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Maplin Electronics Limited

Directors' report and financial statements
Registered number 1264385
27 December 2003

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Directors and company information

Directors

G N Caldwell N L J Fawcett D O'Reilly K Pacey G Hunt

P A Wilburn (appointed 4 February 2003)
D I Whittle (appointed 4 September 2003)
A Limbachiya (appointed 4 September 2003)

Secretary P A Wilburn

Bankers

Bank of Scotland 38 Threadneedle Street London EC29 2HL

Auditors

KPMG LLP 1 The Embankment Neville Street Leeds LS1 4DW

Registered office

Valley Road Wombwell Barnsley South Yorkshire S73 0BS

Directors' report

The directors present their annual report and the audited financial statements for the 52 week period ended 27 December 2003.

Result and dividends

The operating profit for the period amounted to £17,671,000 (2002: £12,479,000). The profit for the period after taxation amounted to £12,272,000 (2002: £8,540,000). Dividends paid and proposed during the period were £6,250,000 (2002: £2,939,000). A retained profit of £6,022,000 (2002: £5,601,000) has been transferred to reserves.

Review of the business and future developments

The continuing improved performance was driven mainly by a 31% (2002: 28%) increase in Retail sales with a like for like increase of 18% (2002: 16%). 13 (2002: 6) new stores were opened in the period. The stores continue to perform well in 2004.

The rationalisation of the trade section of the business started in 1999 continues to prove successful. Total Mail Order sales were up by 23.6% (2002: up 16%).

The Consumer Mail Order business grew by 15.8% (2002: 22%) with the interactive Internet site (www.maplin.co.uk) increasing sales by 48.4% (2002: 75%). Consumer sales continue to grow in 2004.

Market value of land and buildings

Freehold land and buildings were revalued as at 16th September 1994, and these valuations have been incorporated into the accounts. An informal valuation of the company's main freehold property was conducted in February 2001 by HBSV, Chartered Surveyors. This indicated an increase in value of £407,000. In accordance with the transitional arrangements of FRS 15 this valuation has not been reflected in the accounts.

Overseas branches

The company continued during the period to source products through its overseas branch in Taiwan and through Maplin Electronics (HK) Limited (formerly called Nikkai (Hong Kong) Limited), its subsidiary in Hong Kong and China.

Directors' report (continued)

Employees

It is the board's policy to pursue open communication with employees and, to this end, regular meetings are held with management to convey information about the business.

The company gives full and fair consideration to applications for employment made by disabled persons, having regard to their particular aptitudes and abilities. Systems are in place to prevent discrimination. Where existing employees become disabled, it is the company's policy, wherever practicable, to provide continuing employment under normal terms and conditions and to provide training and career development opportunities where appropriate.

Directors and directors' interests

The directors who served during the period were as follows:

G N Caldwell

N L J Fawcett

D O'Reilly

K Pacey

G Hunt

P A Wilburn

(appointed 4 February 2003)

D I Whittle

(appointed 4 September 2003)

A Limbachiya

(appointed 4 September 2003)

None of the directors had any interest in the shares of the company.

The company is a wholly owned subsidiary of Maplin Electronics (Holdings) Limited. All the directors are directors of Maplin Electronics (Holdings) Limited and their interests in its share capital are disclosed in the accounts of that company.

Policy on the payment of suppliers

The company recognises the importance of maintaining good business relationships with its suppliers and aims to pay all invoices within agreed terms. At 27 December 2003, the company had an average of 69 days purchases outstanding in trade creditors (2002: 61 days).

Auditors

A resolution for the re-appointment of KPMG LLP as auditors of the company is proposed at the forthcoming Annual General Meeting.

By order of the board

P A Wilburn

18 March 2004

Secretary

Statement of directors' responsibilities

Company law requires the directors to prepare financial statements for each financial period which give a true and fair view of the state of affairs of the company and of the profit or loss 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;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.



KPMG LLP 1 The Embankment Neville Street Leeds LS1 4DW

Report of the independent auditors to the members of Maplin Electronics Limited

We have audited the financial statements on pages 6 to 20.

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 auditor's 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

The directors are responsible for preparing the directors' report and, as described on page 4, the financial statements in accordance with applicable United Kingdom law and accounting standards. Our responsibilities, as independent auditors, are established in the United Kingdom by statute, the Auditing Practices Board and by our profession's ethical guidance.

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 directors' report 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.

