

WHITE & CO PLC
FINANCIAL STATEMENTS
FOR THE YEAR ENDED
31ST JANUARY 2002



WHITE & CO PLC

DIRECTORS:

M Howson-Green
G G White

R J Nicklinson
I M Palmer

D J Pateman
M D Herbert

REPORT OF THE DIRECTORS

FOR THE YEAR ENDED 31ST JANUARY 2002

The directors have pleasure in presenting their Report and Financial Statements for the year ended 31st January 2002.

Trading result and dividend

The profit for the year after taxation amounts to £148,682 (2001: £103,144). The directors propose a final dividend of £80,000.

Activities and business review

The principal activity is the operation of Depots and Vehicles for Export Packing, Overseas Shipping, Industrial Storage, Warehousing, Household, Office, Industrial Removals and Haulage.

During the year the company opened an additional depot at Telford and it is hoped to open a further new depot in Yorkshire early in 2003.

Parent company

The company is wholly owned by Whitport Plc, its ultimate Parent Company, both companies being incorporated in England and Wales.

Directors interests

None of the directors listed above are beneficially interested in the shares of the company.

M Howson-Green and R J Nicklinson are directors of the holding company and their interests in the shares of that company are accordingly disclosed in the financial statements of Whitport Plc.

Statement of directors' responsibilities in respect of the financial statements

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 year. In preparing the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departure disclosed and explained in the financial statements; and
- 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 which 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.

Auditors

The Auditors have indicated their willingness to continue in office and a resolution will be proposed at the Annual General Meeting re-appointing them, and fixing their remuneration.

Creditors payment policy

Payment terms are agreed with each supplier and every endeavour is made to adhere to them. During the year ended 31st January 2002 the company's average credit age was 34 days.

WHITE & CO PLC

REPORT OF THE DIRECTORS

FOR THE YEAR ENDED 31ST JANUARY 2002

Personnel

The company is committed to the training and development of all employees and to a policy of internal promotion.

In considering applications for employment from disabled people the company seeks to ensure that fair consideration is given to the abilities and aptitudes of the applicant while having regard to the requirements of the job for which he or she has applied.

Employees who become unable to carry out the job for which they are employed are given individual consideration and depending on the nature, severity and duration of the disability may be considered for alternative work.

Health and Safety precautions are kept under constant review with the aim of maintaining the highest standards.

The company is committed to a policy of developing employee involvement and awareness on matters of concern to all employees throughout the Group. Staff involvement will continue to be carried out at a local level both on a formal and informal basis.

Company status

The company is a Close Company.

BY ORDER OF THE BOARD



D A HOARE

Secretary

**Charter Court
Third Avenue
Southampton**

Date: 16 May 2002

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF

WHITE & CO PLC

We have audited the financial statements of White & Co Plc which comprise the Profit and Loss Account, the Statement of Total Recognised Gains and Losses, the Balance Sheet and the related notes. The financial statements have been prepared under the historical cost convention and the accounting policies set out therein.

Respective responsibilities of directors and auditors

As described in the Statement of Directors' Responsibilities the company's directors are responsible for the preparation of the financial statements in accordance with applicable law and United Kingdom Accounting Standards.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the Directors' Report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the company is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of opinion

We conducted our audit in accordance with United Kingdom 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 at 31st January 2002 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



WESTLAKE CLARK

Chartered Accountants and Registered Auditors

NEW MILTON

Hampshire

Date: 17th June 2002

WHITE & CO PLC**PROFIT AND LOSS ACCOUNT****FOR THE YEAR ENDED 31ST JANUARY 2002**

<u>Note</u>		£	2001 £
1	Turnover	16,410,650	16,001,352
	<i>Cost of sales</i>	<u>15,061,016</u>	<u>14,973,017</u>
	Gross profit	1,349,634	1,028,335
	<i>Administrative expenses</i>	<u>967,954</u>	<u>781,504</u>
		381,680	246,831
	<i>Other operating income - rents</i>	<u>-</u>	<u>692</u>
	Operating profit	381,680	247,523
	<i>Interest receivable</i>	<u>63</u>	<u>7,243</u>
		381,743	254,766
2	<i>Interest payable</i>	<u>129,078</u>	<u>128,148</u>
3	Profit on ordinary activities before taxation	252,665	126,618
5	<i>Taxation</i>	<u>103,983</u>	<u>23,474</u>
	Profit after taxation	148,682	103,144
	<i>Dividend</i>	<u>80,000</u>	<u>-</u>
13	Retained profit for year	<u>68,682</u>	<u>103,144</u>

The company had no recognised gains or losses other than the result for the year.

