2453671

# KENT WIRE LIMITED

FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST DECEMBER 1994

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COMPANIES HOUSE 09/02/96

# YEAR ENDED 31ST DECEMBER 1994

# COMPANY NUMBER: 2153671

### DIRECTORS

W.D. Grosse	(Resigned 23rd January 1995)
D.S. Gray	
K. Hutwohl	(Resigned 23rd January 1995)
G. Renz	(Appointed 23rd January 1995)
J. Sittami	(Appointed 23rd January 1995)

# COMPANY SECRETARY

W. Richards

## REGISTERED OFFICE

Dock No. 1 Chatham Docks Chatham Kent

### AUDITORS

Touche Ross & Co. and Ernst & Young

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The following does not form part of the statutory financial statements:

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Trading and Profit and Loss Account

#### REPORT OF THE DIRECTORS

#### FOR THE YEAR ENDED 31ST DECEMBER 1994

The directors present their annual report and audited financial statements for the year ended 31st December 1994.

### 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;
- state whether applicable accounting standards have been followed;
- 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.

### Review of the business

The principal activities of the company during the year continued to be that of wire mesh production.

## Results, dividends and transfer to reserves

The profit after tax for the year amounted to £965,858, as shown on page 4 and was transferred to reserves.

The directors do not recommend the payment of a dividend (1993 - Nil).

#### Fixed assets

Information relating to changes in tangible fixed assets is given in note 8 to the accounts.

### REPORT OF THE DIRECTORS

#### FOR THE YEAR ENDED 31ST DECEMBER 1994

# Land and buildings

The directors are of the opinion that in aggregate the market value of the land and buildings, assuming continuance of present use, is at least the book value of the assets.

### Directors and their interests

The directors during the year under review, none of whom were beneficially interested in the company's shares during the year, were:

W.D. Grosse	(Resigned 23rd January 1995)
D.S. Gray	
K. Hutwohl	(Resigned 23rd January 1995)
G. Renz	(Appointed 23rd January 1995)
J. Sittard	(Appointed 23rd January 1995)

## Auditors

Messrs Touche Ross & Co. and Ernst & Young were appointed auditors during the year and are willing to continue in office and offer themselves for reappointment under the provisions of Section 384(1) of the Companies Act 1985.

Approved by the Board of Directors and signed on behalf of the Board

Date:

1 3 DEC 1995

#### AUDITORS' REPORT TO THE MEMBERS OF

#### KENT WIRE LIMITED

We have audited the financial statements on pages 4 to 15 which have been prepared under the accounting policies set out on pages 9 to 10.

### Respective responsibilities of directors and auditors

As described on page 1 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 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 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 31st December 1994 and of its profit for the year then ended and have been prepared in accordance with the Companies Act 1985.

Touche Ross & Co.

Chartered Accountants and

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Registered Auditors

Comwallis House

Instone Road

Dartford

Ernst & Young

Chartered Accountants and

Registered Auditors

and Klox

Becket House

Lambeth Palace Road

London

18th Jeaser 1995

# PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31ST DECEMBER 1994	Notes	<u>1994</u> £	1993 £
TURNOVER - continuing operations	2	19,506,169	15,331,600
Cost of sales		( <u>16,635,738</u> )	( <u>12,816,137</u> )
CROSS PROFIT		2,870,431	2,515,463
Distribution costs		(1,261,745)	(1,101,696)
Administrative expenses		(686,480)	(531,693)
OPERATING PROFIT - continuing operations	3	922,206	882,074
Exceptional Item	5		451,931
PROFIT ON ORDINARY ACTIVITIES BEFORE INTERE	ST	922,206	1,334,005
Interest receivable Interest payable	6	57,480 (3,457)	51,080 <u>(67</u> )
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		976,229	1,385,018
Tax on profit on ordinary activities	7	(10,371)	(12,770)
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		965,858	1,372,248
Profit and loss account brought forward		36,824	(1,335,424)
Profit and loss account carried forward		1,002,682	36,824

The company made no recognised gains or losses in the year ended 31st December 1994 and the year ended 31st December 1993 other than the profit as shown above.

There are no movements in shareholders' funds other than the profit for the year.

