Report of the Directors and

Financial Statements for the Year Ended 31 December 2003

for

SUPERIOR PLUMBING INSTALLATIONS LIMITED

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Company Information for the Year Ended 31 December 2003

DIRECTORS:

J E Dillon Mrs P A Dillon J W Dillon P J Dillon M J Dillon K T Shears B Cooke

SECRETARY:

Mrs P A Dillon

REGISTERED OFFICE:

7 High Street Chasetown Burntwood West Midlands WS7 8XE

REGISTERED NUMBER:

00893718 (England and Wales)

AUDITORS:

Trafalgars

Registered Auditors Chartered Accountants 261 Alcester Road South

Kings Heath Birmingham B14 6DT

Report of the Directors for the Year Ended 31 December 2003

The directors present their report with the financial statements of the company for the year ended 31 December 2003.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of central heating engineers and contractors.

REVIEW OF BUSINESS

The results for the year and financial position of the company are as shown in the annexed financial statements.

The business has again continued to grow during the year with turnover increasing by £5 million. All the traditional areas of our business have been trading successfully and the prospects for continuing moderate growth in the coming financial year appear to be positive.

DIVIDENDS

No dividends will be distributed for the year ended 31 December 2003.

DIRECTORS

The directors during the year under review were:

J E Dillon

Mrs P A Dillon

R F Ferriday

- resigned 25.7.03

J W Dillon

P J Dillon

M J Dillon

K T Shears

B Cooke

The beneficial interests of the directors holding office on 31 December 2003 in the issued share capital of the company were as follows:

	31.12.03	1.1.03
Ordinary shares £1 shares		
J E Dillon	10,900	109
Mrs P A Dillon	10,700	108
J W Dillon	8,400	84
P J Dillon	8,400	84
M J Dillon	8,400	84
K T Shears	2,800	26
B Cooke	400	4

STATEMENT OF DIRECTORS' RESPONSIBILITIES

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

Report of the Directors for the Year Ended 31 December 2003

AUDITORS

The auditors, Trafalgars, will be proposed for re-appointment in accordance with Section 385 of the Companies Act 1985.

ON BEHALF OF THE BOARD:

Mrs P A Dillon - Secretary

26 May 2004

Report of the Independent Auditors to the Shareholders of SUPERIOR PLUMBING INSTALLATIONS LIMITED

We have audited the financial statements of SUPERIOR PLUMBING INSTALLATIONS LIMITED for the year ended 31 December 2003 on pages five to seventeen. These financial statements have been prepared under the historical cost convention and the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As described on page two the company's directors are responsible for the preparation of financial statements in accordance with applicable law and United Kingdom Accounting Standards.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the Report of the Directors is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the company is not disclosed.

We read the Report of the Directors and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

We conducted our audit in accordance with United Kingdom 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 as at 31 December 2003 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Trafalgars

Registered Auditors Chartered Accountants 261 Alcester Road South Kings Heath

tralls

Birmingham

B14 6DT

26 May 2004

Profit and Loss Account for the Year Ended 31 December 2003

		31.12.03	31.12.02
	Notes	£	£
TURNOVER		26,182,527	21,160,425
Cost of sales		21,394,233	17,274,084
GROSS PROFIT		4,788,294	3,886,341
Administrative expenses		3,017,097	2,260,482
OPERATING PROFIT	3	1,771,197	1,625,859
Interest receivable and similar income		182,652	65,513
		1,953,849	1,691,372
Interest payable and similar charges	4	4,047	16,802
PROFIT ON ORDINARY ACTI BEFORE TAXATION	VITIES	1,949,802	1,674,570
Tax on profit on ordinary activities	5	591,463	508,932
PROFIT FOR THE FINANCIAL AFTER TAXATION	_ YEAR	1,358,339	1,165,638
Retained profit brought forward		2,499,611	1,333,973
		3,857,950	2,499,611
Bonus share issue		(49,500)	
RETAINED PROFIT CARRIED	FORWARD	£3,808,450	£2,499,611
			

CONTINUING OPERATIONS

None of the company's activities were acquired or discontinued during the current and previous years.

TOTAL RECOGNISED GAINS AND LOSSES

The company has no recognised gains or losses other than the profits for the current and previous years.