Basis of audit 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 affairs of the company as at 27 December 2003 and of the profit for the 52 week period then ended and have been properly prepared in accordance with the Companies Act 1985.

KPMG LLP

Chartered Accountants Registered Auditor

King ul

18 March 2004

Profit and loss account

for the 52 week period ended 27 December 2003

for the 32 week period chaed 27 Becomises 2003	Note	52 week period ended 27 December 2003 £'000	52 week period ended 28 December 2002 £'000
Turnover	2	99,146	76,424
Cost of sales		(49,016)	(38,540)
Gross profit		50,130	37,884
Distribution costs		(9,235)	(6,288)
Administrative expenses		(23,306)	(19,228)
Other operating income		82	111
Operating profit	2-4	17,671	12,479
Other interest receivable and similar income	5	180	109
Interest payable	6	(8)	(2)
Profit on ordinary activities before taxation		17,843	12,586
Tax on profit on ordinary activities	7	(5,571)	(4,046)
Profit on ordinary activities after taxation		12,272	8,540
Dividend	8	(6,250)	(2,939)
Retained profit for the period	19	6,022	5,601
			

There are no recognised gains and losses other than the profit for the financial period stated above. The profit is derived entirely from continuing operations.

There is no difference between the profit on ordinary activities before taxation and the retained profit for the period stated above and their historical cost equivalents.

Balance sheet

as at 27 December 2003

	Note	27 Decei £'000	nber 2003 £'000	28 Dece £'000	mber 2002 £'000
Fixed assets		£ 000	£ 000	£ 000	£ 000
Tangible assets	9		10,517		8,723
Investments	10		17		17
			10,534		8,740
Current assets					
Stock	11	12,033		9,926	
Debtors	12	1,512		1,699	
Cash at bank and in hand		14,525		8,848	
		28,070		20,473	
Creditors: amounts falling due within one year	13	(20,714)		(17,573)	
Net current assets			7,356		2,900
Total assets less current liabilities			17,890		11,640
Creditors: amounts falling due in more than one year	14		(31)		-
Provisions for liabilities and charges	15		(538)		(341)
			17,321		11,299
Capital and reserves					
Called up share capital	18		420		420
Share premium	19		429		429
Profit and loss account	19		16,472		10,450
Equity shareholders' funds			17,321		11,299

These financial statements were approved by the board of directors on 18 March 2004 and were signed on its behalf by:

C2. N. COLL

G Caldwell Director

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Reconciliation of movements in equity shareholders' funds for the 52 week period ended 27 December 2003

for the 32 week period ended 27 December 2003	52 week period ended 27 December 2003 £'000	52 week period ended 28 December 2002 £'000
Profit for the period Dividends	12,272 (6,250)	8,540 (2,939)
Retained profit for the period Opening shareholders funds	6,022 11,299	5,601 5,698
Closing shareholders funds	17,321	11,299

Notes

(forming part of the financial statements)

1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements.

Basis of preparation

The financial statements have been prepared in accordance with applicable accounting standards and under the historical cost accounting rules, modified to include the revaluation of certain land and buildings.

The company is exempt by virtue of s228 of the Companies Act 1985 from the requirement to prepare group accounts. These financial statements present information about the company as an individual undertaking and not about its group.

Under Financial Reporting Standard 1 the company is exempt from the requirement to prepare a cash flow statement on the grounds that a parent undertaking includes the company in its own published consolidated financial statements.

As the company is a wholly owned subsidiary of Maplin Electronics (Holdings) Limited, the company has taken advantage of the exemption contained in FRS 8 and has therefore not disclosed transactions or balances with entities which form part of the group (or investees of the group qualifying as related parties). The consolidated financial statement of Maplin Electronics (Holdings) Limited, within which this company is included, can be obtained from Valley Road, Wombwell, Barnsley, South Yorkshire, S73 0BS.

Foreign currencies

Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction or at hedged rates, where applicable. Assets and liabilities denominated in foreign currencies are translated into sterling at the period end rates or hedged rates, where applicable. All exchange differences thus arising are dealt with through the profit and loss account.

Depreciation of tangible fixed assets

Depreciation is provided to write off the cost or valuation less the estimated residual value of tangible fixed assets over their estimated useful economic lives as follows:

Freehold buildings

Long leasehold property and improvements Short leasehold property and improvements

Fixtures, fittings, tools and equipment

Computer equipment

Motor vehicles

Internet

- 2% per annum

- life of lease up to a maximum of 25 years

- life of lease

- 15% reducing balance - 25% reducing balance

- 25% reducing balance

- 33.3% on cost

No depreciation is provided on freehold land.

