

C F Booth Limited

Report and Accounts

31 March 1998

Registered No. 472265



C F Booth Limited

Registered No. 472265

DIRECTORS

K F Booth (Chairman)
C K F Booth
J H Booth
C T Wilkinson

SECRETARY

K F Booth

AUDITORS

Ernst & Young
Talbot Chambers
2-6 North Church Street
Sheffield S1 2DH

REGISTERED OFFICE

Clarence Metal Works
Armer Street
Rotherham
South Yorkshire S60 1AF

DIRECTORS' REPORT

The directors present their report and the audited accounts for the year ended 31 March 1998.

PRINCIPAL ACTIVITIES AND REVIEW OF BUSINESS DEVELOPMENTS

The principal activity of the group continued to be metal recycling. Other activities include a football club, demolition and engineering companies.

An analysis of group turnover between the different classes of business is given in note 2 to the accounts.

SUBSEQUENT EVENTS AND FUTURE DEVELOPMENTS

There have been no events to the date of this report which have materially affected the group. The group will pursue its existing activities.

RESULTS AND DIVIDENDS

The profit for the year attributable to members amounts to £713,000 (1997 - £1,576,000). The directors do not propose to pay a dividend.

DIRECTORS

The directors of the company during the year ended 31 March 1998 were those listed on page 2.

DIRECTORS' INTERESTS

According to the register maintained as required under the Companies Act 1985, the directors' interests in the share capital of the company were as follows:

	<i>At 31 March 1998</i>	<i>At 31 March 1997</i>
	<i>Ordinary shares</i>	<i>Ordinary shares</i>
K F Booth	5,075	25,075
C K F Booth	13,800	3,800
J H Booth	12,282	2,282
C T Wilkinson	2,085	2,085

No director had any interest in the shares of any subsidiary, other than as a nominee for C F Booth Limited, during the year.

DISABLED PERSONS

It is the group's policy to give full consideration to suitable applications for employment from disabled persons.

Opportunities also exist for employees of the group who become disabled to continue in their employment or to be trained for other positions within the group.

DIRECTORS' REPORT

EMPLOYEE INVOLVEMENT

Employees are provided with information on matters of concern to them at a level commensurate with their current understanding of the financial and economic factors affecting the performance of the group. Most employees are in regular contact with senior management when they are able to discuss decisions likely to affect their interests.

DIRECTORS' RESPONSIBILITIES FOR THE ACCOUNTS

Company law requires the directors to prepare accounts for each financial year which give a true and fair view of the state of affairs of the company and of the group and of the profit or loss of the group for that period. In preparing those accounts, the directors are required to:

- select suitable accounting policies 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 accounts;
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the group 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 group and to enable them to ensure that the accounts comply with the Companies Act. They are also responsible for safeguarding the assets of the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

YEAR 2000 COMPLIANCE

As is well known, many computer and digital storage systems express dates using only the last two digits of the year and will thus require modification or replacement to accommodate the year 2000 and beyond in order to avoid malfunctions and commercial disruption. This is a complex and pervasive issue.

Although the operation of our business is not dependant on computer systems of our own, it is to some degree dependant on those of the suppliers and customers.

The directors have not formally initiated a project to determine the potential risks to the company's activities arising from the date of change to the year 2000. However the directors' preliminary assessment is that the level of risk is minimal, given the nature of the business and the low level of reliance placed on computer systems.

Consequently, the directors expect the future costs of addressing this issue to be negligible.

AUDITORS

A resolution to re-appoint Ernst & Young will be put to the members at the annual general meeting.

By order of the board

K F Booth



Secretary

28 August 1998

REPORT OF THE AUDITORS **to the members of C F Booth Limited**

We have audited the accounts on pages 6 to 21, which have been prepared under the historical cost convention as modified by the revaluation of certain fixed assets and on the basis of the accounting policies set out on pages 10 and 11.

Respective responsibilities of directors and auditors

As described on page 4 the company's directors are responsible for the preparation of the accounts. It is our responsibility to form an independent opinion, based on our audit, on those accounts and to report our opinion to you.