Balance Sheet 31 December 2003

		31.12	2.03	31.12	2.02
	Notes	£	£	£	£
FIXED ASSETS:					
Tangible assets	6		1,392,594		1,508,680
Investments	7		500		500
			1,393,094		1,509,180
CURRENT ASSETS:					
Stocks	8	103,829		90,489	
Debtors	9	2,884,666		2,661,650	
Investments	10	<u>-</u>		1,000,000	
Cash at bank		4,270,453		1,540,416	
		7,258,948		5,292,555	
CREDITORS: Amounts falling					
due within one year	11	4,693,776		4,176,676	
NET CURRENT ASSETS:			2,565,172		1,115,879
TOTAL ASSETS LESS CURRENT LIABILITIES:			3,958,266		2,625,059
CREDITORS: Amounts falling due after more than one year	12		_		(14,551)
PROVISIONS FOR LIABILITIES					
AND CHARGES:	14		(23,703)		(34,284)
			£3,934,563		£2,576,224
CAPITAL AND RESERVES:					
Called up share capital	15		50,000		500
Revaluation reserve	16		76,113		76,113
Profit and loss account	10		3,808,450		2,499,611
SHAREHOLDERS' FUNDS:	19		£3,934,563		£2,576,224
			=======================================		

ON BEHALF OF THE BOARD:

J E Dillon - Director

Approved by the Board on 26 May 2004

Cash Flow Statement for the Year Ended 31 December 2003

	31.12.03		31.12.02		
	Notes	£	£	£	£
Net cash inflow from operating activities	1		2,356,094		2,523,450
Returns on investments and servicing of finance	2		178,605		48,711
Taxation			(618,529)		(218,370)
Capital expenditure and financial investment	2		883,839		(1,871,162)
			2,800,009		482,629
Financing	2		(69,972)		(159,686)
Increase in cash in the period			£2,730,037		£322,943
Reconciliation of net cash flow to movement in net funds	3				
Increase in cash in the period Cash (inflow)/outflow		2,730,037		322,943	
from (decrease)/increase in liquid resources Cash outflow		(1,000,000)		1,000,000	
from decrease in debt and lease financing		69,972		155,214	
Change in net funds resulting from cash flows			1,800,009		1,478,157
Movement in net funds in the period Net funds at 1 January			1,800,009 2,454,007		1,478,157 975,850
Net funds at 31 December			£4,254,016		£2,454,007

Notes to the Cash Flow Statement for the Year Ended 31 December 2003

1. RECONCILIATION OF OPERATING PROFIT TO NET CASH INFLOW FROM OPERATING ACTIVITIES

	31.12.03	31.12.02
	£	£
Operating profit	1,771,197	1,625,859
Depreciation charges	229,527	210,517
Loss on sale of fixed assets	2,720	21,275
Increase in stocks	(13,340)	(11,638)
Increase in debtors	(223,016)	(142,055)
Increase in creditors	589,006	819,492
Net cash inflow		
from operating activities	2,356,094	2,523,450
ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THI	E CASH FLOW STAT	EMENT
	31.12.03	31.12.02
	£	£
Returns on investments and		
servicing of finance		-
Interest received	182,652	65,513
Interest paid	(252)	(117)
Interest element of hire purchase payments	(3,795)	(16,685)
Net cash inflow		
for returns on investments and servicing of finance	178,605	48,711 ———
Capital expenditure		
and financial investment		
Purchase of tangible fixed assets	(123,611)	(924,287)
Cash payments - investmt purch	-	(1,000,000)
Sale of tangible fixed assets	7,450	53,125
Cash receipts - investmt sales	1,000,000	-
Net cash inflow/(outflow)		
for capital expenditure	883,839 	(1,871,162)
Financing Use average reportments in		
Hire purchase repayments in the year.	(69,972)	(155,214)
Amount withdrawn by directors	(09,912)	(4,472)
Net cash outflow	(60.070)	(150 606)
from financing	(69,972)	(159,686)

2.

