

WHITE & CO PLC
FINANCIAL STATEMENTS
FOR THE YEAR ENDED
31ST JANUARY 2004



WHITE & CO PLC

DIRECTORS: M Howson-Green I M Palmer R J Nicklinson D J Pateman
G G White M D Herbert D A Hoare

REPORT OF THE DIRECTORS

FOR THE YEAR ENDED 31ST JANUARY 2004

The directors have pleasure in presenting their Report and Financial Statements for the year ended 31st January 2004.

Trading result and dividend

The profit for the year after taxation amounts to £216,560 (2003: £118,273). The directors propose a final dividend of £100,000.

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.

The new depot in Yorkshire is now in full operation, as is the extension to the Forres depot which was completed in July 2003. Since the end of the year a business in Bedford has been acquired.

Parent company

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

Directors interests

M Howson-Green, R J Nicklinson and D A Hoare 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. At 31st January 2004 the remaining directors each held 2,500 (2003: 2,500) ordinary shares in 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 2004 the company's average credit age was 41 days.

WHITE & CO PLC

REPORT OF THE DIRECTORS

FOR THE YEAR ENDED 31ST JANUARY 2004

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

Date: 19 May 2004

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF

WHITE & CO PLC

We have audited the financial statements of White & Co Plc for the year ended 31 January 2004, which comprise the Profit and Loss Account, the Balance Sheet and the related notes. These financial statements have been prepared under the historical cost convention and the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

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 2004 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Westlake Clark

WESTLAKE CLARK

Registered Auditors and Chartered Accountants

**1 Ashley Road
New Milton
Hampshire
BH25 6BA**

Date: 7 June 2004

WHITE & CO PLC

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31ST JANUARY 2004

		2003	
		£	£
1	Turnover	16,322,645	15,933,177
	Cost of sales	<u>14,938,792</u>	<u>14,697,782</u>
	Gross profit	1,383,853	1,235,395
	Administrative expenses	<u>1,007,000</u>	<u>988,350</u>
	Operating Profit	376,853	247,045
	Interest receivable	<u>1,617</u>	<u>16,601</u>
		378,470	263,646
2	Interest payable	<u>72,273</u>	<u>59,543</u>
3	Profit on ordinary activities before taxation	306,197	204,103
5	Taxation	<u>89,637</u>	<u>85,830</u>
	Profit after taxation	216,560	118,273
	Dividend	<u>100,000</u>	<u>40,000</u>
13	Retained profit for year	<u>116,560</u>	<u>78,273</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.

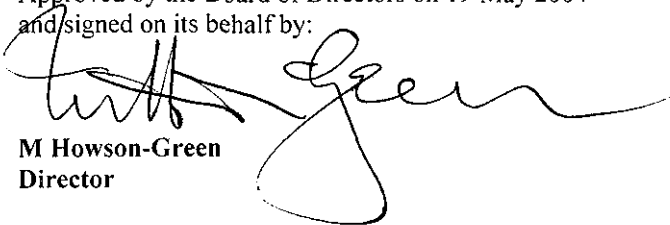
WHITE & CO PLC

BALANCE SHEET

AS AT 31ST JANUARY 2004

<u>Note</u>		£	2003 £
	Fixed assets		
6	Tangible assets	3,498,156	3,537,096
8	Investments	<u>48,575</u>	<u>48,575</u>
		3,546,731	3,585,671
	Current assets		
9	Debtors	4,395,199	4,685,907
	Cash at bank and in hand	<u>42,800</u>	<u>41,345</u>
		<u>4,437,999</u>	<u>4,727,252</u>
	Current liabilities		
10	Creditors due within one year	<u>3,773,487</u>	<u>4,573,823</u>
	Net current Assets	<u>664,512</u>	<u>153,429</u>
	Total assets less current liabilities	4,211,243	3,739,100
10	Creditors: due after more than one year	(2,249,877)	(1,894,294)
11	Provisions for liabilities and charges	<u>-</u>	<u>-</u>
	Net assets	<u>1,961,366</u>	<u>1,844,806</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>1,436,366</u>	<u>1,319,806</u>
14	Equity Shareholders' Funds	<u>1,961,366</u>	<u>1,844,806</u>