# BALANCE SHEET

31ST DECEMBER 1994	Notes	£	<u>1994</u> £	<u>1993</u> £
FIXED ASSETS Tangible assets	8		2,621,706	2,030,018
CURRENT ASSETS				
Stocks Debtors Cash at bank and in hand	9 10	2,079,880 5,209,239 1,385,695 8,674,814		2,875,725 4,182,361 670,954 7,729,040
CREDITORS: Amounts falling due within one year	11	(7,208,091)	)	( <u>6,393,855</u> )
NET CURRENT ASSETS			1,466,723	1,335,185
TOTAL ASSETS LESS CURRENT LIABILITIES			4,088,429	3,365,203
CREDITORS: Amounts falling due after more than one year	12		(1,578,297)	(1,828,379)
PROVISIONS FOR LIABILITIES AND CHARGES	14		(7,450)	
NET ASSETS			2,502,682	1,536,824
CAPITAL AND RESERVES				
Called-up share capital Profit and loss account	15		1,500,000 1,002,682	1,500,000 36,824
TOTAL EQUITY SHAREHOLDER'S FUNDS			2,502,682	1,536,824

These financial statements were approved by the Board of Directors on:  $13\,$  Dec  $95\,$ 

Signed on behalf of the Board
)
Directors

# CASH FLOW STATEMENT

# FOR THE YEAR ENDED 31ST DECEMBER 1994

	£ 19	<u>194</u> £	1993 £
NET CASH INFLOW FROM OPERATING ACTIVITIES (Note 1)	1	1,532,663	2,064,258
RETURN ON INVESTMENTS AND SERVICING OF FINANCE			
Interest received Interest paid Interest element of finance lease payments	57,480 (193) (3,264)		51,080 (67) 
NET CASH INFLOW FROM RETURNS ON INVESTMENTS AND SERVICING OF FINANCE		54,023	51,013
INVESTING ACTIVITIES			
Purchase of fixed assets Receipts from sale of fixed assets	(890,048) 22,950		(341,527) 5,000
NET CASH OUTFLOW FROM INVESTING ACTIVITIES		(867,098)	(336,527)
NET CASH INFLOW BEFORE FINANCING		719,588	1,778,744
FINANCING			
Repayments of amounts borrowed	-		(1,181,986)
Repayments of capital element of finance lease payments (Note 3)	(4,846)		<del></del>
NET CASH OUTFLOW FROM FINANCING		(4,846)	( <u>1,181,986</u> )
INCREASE IN CASH AND CASH EQUIVALENTS (Note 2)		714,742	596,758

# Major non-cash transactions:

During the year the company entered into finance lease arrangements in respect of assets with a total capital value at the inception of the leases of £50,000 (1993  $\pm$  £Nil).

# CASH FLOW STATEMENT

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# FOR THE YEAR ENDED 31ST DECEMBER 1994

# NOTES TO THE CASH FLOW STATEMENT

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

		1994 £	<u>1993</u> £
Operating profit		922,206	882,074
Depreciation charges (Profit)/Loss on disposal of fixed assets Decrease/(Increase) in stock Increase in debtors Increase in creditors		330,447 (5,037) 795,845 (1,026,878) 516,080	288,114 13,296 (180,053) (1,527,283) 2,588,110
NET CASH FLOW FROM OPERATING ACTIVITIES		1,532,663	2,064,258
ANALYSIS OF THE BALANCES OF CASH AND CASH I	equivalents as	SHOWN IN THE B	ALANCE SHEET
		1994 £	1993 £
Balance at 1st January Net Inflow Balance at 31st December		670,954 714,742 1,385,696	74,197 596,757 670,954
	<u>1994</u> £	1993 £	Change <u>in year</u> £
Cash at bank and in hand	1,385,696	670,954	714,742
ANALYSIS OF CHANGES IN FINANCING DURING TH	E YEAR		
		1994 £	oans 1993 £
Balance brought forward		650,000	1,978,794
Repayments in year Non-movement of funds - group debt written	off		(1,181,986) (146,808)
Balance carried forward		650,000	650,000

# CASH FLOW STATEMENT

# FOR THE YEAR ENDED 31ST DECEMBER 1994

# NOTES TO THE CASH FLOW STATEMENT (CONTINUED)

# 3 ANALYSIS OF CHANGES IN FINANCING DURING THE YEAR (CONTINUED)

	Finance Leases	
	19 <u>94</u> £	1993 £
Balance brought forward	-	-
Inception of finance lease contracts Capital elements of finance lease rental payments	50,000 (4,846)	
Balance carried forward	45,154	

#### NOTES TO THE ACCOUNTS

#### FOR THE YEAR ENDED 31ST DECEMBER 1994

#### 1 ACCOUNTING POLICIES

These accounts are prepared in accordance with applicable accounting standards. The particular accounting policies adopted by the directors are described below.