Notes to the Cash Flow Statement for the Year Ended 31 December 2003

3. ANALYSIS OF CHANGES IN NET FUNDS

ANALYSIS OF CHANGES IN HELF COLUMN	At 1.1.03	Cash flow £	At 31.12.03
Net cash: Cash at bank	1,540,416	2,730,037	4,270,453
	1,540,416	2,730,037	4,270,453
Liquid resources:			
Current asset investments	1,000,000	(1,000,000)	-
	1,000,000	(1,000,000)	-
Debt: Hire purchase	(86,409)	69,972	(16,437)
The parenase	(86,409)	69,972	(16,437)
Total	2,454,007	1,800,009	4,254,016
Analysed in Balance Sheet	<u> </u>		
Cash at bank	1,540,416		4,270,453
Current asset investments Hire purchase	1,000,000		-
within one year after one year	(71,858) (14,551)		(16,437)
	2,454,007		4,254,016

Notes to the Financial Statements for the Year Ended 31 December 2003

1. ACCOUNTING POLICIES

Accounting convention

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

Turnovei

Turnover represents net invoiced sales of goods, excluding value added tax.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life or, if held under a finance lease, over the lease term, whichever is the shorter.

Freehold property

- 5% on cost

Leasehold property

- Evenly over the life of the lease

Plant and machinery

- 25% on reducing balance

Motor vehicles

- 25% on reducing balance

Stocks

Stock is valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Hire purchase and leasing commitments

Assets obtained under hire purchase contracts or finance leases are capitalised in the balance sheet. Those held under hire purchase contracts are depreciated over their estimated useful lives. Those held under finance leases are depreciated over their estimated useful lives or the lease term, whichever is the shorter.

The interest element of these obligations is charged to the profit and loss account over the relevant period. The capital element of the future payments is treated as a liability.

Rentals paid under operating leases are charged to the profit and loss account as incurred.

Pensions

The company operates a defined contribution pension scheme. Contributions payable for the year are charged in the profit and loss account.

2. STAFF COSTS

	31.12.03 £	31.12.02 £
Wages and salaries	10,995,214	8,711,987
Other pension costs	191,376	177,816
	11,186,590	8,889,803
The average monthly number of employees during the year was as follows:		
	31.12.03	31.12.02
Operatives	184	176
Administration	59	52
Managers	8	8
	251	236
		===

Notes to the Financial Statements for the Year Ended 31 December 2003

3. **OPERATING PROFIT**

The operating profit is stated after charging:

		31.12.03 £	31.12.02
	Depreciation - owned assets	212,874	£ 149,698
	Depreciation - assets on hire purchase contracts	16,653	60,819
	Loss on disposal of fixed assets	2,720	21,275
	Auditors' remuneration	4,650	4,035
	Directors' emoluments	1,165,150	754,973
	Directors' pension contributions to money purchase		
	schemes	81,186	86,345
	The complete of discrete as to sub-one noting mention of the complete compl		
	The number of directors to whom retirement benefits were accruing was as follo	ws:	
	Money purchase schemes	7	8
		=	==
	Information regarding the highest paid director is as follows:		
		31.12.03	31.12.02
		£	£
	Emoluments etc	442,023	194,661
		A A A	
4.	INTEREST PAYABLE AND SIMILAR CHARGES		
		31.12.03	31.12.02
		£	£
	Bank interest	252	117
	Hire purchase interest	3,795	16,685
		4,047	16,802
		====	===
5.	TAXATION		
	Analysis of the tax charge		
	The tax charge on the profit on ordinary activities for the year was as follows:		
		31.12.03	31.12.02
	0	£	£
	Current tax: UK corporation tax	602,044	508,529
	OK Corporation tax	002,044	300,329
	Deferred taxation	(10,581)	403
	Tax on profit on ordinary activities	591,463	508,932

Notes to the Financial Statements for the Year Ended 31 December 2003

5. TAXATION - continued

Factors affecting the tax charge

The tax assessed for the year is higher than the standard rate of corporation tax in the UK. The difference is explained below:

	31.12.03 £	31.12.02 £
Profit on ordinary activities before tax	1,949,802	1,674,570
Profit on ordinary activities		
multiplied by the standard rate of corporation tax in the UK of 30% (2002 - 30%)	584,941	502,371
in the OR of 3070 (2002 - 3070)	304,541	502,573
Effects of:		
Disallowable expenses including freehold and leasehold depreciation	6,521	5,490
Depreciation for period in excess of capital allowances	10,582	668
	602.044	500 500
Current tax charge	602,044	508,529