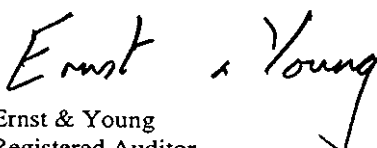
Basis of opinion

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 accounts. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the accounts, 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 accounts are free from material misstatements, 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 accounts.

Opinion

In our opinion the accounts give a true and fair view of the state of affairs of the company and of the group as at 31 March 1998 and of the profit of the group for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



Ernst & Young
Registered Auditor
Sheffield

28 August 1998

C F Booth Limited

GROUP PROFIT AND LOSS ACCOUNT for the year ended 31 March 1998

	Notes	1998 £000	1997 £000
TURNOVER	2	46,071	44,337
Other operating income	3	784	880
		<u>46,855</u>	<u>45,217</u>
OPERATING COSTS	4	(46,199)	44,313
		<u>656</u>	<u>904</u>
GROUP OPERATING PROFIT	6	656	904
Exceptional item - profit on disposal of tangible fixed assets		-	1,374
		<u>656</u>	<u>2,278</u>
Interest receivable		81	156
Interest payable	8	73	89
		<u>664</u>	<u>2,345</u>
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		664	2,345
Taxation	9	(49)	769
		<u>713</u>	<u>1,576</u>
RETAINED PROFIT FOR THE FINANCIAL YEAR	19	713	1,576

A statement of the movement on reserves is given in note 19.

There are no recognised gains or losses other than the profit attributable to shareholders of £713,000 in the year ended 31 March 1998 and £1,576,000 in the year ended 31 March 1997.

C F Booth Limited

GROUP BALANCE SHEET

at 31 March 1998

	Notes	1998 £000	1997 £000
FIXED ASSETS			
Tangible assets	11	7,980	7,409
CURRENT ASSETS			
Stocks	13	3,468	4,008
Debtors	14	8,065	8,777
Cash at bank and in hand	15	81	101
		<u>11,614</u>	<u>12,886</u>
CREDITORS: amounts falling due within one year			
Bank overdrafts	15	1,237	1,498
Trade and other creditors	16	4,194	5,677
		<u>5,431</u>	<u>7,175</u>
NET CURRENT ASSETS		<u>6,183</u>	<u>5,711</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>14,163</u>	<u>13,120</u>
PROVISION FOR LIABILITIES AND CHARGES			
Deferred taxation	17	512	179
DEFERRED INCOME			
Government grants		139	142
TOTAL ASSETS LESS LIABILITIES		<u>13,512</u>	<u>12,799</u>
CAPITAL AND RESERVES			
Called up share capital	18	50	50
Revaluation reserve	19	1,124	1,131
Other reserve	19	69	69
Profit and loss account	19	12,269	11,549
		<u>13,512</u>	<u>12,799</u>

K F Booth

K F Booth Director

28 August 1998

C F Booth Limited

BALANCE SHEET

at 31 March 1998

	Notes	1998 £000	1997 £000
FIXED ASSETS			
Tangible assets	11	4,543	4,205
Investments	12	272	272
		<u>4,815</u>	<u>4,477</u>
CURRENT ASSETS			
Stocks	13	1,059	1,306
Debtors	14	7,760	5,701
Cash at bank and in hand		122	2,232
		<u>8,941</u>	<u>9,239</u>
CREDITORS: amounts falling due within one year			
Trade and other creditors	16	5,478	5,911
		<u>3,463</u>	<u>3,328</u>
NET CURRENT ASSETS			
		<u>8,278</u>	<u>7,805</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			
		<u>7,907</u>	<u>7,750</u>
PROVISION FOR LIABILITIES AND CHARGES			
Deferred taxation	17	371	55
		<u>7,907</u>	<u>7,750</u>
TOTAL ASSETS LESS LIABILITIES			
		<u>7,907</u>	<u>7,750</u>
CAPITAL AND RESERVES			
Called up share capital	18	50	50
Revaluation reserve	19	962	969
Profit and loss account	19	6,895	6,731
		<u>7,907</u>	<u>7,750</u>