#### (a) Basis of accounting

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

### (b) Depreciation

Depreciation is calculated to write off the cost or valuation, less estimated residual values, of tangible fixed assets over their estimated useful lives to the business. The annual depreciation rates and methods are as follows:

Short Leasehold Property - Over the period of the lease Plant & Equipment - straight line over 2-10 years

Motor Vehicles - 25% on cost

Office Equipment &

Fixtures - 15% on cost

#### (c) Stocks and Work in Progress

Stocks are valued at the lower of cost and net realisable value. Cost is determined on a first-in, first-out basis. Net realisable value is based on estimated selling price, less any further costs of realisation.

Work in progress is valued at the lower of cost and net realisable value. Cost consists of direct materials, labour and attributable overheads. Net realisable value is based on estimated selling price, less any further costs of realisation.

### (d) Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange ruling on the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. Significant differences arising due to exchange fluctuations have been reflected in the profit and loss account.

#### (e) Deferred taxation

Deferred taxation is provided on timing differences, arising from the different treatment of items for accounting and taxation purposes, which are expected to reverse in the future, calculated at the rates at which it is expected that tax will arise.

## NOTES TO THE ACCOUNTS

### FOR THE YEAR ENDED 31ST DECEMBER 1994

### (f) Assets held under finance leases and hire purchase contracts

Assets held under finance leases and hire purchase contracts are capitalised and depreciated over their estimated useful lives. The finance charges are allocated over the primary period of the lease or hire purchase contract having regard to the capital element outstanding on the sum of digits basis.

Hire charges incurred under operating leases are charged to the profit and loss account in equal instalments over the period of the lease.

### (g) Pension contributions

The company makes contributions into employees' personal pension schemes as part of their remuneration packages. Contributions are charged to the profit and loss account on an accruals basis.

#### 2 TURNOVER

Turnover is the total amount, excluding value added tax, receivable by the company in the ordinary course of business for goods supplied and for services provided as a principal.

Geographical analysis of turnover is as follows:

	occognition danipole of toniover is as longows.	<u>1994</u> £	<u>1993</u> £
	United Kingdom	17,462,688	12,598,738
	Overseas - Within EC	854,963	987,379
	- Outside EC		1,745,483
3	OPERATING PROFIT	19,506,169	15,331,600
	Operating profit is stated after charging:	1994 f.	1993 £
	Cost of sales including:	2	
	Depreciation - owned assets	234,218	203,884
	- leased assets	4,764	
	(Profit)/Loss on disposal of fixed assets	(3,371)	6,200
	Selling and distribution costs including:		
	Operating lease rentals for plant and machinery	23,309	9,740
	Depreciation	15,279	11,595
	Administrative expenses including:		
	Depreciation	76,186	72,635
	(Profit)/loss on disposal of fixed assets	(1,666)	
	Non-audit remuneration of auditors		41,455
	Auditors' remuneration	20,000	9,020

# NOTES TO THE ACCOUNTS

# FOR THE YEAR ENDED 31ST DECEMBER 1994

# 4 STAFF COSTS

	The cost of employing staff, including directors, was:	1994 £	1993 £
	Wages and salaries	1,074,501	918,106
	Social security costs	86,739	81,857
	Pension costs	27,580	9,620
		1,188,820	1,009,583
	The directors received no empluments during the year	(1993 - Nil	).
	The average weekly number of employees during the year was:	<u>1994</u>	<u>1993</u>
	Directors and Office	7	5
	Sales	4	5
	Production	35	32
		46	42
_			
5	EXCEPTIONAL ITEMS	1994 f.	1993 f.
		£	£
	Interest payable to group companies credited back	<del></del>	305,123
	Amount owed to group companies written off		146,808 451,931
6	INTEREST PAYABLE	1994 £	1993 £
	On hands loans aroundwafts and other large	£	£
	On bank loans, overdrafts and other loans wholly repayable within five years:		
	Bank overdraft interest	193	67
	Finance lease and hire purchase contracts	. 133	07
	payable by instalments	3,264	_
		3,457	67
7	TAX ON PROFIT ON ORDINARY ACTIVITIES		
		<u>1994</u>	1993 £
	III/ comparation from at 250, on the war 614	£	£
	UK corporation tax at 25% on the profit	0.000	10 850
	for the year Transfer to deferred taxation	8,226	12,770
	Over provided in previous years	7,450 (5,305)	-
	over provided in breatives lears	$\frac{(5,305)}{10,371}$	$\frac{12,770}{1}$
		<del> </del>	

The tax charge is disproportionate to the profit for the year due to certain expenses being disallowable for tax purposes and the availability of trading losses brought forward of £827,107.