The transitional arrangements under FRS 15 were adopted to retain the book values of the fixed assets at their revalued amounts. No further revaluations will be carried out.

1 Accounting policies (continued)

Post retirement benefits

The company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The amount charged to the profit and loss account represents the contributions payable to the scheme in respect of the accounting period.

Taxation

The charge for taxation is based on the profit for the period and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes. Deferred tax is recognised without discounting in respect of all timing differences between the treatment of certain items for taxation and accounting purposes which have arisen but not reversed at the balance sheet date except as otherwise required by FRS 19.

Stock

Stock is stated at the lower of cost and net realisable value. Cost comprises purchase price and all other directly attributable costs.

Leasing and hire purchase commitments

Assets held under finance leases and hire purchase contracts are included as tangible fixed assets at cost and depreciated over the asset's life. The interest element is charged to the profit and loss account using a reducing balance method. Rentals under operating leases are charged to the profit and loss account on a straight line basis.

2 Turnover

	Total turnover		
	2003	2002	
	£'000	£,000	
Mail order	17,570	14,210	
Stores	81,576	62,214	
	99,146	76,424	
By destination:		· · · · · · · · · · · · · · · · · · ·	
United Kingdom	94,237	73,231	
Other	4,909	3,193	
	99,146	76,424	
By origin:			
United Kingdom	94,340	73,098	
Other	4,806	3,326	
	99,146	76,424	
			

3 Operating profit

_	o because brown		
		2003	2002
		£'000	£'000
	This is stated after charging/(crediting):		
	Auditors' remuneration - audit services	48	39
	- other services	12	9
	Depreciation of owned assets	1,246	1,060
	Depreciation of asset held under finance leases	['] 16	. 8
	Loss on disposal of fixed assets	20	44
	Operating lease costs – land and buildings	4,388	2,792
	Hire of plant and machinery	2	5
	Gains on foreign exchange	(43)	(85)
		44-44-44-44-44-44-44-44-44-44-44-44-44-	
4	Directors' emoluments		
		2003	2002
		£'000	£'000
	Emoluments	929	858
		-	
	Company contributions paid or accrued to money purchase pension schemes	72	63
			

During the period a quasi-loan was made to G Caldwell. The highest amount outstanding in the period was £7,500. No amounts have been paid or incurred during the period and the amount outstanding at the end of the period in £nil.

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4 Directors' emoluments (continued)

	ws: 2003	2002
Members of money purchase pension schemes	8	·
	£,000	£,000
The amounts in respect of the highest paid director are as follows: Emoluments	268	259
Company pension contributions of £27,000 (2002: £26,000) were made to a neehalf.	noney purchase sch	eme on his
Staff costs	2003 £'000	2002 £'000
Wages and salaries	14,222	11,880
Social security costs	1,020	819
Other pension costs	203	190
	15 445	12,889
	15,445	12,005
The average weekly number of full-time employees during the period was 944		12,885
The average weekly number of full-time employees during the period was 944		12,889
	4 <i>(2002: 756)</i> . 2003	2002
	4 <i>(2002: 756)</i> .	2002 £'000
	4 <i>(2002: 756)</i> . 2003	2002 £'000
nterest receivable	2003 £'000	2002
nterest receivable Bank interest receivable from Group banking arrangements	2003 £'000	2002 £'000 109
nterest receivable Bank interest receivable from Group banking arrangements	2003 £'000 180	2002 £'000 109
nterest receivable Bank interest receivable from Group banking arrangements	2003 £'000 180	2002 £'000 109 2002 £'000
nterest receivable Bank interest receivable from Group banking arrangements nterest payable	2003 £'000 180 2003 £'000	2002 £'000

7 Taxation

		2003		2002
Analysis of charge in period	£'000	£'000	£'000	£,000
UK corporation tax				
Current tax on income for the period	3,923		2,470	
Adjustments in respect of prior periods	155		-	
		4,078		2,470
Group relief				
Current tax on income for the period	1,204		964	
Adjustment for group relief in respect of				
prior periods	10	4.04.4	6	0.70
		1,214		970
Foreign tax				
Current tax on income for the period	212		277	
Adjustments in respect of prior periods	(130)		(12)	
		82		265
		<u></u>		
Total current tax		5,374		3,705
Deferred tax	100		204	
Origination/reversal of timing differences Adjustment in respect of previous periods	198		204 137	
Adjustment in respect of previous periods	(1)	197	137	341
		127		541
The among the annual company activities				4.046
Tax on profit on ordinary activities		5,571		4,046
				

