

F F ALLSOPP & CO LIMITED

ANNUAL REPORT

YEAR ENDED 31 DECEMBER 1994

Registered Number 146681



F F ALLSOPP & CO LIMITED
ANNUAL REPORT
YEAR ENDED 31 DECEMBER 1994

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F F ALLSOPP & CO LIMITED

DIRECTORS' REPORT

The directors present their annual report together with the financial statements for the year ended 31 December 1994.

RESULTS AND DIVIDENDS

The profit for the financial year after tax amounted to £39,653.

The directors recommend the payment of a dividend of £14,281 and recommend the balance of retained profits totalling £25,372 be transferred to reserves.

REVIEW OF THE BUSINESS

The principal activity of the company is that of bookbinders and print finishers.

DIRECTORS

The directors at 31 December 1994 and their interests in the share capital of the parent company, Tempmark Limited, were as follows:

	<u>1994</u>		<u>1993</u>	
	<u>Number of shares</u>		<u>Number of shares</u>	
		<u>'B'</u>		<u>'B'</u>
	<u>Ordinary</u>	<u>Redeemable Preference</u>	<u>Ordinary</u>	<u>Redeemable preference</u>
J Loach	-	1,167	-	1,167
R J Loach	15,050	-	7,550	-
G T Hillyard	50	-	50	-

FIXED ASSETS

Changes in fixed assets are shown in Note 9 to the accounts.

LAND AND BUILDINGS

The directors are of the opinion that the market value of the company's freehold property is substantially in excess of the valuation in the balance sheet but, in the absence of a reliable valuation, the amount of the excess is not quantified.

AUDITORS

The auditors Pannell Kerr Forster, Chartered Accountants, have signified their willingness to continue in office. A resolution to reappoint them will be proposed at the annual general meeting.

By order of the board

M. Loach

MRS B M LOACH
SECRETARY
Registered Office
Union Road
Nottingham

F F ALLSOPP & CO LIMITED
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 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;
- 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 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' REPORT TO THE SHAREHOLDERS OF
F F ALLSOPP & CO LIMITED**

We have audited the financial statements on pages 4 to 12 which have been prepared under the accounting policies set out on page 6.

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS

As described on page 2 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.

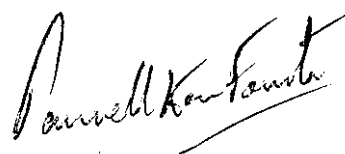
BASIS OF OPINION

We conducted our audit in accordance with Auditing Standards. 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 affairs of the company as at 31 December 1994 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



PANNELL KERR FORSTER
Chartered Accountants
Registered Auditors

Nottingham
19 May 1995

F F ALLSOPP & CO LIMITED
PROFIT AND LOSS ACCOUNT
YEAR ENDED 31 DECEMBER 1994

	Notes	<u>1994</u> £	<u>1993</u> £
TURNOVER		1,817,206	1,797,404
COST OF SALES		<u>1,156,589</u>	<u>1,140,019</u>
GROSS PROFIT		660,617	657,385
NET OPERATING EXPENSES		<u>578,154</u>	<u>591,931</u>
OPERATING PROFIT	2	82,463	65,454
OTHER INTEREST RECEIVABLE AND SIMILAR INCOME		6,038	(1,345)
INTEREST PAYABLE AND SIMILAR CHARGES	5	<u>(27,425)</u>	<u>(23,942)</u>
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	6	61,076	40,167
TAX ON PROFIT ON ORDINARY ACTIVITIES	7	<u>21,423</u>	<u>3,090</u>
PROFIT FOR THE FINANCIAL YEAR		39,653	37,077
DIVIDENDS	8	<u>14,281</u>	<u>12,699</u>
RETAINED PROFIT FOR THE YEAR	15	<u><u>25,372</u></u>	<u><u>24,378</u></u>

The profit for the financial year reflects the total of all recognised gains and losses in the year. All amounts arise from continuing activities.

F F ALLSOPP & CO LIMITED
BALANCE SHEET
31 DECEMBER 1994

	<u>Notes</u>	<u>1994</u>	<u>1993</u>
		£	£
FIXED ASSETS			
Tangible assets	9	537,546	469,555
CURRENT ASSETS			
Stocks	10	64,095	38,254
Debtors	11	449,118	577,996
Cash at bank and in hand		<u>72,804</u>	<u>750</u>
		586,017	617,000
CREDITORS			
Amounts falling due within one year	12	<u>481,721</u>	<u>520,919</u>
NET CURRENT ASSETS		<u>104,296</u>	<u>96,081</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		641,842	565,636
CREDITORS			
Amounts falling due after more than one year	12	170,969	120,135
PROVISIONS FOR LIABILITIES AND CHARGES	13	<u>40,500</u>	<u>40,500</u>
NET ASSETS		<u>211,469</u> <u>430,373</u>	<u>160,635</u> <u>405,001</u>
CAPITAL AND RESERVES			
Called up share capital	14	7,358	7,358
Share premium account	15	15,017	15,017
Revaluation reserve	15	38,144	38,144
Profit and loss account	15	<u>369,854</u>	<u>344,482</u>
EQUITY SHAREHOLDERS' FUNDS	16	<u>430,373</u>	<u>405,001</u>

Approved by the board on 1st MAY 1995


G T HILLYARD

DIRECTORS


R J LOACH

F F ALLSOPP & CO LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 1994

1 ACCOUNTING POLICIES

The following accounting policies have been used consistently in dealing with items which are considered material to the company's affairs.