KENT WIRE LIMITED

NOTES TO THE ACCOUNTS

FOR THE YEAR ENDED 31ST DECEMBER 1994

TANGIBLE FIXED ASSETS

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	Total £	3,467,575 940,048 (84,374)	4,323,249	1,437,557	(66, 461) 1,701,543	2,621,706	2,030,017
Office Equipment	Eixtures Eixtures	53,949 15,458	69,407	24,683	37,723	31,684	29,266
	Motor Vehicles	49,158 39,870	51,870	32,374 12,137	(28,874)	36, 233	16,784
	Plant & Equipment	2,352,816 701,446 747,216)	3,007,046	1,182,663	(37,587) $1,399,337$	1,607,709	1,170,153
Short	Leasehold Property	1,011,652 183,274	1,194,926	197,837	248,846	946,080	813,815
CALCAS CHARLES & CHICATONIAN	EXC	At 1st January 1994 Additions at cost	At 31st December 1994	DEPRECIATION At 1st January 1994 Charms for the wear	Released by disposals At 31st December 1994	NET BOOK VALUE At 31st December 1994	At 31st December 1993

The net book value of plant and equipment includes £45,236 (1993 - Nil) in respect of assets held under finance leases and hire purchase contracts.

# NOTES TO THE ACCOUNTS

# FOR THE YEAR ENDED 31ST DECEMBER 1994

9	STOCKS	1994 f	1993
	Raw materials and consumables	1,554,356	1,123,411
	Work in progress	31,293	30,725
	Goods for resale	494,231	1,721,589
		2,079,880	2,875,725
10	DEBTORS	1994 £	1993 £
		£	£
	Trade debtors	5,178,636	3,975,944
	Other debtors	3,055	155,836
	Prepayments and accrued income	27,548	50,581
		5,209,239	4,182,361
11	CREDITORS: Amounts falling due within one year	1994	1003
	Caprioto. Albaito fatting dae widin die yen	£.	1993 £
	Loans	650,000	650,000
	Obligations under finance leases and	•	,
	hire purchase contracts	6,857	_
	Trade creditors	537,928	444,920
	Amounts owed to parent company	5,186,934	5,078,777
	U.K. corporation tax	15,690	12,770
	Tax and social security costs	748,972	139,830
	Other creditors	2,630	10,318
	Accruals and deferred income	59,080	57,240
		7,208,091	6,393,855

The terms of interest and repayment of the loan shown above are that the loan is interest free and repayable on demand.

12	CREDITORS: Amounts falling due after		
	more than one year	1994	1993
		£.	£
	Obligations under finance leases and		
	hire purchase contracts	38,297	-
	Amounts owed to parent company	1,540,000	1,828,379
		1,578,297	1,828,379
		<del> </del>	
		1994 £	1993 £
		£	£
	Amounts payable by instalments between		
	one and five years hence:		
	Finance lease and hire purchase contracts	38,297	<b>-</b>

# NOTES TO THE ACCOUNTS

# FOR THE YEAR ENDED 31ST DECEMBER 1994

# 13 LEASE COMMITMENTS

# Net obligations under finance leases and hire purchase contracts

	Minimum lease payments due Within one year 1-2 years 2-3 years 3-4 years 4-5 years Gross obligations Less: finance charges allowed the obligations Annual commitments under one	cated to fut	-	1994 £ 13,600 13,600 13,600 9,066 63,466 (18,312) 45,154	1993 £
	Operating leases expiring:	Land & Buildings 1994	Other Assets 1994 £	Land & Buildings 1993	Other Assets 1993 £
	After 2–5 years After 5 years	127,024	13,572	128,000	8, <del>444</del> -
	Annual commitments at		12 572		9 444
	31st December 1994	127,024	13,572	128,000	<u>8,444</u>
14	PROVISIONS FOR LIABILITIES AND CHARGES				
	Deferred taxation:	Provided 1994 £	Unprovided 1994 £	Provided 1993	Unprovided 1993 £
	Accelerated	_	_	~	
	Capital Allowances Losses	7,450 -	110,052	<del>-</del>	168,558 (168,558)
	-0000	7,450	110,052	_	
15	CALLED-UP SHARE CAPITAL Authorised:	Number 1994	<u>Value</u> 1994 £	Number 1993	<u>Value</u> <u>1993</u> £
	Ordinary shares of £1 each	1,500,000	1,500,000	1,500,000	1,500,000
	Issued and fully paid: Ordinary shares of £1 each	1,500,000	1,500,000	1,500,000	1,500,000
16	CAPITAL AND OTHER COMMITME	<u>NIS</u>		1994 £	1993 f.
	Capital and other commitme Contracted for but not Authorised but not cont	provided for	r	97,062 72,938 170,000	364,641 447,559 812,200

#### NOTES TO THE ACCOUNTS

#### FOR THE YEAR ENDED 31ST DECEMBER 1994

## 17 ULTIMATE PARENT COMPANY

The directors consider that the ultimate parent company of this company is Ispat Hamburger Stahlwerke GmbH which is incorporated in Germany. Copies of the Group accounts are not available to the general public.