Factors affecting the tax charge for the current period

The current tax charge for the period is higher (2002: lower) than the standard rate of corporation tax in the UK (30%, 2002: 30%). The differences are explained below:

	2003 £'000	2002 £'000
Current tax reconciliation		
Profit on ordinary activities before tax	17,843	12,586
Current tax at 30% (2002: 30%)	5,353	3,776
Effects of:		
Expenses not deductible for tax purposes (primarily non qualifying depreciation)	184	139
Capital allowances in excess of depreciation	(198)	(204)
Adjustments to tax charge in respect of previous periods	35	(6)
Total current tax charge (see above)	5,374	3,705
Total Current tax Charge (see above)	3,374 	3,703

8 Dividends

	2003 £'000	2002 £'000
Equity dividends on ordinary shares: Final dividends paid & proposed £14.88 per share (2002: £7.00)	6,250	2,939

9 Tangible fixed assets

	Freehold land and buildings £'000	Leasehold property and improvements £'000	Fixtures, fittings, tools and equipment £'000	Computer equipment and motor vehicles £'000	Total £'000
Cost or valuation					
At beginning of period	1,779	6,425	4,919	2,945	16,068
Additions	46	1,509	1,308	223	3,086
Disposals	-	-	(41)	(53)	(94)
At end of period	1,825	7,934	6,186	3,115	19,060
Depreciation				 	
At beginning of period	460	2,069	2,721	2,095	7,345
Charge for the period	36	505	432	289	1,262
Disposals	-	-	(29)	(35)	(64)
At end of period	496	2,574	3,124	2,349	8,543
Net book value At 27 December 2003	1,329	5,360	3,062	766	10,517
At 28 December 2002	1,319	4,356	2,198	850	8,723
	<u></u>		<u> </u>		

The net book amount of fixed assets at 27 December 2003 includes an amount of £134,805 (2002: £26,848) in respect of assets held under finance leases. The related depreciation charge for the period was £16,173 (2002: £8,170).

Leasehold property includes a long lease with a net book value at 27 December 2003 of £123,135 (2002: £126,214).

Included within leasehold property and improvement is £20,708 (2002: £28,000) relating to assets not yet in use against which no depreciation has been charged.

Included within fixtures and fittings is £9,708 (2002: £nil) relating to assets not yet in use against which no depreciation has been charged.

10 Investments

						estment in ıbsidiaries £'000
	Cost At beginning and end of period					17
	Provisions At beginning and end of period					-
	Net book value At 28 December 2002 and 27 D	ecember 2003				17
	Subsidiary	Country of registration/ Incorporation	Holding	Proportion held		Activity
	Maplin Electronics (HK) Limited	Hong Kong	Ordinary shares	100%	quality	g, sourcing control and of products
11	Stock					
				:	2003 £'000	2002 £'000
	Finished goods held for resale			1.	2,033	9,926

12	Debtors		
		2003 £'000	2002 £'000
	Trade debtors	784	908
	Other debtors	35	78
	Prepayments and accrued income	666	697
	VAT and duties recoverable	27	16
		1,512	1,699
13	Creditors: amounts falling due within one year		
	•	2003	2002
		£'900	£'000
		2 000	2 000
	Payments on account	27	20
	Trade creditors	9,846	8,814
	Amount owed to subsidiary undertakings	362	179
	Accruals and deferred income	3,046	1,878
	Corporation taxation	1,482	1,443
	Group relief payable	1,204	1,517
	Overseas taxation	168	256
	Taxation and social security	3,357	1,992
	Obligations under finance leases	62	-
	Proposed dividend	1,160	1,474
		20,714	17,573
14	Creditors: amounts falling due in more than one year	2003 £'000	2002 £'000
	Obligations under finance leases	31	
	Obligations under thiance leases	31	•

