#### **DIRECTORS' REPORT**

#### Registered Office

Company No

Unit 1 Oakberry Road

1780413

Lutterworth Leicestershire

The directors present their annual report, together with the audited consolidated financial statements, for the year ended 31 October 1996.

#### 1. Principal Activity

The principal activity of the company continued to be that of contract electronics manufacturers.

#### 2. Review of Business

A summary of the results of the year's trading is given on page 5 of the attached financial statements.

Turnover for the year amounted to £6,096,895. The average monthly turnover increased by 27% and the directors consider the state of the company's affairs to be satisfactory.

#### 3. Dividends

Dividends of £56,500 were paid to the holding company during the year.

#### 4. Donations

During the year, the company made charitable donations of £290.

#### 5. Directors

The directors who held office during the year were as follows:-

Mr J A Butcher

Mr J Gray Mr M Scott [appointed 10 November 1995]

[appointed 10 November 1995]

Mr S Greaves

[appointed 24 September 1996]

In that the company is a wholly owned subsidiary of Baxcol Limited, the directors have no shareholdings. Mr J A Butcher is also a director of Baxcol Limited and his shareholdings in that company are shown in the Director's Report thereon.

A statement of directors' responsibilities is set out on page 3.



#### **DIRECTORS' REPORT**

(Continued)

#### 6. Auditors

The auditors, Messrs Crowfoot and Company, will be proposed for re-appointment in accordance with Section 384 of the Companies Act 1985.

By Order of the Board

JBoyes

29 November 1996

Secretary

# JJS ELECTRONICS LIMITED AND SUBSIDIARY COMPANY 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 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 judgments 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.

#### **Crowfoot and Company**

Chartered Accountants
Lonsdale High Street
Lutterworth Leics LE17 4AD

#### AUDITORS' REPORT TO THE SHAREHOLDERS OF

#### JJS ELECTRONICS LIMITED

We have audited the financial statements on pages 5 to 18 which have been prepared under the historical cost convention, including the revaluation of certain assets, and the accounting policies set out on page 9.

#### Respective Responsibilities of Directors and Auditors

As described on page 3, the company's directors are responsible for the preparation of financial statements. It is our responsibility to form an independent opinion, based on our audit, on those financial statements and to report our opinion to you.

#### **Basis of Opinion**

We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgments made by the directors in the preparation of the financial statements and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion, we also evaluated the overall adequacy of the presentation of information in the financial statements.

#### **Opinion**

In our opinion the financial statements give a true and fair view of the state of the company's affairs at 31 October 1996 and of its profit for the year then ended and have been properly prepared in accordance with the provisions of the Companies Act 1985.

Emplo and Corpung

Registered Auditor

29 November 1996

Chartered Accountants

#### CONSOLIDATED PROFIT AND LOSS ACCOUNT

#### YEAR ENDED 31 OCTOBER 1996

|   |      | 199     | 6           | 199      | 95        |
|---|------|---------|-------------|----------|-----------|
|   | Note | £       | £           | £        | £         |
| Turnover - continuing activities              | 3 2  |         | 6,096,895   |          | 4,795,618 |
| Cost of sales                                 |      |         | 4,327,741   |          | 3,391,071 |
|   |      |         |             |          |           |
| Gross Profit                                  |      |         | 1,769,154   |          | 1,404,547 |
| Distribution costs                            |      | 35,351  |             | 22,659   |           |
| Administrative expenses                       |      | 204,778 |             | 221,565  |           |
| Other operating charges                       |      | 904,773 |             | 780,643  |           |
| Other income                                  |      | ( 425)  | 1 144 477   | ( 3,000) | 1 021 977 |
|   |      |         | 1,144,477   |          | 1,021,867 |
| Operating Profit - continuing activities      | 3    |         | 624,677     |          | 382,680   |
| Interest payable                              | 5    |         | 59,590      |          | 61,851    |
| Profit on ordinary activities before taxation |      |         | 565,087     |          | 320,829   |
| Taxation                                      | 6    |         | 167,486     |          | 196,950   |
| Profit on ordinary activities                 |      |         |             |          |           |
| after taxation                                | _    |         | 397,601     |          | 123,879   |
| Dividend                                      | 7    |         | 56,500      |          | 32,031    |
| Retained profit for the financial y           | ear  |         | 341,101     |          | 91,848    |
|   |      |         | <del></del> |          |           |

