H BRONNLEY & COMPANY LIMITED DIRECTORS' REPORT AND ACCOUNTS YEAR ENDED 31st DECEMBER 2000

Company Number: 46883

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COMPANIES HOUSE 09/11/01

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of the members of the Company will be held at the registered office of the Company at Radstone Road, Brackley, NN13 5AU on 12th September 2001 at 2.30 pm to transact the following business.

- 1. To receive and consider the Directors' Report and Audited Accounts for the year ended 31 December 2000.
- 2. To confirm the Dividends as set out in the Audited Accounts.
- 3. To re-elect Mr FJ Morris as a Director.
- 4. To resolve that the amount of Directors' fees to be paid to each Director pursuant to Article 94 of the Articles of Association shall be £4,500 per annum as from 1 January 2001.
- 5. To reappoint auditors and authorise the Directors to determine their remuneration.
- 6. To transact any other business which may be properly transacted at an Annual General Meeting of the Company.

By Order of the Board

SJ Neate FCCA Secretary

Date: 19 JUL 2001

Radstone Road Brackley

Northamptonshire

NN13 5AU

A member entitled to attend and vote at the above meeting is entitled to appoint a proxy to attend and, on a poll, to vote on his/her behalf. A proxy need not be a member of the Company. Any instrument appointing a proxy, to be valid, must be lodged with the Company Secretary at the registered office not later than forty-eight hours before the time fixed for the meeting.

DIRECTORS' REPORT

The directors are pleased to submit their report and the accounts for the year ended 31 December 2000.

PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The principal activity of the group during the year continued to be the production and wholesale distribution of quality soap and toiletries.

Whilst sales in 2000 were slightly reduced compared with the previous year, margins improved leading to increased profitability. In 2001 and beyond it is likely that there will be significantly increased pension costs.

The directors consider the result to be satisfactory.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

Company law requires the directors to prepare accounts that give a true and fair view of the state of affairs of the company and of the group and of the profit or loss of the group for its financial year. In doing so, the directors are required to:

- select suitable accounting policies and 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 accounts
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the company will continue in business.

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

RESULTS AND DIVIDENDS

The profit of the group for the year after taxation amounted to £356,425 (1999-£380,911)

Dividends have been paid on the Preference Shares for 2000. The directors recommend that a dividend be declared on the Ordinary Shares of £25,028 (6 pence per share) (1999-£25,028 (6 pence per share)). The remaining profit for the financial year of £329,416 (1999-£353,902) has been carried forward.

DIRECTORS' REPORT (continued)

DIRECTORS AND INTERESTS IN SHARES

The names of the present directors, all of whom served throughout the year, and the number of shares in the company in which they had an interest, as defined by the Companies Act 1985, are as follows:

At beginning and end of the year:

| | Beneficial Interest | | | | Other Interest | | | |
|-------------------------------------|---------------------|-----------|--------|-------|----------------|--------|--------|---------|
| | Ord | inary | Prefer | ence | Ordi | nary | Prefer | ence |
| | Sha | ares | Shai | res | Sha | ires | Shar | res |
| | | Non- | | | Non- | | | |
| | Voting | Voting | 6%"B" | 5% | Voting | Voting | 6%"B" | 5% |
| Miss A Rossiter OBE (Chairman)* | 17,365 | 141,556 | 15,797 | 125 | 41 50 | | | <u></u> |
| | 11,000 | 1 / 1,000 | 1 | . = - | | | | |
| AR Smith CA | | | 100 | | | | | |
| HG Blank FCA | | | | | | | | |
| FJ Sheppard (Managing Director)* | 500 | | | | | | | |
| FJ Morris | | | | | | | | |
| *Directors Joint Interests | | | | | 4,181 | 15,985 | 4,096 | 4,625 |
| | | | | | 1,101 | 10,700 | 1,070 | 1,023 |

DIRECTORS' INSURANCE

An insurance policy is maintained for the directors of the company to be indemnified in respect of liabilities incurred in the execution of their duties.

ENVIRONMENTAL STATEMENT

The Company continues to monitor all processes to ensure that the environmental impact from manufacturing activities are minimised. The processes will be independently examined by an outside agency, which the Company will be instructing to undertake a full environmental audit, during the next financial year.