All the company's operations are classed as continuing.


WHITE & CO PLC

BALANCE SHEET

AS AT 31ST JANUARY 2002

<u>Note</u>		£	2001 £
	Fixed assets		
6	Tangible assets	3,180,542	3,435,092
8	Investments	<u>48,575</u>	<u>48,575</u>
		3,229,117	3,483,667
	Current assets		
9	Debtors	3,135,471	3,011,207
	Cash at bank and in hand	<u>351,759</u>	<u>45,774</u>
		<u>3,487,230</u>	<u>3,056,981</u>
	Current liabilities		
10	Creditors due within one year	<u>3,647,387</u>	<u>3,791,424</u>
	Net current liabilities	(<u>160,157</u>)	(<u>734,443</u>)
	Total assets less current liabilities	3,068,960	2,749,224
10	Creditors: due after more than one year	(1,302,427)	(1,051,373)
11	Provisions for liabilities and charges	<u>-</u>	<u>-</u>
	Net assets	<u>1,766,533</u>	<u>1,697,851</u>
	Capital and reserves		
12	Called up share capital	300,000	300,000
13	Other reserves	225,000	225,000
13	Profit and loss account	<u>1,241,533</u>	<u>1,172,851</u>
14	Equity Shareholders' Funds	<u>1,766,533</u>	<u>1,697,851</u>

Approved by the Board of Directors on 16 May 2002
and signed on its behalf by:


M Howson-Green - Director

WHITE & CO PLC

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST JANUARY 2002

1 Accounting policies

Basis of accounting

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

Turnover

The turnover of the company comprises the gross revenue, exclusive of Value Added Tax.

Depreciation

Depreciation is provided on all tangible fixed assets with the exception of land. The depreciation is on a consistent basis, at rates calculated to write off the cost of each asset evenly over its expected useful life, as follows:

Freehold buildings	- over 50 years
Short leasehold buildings	- over the period of the lease
Motor vehicles	- over 3 to 7 years
Plant	- over 3 to 12 years

Deferred taxation

Provision is made, on the liability method, for taxation deferred by capital allowances and other timing differences between the incidence of income and expenditure for tax and accounting purposes.

Leasing and hire purchase commitments

- (i) Rentals payable under operating leases are charged to income as incurred.
- (ii) The asset and related liability in respect of Hire Purchase commitments are recorded in the Balance Sheet at the inception of the agreement. Instalments are apportioned between finance charges and reductions of the appropriate liability.

Pensions

The company operates defined contribution pension schemes. Payments are charged to revenue as incurred.

Cash Flow Statement

The company has taken advantage of the exemption in Financial Reporting Standard No. 1 allowing it not to prepare a cash flow statement on the grounds that it is a wholly owned subsidiary.

2 Interest payable	2002 £	2001 £
On bank overdrafts and other loans repayable within 5 years, not by instalments	31,942	15,563
Hire purchase repayable within 5 years by instalments	<u>97,136</u>	<u>112,585</u>
	<u>129,078</u>	<u>128,148</u>