### 18 RELATED PARTY TRANSACTIONS

During the year the director D S Gray, esq., transacted with the company in his personal capacity under Gray Associates and with a company in which he is a director and shareholder.

In his personal capacity he provided management services, specialist engineering services and labour for a foreign operation on behalf of the company in the sum of £128,214 (1993: £112,000), and sold fixed assets to the company in the sum of £24,000 (1993: £Nil).

During the year the company sold coil to companies connected with the director in the sum of £170,907 (1993: £72,000).

During the year the company purchased raw material from it's parent company in the sum £13,443,373 (1993: £9,995,000).

#### 19 CONTINGENT LIABILITY

There is an ongoing dispute with a director of the company which is currently being resloved by lawyers. The cost of this dispute to the company may be of the order of £750,000.

# TRADING AND PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31ST DECEMBER 1994			
TOTAL TELEVISION OF STREET STREET		1994	1993 £
	£	£	
Sales - Mesh and Scrap		16,051,997	11,665,122
Sales - Hard Drawn Wire and Accessories	-	3,454,172	3,666,478
	-	19,506,169	15,331,600
Opening Stock	2,845,000		2,670,437
Opening Work in Progress	30,725		25,235
Purchases	13,946,602		11,511,475
Power	132,605		114,218
Direct Wages	676,169		620,438
Sub contractors	194,642		110,168
Employers NI	64,850		61,887
Plant maintenance	464,516		318,076
Consultancy	104 000		85
Carriage and packing Depreciation:	124,898		49,759
Plant & Equipment	238,982		203,884
(Profit)/Loss on disposal of fixed assets	(3,371)		6,200
	10 715 610		15 601 962
Clasing Charle	18,715,618 (2,048,587)		15,691,862 (2,845,000)
Closing Stock Closing Work in Progress	(31,293)		(30,725)
Closing work in Flogress	(31,293)		(30,723)
Cost of Sales		16,635,738	12,816,137
Gross Profit		2,870,431	2,515,463
Other Income:			
Deposit interest receivable		57,480	51,080
		2 027 011	2 566 542
Distribution and Selling Expenses:		2,927,911	2,566,543
Salaries	171,103		156,785
Employers NIC	17,628		17,064
Motor Expenses	20,078		15,899
Travel	27,141		33,248
Entertaining	8,262		1,275
Advertising	7,715		3,605
Carriage	855,100		724,785
Sales Commissions	73,784		90,889
Materials Testing	4,973		3,863
Depreciation:			
Plant & Equipment	15,279		11,595
Hire of Equipment	23,309		9,740
Repairs and Consumables	<u>37,373</u>		32,948
		1,261,745	1,101,696
		1,666,166	1,464,847

# TRADING AND PROFIT AND LOSS ACCOUNT

Net profit before taxation

FOR THE YEAR ENDED 31ST DECEMBER 1994			
		1994	<u>1993</u>
Administrative Expenses:	£.	£	£
Rent	87,940		85,972
Rates	63,111		63,884
Service Charge	4,534		4,708
Entry to Berth Charges	46,857		45,357
Hire Charges	-		858
Property repairs and maintenance	-		270
Salaries	32,587		30,715
Employers NI	4,261		2,906
Pension contributions	21,519		9,620
Legal fees	38,710		12,331
Audit fees	24,320		9,020
Accountancy fees	46,587		42,045
Insurance	55 <b>,</b> 248		<b>48,2</b> 85
Telephone, Postage & Stationery	33,074		34,962
Depreciation:			
Short Leasehold Property	51,009		50,367
Motor Vehicles	12,137		12,290
Office Equipment & Fixtures	13,040		9,978
Profit or loss on disposal of fixed assets	(1,666)		7,096
Computer costs	12,214		8,895
Protective Clothing	6,587		10,060
Miscellaneous expenses	15,151		13,592
Subscriptions	· -		7,496
Administration and management charge	33,114		6,114
Bad debts	61,778		2,516
		662,112	519,337
		1,004,054	945,510
Finance Expenses:			
Loss on foreign exchange	21,257		9,552
Bank charges	3,111		2,804
Bank overdraft interest	193		67
Hire purchase interest	3,264		-
Interest paid to group companies			<u>(451,931</u> )
		27,825	(439,508)
			· · · · · · · · · · · · · · · · · · ·

976,229 1,385,018