The Company wishes to record its grateful thanks to all members of staff who actively seek to implement new methods of working for the benefit of the environment.

CHARITABLE DONATIONS

There were charitable donations in the year of £700 (1999 £106).

DIRECTORS' REPORT (continued)

STAFF

The Directors thank the staff for their loyalty and co-operation during the year.

On behalf of the Board

SJ Neate FCCA

Secretary

Date: 19 JUL 2001

Radstone Road

Brackley

Northamptonshire

NN13 5AU

AUDITORS' REPORT TO THE MEMBERS OF H BRONNLEY & COMPANY LIMITED

We have audited the accounts on pages 6 to 19, which have been prepared under the accounting policies set out on page 10.

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS

As described in the directors' report, the company's directors are responsible for the preparation of the accounts. It is our responsibility as auditors to form an independent opinion, based on our audit, on those accounts 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 accounts. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the accounts, and of whether the accounting policies are appropriate to the group's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations that we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the accounts 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 accounts.

OPINION

In our opinion the accounts give a true and fair view of the state of affairs of the company, and the group as at 31 December 2000 and of the profit of the group for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Story Haguard

BDO Stoy Hayward Chartered Accountants Registered Auditors

London Date:

CONSOLIDATED PROFIT AND LOSS ACCOUNT YEAR ENDED 31 DECEMBER 2000

| | | 2000 | 1999 |
|--|------|-------------|-------------|
| | Note | £ | £ |
| TURNOVER | 2 | 6,949,895 | 7,140,730 |
| Cost of sales | | (3,793,497) | (4,040,274) |
| GROSS PROFIT | | 3,156,398 | 3,100,456 |
| Selling and distribution costs | | (1,431,966) | (1,497,083) |
| Administrative expenses | | (1,196,324) | (1,076,383) |
| OPERATING PROFIT | | 528,108 | 526,990 |
| Other operating income/(expenses) | 3 | 21,778 | (26,952) |
| | | 549,886 | 500,038 |
| Interest payable | 4 | (2,363) | (5,175) |
| PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION | 2 | 547,523 | 494,863 |
| Tax thereon | 6 | (191,098) | (113,952) |
| PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION (including parent company £366,719 (1999- £371,520)) | | 356,425 | 380,911 |
| Dividends | 7 | (27,009) | (27,009) |
| RETAINED PROFIT FOR THE FINANCIAL YEAR | | 329,416 | 353,902 |
| Retained profits brought forward | | 1,885,703 | 1,531,801 |
| RETAINED PROFITS CARRIED FORWARD | | 2,215,119 | 1,885,703 |

As there were no acquisitions or discontinued activities in the year, all disclosures relate only to continuing operations.

The group has no recognised gains or losses other than the profit for the year.

There is no movement in shareholders' funds other than the profit for the year.

CONSOLIDATED BALANCE SHEET AS AT 31 DECEMBER 2000

| | Note | 2000 | | 1999 | |
|--|------|-----------|-----------|-------------|-----------|
| FIXED ASSETS | | £ | £ | £ | £ |
| Tangible assets | 8 | | 1,668,692 | | 1,675,907 |
| CURRENT ASSETS | | | | | |
| Stocks | 10 | 1,775,051 | | 1,536,455 | |
| Debtors | 11 | 1,389,931 | | 1,299,611 | |
| Cash at bank and in hand | | 711,966 | | 847,804 | |
| | | 3,876,948 | | 3,683,870 | |
| Creditors - amounts falling due | | , , | | , | |
| within one year | 12 | (863,793) | | (1,017,888) | |
| NET CURRENT ASSETS | | | 3,013,155 | | 2,665,982 |
| TIET CORREST TROOPING | | | 2,012,102 | | 2,000,702 |
| TOTAL ASSETS LESS CURRENT LIABILITIES | | | 4,681,847 | | 4,341,889 |
| Provisions for liabilities and charges | 13 | | (110,737) | | (100,195) |
| | | | | | |
| TOTAL NET ASSETS | | | 4,571,110 | | 4,241,694 |
| CAPITAL AND RESERVES | | | | | |
| Called-up Share Capital | 14 | | 450,991 | | 450,991 |
| Reserve | 17 | | 1,905,000 | | 1,905,000 |
| Profit & Loss Account | | | 2,215,119 | | 1,885,703 |
| SHAREHOLDERS' FUNDS | | | <u> </u> | | 1,000,700 |
| (including non equity interests) | 15 | | 4,571,110 | | 4,241,694 |

Approved by the board on 19th July 2001.