K F Booth

K F Booth Director

28 August 1998

C F Booth Limited

GROUP CASH FLOW STATEMENT for the year ended 31 March 1998

	Notes	1998 £000	1997 £000
NET CASH INFLOW FROM OPERATING ACTIVITIES	6(b)	1,977	742
RETURNS ON INVESTMENTS AND SERVICING OF FINANCE			
Interest received		81	156
Interest paid		(88)	(84)
NET CASH (OUTFLOW)/INFLOW FROM RETURNS ON INVESTMENTS AND SERVICING OF FINANCE		(7)	72
TAXATION			
Corporation tax paid		(194)	(232)
CAPITAL EXPENDITURE			
Payments to acquire tangible fixed assets		(1,757)	(1,549)
Receipts from sales of tangible fixed assets		222	1,825
NET CASH (OUTFLOW)/INFLOW FROM CAPITAL EXPENDITURE		(1,535)	276
NET CASH INFLOW BEFORE FINANCING		241	858
FINANCING			
Repayments of capital element of hire purchase contracts		-	(12)
NET CASH OUTFLOW FROM FINANCING		-	(12)
INCREASE IN CASH	15	241	846

C F Booth Limited

NOTES TO THE ACCOUNTS

at 31 March 1998

1. ACCOUNTING POLICIES

Accounting convention

The accounts are prepared under the historical cost convention modified to include the revaluation of freehold and leasehold property.

The accounts are prepared in accordance with applicable accounting standards.

Basis of consolidation

The consolidated accounts incorporate the accounts of the company and of each of its subsidiary undertakings for the year ended 31 March 1998.

Depreciation of fixed assets

Freehold land is not depreciated. The cost or valuation of other fixed assets is depreciated by equal annual instalments over their expected useful lives as follows:

Freehold buildings	50 years
Long leasehold property	50 years
Plant and equipment	10 years
Office equipment	10 years
Skips and trailers	10 years
Motor lorries	5 years
Motor cars	4 years

Depreciation is not charged on any item of plant until it is installed and in operation.

Government grants

Government grants in respect of capital expenditure are credited to a deferred income account and are released to profit over the expected useful lives of the relevant assets by equal annual instalments. Revenue grants are released to profit over the life of the project to which they relate.

Stocks

Stocks are valued at the lower of cost and net realisable value after making due allowance for any obsolete or slow moving items. In the case of finished goods and work in progress, cost includes direct labour and an appropriate proportion of production overheads. The allocation of manufacturing fixed overheads has regard to budgeted normal production.

Deferred taxation

Provision is made for deferred taxation, using the liability method, to the extent that it is probable the liability will crystallise.

Goodwill

Purchased goodwill and goodwill arising on consolidation, representing the excess of purchase consideration over the fair value ascribed to net tangible assets at the date of acquisition, is written off immediately against reserves.

C F Booth Limited

NOTES TO THE ACCOUNTS

at 31 March 1998

1. ACCOUNTING POLICIES(continued)

Pensions

The C F Booth Limited Group operates two defined contribution pension schemes. Contributions are charged to the profit and loss account as they become payable in accordance with the rules of the scheme.

Foreign currencies

Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the balance sheet date. All differences are taken to the profit and loss account.

Hire purchase commitments

Assets held under hire purchase contracts are capitalised in the balance sheet and are depreciated over their useful lives. The capital elements of future obligations under hire purchase contracts are included as liabilities in the balance sheet. The interest elements of the rental obligations are charged in the profit and loss account over the periods of the hire purchase contracts and represent a constant proportion of the balance of capital repayments outstanding.

2. TURNOVER AND SEGMENTAL ANALYSIS

Turnover comprises the invoice value of goods and services supplied by the group exclusive of VAT and intra-group transactions.