15 Provisions for liabilities and charges

			Deferred tax £'000
	At beginning of period Charge in the period		341 197
	At end of period		538
	The elements of deferred taxation are as follows:		
		2003 £'000	2002 £'000
	Difference between accumulated depreciation and amortisation and capital allowances Other timing differences	553 (15)	356 (15)
	Deferred tax liability	538	341
16	Obligations under finance leases and hire purchase contracts		
		2003 £'000	2002 £'000
	Amounts payable:		
	Within one year In two to five years	63 32	-
	Less: finance charges allocated to future periods	95 (2)	-
		93	
	Amounts due within one year	62	
	Amounts due after one year	31	-
		93	-
			

17 Commitments

(a) Capital commitments at the end of the financial period, for which no provision has been made, are as follows:

	2003 £'000	2002 £'000
Authorised (not contracted)	1,972	944
		

17 Commitments (continued)

(b) As at 27 December 2003 the company has annual commitments under non-cancellable operating leases as set out below:

	louises as set out sellow.	Land and buildings		Other	
		2003	2002	2003	2002
		£'000	£'000	£'000	£'000
	Operating leases which expire:				
	Within one year	203	83	-	-
	In two to five years	464	529	-	-
	In over five years	4,155	2,625	-	-
		4 922	2 227		
		4,822	3,237		
18	Share capital				
				2003	2002
				£'000	£,000
	Authorised:				
	Ordinary shares of £1 each			74	74
	Redeemable ordinary shares of £1 each			350	350
				424	424
					
	Allotted, called up and fully paid:				
	Ordinary shares of £1 each			70	70
	Redeemable ordinary shares of £1 each			350	350
				420	420
					

The redeemable ordinary shares of £1 nominal value rank pari passu with the ordinary shares, except that the redeemable ordinary shares may be redeemed at par at the option of either the company or the holder at any time.

19 Reserves

	Share premium £'000	Profit and loss account £'000
At beginning of period	429	10,450
Retained profit for the period	-	6,022
		4 < 454
At end of period	429	16,472

20 Pension commitments

Maplin now participates in the Saltire Group Pension Scheme, a defined contribution pension scheme, which was switched to a defined contribution basis from 6 April 1997. This scheme is the main pension scheme for employees of the Saltire Group with all benefits being on a defined contribution basis. One of the company's principal objectives in making this change was to achieve greater stability in its pension costs. Contributions are paid to the scheme by both the employer and employees and are held in a separate trust fund.

A valuation of the financial position of the Saltire Scheme was carried out by the Scheme's actuary, Bacon & Woodrow, as at 5 April 1999. The valuation confirmed that the Scheme was not excessively funded under the Government's statutory surplus regulations. However, the Scheme had assets in excess of the total amount of the members' defined contribution accounts. Those excess assets amounted to approximately £200,000 have subsequently been used to meet part of the employer contribution requirement and to pay expenses.

The pension cost charge for the period represents contributions payable by the group to the fund and amounted to £203,000 (2002: £190,000).

From 6 April 1997 further accrual of defined benefits under the Maplin Electronics PLC Pension & Life Assurance Scheme ceased. Existing members of the Maplin Scheme were offered membership of the Saltire Scheme. The majority of the members agreed to transfer across and this was completed during 1998. Following the transfer, the winding-up of the Maplin Scheme commenced. Calculations were carried out at the start of 1999 and again in June 2000 to assess whether the winding up would give rise to any additional liabilities. These calculations showed that there would have been no significant additional liabilities at that time although the final position will depend on market conditions at the date the liabilities are crystallised. The winding up of the scheme has been delayed because of problems obtaining data for "Guaranteed Minimum Pensions" from the Department of Work and Pensions computer system and is expected to be completed by September 2003. It is still not expected that there will be any significant additional liabilities. The scheme purchased annuities for deferred members from the Legal & General Assurance Society Insurance Company to the value of £366,919. The cost of acquiring these policies is included in the fund account for the year ended 31 March 2001 and represents the cost of discharging the obligations of the Scheme to the relevant members at the time of purchase. Funds of £200,000 are deposited with ISIS Managed Funds Limited, the purpose of these funds is to buy back members SERPS entitlements. It is anticipated that £120,000 will be required to do this. The balance of the funds are a contingency for the purchase of future annuities with Legal & General.

21 Related party

The company is controlled by its parent company Maplin Electronics (Holdings) Limited. The ultimate controlling party is Graphite plc as a result of the size of their shareholding in the Group.

22 Ultimate parent company

The company is a subsidiary undertaking of Maplin Electronics (Holdings) Limited.

The largest group in which the results of the company are consolidated is that headed by Maplin Electronics (Holdings) Limited. The consolidated accounts of this company are available to the public from the registered office.