AND CASH E	QUIVALENTS				
Cash and cash equivalents comprise:					
	1996	1005	1004	Change in	Change in
	1996 £	1995 £	1994 £	1996 £	1995 c
	*	£	T.	r	£
Cash at bank and in hand	482,768	277,119	_	205,649	277,119
Bank overdraft	-	, -	(214,600)		214,600
	482,768	277,119	(214,600)	205,649	491,719
CAPITAL COMMITMENTS				1004	1005

#### 22

	1996	1995
	£	£
Contracted for but not provided in these financial statements	112,945	<u></u>

#### 23 **CONTINGENT LIABILITIES**

There were no contingent liabilities at 30 November 1996 or 30 November 1995.

#### 24 **PENSIONS**

21

The company operates a defined contribution pension scheme for the benefit of the employees. The assets of the scheme are administered by trustees in a fund independent from those of the company.

#### NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS

#### FOR THE YEAR ENDED 30 NOVEMBER 1996

#### 25 LEASING COMMITMENTS

Operating lease payments amounting to £165,474 (1995: £171,578) are due within one year. The leases to which these amounts relate expire as follows:

	Plant and	Plant and machinery	
	1996	1995	
	£	£	
In one year or less	48,055	35,884	
Between one and five years	117,419	135,694	
	165,474	171,578	