Approved by the Board of Directors on 19 May 2004
and signed on its behalf by:


M Howson-Green
Director

WHITE & CO PLC

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST JANUARY 2004

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	2004 £	2003 £
On bank overdrafts and other loans repayable within 5 years, not by instalments	26,950	1,932
Hire purchase repayable within 5 years by instalments	45,323	57,611
	<u>72,273</u>	<u>59,543</u>

WHITE & CO PLC

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST JANUARY 2004

3	Profit on ordinary activities before taxation	2004	2003
	is stated after charging:	£	£
	Depreciation of tangible fixed assets	993,117	969,339
	Auditors remuneration	18,357	18,286
	Operating lease rentals - land and buildings	<u>336,236</u>	<u>312,209</u>
4	Employees	£	£
	Staff costs:		
	Wages and salaries	6,175,459	6,179,317
	Social security costs	569,808	510,086
	Other pension costs	<u>190,613</u>	<u>230,891</u>
		<u>6,935,880</u>	<u>6,920,294</u>
	The average number of persons employed by the Company during the year was	<u>433</u>	<u>424</u>
	Directors' remuneration (including performance related and deferred bonuses)		
		£	£
	Staff costs include the following remuneration in respect of the directors:		
	Fees	14,000	13,000
	Remuneration currently payable	217,591	185,617
	Pension scheme contributions	9,320	12,165
	Deferred bonus scheme	<u>16,620</u>	<u>8,892</u>
		<u>257,531</u>	<u>219,674</u>
	The amount in respect of the highest paid director is as follows:	£	£
	Remuneration	68,568	49,256
	Pension Scheme contributions	<u>2,330</u>	<u>5,285</u>
		<u>70,898</u>	<u>54,541</u>
	Retirement benefits are accruing under money purchase schemes for four directors as at 31st January 2004 (2003: four).		
5	Taxation	£	£
	UK Corporation tax at 30 % (2003: 30%):		
	Current	92,000	89,000
	Overprovision in respect of prior years	<u>(2,363)</u>	<u>(3,170)</u>
		<u>89,637</u>	<u>85,830</u>
	Current tax reconciliation		
	Profit on ordinary activities before taxation	<u>306,197</u>	<u>204,103</u>
	Tax charge at UK corporation tax rate 30% (2003: 30%)	91,859	61,231
	Depreciation on properties	3,136	3,134
	Depreciation in excess of capital allowances	9,873	-
	Accelerated capital allowances	-	(211)
	Expenses not deductible for tax purposes	(14,031)	22,847
	Other	1,163	1,999
	Adjustments in respect of prior years	<u>(2,363)</u>	<u>(3,170)</u>
		<u>89,637</u>	<u>85,830</u>

WHITE & CO PLC

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST JANUARY 2004

6	Tangible fixed assets	Freehold Property £	Short Leasehold Property £	Motor Vehicles £	Plant £	Total £
	Cost					
	At 1st February 2003	370,337	57,363	7,322,685	850,196	8,600,581
	Additions	-	-	895,113	81,406	976,519
	Group transfer	-	-	-	24,038	24,038
	Disposals	-	-	(705,168)	(12,826)	(717,994)
	At 31st January 2004	<u>370,337</u>	<u>57,363</u>	<u>7,512,630</u>	<u>942,814</u>	<u>8,883,144</u>
	Depreciation					
	At 1st February 2003	17,459	42,081	4,531,543	472,402	5,063,485
	Charge for year	5,417	5,038	891,729	90,933	993,117
	Group Transfer	-	-	-	1,002	1,002
	Adjustment on disposals	-	-	(661,647)	(10,969)	(672,616)
	At 31st January 2004	<u>22,876</u>	<u>47,119</u>	<u>4,761,625</u>	<u>553,368</u>	<u>5,384,988</u>
	Net book value					
	At 31st January 2004	<u>347,461</u>	<u>10,244</u>	<u>2,751,005</u>	<u>389,446</u>	<u>3,498,156</u>
	At 31st January 2003	<u>352,878</u>	<u>15,282</u>	<u>2,791,142</u>	<u>377,794</u>	<u>3,537,096</u>

The net book value of motor vehicles includes £1,639,771 (2003: £1,065,050) in respect of vehicles being acquired under hire purchase contracts and depreciation thereon for the year amounted to £536,997 (2003: £403,854).