Ann Rossiter O.B.E.

Chairman

n Rossiter

COMPANY BALANCE SHEET AS AT 31 DECEMBER 2000

| | Note | 200 | 0 | 199 | 19 |
|---|----------|-----------------------------------|-----------------------------------|-----------------------------------|-----------------------------------|
| FIXED ASSETS | | £ | £ | £ | £ |
| Tangible assets Investments | 8 9 | | 1,668,311 202 1,668,513 | | 1,675,017 202 1,675,219 |
| CURRENT ASSETS Stocks Debtors Cash at bank and in hand | 10 11 | 1,775,051 1,400,181 679,144 | | 1,536,455 1,352,354 764,000 | |
| Creditors - amounts falling due within one year | 12 | 3,854,376 (862,896) | | 3,652,809 (1,018,287) | |
| NET CURRENT ASSETS | | | 2,991,480 | | 2,634,522 |
| TOTAL ASSETS LESS CURRENT LIABILITIES | | | 4,659,993 | | 4,309,741 |
| Provisions for liabilities and charges | 13 | | (110,737) | | (100,195) |
| TOTAL NET ASSETS | | | 4,549,256 | | 4,209,546 |
| CAPITAL AND RESERVES | | | | | |
| Called-up Share Capital Reserve Profit & Loss Account SHAREHOLDERS' FUNDS | 14 | | 450,991 1,905,000 2,193,265 | | 450,991 1,905,000 1,853,555 |
| (including non-equity interests) | 15 | | 4,549,256 | | 4,209,546 |

Approved by the board on 19th July 2001.

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Ann Rossiter O.B.E.

Chairman

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CONSOLIDATED CASH FLOW STATEMENT YEAR ENDED 31 DECEMBER 2000

| | Note | 2000 | 1999 |
|---|------|------------------------|--------------------|
| | | £ | £ |
| NET CASH (OUTFLOW) / INFLOW FROM | | | |
| OPERATING ACTIVITIES | 16 | 96,098 | 1,111,021 |
| Servicing of finance | 17 | 11,004 | (4,433) |
| Taxation paid | | (108,610) | (214,077) |
| Capital expenditure and financial investment | 17 | (115,595) | (13,459) |
| Equity dividend paid | | (25,028) | (25,028) |
| Net cash inflow before financing | | $\overline{(142,131)}$ | 854,024 |
| Financing | 17 | | (100,000) |
| (DECREASE)/INCREASE IN CASH BALANCES | | (142,131) | 754,024 |
| RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET FUNDS/(DEBT) | Note | 2000 £ | 1999 £ |
| (Decrease)/Increase in cash in the year Cash inflow in funds and lease financing | | (142,131) | 754,024 100,000 |
| Change in net (debt)/funds resulting from cash flows | | (142,131) | 854,024 |
| Translation differences | | 6,293 | (482) |
| Movement in net (debt)/funds in the year | | (135,838) | 853,542 |
| Net funds/(debt) as at 1 January | 18 | 847,804 | (5,738) |
| NET FUNDS AS AT 31 DECEMBER | 18 | 711,966 | 847,804 |

NOTES TO THE ACCOUNTS

1.ACCOUNTING POLICIES

Accounting convention

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

Basis of consolidation

The group accounts consolidate the accounts of the parent company and the accounts of its subsidiary undertakings made up to 31 December 2000. No profit and loss account is presented for the parent company as permitted by Section 230 of the Companies Act 1985.

Turnover

Group turnover comprises amounts invoiced, excluding value added tax, in respect of goods and services provided by the companies.