The company has taken advantage of the exemption under Section 230 of the Companies Act 1985 not to publish its own profit and loss account. Of the retained profit for the year of £341,101 (1995 £91,848) £341,101 has been dealt with in the accounts of the holding company. The group and the company made no recognised gains or losses in 1995 or 1996 other than that shown in the Profit and Loss Account.

# JJS ELECTRONICS LIMITED AND SUBSIDIARY COMPANY CONSOLIDATED BALANCE SHEET - 31 OCTOBER 1996

|                                  |            | 199       | 6            | 199         | 5           |
|----------------------------------|------------|-----------|--------------|-------------|-------------|
|                                  | Note       | £         | £            | £           | £           |
| Tangible Fixed Assets            | 8          |           | 294,545      |             | 174,314     |
| Investments                      | 9          |           | 1            |             | 1           |
|                                  |            |           | 294,546      |             | 174,315     |
| Current Assets                   |            |           | 274,340      |             | 174,515     |
| Stocks                           | 10         | 592,298   |              | 568,084     |             |
| Trade debtors                    | 10         | 1,609,725 |              | 1,097,900   |             |
| Prepayments                      |            | 59,621    |              | 50,506      |             |
| Amount owed by parent company    | . <b>7</b> | 447,834   |              | 403,242     |             |
| Other debtors                    | ,          | 8,750     |              | 6,750       |             |
| Cash in hand                     |            | 1,482     |              | 1,007       |             |
| Cash in hand                     |            | 1, .02    |              | 1,007       |             |
|                                  |            | 2,719,710 |              | 2,127,489   |             |
| Creditors: amounts falling due   |            |           |              |             |             |
| within one year                  |            |           |              |             |             |
| Bank loans and overdrafts        | 11         | 621,432   |              | 435,461     |             |
| Obligations under finance leases |            | ,         |              | ,           |             |
| and hire purchase contracts      | 12         | 25,526    |              | 17,471      |             |
| Trade creditors                  |            | 902,646   |              | 751,674     |             |
| Corporation tax                  |            | 135,648   |              | 191,492     |             |
| Other taxes and social security  |            | 191,220   |              | 156,280     |             |
| Accruals and deferred income     |            | 192,471   |              | 156,759     |             |
|                                  |            | 2,068,943 |              | 1,709,137   |             |
|                                  |            |           |              | <del></del> |             |
| Net Current Assets               |            |           | 650,767      |             | 418,352     |
|                                  |            |           | 945,313      |             | 592,667     |
| Creditors: amounts falling due   |            |           | ·            |             | ·           |
| after more than one year         |            |           |              |             |             |
| Obligations under finance leases |            |           |              |             |             |
| and hire purchase contracts      | 12         |           | 28,405       |             | 16,860      |
|                                  |            |           | 916,908      |             | 575,807     |
|                                  |            |           | <u></u>      |             |             |
| Capital and Reserves             |            |           |              |             |             |
| Called up share capital          | 14         |           | 9,762        |             | 9,762       |
| Share premium account            | 15         |           | 89,516       |             | 89,516      |
| Profit and loss account          | 16         |           | 817,630      |             | 476,529     |
| Shareholders' Funds              | 18         |           | 916,908      | ·           | 575,807     |
|                                  |            |           | <del> </del> |             | <del></del> |