Turnover is analysed as follows:

Activity:

	1998 £000	1997 £000
Metal recycling - continuing	38,784	38,337
Other activities - continuing	7,287	6,000
	<u>46,071</u>	<u>44,337</u>

Geographical area:

	1998 £000	1997 £000
United Kingdom	40,414	37,206
Outside the UK	5,657	7,131
	<u>46,071</u>	<u>44,337</u>

C F Booth Limited

NOTES TO THE ACCOUNTS

at 31 March 1998

3. OTHER OPERATING INCOME

	1998 £000	1997 £000
Income from sponsorships, promotions and net transfer fees earned by Rotherham United Football Club Limited	784	880

4. OPERATING COSTS

	1998 £000	1997 £000
Movement in work in progress and finished goods	124	(233)
Raw materials and consumables	34,010	32,428
Staff costs - wages and salaries	5,003	4,893
- social security costs	411	426
- other pension costs	155	154
- pension refund	-	(72)
Depreciation and write down of fixed assets	958	978
Other operating charges	4,104	4,083
Other external charges	1,434	1,656
	46,199	44,313

The group operates two defined contribution pension schemes, which are funded by the payment of contributions to separately administered trust funds.

The unpaid contributions outstanding at the year end, included in other creditors, are £7,000 (1997 - £10,000).

5. EMPLOYEES

The average number of persons employed by the group during the year, including directors, was as follows:

	1998 No.	1997 No.
Management	22	22
Administration	61	61
Production	198	206
Distribution	39	35
Players and coaches	74	69
Bar and restaurant staff	2	3
	396	396

C F Booth Limited

NOTES TO THE ACCOUNTS

at 31 March 1998

6. GROUP OPERATING PROFIT

a) Group operating profit is stated after charging/(crediting):

	1998 £000	1997 £000
Auditors' remuneration - audit services	55	55
- non-audit services	46	36
Directors' remuneration (note 7)		310
Exceptional items		
Funds received on closure of old pension scheme	-	(72)
Disturbance compensation following compulsory purchase order	-	(179)
Write down of fixed assets	93	209
Operating lease rentals - land and buildings	(192)	(259)
Payment for reversion of lease	-	119
	<u> </u>	<u> </u>

b) Reconciliation of operating profit to net cash outflow from operating activities:

	1998 £000	1997 £000
Operating profit	656	904
Depreciation	958	978
Deferred income	(3)	(3)
Profit on sale of tangible fixed assets	(152)	(148)
Decrease/(increase) in operating debtors and prepayments	712	(791)
Decrease/(increase) in stocks	540	(360)
(Decrease)/increase in operating creditors and accruals	(734)	162
Net cash inflow from operating activities	<u>1,977</u>	<u>742</u>

7. DIRECTORS' REMUNERATION

	1998 £000	1997 £000
Basic salaries and benefits	301	274
Company contributions paid to defined contribution pension schemes	34	44
	<u>335</u>	<u>318</u>
	1998 No	1997 No
Members of money purchase pension schemes	<u>3</u>	<u>3</u>

The emoluments of the highest paid director were basic salary and benefits of £114,000 (1997 - £104,000) and pension contributions of £16,000 (1997 - £13,000).

C F Booth Limited

NOTES TO THE ACCOUNTS

at 31 March 1998

8. INTEREST PAYABLE

	<i>1998</i> <i>£000</i>	<i>1997</i> <i>£000</i>
Bank overdrafts	66	66
Other interest	7	23
	<u>73</u>	<u>89</u>

9. TAXATION

	<i>1998</i> <i>£000</i>	<i>1997</i> <i>£000</i>
Corporation tax	115	703
Deferred taxation (note 17)	(19)	75
	<u>96</u>	<u>778</u>
Adjustment relating to prior years:		
Current	(497)	(5)
Deferred (note 17)	352	(4)
	<u>(49)</u>	<u>769</u>

The tax effect in the profit and loss account relating to the exceptional item recognised below operating profit in 1997 was a charge of £373,000.