Depreciation of tangible fixed assets

Depreciation is provided on all tangible fixed assets other than freehold land to write them off over their anticipated useful lives at the following annual rates and methods:

Freehold buildings

2% - 5% straight line

Plant and machinery

plant and fixtures

10% straight line

computers and vehicles

20% straight line

Stocks

Stocks are valued at the lower of cost, including appropriate overheads, and estimated net realisable value.

Operating lease contracts

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

Foreign currencies

In the accounts of the individual companies, assets and liabilities expressed in foreign currencies are translated at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated at the rate ruling at the date of the transaction and ensuing differences are taken to profit and loss account.

The difference arising on restatement of the accumulated losses of foreign subsidiary undertakings is also taken to profit and loss account, because the losses have been financed by the holding company.

Deferred taxation

Deferred taxation is calculated using the liability method and provision is made to the extent that it is likely that such tax will become payable in the foreseeable future.

Pension costs

Contributions to the defined benefit pension scheme are charged to the profit and loss account on a systematic and rational basis to spread the cost of providing pensions over the employees' working lives within the group.

NOTES TO THE ACCOUNTS (continued)

2.TURNOVER AND PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

| | 2000 | 1999 |
|--|----------------|------------------------|
| | £ | £ |
| Turnover by geographical area | | |
| TY ** 1 YZ* 1 | 1.006.167 | 4.502.500 |
| United Kingdom | 4,626,167 | 4,793,569 |
| Rest of Europe | 1,052,878 | 1,191,944 |
| North and South America | 830,651 | 679,712 |
| Africa, Asia and Australia | 440,199 | 475,505 |
| | 6,949,895 | 7,140,730 |
| Profit on ordinary activities before taxation | | |
| is stated after charging: | | |
| | | |
| Depreciation of fixed assets | 117,046 | 132,666 |
| Auditors' remuneration | 10.750 | 26.000 |
| Audit fee (parent company) | 18,750 | 26,000 |
| Non-audit services | 18,350 | 14,400 |
| Hire of equipment – operating leases | 73,211 | 79,204 |
| Rent of property – operating leases | 8,200 | 8,529 |
| Directors' emoluments | <u>267,449</u> | 255,183 |
| | | |
| 3.OTHER OPERATING INCOME/(EXPENSES) | 2000 | 1999 |
| , | £ | £ |
| Profit / (Loss) on exchange | 11,684 | (31,949) |
| Interest receivable | 15,863 | 5,000 |
| | (5,769) | |
| (Loss) on disposal of fixed assets | | $\frac{(3)}{(26.052)}$ |
| | 21,778 | (26,952) |
| 4.INTEREST PAYABLE | 2000 | 1999 |
| | £ | £ |
| On bank and other borrowings (repayable within five years) | 2,363 | 5,175 |
| | | |

NOTES TO THE ACCOUNTS (continued)

| 5.DIRECTORS AND OTHER EMPLOYEES | 2000 | 1999 |
|--|-----------|-----------|
| | £ | £ |
| Staff costs comprise: | | |
| Wages and salaries | 2,191,595 | 2,141,276 |
| Social security costs | 188,954 | 180,228 |
| Other pension costs | 147,388 | 144,468 |
| | 2,527,937 | 2,465,972 |
| Average number of persons employed by the group: | 2000 | 1999 |
| | Number | Number |
| Production | 81 | 78 |
| Selling and distribution | 35 | 36 |
| Administration | 27 | 26 |
| | 143 | 140 |
| | £ | £ |
| Emoluments of the directors: | | |
| For services as executives | 245,949 | 234,433 |
| For services as directors | 21,500 | 20,750 |
| | 267,449 | 255,183 |
| Number of directors | 5 | 5 |

Two directors had benefits accruing under a defined benefit pension scheme.