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

7	Capital commitments	2004 £	2003 £
	Authorised and contracted for	<u>541,000</u>	<u>Nil</u>

8	Fixed asset investments	£	£
	Shares in subsidiary undertakings at cost		
	At 1 February 2003 and 31st January 2004	<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 2004

9	Debtors	2004 £	2003 £
	Amounts falling due within one year:		
	Trade debtors	1,593,543	2,026,274
	Amount owed by parent company	1,842,121	1,793,260
	Amount owed by Fellow Subsidiary Undertakings	495,615	444,681
	Corporation tax	8,371	-
	Prepayments and accrued income	455,549	421,692
		<u>4,395,199</u>	<u>4,685,907</u>
10	Creditors	£	£
	Amounts falling due within one year:		
	Bank overdraft	196,190	1,386,889
	Current instalments due on hire purchase	257,338	423,136
	Trade creditors	1,044,229	844,015
	Amount owed to Subsidiary Undertakings	48,575	48,575
	Corporation tax	28,383	32,345
	Other taxation and social security	785,699	716,952
	Dividend	100,000	40,000
	Accruals and deferred income	1,313,073	1,081,911
		<u>3,773,487</u>	<u>4,573,823</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	1,600,000	1,600,000
	Instalments due on hire purchase	486,968	79,291
	Accruals and deferred income	162,909	215,003
		<u>2,249,877</u>	<u>1,894,294</u>
11	Provisions for liabilities and charges	£	£
	Deferred taxation		
	Excess capital allowances	34,000	42,400
	Short term timing differences	(34,000)	(42,400)
		<u>-</u>	<u>-</u>
12	Called up share capital	£	£
	Authorised – ordinary shares of £1 each	<u>500,000</u>	<u>500,000</u>
	Allotted, called up and fully paid	<u>300,000</u>	<u>300,000</u>

WHITE & CO PLC

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST JANUARY 2004

13	Reserves	<u>Asset</u>	<u>Profit</u>
		<u>replacement</u> <u>reserve</u> £	<u>and loss</u> £
	At 1 February 2003	225,000	1,319,806
	Profit for year	-	116,560
	At 31st January 2004	225,000	1,436,366
14	Reconciliation of movements in shareholders' funds	2004	2003
		£	£
	Profit for the year	216,560	118,273
	Dividend	100,000	40,000
	Increase in Shareholders' funds	116,560	78,273
	Opening Shareholders' funds	1,844,806	1,766,533
	Closing Shareholders' funds	1,961,366	1,844,806

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 £189,732 (2003: £176,319).

The company also pays voluntary pensions to certain former employees and employees' dependents amounting to £650 per annum.

16 Contingent Liabilities

The company has guaranteed the bank overdraft of its parent company amounting to £Nil (2003: £935,707).

WHITE & CO PLC

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST JANUARY 2004

17	Leasing and hire purchase commitments	2004	2003
		£	£
	At 31st January 2004 obligations were as follows:		
	Hire Purchase		
	Payable within one year	257,338	423,136
	Payable between two and five years	<u>486,968</u>	<u>79,291</u>
		<u>744,306</u>	<u>502,427</u>
	Obligations under hire purchase are secured on the assets concerned		
	Operating Leases - Land and Buildings		
	Annual Rental on leases expiring:		
	Within one year	-	12,751
	Between two and five years	114,700	67,200
	After five years	<u>215,785</u>	<u>263,285</u>
		<u>330,485</u>	<u>343,236</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.