10. RETAINED PROFIT FOR THE FINANCIAL YEAR

In accordance with the exemptions allowed by section 230 of the Companies Act 1985, the company has not presented its own profit and loss account.

The profit for the financial year dealt with in the accounts of the company was £156,961 (1997 - £1,144,360).

C F Booth Limited

NOTES TO THE ACCOUNTS at 31 March 1998

11. TANGIBLE FIXED ASSETS *Group*

	<i>Freehold property £000</i>	<i>Long leasehold property £000</i>	<i>Plant, equipment and vehicles £000</i>	<i>Total £000</i>
Cost or valuation:				
At 31 March 1997	5,312	-	12,274	17,586
Additions	363	-	1,236	1,599
Disposals	(11)	-	(489)	(500)
At 31 March 1998	5,664	-	13,021	18,685
Depreciation:				
At 31 March 1997	918	-	9,259	10,177
Charge for the year	92	-	773	865
Exceptional write down	-	-	93	93
Relating to disposals	(6)	-	(424)	(430)
At 31 March 1998	1,004	-	9,701	10,705
Net book value				
At 31 March 1998	4,660	-	3,320	7,980
At 31 March 1997	4,394	-	3,015	7,409
Cost or valuation at 31 March 1998 is made up of:				
Cost	2,668	-	13,021	15,689
Valuation 1978	1,058	-	-	1,058
1980	160	-	-	160
1982	1,263	-	-	1,263
1985	515	-	-	515
	5,664	-	13,021	18,685

Revaluations of the group's freehold and long leasehold property, on an open market value for existing use basis, took place in 1978, 1980, 1982 and 1985. If the properties had not been revalued, they would have been carried in the balance sheet at:

	<i>£000</i>
Cost	4,449
Accumulated depreciation	861
Net book amount	3,588

C F Booth Limited

NOTES TO THE ACCOUNTS

at 31 March 1998

11. TANGIBLE FIXED ASSETS (continued)

Group

Freehold property includes land of £1,627,000 (1997: £1,352,000) which has not been depreciated.

The net book value of plant and machinery above includes an amount of £nil (1997 - £ nil) in respect of assets held under hire purchase contracts.

The exceptional write down of plant and equipment arises from the re-assessment of the useful lives of the assets in one subsidiary.

Company

	<i>Freehold property £000</i>	<i>Long leasehold property £000</i>	<i>Plant, equipment and vehicles £000</i>	<i>Total £000</i>
Cost or valuation:				
At 31 March 1997	3,884	-	4,132	8,016
Additions	277	-	407	684
Disposals	(11)	-	(338)	(349)
At 31 March 1998	4,150	-	4,201	8,351
Depreciation:				
At 31 March 1997	493	-	3,318	3,811
Charge for the year	53	-	233	286
Relating to disposals	(5)	-	(284)	(289)
At 31 March 1998	541	-	3,267	3,808
Net book value				
At 31 March 1998	3,609	-	934	4,543
At 31 March 1997	3,391	-	814	4,205
Cost or valuation at 31 March 1998 is made up of:				
Cost	2,350	-	4,201	6,551
Valuation 1978	1,013	-	-	1,013
1980	160	-	-	160
1982	112	-	-	112
1985	515	-	-	515
	4,150	-	4,201	8,351

C F Booth Limited

NOTES TO THE ACCOUNTS

at 31 March 1998

11. TANGIBLE FIXED ASSETS (continued)

Revaluations of the company's freehold property, on an open market value for existing use basis, took place in 1978, 1980, 1982 and 1985. If the properties had not been revalued, they would have been carried in the balance sheet at:

	£000
Cost	3,378
Accumulated depreciation	259
Net book amount	3,119

Freehold property includes land at a valuation of £1,632,000 (1997: £1,423,000) which has not been depreciated.