The emoluments of the highest paid director were as follows:

| | 2000 £ | 1999 £ |
|--------------|-----------|-----------|
| For services | 81,598 | 77,956 |

At the balance sheet date the highest paid director had accrued pension rights amounting to £31,345 per annum (1999- £29,345).

| 6.TAXATION | 2000 £ | 1999 £ |
|---|-----------|------------------|
| UK Corporation tax | 180,556 | 108,610 |
| Increase in deferred taxation provision UK Corporation tax over provided in prior years | 10,542 | 9,000 (3,658) |
| | 191,098 | 113,952 |

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NOTES TO THE ACCOUNTS (continued)

| 7.DIVIDENDS | | 2000 £ | 1999 £ |
|---|----------------------------------|----------------------------------|----------------------------------|
| 5% Preference shares 6% "B" Preference shares Ordinary shares - proposed dividend of 6p per s | 250 1,731 25,028 27,009 | 250 1,731 25,028 27,009 | |
| 8.TANGIBLE FIXED ASSETS | Freehold land and buildings | Plant and machinery | Total |
| Group | f f | £ | £ |
| Cost At 1 January 2000 | 2,042,914 | 1,037,227 | 3,080,141 |
| Additions Disposals Exchange adjustment | 867 | 115,628 (95,363) | 116,495 (95,363) 5 |
| At 31 December 2000 | 2,043,781 | 1,057,497 | 3,101,278 |
| Depreciation At 1 January 2000 | 566,934 | 837,300 | 1,404,234 |
| Charge for year Disposals | 50,767 | 66,279 (88,694) | 117,046 (88,694) |
| At 31 December 2000 | 617,701 | 814,885 | 1,432,586 |
| Net Book Value at 31 December 2000 | 1,426,080 | 242,612 | 1,668,692 |
| Net Book Value at 31 December 1999 | 1,475,980 | 199,927 | 1,675,907 |
| Parent Company | | | |
| Cost At 1 January 2000 Additions Disposals | 2,042,914 867 | 1,017,500 115,628 (95,363) | 3,060,414 116,495 (95,363) |
| At 31 December 2000 | 2,043,781 | 1,037,765 | 3,081,546 |
| Depreciation At 1 January 2000 | 566,934 | 818,463 | 1,385,397 |
| Charge for year Disposals | 50,767 | 65,765 (88,694) | 116,532 (88,694) |
| At 31 December 2000 | 617,701 | 795,534 | 1,413,235 |
| Net Book Value at 31 December 2000 | 1,426,080 | 242,231 | 1,668,311 |
| Net Book Value at 31 December 1999 | 1,475,980 | 199,037 | 1,675,017 |

NOTES TO THE ACCOUNTS (continued)

9.FIXED ASSET INVESTMENTS

SUBSIDIARY UNDERTAKINGS

| Shares at cost: | |
|---|---------|
| Cost at 1st January 2000 and 31st December 2000 | 6,503 |
| Provision for diminution in value (1999-£6,301) | (6,301) |
| Net book value at 31 December 2000 (1999-£202) | 202 |

The group has the following wholly owned subsidiary undertakings, who are all involved in the sale of the products of the holding company

Country of Incorporation

£

H Bronnley (Africa) (Proprietary) Limited * South Africa

Bronnley of London Inc.-USA USA

Bronnley France Sarl France

Bronnley of London, Inc. * USA

Bronnley of London Limited * Great Britain

A R Sales Limited * Great Britain

^{*}These companies have not traded in the year.

| 10.STOCKS | Group | | | Parent Company | |
|------------------|-----------|-----------|-----------|----------------|--|
| | 2000 | 1999 | 2000 | 1999 | |
| | £ | £ | £ | £ | |
| Raw Materials | 627,076 | 652,731 | 627,076 | 652,731 | |
| Work in Progress | 566,123 | 397,943 | 566,123 | 397,943 | |
| Finished Goods | 581,852 | 485,781 | 581,852 | 485,781 | |
| | 1,775,051 | 1,536,455 | 1,775,051 | 1,536,455 | |

