**ABBREVIATED FINANCIAL STATEMENTS** 

FOR THE YEAR ENDED 31 MARCH 2003

**COMPANY NO: 01293580** 



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#### REPORT OF THE DIRECTORS

The directors present their report and the audited financial statements for the year ended 31 March 2003

# PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The company acts as distributors, dealers and wholesalers of bearings and other products to the engineering industry.

The directors consider the results for the year to be satisfactory and for similar levels of activity to continue for the foreseeable future.

# **DIVIDEND AND TRANSFER TO RESERVES**

The directors have not paid an interim dividend, and they do not recommend payment of a final dividend.

It is proposed that the retained profit of £72,299 (2002: loss £100,503) is transferred to reserves.

#### **DIRECTORS AND THEIR INTERESTS**

The directors who held office during the year, together with their beneficial interests in the company at the beginning and end of the year, were as follows:

	Class of share	Number of 31/3/03 0.025p or	1/4/02
I. D. Cuthill (Chairman) P. Cuthill D. N. Harrow T. J. Brain	Ordinary shares Ordinary shares Ordinary shares Ordinary shares	- - -	- - - -

The interests of the directors in the shares of the holding company are shown in the financial statements of that company.

#### **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 the 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:

# REPORT OF THE DIRECTORS (Continued)

# **DIRECTORS RESPONSIBILITIES (Continued)**

- 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.

# **CHARITABLE CONTRIBUTIONS**

During the year the company made various charitable contributions totalling £650 (2002: £223)

# **EURO**

The directors have considered the potential impact of the Euro and are of the opinion that this will not have a material impact on the company within the foreseeable future.

# **CLOSE COMPANY**

The company is a close company as defined by the Income and Corporation Taxes Act 1988.

#### **AUDITORS**

A resolution to reappoint Jacob Cavenagh & Skeet, as auditors of the company, will be proposed at the Annual General Meeting.

By-Qrder of the Board

D. Harrow

Managing Director
Date: 21/1/2004

# REPORT OF THE INDEPENDENT AUDITORS

TO

# **GODIVA BEARINGS (SOUTHERN) LIMITED**

We have examined the abbreviated accounts on pages 4 to 16 together with full financial statements of the company for the year ended 31 March 2003 prepared under Section 226 of the Companies Act 1985

# Respective responsibilities of directors and auditors

The directors are responsible for preparing the abbreviated accounts in accordance with Section 246A of the Companies Act 1985. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts prepared in accordance with section 246A(3) of the Act to the Registrar of companies and whether the accounts to be delivered are properly prepared in accordance with that provision and to report our opinion to you.

# Basis of opinion

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

# Opinion

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with Section 246A(3) of the Companies Act 1985, and the abbreviated accounts on pages 4 to 16 are properly prepared in accordance with that provision.

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Jacob Cavenagh & Skeet Chartered Accountants Registered Auditor

5 Robin Hood Lane Sutton Surrey SM1 2SW

26th January 2004

# PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH 2003

	Note	2003 £	2002 £
GROSS PROFIT		2,440,944	2,445,000
Administrative expenses Other operating income		(2,295,946)	(2,498,340)
OPERATING PROFIT / (LOSS) - Continuing Operations	2	144,998	(53,340)
Interest receivable Interest payable	3 4	3,612 (49,857)	7,793 (58,178)
PROFIT / (LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION		98,753	(103,725)
Tax on (profit) / loss on ordinary activities	7	(26,454)	3,222
RETAINED PROFIT / (LOSS) FOR THE YEAR	15	72,299	(100,503)

The company has no recognised gains or losses other than those dealt with in the profit and loss account.

There were no acquisitions or discontinued operations in the current or preceding periods.

The notes on pages 7 to 15 form part of these financial statements.

# **BALANCE SHEET AS AT 31ST MARCH 2003**

	Notes	20	03	20	02
		£	£	£	£
FIXED ASSETS					
Tangible fixed assets	8		107,624		194,461
CURRENT ASSETS					
Stock	9	3,356,547		3,297,369	
Debtors	10	1,745,123		1,795,863	
Cash at bank and in hand		27,059		13,811	
		5,128,729		5,107,043	
CREDITORS: Amounts falling due					
within one year	11	(1,963,415)	<u>.</u>	(2,071,444)	
NET CURRENT ASSETS			3,165,314		3,035,599
TOTAL ASSETS LESS CURRENT LIABILITIES			3,272,938		3,230,060
CREDITORS: Amounts falling due after more than one year	12		(14,999)		(44,420)
NET ASSETS		,	3,257,939		3,185,640
CAPITAL AND RESERVES					
Called up share capital	14		12		12
Profit and loss account	15		3,257,927		3,185,628
EQUITY SHAREHOLDERS' FUNDS	16		3,257,939		3,185,640

The accounts are prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to medium companies, were approved by the board on 21st January 2004 and signed on their behalf by

D. Harrow Director

The notes on pages 7 to 15 form part of these financial statements.

# CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2003

# Notes

		2003 £	£	200:	2 £
NET CASH INFLOW FROM OPERATING ACTIVITIES	17	-	33,315	-	308,651
Return on investments and servicing of finance: Interest received Interest paid Interest element of hire purchase and finance lease payments	_	3,612 (43,721) (6,136)	-	7,793 (50,648) (7,530)	
NET CASH OUTFLOW FROM RETURNS ON INVESTMENTS AND SERVICING OF FINANCE		(-	46,245)		(50,385)
Taxation: Corporation tax received			48,979		(54,783)
Capital expenditure: Purchase of tangible fixed assets Receipts from sale of tangible assets		(15,927) 34,611	_	(32,771)	
NET CASH INFLOW / (OUTFLOW) FROM CAPITAL EXPENDITURE		<u>.</u>	18,684	_	(32,771)
NET CASH INFLOW BEFORE FINANCING			54,733		170,712
Financing: Capital element of hire purchase and finance lease payments		(4	12,177)		(12,647)
Repayment of loan					(157,500)
INCREASE IN CASH	18	=	12,556	<u></u>	565

The notes on pages 7 to 16 form part of these financial statements.

#### NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2003

# 1. ACCOUNTING POLICIES

#### 1.1 BASIS OF ACCOUNTING

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards.

The company and its holding company and fellow subsidiaries comprise a medium sized group. The company has therefore taken advantage of the exemption provided by section 248 of the Companies Act 1985 not to prepare group accounts.

#### 1.2 TURNOVER

Turnover represents the total invoice value, excluding value added tax, of goods sold and services rendered during the year. The turnover and result before taxation is attributable to the principal activity of the company.

#### 1.3 DEPRECIATION

Depreciation is provided using the following annual rates and bases to reduce by annual instalments the cost, less estimated residual value, of the tangible assets over the their estimated useful economic lives as follows:

Leasehold improvements 7 years straight line
Plant and machinery 5 years straight line
Fixtures and fittings 15% straight line
Motor vehicles 4 years straight line
Computer equipment 5 years straight line

#### 1.4 STOCKS

Stocks are valued at the lower of cost or net realisable value. Net realisable value is based on estimated selling price less further costs to completion and disposal.

#### 1.5 DEFERRED TAXATION

Deferred taxation is provided in full on all timing differences existing at the balance sheet date.

#### 1.6 LEASING AND HIRE PURCHASE

Assets acquired under finance leases or hire purchase contracts are capitalised as tangible assets and depreciated over the shorter of the lease term and their useful lives. Finance charges and interest are taken to the profit and loss account in constant proportion to the remaining balance of capital repayments or net obligations outstanding.

Rentals payable under operating leases are taken to the profit and loss account on a straight line basis over the lease term.

#### NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2003

# 1. ACCOUNTING POLICIES (CONTINUED)

#### 1.7 PENSIONS

The company operates a defined contribution scheme on behalf of executive directors. Contributions are charged to the profit and loss account as incurred. These contributions are invested separately from the company's assets.

# 1.8 FOREIGN CURRENCY

Trading transactions denominated in foreign currencies are translated into the exchange rate ruling when the transaction was entered into. Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the exchange rates ruling at the balance sheet date. Exchange gains or losses are included in the profit and loss account.

2.	OPERATING PROFIT / (LOSS)	2003 £	2002 £
	The operating profit/(loss) is stated after charging:		
	Depreciation:		
	Owned assets	87,233	96,318
	Leased assets	15,531	21,210
	Auditors' remuneration:		
	Audit fees - current auditors	8,400	8,400
	Other services	2,790	1,200
	Operating lease rentals - land and buildings	99,306	99,021
	- other	89,596	101,564
3.	INTEREST RECEIVABLE	2003	2002
		£	£
	Bank and other interest receivable	3,612	7,793
4.	INTEREST PAYABLE	2003	2002
4.	INTEREST PATABLE		
		£	£
	On bank loans and overdrafts	43,721	49,335
	Other interest	-	1,313
	Hire purchase and finance lease interest	6,136	7,530
		49,857	58,178

# NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2003

5.	DIRECTORS AND EMPLOYEES	2003 £	2002 £
	Staff costs:		
	Wages and salaries Social security costs Other pension costs	1,302,135 130,061 73,878	1,463,561 151,944 107,052
		1,506,074	1,722,557
	The average monthly number of employees during the year / period:	Number	Number
	Office and management Sales and distribution	12 26	11 26
		38	37
	Emoluments in respect of directors were:	£	£
	Aggregate emoluments Company contributions paid to money purchase pension schemes	712,752 50,525	801,524 84,251
		763,277	<u>885,775</u>
	Emoluments in respect of the highest paid director were:		
	Aggregate emoluments Company contributions paid to money purchase pension schemes	330,368 3,268	368,942 36,994
		333,636	405,936

Retirement benefits are accruing to three directors under defined contribution (money purchase) schemes.