6. TANGIBLE FIXED ASSETS

	Freehold property	Leasehold property	Plant and machinery	Motor vehicles	Totals
	£	£	£	£	£
COST:					
At 1 January 2003	191,811	516,364	105,343	1,305,952	2,119,470
Additions	-	-	4,289	119,322	123,611
Disposals	<u>-</u>	<u>-</u>	- 	(38,322)	(38,322)
At 31 December 2003	191,811	516,364	109,632	1,386,952	2,204,759
DEPRECIATION:					
At 1 January 2003	10,000	592	77,092	523,106	610,790
Charge for year	5,000	4,698	7,331	212,498	229,527
Eliminated on disposals				(28,152)	(28,152)
At 31 December 2003	15,000	5,290	84,423	707,452	812,165
NET BOOK VALUE:					•
At 31 December 2003	176,811	511,074	25,209	679,500	1,392,594
At 31 December 2002	181,811	515,772	28,251	782,846	1,508,680

Notes to the Financial Statements for the Year Ended 31 December 2003

6. TANGIBLE FIXED ASSETS - continued

7.

8.

Fixed assets, included in the above, which are held under hire purchase contracts are as follows:

		Motor vehicles
		£
COST:		252 400
At 1 January 2003 Transferred to ownership		353,488 (246,062)
Transferred to ownership		(240,002)
At 31 December 2003		107,426
DEPRECIATION:		
At 1 January 2003		170,433
Charge for year		16,653
Transferred to ownership		(129,621)
At 31 December 2003		57,465
NET BOOK VALUE:		
At 31 December 2003		49,961
		====
At 31 December 2002		183,055
FIXED ASSET INVESTMENTS		
PIALD AGGET HAVESTMENTS		
COCT		£
COST: At 1 January 2003		
and 31 December 2003		500
and 31 December 2003		
NET BOOK VALUE:		
At 31 December 2003		500
At 31 December 2002		500
	31.12.03	31.12.02
	£	£
Unlisted investments	500	500
	Watermann .	_
STOCKS		
	31.12.03	31.12.02
	£	£
Stock	103,829	90,489

Notes to the Financial Statements for the Year Ended 31 December 2003

9.	DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
		31.12.03 £	31.12.02 £
	Trade debtors	2,542,102	2,552,201
	Prepayments Loan Proofinner Limited	302,564 40,000	69,449 40,000
		2,884,666	2,661,650
10.	CURRENT ASSET INVESTMENTS		
		31.12.03 £	31.12.02 £
	Listed investments	- 	1,000,000
11.	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
	DOE WITHIN ONE TERM	31.12.03 £	31.12.02 £
	Hire purchase contracts	~	~
	(see note 13)	16,437	71,858
	Trade creditors	1,602,902	1,899,196
	Other creditors	59,199	112,164
	Amount owed to associated		
	company	880,981	758,671
	Social security & other taxes	1,356,713	822,258
	Corporation tax Accrued expenses	492,044 285,500	508,529 4,000
		4,693,776	4,176,676
12.	CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR		
	DUE AFTER MORE THAN ONE TEAR	31.12.03 £	31.12.02 £
	Hire purchase contracts	L	£
	(see note 13)	<u>-</u>	14,551

Notes to the Financial Statements for the Year Ended 31 December 2003

13. OBLIGATIONS UNDER HIRE PURCHASE CONTRACTS AND LEASES

	Hire purchase contracts	
	31.12.03	31.12.02
	£	£
Gross obligations repayable: Within one year	16,737	75,690
Between one and five years		18,332
	16,737	94,022
Finance charges repayable:	200	2.022
Within one year Between one and five years	300	3,832 3,781
	300	7,613
Net obligations repayable:		
Within one year Between one and five years	16,437	71,858 14,551
	16,437	86,409
The following payments are committed to be paid within one year:		
	Land and buildings operating leases	
	31.12.03 £	31.12.02 £
Expiring: Within one year	6,417	_
Between one and five years In more than five years	14,950	11,500
	21,367	11,500
PROVISIONS FOR LIABILITIES AND CHARGES		
	31.12.03	31.12.02
Deferred taxation	£ 23,703	£ 34,284

14.