NOTES TO THE ACCOUNTS (continued)

| 11.DEBTORS | Group | | Parent Company | |
|---|---------------------------|-----------|------------------------------|-----------|
| | 2000 | 1999 | 2000 | 1999 |
| | £ | £ | £ | £ |
| Trade debtors | 1,263,343 | 1,174,726 | 1,197,703 | 1,123,313 |
| Owed by subsidiary undertakings | | | | |
| less provisions | *** | | 100,759 | 126,083 |
| Other debtors | 49,894 | 44,933 | 40,402 | 34,997 |
| Prepayments and accrued income | 76,694 | 79,952 | 61,317 | 67,961 |
| • | 1,389,931 | 1,299,611 | 1,400,181 | 1,352,354 |
| 12.CREDITORS- amounts falling due within one year | Group 2000 1999 £ £ | | Parent Company 2000 1999 £ £ | |
| Trade creditors | 296,382 | 521,232 | 273,458 | 503,460 |
| Owed to subsidiary undertakings | | | 55,194 | 55,194 |
| Other taxation and social security | 147,884 | 141,105 | 120,859 | 114,566 |
| Other creditors | 3,181 | 2,899 | 708 | 423 |
| Proposed dividend | 25,028 | 25,028 | 25,028 | 25,028 |
| Accruals and deferred income | 210,762 | 219,014 | 207,093 | 211,006 |
| Corporation tax | 180,556 | 108,610 | 180,556 | 108,610 |
| • | 863,793 | 1,017,888 | 862,896 | 1,018,287 |

NOTES TO THE ACCOUNTS (continued)

13. PROVISIONS FOR LIABILITIES AND CHARGES

| | Group | | Parent Company | |
|-------------------------------------|--------------------------|----------|----------------|----------|
| | 2000 | 1999 | 2000 | 1999 |
| Deferred taxation: | £ | £ | £ | £ |
| Balance at 1 January | 100,195 | 91,195 | 100,195 | 91,195 |
| Transfer to profit and loss account | 10,542 | 9,000 | 10,542 | 9,000 |
| Balance at 31 December | 110,737 | 100,195 | 110,737 | 100,195 |
| The deferred taxation provision | | | | |
| comprises: | Group and Parent Company | | | |
| | 2000 | | 1999 | |
| | Unprovided | Provided | Unprovided | Provided |
| Accelerated capital allowances | 82,000 | 106,057 | 82,000 | 98,005 |
| Other short term timing differences | | 4,680 | | 2,190 |
| | 82,000 | 110,737 | 82,000 | 100,195 |

There is a potential deferred taxation liability, estimated at £31,919 (1999-£43,366) after rebasing at 1982 values where appropriate and indexation allowance, not provided in the accounts, in respect of the capital gain on the sale of property rolled over onto new capital expenditure.

| 14. SHARE CAPITAL | 2000 and 1999 Allotted, Called & | | |
|---------------------------------------|--|------------|--|
| | Authorised | Fully Paid | |
| | £ | £ | |
| 5% Preference Shares of £1 each | 5,000 | 5,000 | |
| 6% "B" Preference Shares of £1 each | 68,000 | 28,859 | |
| Ordinary Shares of £1 each | 47,000 | 34,761 | |
| Ordinary Non-Voting Shares of £1 each | 400,000 | 382,371 | |
| | 520,000 | 450,991 | |

All the shares have voting rights except the non-voting shares. The 5% Preference Shares confer a right to priority in the return of capital and dividends over all other shares. The 6% "B" Preference Shares confer a right to priority in the return of capital and dividends over Ordinary Voting and Ordinary Non-Voting Shares

NOTES TO THE ACCOUNTS (continued)

15. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS'

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| FUNDS | Group | | Parent Company | | |
|---|-----------|-----------|----------------|-----------|--|
| | 2000 | 1999 | 2000 | 1999 | |
| | £ | £ | £ | £ | |
| Profit for the year | 356,425 | 380,911 | 366,719 | 371,520 | |
| Dividends | (27,009) | (27,009) | (27,009) | (27,009) | |
| Net addition to shareholders' funds | 329,416 | 353,902 | 339,710 | 344,511 | |
| Opening shareholders' funds | 4,241,694 | 3,887,792 | 4,209,546 | 3,865,035 | |
| | 4,571,110 | 4,241,694 | 4,549,256 | 4,209,546 | |
| Comprising: | | | | | |
| Equity interests | 4,537,251 | 4,207,835 | 4,515,397 | 4,175,687 | |
| Non equity interests | 33,859 | 33,859 | 33,859 | 33,859 | |
| | 4,571,110 | 4,241,694 | 4,549,256 | 4,209,546 | |
| 16. RECONCILIATION OF OPERATING PROFIT TO NET CASH INFLOW FROM OPERATING ACTIVITIES | | | 2000 £ | 1999 £ | |
| Operating profit | | | 528,108 | 526,990 | |
| Depreciation charges | | | 117,046 | 132,666 | |
| Exchange adjustment | | | (4,992) | (31,326) | |
| Loss on disposal of fixed assets | | | 5,769 | 3 | |
| (Increase) / Decrease in stocks | | | (238,596) | 185,614 | |
| (Increase) / Decrease in debtors | | | (84,571) | 244,741 | |
| (Decrease) / Increase in creditors | | | (226,666) | 52,333 | |
| Net cash inflow from operating activities | | | 96,098 | 1,111,021 | |