# 6. PENSION COSTS

The company operates a number of defined contribution pension schemes. The assets of the schemes are held separately from those of the company in independently administered funds. Contributions payable by the company amounted to £73,878 (2002: £107,052). All contributions were paid in the year.

The company paid no interest to the directors' pension fund (2002; £1,313)

# NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2003

# 7. TAX ON (LOSS) / PROFIT ON ORDINARY ACTIVITIES

Tax on (loss) / profit on ordinary activities

(a) The tax credit/charge for the year comprises:  UK Corporation tax	2003 £ 26,454	2002 £ (3,222)
(b) Factors affecting tax credit/charge for the year	2003 £	2002 £
(Loss) / profit on ordinary activities before tax	98,753	(103,725)
Effects of:		
Expenses not deductible for tax purposes Depreciation in excess of capital allowances Losses carried back Group relief of losses	49,218 (3,412) - (21,800)	38,402 55,409 9,914
Profits chargeable	122,759	
At standard rate of corporation taxof 30% Adjustment for marginal relief Relief at marginal rate on losses Tax credit/charge	36,828 ( 10,374) - 26,454	(3,222)

<sup>(</sup>c) Factors affecting future tax charges

The company has an unrecognised deferred tax asset of £4,375 (2002 asset £5,024) due to timing differences on capital allowances.

# NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2003

# 8. TANGIBLE FIXED ASSETS

	Land & buildings £	Plant & machinery £	Fixtures & fittings £	Computer equipment £	Motor vehicles £	Total £
Cost At 1 April 2002 Additions Disposals	18,505 - -	38,247 465	301,700 4,204	262,187 11,258	68,152 - (68,152)	688,791 15,927 -68,152
At 31 March 2003	18,505	38,712	305,904	273,445		636,566
<b>Depreciation</b> At 1 April 2002 Charge Disposal	8,796 2,643	33,235 4,155	196,637 37,657	198,869 46,950	56,793 11,359 (68,152)	494,330 102,764 -68,152
At 31 March 2003	11,439	37,390	234,294	245,819		528,942
Net book value At 31 March 2003	7,066	1,322	71,610	27,626	<u>-</u>	107,624
Net book value At 31 March 2002	9,709	5,012	105,063	63,318	11,359	194,461
					2003 £	2002 £
Analysis of land and Short leasehold imp		et book value)			7,066	9,709
Included above are as follows: Net book values:	assets held u	nder finance le	eases or hire p	urchase contra	acts	
Fixtures & fittings Motor vehicles					2,141	6,313 11,359
					2,141	17,672
Depreciation charge	for the year:					
Fixtures & fittings Motor vehicles					4,172 11,359	4,172 17,038
					15,531	21,210

Net obligations under finance leases and hire purchase contracts are secured on the assets concerned.

# NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2003

9.	STOCKS	2003 £	2002 £
	Finished goods and goods for resale	3,356,547	3,297,369
10.	DEBTORS	2003 £	2002 £
	Trade debtors Amounts due from group undertakings Other debtors Prepayments and accrued income	1,619,146 24,228 17,725 84,024	1,613,957 - 74,105 107,801
		1,745,123	1,795,863
11.	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	2003 £	2002 £
	Bank overdrafts Trade creditors Amounts due to group undertakings Corporation tax Other taxes and social security costs Net obligations under finance leases and hire purchase contracts Directors' current accounts Accruals  The bank overdraft is secured on the debtors of the company and life assurance policies in the names of P Cuthill and D Harrow.	841,311 718,885 67,554 26,454 140,677 3,749 3,877 160,908	840,619 800,472 6,605 - 176,554 16,505 82,268 148,421 2,071,444
12.	CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR	2003 £	2002 £
	Net obligations under finance leases and hire purchase contracts	14,999	44,420

# NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2003

The company's net obligations under finance leases		
and hire purchase contracts are repayable as follows:		
In one year, or less or on demand	3,749	16,505
Between one and two years	3,750	3,749
Between two and five years	11,249	40,671
	18,748	60,925
Finance charges and interest allocated to future accounting periods		<u> </u>
	18,748	60,925
Included in current liabilities	(3,749)	(16,505)
<del>-</del>	14,999	44,420
14. SHARE CAPITAL	2003 £	2002 £
<u>Authorised</u>	-	-
Equity interests		
400,000 Ordinary shares of 0.025 pence each	100	100
Allotted, called up and fully paid		
Equity interests		
48,000 Ordinary shares of 0.025 pence each	12	12
15. PROFIT AND LOSS ACCOUNT	2003 £	2002 £
Retained profits at 1 April 2002 Retained profits / (losses) for the year	3,185,628 72,299	3,286,131 (100,503)
Retained profits at 31 March 2003	3,257,927	3,185,628

# NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2003

16.	RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS FUNDS		
	, <b></b>	2003	2002
		3	£
	D. C. (flore ) to the flore and come	70.000	(400 500)
	Profit / (loss) for the financial year Shareholders' funds at 1 April	72,299 3,185,640	(100,503) 3,286,143
	Snareholders funds at 1 April	3,100,040	3,200,143
	Shareholders' funds at 31 March	3,257,939	3,185,640
	Represented by:-		
	Equity interests	3,257,939	3,185,640
17.	RECONCILIATION OF OPERATING PROFIT TO NET CASH		
•••	INFLOW FROM OPERATING ACTIVITIES	2003	2002
		£	٤
	Operating profit / (loss)	144,998	(53,340)
	Depreciation	102,764	117,528
	(Profit) on sale of fixed assets	(34,611)	-
	Increase in stock	(59,178)	(107,040)
	Decrease in debtors	1,761	549,199
	Decrease in creditors	(122,419)	(197,696)
	Net cash inflow from operating activities	33,315	308,651
18.	RECONCILIATION OF NET CASH FLOW TO MOVEMENT		
10.	IN NET DEBT	2003	2002
		£	£
	Increase in cash in the year	12,556	565
	Repayment of other creditors	-	157,500
	Cash outflow from financing	42,177	<u>12,647</u>
	Changes in net debt resulting from cash flows	54,733	170,712
	Non cash changes		
	Movement in net debt in the period	54,733	170,712
	Opening net debt	(887,733)	(1,058,445)
	Closing net debt	(833,000)	(887,733)

# NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2003

# 19. ANALYSIS OF NET DEBT

	1 April 2002	Cash flows	31 March 2003
Net cash			
Cash at bank and in hand	13,811	13,248	27,059
Bank overdrafts	<u>(840,619)</u>	(692)	(841,311)
<b>-</b>	(826,808)	12,556	(814,252)
Debt	40		
Finance leases	(60,925)	42,177	(18,748)
Other creditors		<del></del>	
	(887,733)	54,733	(833,000)
Analysed in balance sheet		<del></del>	-
Cash at bank and in hand	13,811		27,059
Bank overdrafts	(840,619)		(841,311)
Finance leases	, ,		, , ,
within one year	(16,505)		(3,749)
after one year	(44,420)		(14,999)
Other creditors			
	(887,733)		(833,000)

# 20. REVENUE COMMITMENTS

The amounts payable in the next year in respect of operating leases are shown below, analysed according to the expiry date of the leases.

	Land and b	Land and buildings		Other	
	2003	2002	2003	2002	
	£	£	£	£	
Expiry date:					
Within one year	-	-	8,192	14,965	
Between one and five years	•	-	66,322	43,287	
After five years	97,505	97,505	<del>-</del> -		
	97,505	97,505	74,514	58,252	

# 21. CONTINGENT LIABILITIES

The company's bankers have provided a VAT deferment bond with recourse to the company. The potential liability to the bank amounts to £20,000.

# NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2003

#### 22. ULTIMATE HOLDING COMPANY

The company is a wholly owned subsidiary of Godiva Bearings Limited.

Copies of the parent company's accounts are available from the company secretary at Unit 3 Shepperton Business Park, Govett Avenue, Shepperton, TW17 8AA

The company is ultimately controlled by the chairman, I.D. Cuthill, and the sales director, P. Cuthill.

# 23. RELATED PARTY TRANSACTIONS

Autosport Bearings & Components Limited and Disc Springs and Components Limited are fellow subsidiaries of Godiva Bearings Limited.

The company supplied goods to Autosport Bearings & Components Limited amounting to £241,544 for the year and Disc Springs & Components Limited £2,501.

The company purchased goods from Disc Springs & Components Limited amounting to £35,355 during the year.

At 31st March 2003 the company owed £67,554 to Autosport Bearings & Components Limited.

At 31st March 2003 Disc Springs & Components Limited owed the company £24,153.