WHITE & CO PLC

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST JANUARY 2002

3	Profit on ordinary activities before taxation	2002	2001
	is stated after charging:	£	£
	Depreciation of tangible fixed assets	865,082	936,651
	Auditors remuneration	18,336	17,097
	Operating lease rentals - land and buildings	<u>221,300</u>	<u>230,310</u>
4	Employees	£	£
	Staff costs		
	Wages and salaries	5,824,935	5,837,291
	Social security costs	477,295	494,197
	Other pension costs	<u>130,218</u>	<u>63,648</u>
		<u>6,432,448</u>	<u>6,395,136</u>
	The average number of persons employed by the Company during the year was	<u>404</u>	<u>420</u>
	Directors' remuneration (including performance related and deferred bonuses)	£	£
	Staff costs include the following remuneration in respect of the directors:		
	Fees	12,000	12,000
	Remuneration currently payable	174,574	164,564
	Pension scheme contributions	8,680	13,938
	Deferred bonus scheme	<u>5,636</u>	<u>-</u>
		<u>200,890</u>	<u>190,502</u>
	Retirement benefits are accruing under money purchase schemes for five directors as at 31st January 2002 (2001: Five).		
5	Taxation	£	£
	UK Corporation tax at 30 % (2001: 27%):		
	Current	112,000	32,500
	Overprovision in respect of prior years	<u>(8,017)</u>	<u>(9,026)</u>
		<u>103,983</u>	<u>23,474</u>
	Current tax reconciliation	£	£
	Profit on ordinary activities before taxation	<u>252,665</u>	<u>126,618</u>
	Tax charge at UK corporation tax rate 30% (2001: 30%)	75,800	37,985
	Depreciation on properties	3,122	3,116
	Depreciation in excess of capital allowances	1,599	-
	Accelerated capital allowances	-	(3,666)
	Expenses not deductible for tax purposes	29,763	(2,781)
	Small companies relief	-	(3,362)
	Other	1,716	1,208
	Adjustments in respect of prior years	<u>(8,017)</u>	<u>(9,026)</u>
		<u>103,983</u>	<u>23,474</u>

WHITE & CO PLC

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST JANUARY 2002

6	Tangible fixed assets	Freehold Property £	Short Leasehold Property £	Motor Vehicles £	Plant £	Total £
	Cost					
	At 1st February 2001	367,517	57,363	6,512,554	723,242	7,660,676
	Additions	2,820	-	612,514	64,919	680,253
	Disposals	-	-	(404,143)	(20,090)	(424,233)
	At 31st January 2002	<u>370,337</u>	<u>57,363</u>	<u>6,720,925</u>	<u>768,071</u>	<u>7,916,696</u>
	Depreciation					
	At 1st February 2001	6,684	32,005	3,825,585	361,310	4,225,584
	Charge for year	5,368	5,038	775,023	79,653	865,082
	Adjustment on disposals	-	-	(334,422)	(20,090)	(354,512)
	At 31st January 2002	<u>12,052</u>	<u>37,043</u>	<u>4,266,186</u>	<u>420,873</u>	<u>4,736,154</u>
	Net book value					
	At 31st January 2002	<u>358,285</u>	<u>20,320</u>	<u>2,454,739</u>	<u>347,198</u>	<u>3,180,542</u>
	At 31st January 2001	<u>360,833</u>	<u>25,358</u>	<u>2,686,969</u>	<u>361,932</u>	<u>3,435,092</u>

The net book value of motor vehicles includes £1,468,904 (2001: £1,872,758) in respect of vehicles being acquired under hire purchase contracts and depreciation thereon for the year amounted to £403,854 (2001: £385,229).

Freehold property includes land of £100,000 which is not depreciated.

7	Capital commitments	2002 £	2001 £
	Authorised and contracted for	<u>232,000</u>	<u>25,000</u>
8	Fixed asset investments	£	£
	Shares in subsidiary undertakings at cost At 1 February 2001 and 31st January 2002	<u>48,575</u>	<u>48,575</u>

Subsidiary undertakings

Lawrence & Hall Limited
White Van Lines Limited
W Upton & Sons Limited

The above subsidiaries, which are incorporated in England and Wales, are wholly owned. All the shares are Ordinary Shares.

All subsidiaries are involved in the transport industry.

No consolidated financial statements are prepared as the company is itself a wholly owned subsidiary of Whitport Plc, which prepares group accounts.