12. INVESTMENTS

Company

	£000
Cost of investment in subsidiary undertakings: At 1 April 1997 and 31 March 1998	566
Provision for diminution in value: At 1 April 1997 and 31 March 1998	294
Net book value at 31 March 1997 and 31 March 1998	272

The subsidiary undertakings at 31 March 1998 were:

Company

Nature of business

Booth PSV & Commercials Limited	Non trading
Booth Roe Metals Limited and its subsidiary companies	Metal recycling
Booth Doncaster (Non-Ferrous & Alloys) Limited	Metal recycling
Roe Brothers (Ipswich) Limited	Non trading
Roe Brothers (Transport) Limited	Non trading
Roe Foundry Limited	Non trading
Booth Special Alloys Limited	Non trading
Booth Stainless & Nickel Alloys Limited	Metal recycling
Booth Steel Stockholders Limited	Steel stockholders
Booth Transport Limited	Transport
Car Shredders Limited	Non trading
C F Booth (Doncaster) Limited	Metal recycling

C F Booth Limited

NOTES TO THE ACCOUNTS

at 31 March 1998

12. FIXED ASSETS INVESTMENTS (continued)

<i>Company</i>	<i>Nature of business</i>
C F Booth (Engineering) Limited	Engineering
C F Booth (Steel) Limited	Non trading
Demex Limited	Demolition, excavation and metal recycling
and its subsidiary company	
Albion Jones Dismantling Limited	Demolition, excavation and metal recycling
Fibretox Industrial Services Limited	Non trading
Hooton Lodge Limited	Hotel and licensed restaurant
L E Jones (Demolition) Limited	Non trading
Non-Ferrous Smelting Co Limited	Non trading
North Derbyshire Metal Products Limited	Metal products
Northfield Aluminium Limited	Non-ferrous ingot manufacture
Rotherham United Football Club Limited	Football club
and its subsidiary company	
The Tivoli Limited	Non trading
Rotherham Stainless & Nickel Alloys Limited	Stainless steel merchanting
Nat Steel Stockholders Limited	Non trading
Thorpe Waste Removals Limited	Waste removals

All subsidiary undertakings are registered in England. All holdings are of ordinary shares and are 100% except for Rotherham United Football Club Limited which is 86% owned.

Rotherham United Football Club prepares accounts to 31 May each year. This avoids the need to estimate sponsorship income which is not finalised until after the end of the Football League season.

13. STOCKS

	<i>1998</i>	<i>Group</i>	<i>1998</i>	<i>Company</i>
	<i>£000</i>	<i>1997</i>	<i>£000</i>	<i>1997</i>
		<i>£000</i>		<i>£000</i>
Raw materials and consumables	2,730	2,880	1,059	1,306
Work in progress	46	55	-	-
Finished goods and goods for resale	692	1,073	-	-
	<u>3,468</u>	<u>4,008</u>	<u>1,059</u>	<u>1,306</u>

The difference between purchase price or production cost of stocks and their replacement cost is not material.

C F Booth Limited

NOTES TO THE ACCOUNTS

at 31 March 1998

14. DEBTORS

	<i>1998</i>	<i>Group</i>	<i>1998</i>	<i>Company</i>
	<i>£000</i>	<i>1997</i>	<i>£000</i>	<i>1997</i>
		<i>£000</i>		<i>£000</i>
Due within one year				
Trade debtors	6,679	8,074	1,906	2,135
Amounts owed by group undertakings	-	-	5,318	3,176
Value added tax	318	257	256	172
Prepayments and accrued income	728	213	264	121
Other debtors	340	233	16	97
	<u>8,065</u>	<u>8,777</u>	<u>7,760</u>	<u>5,701</u>

15. MOVEMENT IN NET DEBT

a) Reconciliation of net cash flow to movement in net debt:

	<i>£000</i>
Increase in cash in the period	241
Movement in net debt in the period	241
Net debt at 1 April 1997	(1,397)
Net debt at 31 March 1998	<u>(1,156)</u>

b) Analysis of changes in net debt:

	<i>At 1 April</i>	<i>Cash flows</i>	<i>At 31 March</i>
	<i>1997</i>	<i>£000</i>	<i>1998</i>
	<i>£000</i>		<i>£000</i>
Cash in hand, at bank	101	(20)	81
Overdrafts	(1,498)	261	(1,237)
	<u>(1,397)</u>	<u>241</u>	<u>(1,156)</u>

The bank overdrafts are secured by legal mortgages and specific equitable charges over the freehold property and a floating charge over all other assets of the company and certain of its subsidiary undertakings.