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NOTES TO THE ACCOUNTS (continued)

| 17. ANALYSIS OF CASH FLO | W DURING T | HE YEAR | 2000 | 1999 |
|--------------------------------------|-------------------|---------------|------------------|-------------|
| | | | £ | £ |
| Servicing of finance | | | (1.001) | (1.056) |
| Dividend paid on preference share | es . | | (1,981) | (1,956) |
| Interest received | | | 15,348 | 4,214 |
| Interest paid | | | (2,363) | (6,691) |
| Net cash inflow / (outflow) for ref | turns on financin | g | <u>11,004</u> | (4,433) |
| Capital expenditure and financia | al investment | | | |
| Purchase of tangible fixed assets | | | (116,495) | (13,459) |
| Sale of fixed assets | | | <u>900</u> | |
| Net cash outflow for capital expense | nditure and finan | cial | (115,595) | (13,459) |
| investment | | | | |
| Financing | | | | |
| Repayment of loan | | | | (100,000) |
| | | | | (100,000) |
| | | | | |
| 18. ANALYSIS OF CHANGE I | N NET FUNDS | \$ | | |
| | 1st. | | | 31st. |
| | January | | Exchange | December |
| | 2000 | Cashflow | movements | 2000 |
| | £ | £ | £ | £ |
| Cash at bank | 847,804 | (142,131) | 6,293 | 711,966 |
| 19. OPERATING LEASE COM | /MITMENTS | | | |
| 17. OF EXATING LEASE CON | Plant and F | and Equipment | | |
| | Property 2000 | 1999 | 2000 | 1999 |
| Annual amounts not provided: | 2000 | 1555 | 2000 | 1777 |
| Group: | | | | |
| Expiring within: | | | | |
| 1 year | 8,200 | 8,529 | 41,525 | 13,291 |
| 2 - 5 years | | ~,~ | 27,708 | 55,092 |
| 3 | 8,200 | 8,529 | 69,233 | 68,383 |
| Downt common: | 5,200 | | | |
| Parent company: | | | | |
| Expiring within: 1 year | | | 33,900 | 6,108 |
| | | | 3 3 WHILE | O LUA |
| | | | • | · · |
| 2 - 5 years | | | 27,708 61,608 | 55,092 |

NOTES TO THE ACCOUNTS (continued)

20. PENSIONS

The company operates a defined benefit pension scheme, the assets of which are held in a separate trustee administered fund. This is a funded scheme.

The pension cost is assessed triennially by a professional qualified actuary using the "Attained Age" method of valuation. The principal assumptions used for the most recent valuation at 1 December 1997 were that the average investment return would be 9% per annum, that salary growth would average 6.5% per annum (previously 7.0% per annum). Further, pensions would increase at 3% per annum for benefits accrued up to 5th April 1997 and by 4.6% per annum for benefits accrued after 6th April 1997.

The valuation showed that the market value of the Fund's assets was £3,332,230 which represented 97.6% (deficit of £64,000) of the benefits that had accrued to members, allowing for future salary increases to retirement.

The excess of contributions over pension cost has increased the prepayment in the accounts to £15,600 (1999-£11,300). The pension cost for the period amounted to £135,300 (1999-£137,200) after allowing for interest on the prepayment.

The Scheme was closed to new employees who joined the company after 31st December 1998.

21. CONTROLLING PARTY AND RELATED PARTIES

Miss Ann Rossiter O.B.E. is the controlling party of the company.

There were no related party transactions during the year.