WHITE & CO PLC

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST JANUARY 2002

9	Debtors	2002 £	2001 £
	Amounts falling due within one year:		
	Trade debtors	1,669,053	1,919,794
	Amount owed by parent company	839,143	490,283
	Amount owed by Fellow Subsidiary Undertakings	241,677	247,988
	Corporation tax	4,731	28,901
	Prepayments and accrued income	380,867	324,241
		<u>3,135,471</u>	<u>3,011,207</u>
10	Creditors	£	£
	Amounts falling due within one year:		
	Bank overdraft	-	856,491
	Current instalments due on hire purchase	548,946	509,421
	Trade creditors	876,010	790,805
	Amount owed to Subsidiary Undertakings	48,575	48,575
	Corporation tax	96,691	16,760
	Other taxation and social security	699,634	621,064
	Dividend	80,000	-
	Accruals and deferred income	1,297,531	948,308
		<u>3,647,387</u>	<u>3,791,424</u>
	Bank borrowing is secured by a charge on debtors and a guarantee from the parent company.		
	Amounts falling due after more than one year		
	Amount owed to parent company	800,000	-
	Instalments due on hire purchase	502,427	1,051,373
		<u>1,302,427</u>	<u>1,051,373</u>
11	Provisions for liabilities and charges	£	£
	Deferred taxation		
	Excess capital allowances	42,200	43,800
	Short term timing differences	(42,200)	(43,800)
		<u>-</u>	<u>-</u>
12	Called up share capital	£	£
	Authorised – ordinary shares of £1 each	500,000	500,000
	Allotted, called up and fully paid	300,000	300,000

WHITE & CO PLC

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST JANUARY 2002

13 Reserves

	<u>Asset replacement reserve</u> £	<u>Profit and loss</u> £
At 1 February 2001	225,000	1,172,851
Profit for year	-	68,682
At 31st January 2002	<u>225,000</u>	<u>1,241,533</u>

14 Reconciliation of movements in shareholders' funds

	2002 £	2001 £
Profit for the year	148,682	103,144
Dividend	<u>80,000</u>	-
Increase in Shareholders' funds	68,682	103,144
Opening Shareholders' funds	<u>1,697,851</u>	<u>1,594,707</u>
Closing Shareholders' funds	<u>1,766,533</u>	<u>1,697,851</u>

15 Pension commitments

The company operates defined contribution pension schemes. The assets of the schemes are held separately from those of the Company in independently administered funds. The pension cost charge represents contributions by the Company to the funds and amounted to £126,154 (2001: £57,804).

The company also pays voluntary pensions to certain former employees and employees dependents amounting to £4,100 per annum.

16 Contingent Liabilities

The company has guaranteed the bank overdraft of its parent company amounting to £803,238 (2001: £399,346).

WHITE & CO PLC

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST JANUARY 2002

17	Leasing and hire purchase commitments	2002 £	2001 £
	At 31st January 2002 obligations were as follows:		
	Hire Purchase		
	Payments due within one year	606,557	606,557
	Payments due from one to five years	<u>524,173</u>	<u>1,066,802</u>
		1,130,730	1,673,359
	Less Finance charges included above	<u>79,357</u>	<u>112,565</u>
		<u>1,051,373</u>	<u>1,560,794</u>
	Shown in Balance Sheet		
	Creditors due within one year	548,946	509,421
	Creditors due after one year	<u>502,427</u>	<u>1,051,373</u>
	Obligations under hire purchase are secured on the assets concerned		
	Operating Leases - Land and Buildings		
	Annual Rental on leases expiring:		
	Within two to five years	118,404	113,500
	After five years	<u>111,643</u>	<u>107,810</u>
		<u>230,047</u>	<u>221,310</u>

18 Ultimate parent company

The company is a wholly owned subsidiary of Whitport Plc, a company registered in England and Wales.

19 Related party transactions

The company has taken advantage of the exemptions contained in Financial Reporting Standard 8. The company has not disclosed transactions with other group companies on the grounds that it is a wholly owned subsidiary and the group consolidated accounts are publicly available.