Approved by the Board on 29 November 1996

All\_\_ Directo

Page 6

# JJS ELECTRONICS LIMITED

## **BALANCE SHEET - 31 OCTOBER 1996**

|  |      | 1990         | 5         | 199       | 5           |
|--|------|--------------|-----------|-----------|-------------|
|  | Note | £            | £         | £         | £           |
|  |      |              |           |           |             |
| Tangible Fixed Assets  | 8    |              | 294,545   |           | 174,314     |
| Investments  | 9    |              | 198,991   |           | 198,991     |
|  |      |              | 493,536   |           | 373,305     |
| Current Assets   |      |              |           |           |             |
| Stocks   | 10   | 592,298      |           | 568,084   |             |
| Trade debtors  |      | 1,609,725    |           | 1,097,900 |             |
| Prepayments  |      | 59,621       |           | 50,506    |             |
| Amounts owed by group company                                | y    | 447,834      |           | 403,242   |             |
| Other debtors  |      | 8,750        |           | 6,750     |             |
| Cash in hand   |      | 1,482        |           | 1,007     |             |
|  |      | 2,719,710    |           | 2,127,489 |             |
| Creditors: amounts falling due within one year               |      |              |           |           |             |
| Bank loans and overdrafts Obligations under finance leases   | 11   | 621,432      |           | 435,461   |             |
| and hire purchase contracts                                  | 12   | 25,526       |           | 17,471    |             |
| Trade creditors  | 12   | 902,646      |           | 751,674   |             |
|  | rina | 143,262      |           | 143,262   |             |
| Amounts owed to group undertak                               | ing  | 135,648      |           | 191,492   |             |
| Corporation tax  |      | 191,220      |           | 156,280   |             |
| Other taxes and social security Accruals and deferred income |      | 191,220      |           | 156,759   |             |
|  |      | 2,212,205    |           | 1,852,399 |             |
|  |      | _ <b>,</b> , |           |           |             |
| Net Current Assets   |      |              | 507,505   |           | 275,090     |
|  |      |              | 1,001,041 |           | 648,395     |
| Creditors: amounts falling due after more than one year      |      |              |           |           |             |
| Obligations under finance leases                             |      |              |           |           |             |
| and hire purchase contracts                                  | 12   |              | 28,405    |           | 16,860      |
|  |      |              | 972,636   |           | 631,535     |
| Capital and Reserves   |      |              |           |           | <del></del> |
| Called up share capital                                      | 14   |              | 9,762     |           | 9,762       |
| Share premium account  | 15   |              | 89,516    |           | 89,516      |
| Profit and loss account                                      | 16   |              | 873,358   |           | 532,257     |
| Shareholders' Funds  | 18   | •            | 972,636   |           | 631,535     |
|  |      |              |           |           |             |

Approved by the Board on 29 November 1996

X JABUL Directors

Y Algray . Page 1996

Page 7

# CONSOLIDATED CASHFLOW STATEMENT

## YEAR ENDED 31 OCTOBER 1996

|   |        | 199                           | 96        | 1995                                     |           |
|---|--------|-------------------------------|-----------|--|-----------|
|   | Note   | £                             | £         | £  | £         |
| Net Cash Inflow/(Outflow) from<br>Operating Activities  | 20     |                               | 326,706   |  | ( 4,710)  |
| Returns on Investments and<br>Servicing of Finance  |        |                               |           |  |           |
| Dividends paid Interest paid on bank loans  |        | ( 56,500)                     |           | ( 32,031)                                |           |
| and overdrafts Interest element of finance lease and hire purchase  |        | ( 54,572)                     |           | ( 55,180)                                |           |
| contract repayments Interest received   |        | ( 5,018)<br>425               |           | ( 6,671)<br>-                            |           |
| Net Cash Outflow from Returns<br>on Investments and Servicing of<br>Finance   |        |                               | (115,665) |  | ( 93,882) |
| Corporation Tax   |        |                               | (223,330) |  | ( 38,361) |
| Investing Activities  |        |                               |           |  |           |
| Purchase of tangible fixed assets Sale of fixed asset investments Sale of freehold property Sale of tangible fixed assets |        | (211,122)<br>-<br>-<br>18,315 |           | ( 83,153)<br>25,254<br>860,000<br>41,350 |           |
|   |        |                               | (192,807) |  | 843,451   |
| Net Cash (Outflow)/Inflow before Fin.   | ancing |                               | (205,096) |  | 706,498   |
| Financing Capital element of finance lease and hire purchase repayments   | 23     | 19,600                        |           | ( 1,766)                                 |           |
| Repayment of amounts borrowed   | 23     | -                             |           | (764,150)                                |           |
| Net Inflow/(Outflow) from Financing   |        |                               | 19,600    |  | (765,916) |
| Decrease in Cash and<br>Cash Equivalents  | 21     | laga 8                        | (185,496) |  | ( 59,418) |

#### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

#### YEAR ENDED 31 OCTOBER 1996

#### 1. Accounting Policies

#### a. Consolidated Financial Statements

The group financial statements consolidate the financial statements of the company and its subsidiary. All inter-group profits are eliminated on consolidation.

Goodwill arising on consolidation, representing the excess of the purchase price over the fair value of the net assets of the subsidiary at the date of acquisition, is written off immediately.

#### b. Basis of Accounting

The financial statements have been prepared under the historical cost convention, as modified by the revaluation of certain assets and in accordance with applicable accounting standards.

#### c. Turnover

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

#### d. Tangible Fixed Assets

No depreciation has been provided on freehold buildings. Depreciation is provided at the following annual rates in order to write off the cost of each asset over its estimated useful life:-

Computer equipment and photocopiers

33.3% on straight line (previously 20% on

on straight line)

Testing equipment

50% on straight line

Other equipment

10% in straight line (previously 15%

on reducing balance)

Motor vehicles

25% on straight line

Improvements to leasehold property

10% on straight line

No depreciation has been charged on the improvements to leasehold property in the current year, as the company has yet to occupy the property in question.

#### e. Stocks

Stock and work in progress has been valued by the directors at the lower of cost and net realisable value.

#### f. Deferred Taxation

Provision is made at current rates for taxation deferred in respect of all material timing differences except to the extent that, in the opinion of the directors, there is reasonable probability that the liability will not arise in the foreseeable future.

#### g. Accounting for Leases

Assets financed by leasing agreements which give rights approximating to ownership (finance leases) have been capitalised at amounts equal to the original cost of the assets to the lessors and depreciation provided on the basis of company depreciation policy. The capital elements of future obligations under finance leases are included as liabilities in the balance sheet and the current year's interest element is charged to the profit and loss account.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

# (Continued)

#### YEAR ENDED 31 OCTOBER 1996

| 4.       | Staff Costs (continued)  | 1996<br>£        | 1995<br>£        |
|----------|--|------------------|------------------|
|          | Details of directors' remuneration, including benefits in kind, are given below:-                  |                  |                  |
|          | Remuneration of chairman Remuneration of highest paid director                                     | 61,943<br>61,943 | 57,879<br>57,879 |
|          | Scale of directors' remuneration:-   | <del> </del>     |                  |
|          | £  | Number           | Number           |
|          | 5,001 - 10,000<br>10,001 - 15,000  | 1                | -<br>1           |
|          | 20,001 - 25,000  | 2                | -                |
|          | 25,001 - 30,000<br>30,001 - 35,000   | <del>-</del>     | 1<br>1           |
|          | 55,001 - 60,000  | -                | 1                |
|          | 60,001 - 65,000  | 1                | -                |
|          |  | 4                | 4                |
| 5.       | Interest payable   | £                | £                |
|          | Bank loans and overdrafts:-  |                  |                  |
|          | Repayable within five years, not by instalments Repayable wholly or partly in more than five years | 54,572           | 55,180           |
|          | Hire purchase contracts and finance leases   | 5,018            | 6,671            |
|          |  | 59,590           | 61,851           |
| <i>c</i> | Taxation   | <u> </u>         |                  |
| 6.       | Taxation   | £                | £                |
|          | Corporation tax at 29.6% based on the  | 165.006          |                  |
|          | taxable result for the year Prior year adjustment  | 167,306<br>180   | 195,104<br>1,846 |
|          |  | 167,486          | 196,950          |
|          |  |                  |                  |

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## (Continued)

#### YEAR ENDED 31 OCTOBER 1996

#### 2. Turnover

The turnover and profit before taxation is attributable to the one principal activity of the company.