Notes to the Financial Statements for the Year Ended 31 December 2003

14. PROVISIONS FOR LIABILITIES AND CHARGES - continued

	Deferred
	tax
	£
Balance at 1 January 2003	34,284
Movement in year	(10,581)
Balance at 31 December 2003	23,703

15. CALLED UP SHARE CAPITAL

Authorised: Number:	Class:	Nominal value:	31.12.03 £	31.12.02 £
100,000	Ordinary shares	£1	100,000	-
Allotted, issue	ed and fully paid:			
Number:	Class:	Nominal	31.12.03	31.12.02
		value:	£	£
50,000	Ordinary shares	£1	50,000	500

On the 19th November 2003 the company increased its authorised share capital to 100,000 ordinary shares of £1 each and made a bonus issue to all existing shareholders of 99 for 1 out of distributable reserves.

16. REVALUATION RESERVE

	31.12.03	31.12.02
	£	£
Brought forward	76,113	76,113

17. CAPITAL COMMITMENTS

The directors have authorised expenditure of up to £2,000,000 on the acquisition of new trading premises.

18. RELATED PARTY DISCLOSURES

The company owns 50% of Proofinner Limited to which it provided services to the value of £983,240 at arms length during the year. The amount owing at the 31st December 2003 In respect of these transactions was £16,189 (2002 £22,160). The company also purchased goods to the value of £12,340,057 from S P I Trading Limited, a company in which J E and Mrs P A Dillon are the only directors and shareholders. The amount owing at 31st December 2003 in respect of these transactions was £880,980 (2002 £758,671).

Notes to the Financial Statements for the Year Ended 31 December 2003

19. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

Profit for the financial year	31.12.03 £ 1,358,339	31.12.02 £ 1,165,638
Net addition to shareholders' funds Opening shareholders' funds	1,358,339 2,576,224	1,165,638 1,410,586
Opening shareholders' funds Closing shareholders' funds	3,934,563	2,576,224
Equity interests	3,934,563	2,576,224

20. CONTROLLING PARTY

The company is controlled by the directors as shown on page 1.

Trading and Profit and Loss Account for the Year Ended 31 December 2003

	31.12.03		31.12.02	
	£	£	£	£
Sales		26,182,527		21,160,425
Cost of sales:	00.400		70.051	
Opening stock	90,489		78,851	
Purchases	11,863,635		9,442,374	
Salaries and wages Transport and carriage	9,090,600 453,338		7,411,840 431,508	
Transport and carriage				
	21,498,062		17,364,573	
Closing stock	(103,829)		(90,489)	
		21,394,233		17,274,084
GROSS PROFIT		4,788,294		3,886,341
Other income:				
Deposit account interest		182,652		65,513
		4,970,946		3,951,854
Expenditure:				
Directors' remuneration	1,128,700		715,467	
Pension contributions	81,186		86,345	
Salaries and wages	775,914		584,680	
Pensions	110,190		91,471	
Telephone and postage	42,203		50,304	
Printing and stationery	42,922		40,780	
Advertising	27,226		21,090	
Motor and travelling expenses	49,718		56,817	
Repairs & renewals	3,287		798	
Computer expenses	63,559		51,737	
Sundry expenses	73,128		37,110	
Auditors remuneration	4,650		4,035	
Legal and professional fees	37,790		25,155	
Entertainment	3,957		5,746	
Rent and rates	59,771		56,161	
Insurance	260,531		184,478	
Light & heat	4,974 252		3,937 117	
Bank interest	3,795		16,685	
Hire purchase interest	15,144		12,579	
Bank charges	5,000		5,000	
Depreciation freehold property Depreciation leasehold	4,698		592	
Depreciation plant & machinery	7,331		8,648	
Depreciation motor vehicles	212,498		196,277	
Loss on sale of motor vehicles	2,720		21,275	
5055 on suic of motor venteres		3,021,144		2,277,284
NET PROFIT		£1,949,802		£1,674,570