C F Booth Limited

NOTES TO THE ACCOUNTS at 31 March 1998

16. TRADE AND OTHER CREDITORS

	<i>1998</i> <i>£000</i>	<i>Group</i> <i>1997</i> <i>£000</i>	<i>1998</i> <i>£000</i>	<i>Company</i> <i>1997</i> <i>£000</i>
Trade creditors	1,976	2,629	326	427
Amounts owed to group undertakings	-	-	3,797	3,356
Corporation tax	129	705	222	778
Other taxation and social security	495	421	40	57
Other creditors	492	678	395	560
Accruals	1,102	1,244	698	733
	<u>4,194</u>	<u>5,677</u>	<u>5,478</u>	<u>5,911</u>

17. DEFERRED TAXATION

	<i>Group</i> <i>£000</i>	<i>Company</i> <i>£000</i>
At 31 March 1997	179	55
Charge for the year	(19)	(36)
Released in the year	352	352
At 31 March 1998	<u>512</u>	<u>371</u>

Deferred taxation arises in respect of accelerated capital allowances and has been provided in full.

18. SHARE CAPITAL

	<i>1998</i> <i>No.</i>	<i>Authorised</i> <i>1997</i> <i>No.</i>	<i>Allotted, called up</i> <i>and fully paid</i> <i>1998</i> <i>£000</i>	<i>1997</i> <i>£000</i>
Ordinary shares of £1 each	<u>150,000</u>	<u>150,000</u>	<u>50</u>	<u>50</u>

NOTES TO THE ACCOUNTS
at 31 March 1998

19. MOVEMENT ON RESERVES AND RECONCILIATION OF SHAREHOLDERS' FUNDS

	Share capital £000	Revaluation reserve £000	Other reserve £000	Profit and loss account £000	Total share- holders' funds £000
Group					
At 1 April 1996	50	1,152	69	9,952	11,223
Retained profit for the year	-	-	-	1,576	1,576
Realised revaluation surplus on sale of property	-	(21)	-	21	-
At 31 March 1997	50	1,131	69	11,549	12,799
Retained profit for the year	-	-	-	713	713
Realised revaluation surplus on sale of property	-	(7)	-	7	-
At 31 March 1998	50	1,124	69	12,269	13,512
Company					
At 1 April 1996	50	987		5,569	6,606
Retained profit for the year	-	-		1,144	1,144
Realised revaluation surplus on sale of property	-	(18)		18	-
At 31 March 1997	50	969		6,731	7,750
Retained profit for the year	-	-		157	157
Realised revaluation surplus on sale of property	-	(7)		7	-
At 31 March 1998	50	962		6,895	7,907

In addition to the profit and loss account at 31 March 1998, £378,000 of the group's and £283,000 of the company's revaluation reserve was distributable (1997 - £363,000 and £274,000).

20. CAPITAL COMMITMENTS

Amounts contracted for but not provided in the accounts amounted to £327,000 for both the group or the company (1997 - £nil and £nil respectively).

21. CONTINGENT LIABILITIES

The company has given an unlimited guarantee in respect of the bank overdrafts on all accounts of its subsidiary undertakings. At 31 March 1998, the overdrafts on these accounts amounted to £529,664 (1997 - £2,912,204).

The company has joint and several liability for all amounts due by its subsidiary undertakings to H M Customs & Excise under a Group VAT registration agreement. At 31 March 1998, the total potential liability amounted to £410,570 (1997 - £229,038).

The directors are of the opinion that no loss to the company will arise from the above.