All turnover is derived from the United Kingdom.

#### 3. Operating Profit

| 3, | Operating Profit                                     | 1996         | 1995        |
|----|--|--------------|-------------|
|    | is stated after charging:-                           | £            | £           |
|    | Depreciation of tangible fixed assets                | 54,594       | 52,750      |
|    | Auditors' remuneration                               | 5,800        | 7,200       |
|    | Hire of equipment                                    | 1,914        | 4,875       |
|    | Directors' remuneration (including benefits in kind) | 123,671      | 143,903     |
|    | Staff costs (note 4)                                 | 2,265,585    | 1,963,150   |
|    | and after crediting:-                                | <del></del>  |             |
|    | Rent received  | -            | 3,000       |
|    |  | <del> </del> |             |
| 4. | Staff Costs (excluding directors' remuneration)      | £            | £           |
|    | Wages and salaries                                   | 2,102,623    | 1,816,859   |
|    | Social security costs                                | 162,962      | 146,291     |
|    |  | 2,265,585    | 1,963,150   |
|    |  |              |             |
|    | The average number of employees during the           |              |             |
|    | year was as follows:-                                | Number       | Number      |
|    | Office and management                                | 23           | 21          |
|    | Production   | 120          | 106         |
|    |  | 143          | 127         |
|    |  |              | <del></del> |

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

# (Continued)

## YEAR ENDED 31 OCTOBER 1996

| 7. | Dividends             | 1996        | 1995   |
|----|-----------------------|-------------|--------|
|    |                       | £           | £      |
|    | Paid during the year  | 56,500      | 32,031 |
|    |                       | <del></del> |        |
| 8. | Tangible Fixed Assets |             |        |

# The Group and the Company

| The Group and the Col   | mpany<br>mprovement   | •                           |                       |                   |         |
|-------------------------|-----------------------|-----------------------------|-----------------------|-------------------|---------|
| XI                      | to Leasehold Property | Testing and Other Equipment | Computer<br>Equipment | Motor<br>Vehicles | Total   |
| Cost or Valuation       | £                     | £                           | £                     | £                 | £       |
| At 1 November 1995      | -                     | 292,069                     | 66,482                | 74,465            | 433,016 |
| Additions               | 114,482               | 58,657                      | 10,124                | 27,859            | 211,122 |
|                         | 114,482               | 350,726                     | 76,606                | 102,324           | 644,138 |
| Disposals               | -                     | 100,945                     | -                     | 18,294            | 119,239 |
|                         |                       | •                           |                       |                   |         |
| At 31 October 1996      | 114,482               | 249,781                     | 76,606                | 84,030            | 524,899 |
| Accumulated Deprecia    | tion                  | <del></del>                 | <del></del>           |                   |         |
| At 1 November 1995      | -                     | 182,841                     | 52,768                | 23,093            | 258,702 |
| Charge for the year     | -                     | 23,902                      | 11,393                | 19,195            | 54,490  |
|                         | -                     | 206,743                     | 64,161                | 42,288            | 313,192 |
| Eliminated on disposals | -                     | 72,929                      | -                     | 9,909             | 82,838  |
|                         |                       |                             | <del></del>           |                   |         |
| At 31 October 1996      | -                     | 133,814                     | 64,161                | 32,379            | 230,354 |
|                         |                       |                             |                       |                   |         |
| Net Book Value          |                       |                             |                       |                   |         |
| At 31 October 1996      | 114,482               | 115,967                     | 12,445                | 51,651            | 294,545 |
|                         |                       |                             | <del></del>           |                   |         |
| At 31 October 1995      | -                     | 109,228                     | 13,714                | 51,372            | 174,314 |
|                         |                       | <u></u>                     |                       |                   |         |

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

## YEAR ENDED 31 OCTOBER 1996

# 8. Tangible Fixed Assets (continued)

The net book value of £294,545 (1995 £174,314) includes an amount of £69,313 (1995 £50,897) with respect to assets held under finance leases and hire purchase contracts. Depreciation on such assets amounted to £15,530 (1995 £17,482).

| 9. | Investments  | 199                | 96      | 1995               |         |  |
|----|--|--------------------|---------|--------------------|---------|--|
| ٠. | My countries   | £                  | £       | £                  | £       |  |
|    | The Group  |                    |         |                    |         |  |
|    | 56,000 ordinary shares of £1 each in Venturon Limited:-  |                    |         |                    |         |  |
|    | at cost<br>less provision for diminution in value  | 56,000<br>(55,999) |         | 56,000<br>(55,999) |         |  |
|    |  |                    | 1       |                    | 1       |  |
|    | The Company  |                    |         |                    |         |  |
|    | 5,000 preference shares of £1 each and 5,000 ordinary shares of 10p each in CBL Electronics Limited (at cost and directors' valuation) |                    | 198,990 |                    | 198,990 |  |
|    | 56,000 ordinary shares of £1 each in Venturon Limited:- at cost less provision for diminution in value                                 | 56,000<br>(55,999) | 1       | 56,000<br>(55,999) | 1       |  |
|    |  |                    | 198,991 |                    | 198,991 |  |
|    |  |                    |         |                    |         |  |

#### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

#### (Continued)

#### YEAR ENDED 31 OCTOBER 1996

#### 9. Investment (continued)

CBL Electronics Limited is a wholly owned subsidiary of JJS Electronics Limited and was incorporated in England.

| 10. | Stocks                         | 1996<br>£          | 1995<br>£         |
|-----|--------------------------------|--------------------|-------------------|
|     | Raw materials Work in progress | 122,655<br>469,643 | 89,120<br>478,964 |
|     | Work in progress               | 592,298            | 568,084           |
|     |                                | ·                  |                   |

#### 11. Bank Loans and Overdrafts

Bank loans and overdrafts totalling £621,432 are secured on the company's book debts.

| 12. | Obligations under Finance Leases and Hire Purchase Contracts | £                | £                |
|-----|--|------------------|------------------|
|     | Amounts falling due:-  |                  |                  |
|     | Within one year Within two to five years                     | 25,526<br>28,405 | 17,471<br>16,860 |
|     |  | 53,931           | 34,331           |
|     |  | <del></del>      |                  |
|     | Finance charges allocated to future periods                  | 9,071            | 7,284            |

Obligations under finance leases and hire purchase contracts are secured on related tangible fixed assets.

| 13. | Deferred Taxation  | £ | £      |
|-----|--|---|--------|
|     | Potential liability in respect of capital allowances in excess of depreciation |   |        |
|     | Provided   | - | -      |
|     | Unprovided   | - | 11,319 |
|     |  | - | 11,319 |

#### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## (Continued)

#### YEAR ENDED 31 OCTOBER 1996

|     |  | 1996               | 1995                |  |
|-----|--|--------------------|---------------------|--|
| 14. | Called Up Share Capital                            | £                  | £                   |  |
|     | Authorised   |                    |                     |  |
|     | 1,000,000 ordinary shares of 1p each               | 10,000             | 10,000              |  |
|     | Allotted, issued and fully paid                    | **********         |                     |  |
|     | 976,175 ordinary shares of 1p each                 | 9,762              | 9,762               |  |
|     |  | <del></del>        | <del> </del>        |  |
| 15. | Share Premium Account                              | £                  | £                   |  |
|     | As at 1 November 1995 and 31 October 1996          | 89,516             | 89,516              |  |
|     |  |                    | ···                 |  |
| 16. | Reserves   | Ac                 | t and Loss          |  |
|     |  | The<br>Group<br>£  | The<br>Company<br>£ |  |
|     | As at 1 November 1995 Retained profit for the year | 476,529<br>341,101 | 532,257<br>341,101  |  |
|     | As at 31 October 1996                              | 817,630            | 873,358             |  |
|     |  |                    |                     |  |

## 17. Transaction with Director

During the year, the company advanced cash to Mr J A Butcher up to a maximum amount of £20,000. A balance of £5,000 was outstanding at the year end.

#### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

## YEAR ENDED 31 OCTOBER 1996

| 18. | Movements in Shareholders' Funds                   | 1996               |                     | 1995              |                     |
|-----|--|--------------------|---------------------|-------------------|---------------------|
| 20. |  | The<br>Group<br>£  | The<br>Company<br>£ | The<br>Group<br>£ | The<br>Company<br>£ |
|     | Profit for the year<br>Opening shareholders' funds | 341,101<br>575,807 | 341,101<br>631,535  | 91,848<br>483,959 | 91,848<br>539,687   |
|     | Closing shareholders' funds                        | 916,908            | 972,636             | 575,807           | 631,535             |
|     |  |                    |                     |                   |                     |

# 19. Operating Lease Commitments

The company had annual commitments under operating leases at 31 October 1996, as follows:-

|     | Land and buildings: expiring after more than five years   | 1996<br>£<br>150,000  | 1995<br>£<br>72,773   |
|-----|---|---|---|
|     | Other assets: expiring between two and five years expiring after more than five years   | 26,070<br>796   | -   |
|     |   | 26,866  | _   |
| 20. | Reconciliation of Operating Profit to Net Cash Inflow/(Outflow) from Operating Activities   | 1996<br>£   | 1995<br>£   |
|     | Operating profit Interest received Depreciation charges Profit on sale of tangible fixed assets Provision for diminution of value of fixed asset investments Profit on sale of investments Increase in stocks Increase in debtors and prepayments Increase in creditors | 624,677<br>( 425)<br>54,490<br>18,086<br>-<br>( 24,214)<br>(567,532)<br>221,624 | 52,750<br>( 6,376)<br>-<br>( 3,638)<br>(169,091)<br>(699,320) |
|     | Net Cash Inflow/(Outflow) from Operating Activities   | 326,706   | (4,710)   |

# JJS ELECTRONICS LIMITED AND SUBSIDIARY COMPANY NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

#### YEAR ENDED 31 OCTOBER 1996

| 21. | Analysis of Changes in Cash and Cash Equivalents during the Year | 1996<br>£              | 1995<br>£             |
|-----|--|------------------------|-----------------------|
|     | Balance at 1 November 1995<br>Net cash outflow                   | (434,454)<br>(185,496) | (375,036)<br>(59,418) |
|     | Balance at 31 October 1996                                       | (619,950)              | (434,454)             |

# 22. Analysis of the Balances of Cash and Cash Equivalents as shown in the Balance Sheet

|                          |           | 1996      |                   | 1995      |           |                   |
|--------------------------|-----------|-----------|-------------------|-----------|-----------|-------------------|
|                          | 1996      | 1995      | Change<br>in Year | 1995      | 1994      | Change<br>in Year |
|                          | £         | £         | £                 | £         | £         | £                 |
| Cash at bank and in hand | 1,482     | 1,007     | 475               | 1,007     | 211       | 796               |
| Bank overdraft           | (621,432) | (435,461) | (185,971)         | (435,461) | (375,247) | (60,214)          |
|                          | (619,950) | (434,454) | (185,496)         | (434,454) | (375,036) | (59,418)          |

#### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

#### YEAR ENDED 31 OCTOBER 1996

# 23. Analysis of Changes in Financing during the Year

|                                      | 1996  | 199               | 95  |
|--------------------------------------|---|-------------------|---|
|                                      | Finance Leases<br>and<br>Hire Purchase<br>£ | Bank<br>Loan<br>£ | Finance Leases<br>and<br>Hire Purchase<br>£ |
| Balance at 1 November 1995           | 34,331                                      | 764,150           | 36,097                                      |
| Cash inflow/(outflow) from financing | 19,600                                      | (764,150)         | ( 1,766)                                    |
|                                      |   |                   |   |
| Balance at 31 October 1996           | 53,931                                      | -                 | 34,331                                      |
|                                      |   |                   | <del></del>                                 |

## 24. Holding Company

The company's ultimate holding company is Baxcol Limited, a company registered in Great Britain.