(a) Accounting convention

The financial statements set out on pages 4 to 12 are prepared under the historical cost convention as modified by the revaluation of certain tangible fixed assets.

(b) Depreciation

Freehold land is not depreciated. Other tangible fixed assets are written off over their estimated useful lives on a straight line basis at the following annual rates:

Plant and equipment	7% to 25%
Motor vehicles	25%

(c) Turnover

Turnover represents invoiced sales less allowances, trade discounts and value added tax.

(d) Finance and operating leases

Assets acquired under finance leases are treated as tangible fixed assets and depreciation is provided accordingly. The present value of future rentals is shown as a liability and the interest element of rental obligations is charged to the profit and loss account over the period of the lease in proportion to the capital balance outstanding.

(e) Stocks and work in progress

Stocks are stated at the lower of cost and net realisable value. For raw materials and consumables cost is determined on a first in first out basis. For work in progress, cost is determined using the average basis and consists of material and direct labour costs, together with an appropriate proportion of overheads.

Net realisable value is based on estimated selling price allowing for all further costs of completion and disposal.

(f) Deferred taxation

Provision is made for deferred tax using the liability method to the extent that it is probable that a liability will crystallise in the foreseeable future.

2 OPERATING PROFIT

	<u>1994</u>	<u>1993</u>
	Total	Total
	£	£
Turnover	1,817,206	1,797,404
Cost of Sales	<u>1,156,589</u>	<u>1,140,019</u>
Gross Profit	660,617	657,385
Distribution costs	223,407	257,202
Administrative expenses	354,747	334,729
Operating profit	<u><u>82,463</u></u>	<u><u>65,454</u></u>

F F ALLSOPP & CO LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 1994

3 STAFF PARTICULARS

Staff costs comprised:	<u>1994</u>	<u>1993</u>
	£	£
Wages and salaries	933,543	876,480
Social Security costs	71,784	66,643
Other pension costs	38,728	33,911
	<u>1,044,055</u>	<u>977,034</u>

The average weekly number of persons employed during the year was made up as follows:

	<u>1994</u>	<u>1993</u>
	£	£
Factory	57	52
Administration	15	14
	<u>72</u>	<u>66</u>

4 DIRECTOR'S REMUNERATION

The aggregate amount of directors' emoluments comprised:	<u>1994</u>	<u>1993</u>
	£	£
Fees and salaries	76,112	81,819
Pension contributions	13,237	11,018
	<u>89,349</u>	<u>92,837</u>

Emoluments (excluding pension contributions) included the following:

	<u>1994</u>	<u>1993</u>
	£	£
Chairman	5,000	17,804
Highest paid director	<u>38,151</u>	<u>34,041</u>

The emoluments of the other directors (excluding pension contributions) fell in the following ranges:

	<u>1994</u>	<u>1993</u>
	Number of directors	Number of directors
£25,001 - £30,000	-	1
£30,001 - £35,000	1	-
	<u>1</u>	<u>1</u>

5 INTEREST PAYABLE AND SIMILAR CHARGES

Interest payable and similar charges comprised:	<u>1994</u>	<u>1993</u>
	£	£
On bank borrowings repayable within five years	1,481	9,017
On hire purchase obligations payable within five years	17,944	14,925
Other interest charges	8,000	-
	<u>27,425</u>	<u>23,942</u>

F F ALLSOPP & CO LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 1994

6 PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

Profit on ordinary activities before taxation is stated after charging the following:

	<u>1994</u>	<u>1993</u>
	£	£
Depreciation - on leased assets (Note 9)	47,170	53,870
- on other assets	47,866	44,705
Auditor's remuneration - audit fee	3,500	3,500
(Profit)/loss on disposal of fixed assets	(18,906)	520
Hire of equipment	658	1,120
Staff costs (Note 3)	1,044,055	977,034
	<u> </u>	<u> </u>

7 TAX ON PROFIT ON ORDINARY ACTIVITIES

The tax charge for the year represented :

	<u>1994</u>	<u>1993</u>
	£	£
Corporation tax on the profit for the year at 25% (1993 25%)	21,000	5,300
Deferred taxation	-	-
Adjustments in respect of previous years	423	(2,210)
	<u>21,423</u>	<u>3,090</u>

8 DIVIDENDS

	<u>1994</u>	<u>1993</u>
	£	£
Final dividend proposed	<u>14,281</u>	<u>12,699</u>

F F ALLSOPP & CO LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 1994

9 FIXED ASSETS - TANGIBLE

The movement on these accounts during the year was as follows:

	Freehold land & buildings £	Plant and equipment and vehicles £	Total £
Cost or valuation			
At 1 January 1994	25,000	1,061,742	1,086,742
Additions	-	173,435	173,435
Disposals	-	(58,369)	(58,369)
At 31 December 1994	<u>25,000</u>	<u>1,176,808</u>	<u>1,201,808</u>
Accumulated depreciation			
At 1 January 1994	-	617,187	617,187
Charge	-	95,036	95,036
Disposals	-	(47,961)	(47,961)
At 31 December 1994	<u>-</u>	<u>664,262</u>	<u>664,262</u>
Net book amount			
At 31 December 1994	<u>25,000</u>	<u>512,546</u>	<u>537,546</u>
At 1 January 1994	<u>25,000</u>	<u>444,555</u>	<u>469,555</u>

The net book amount of plant and equipment included £361,541 (1993 - £317,263) in respect of assets held under finance leases. Depreciation charged in the year on those assets amounted to £47,170 (1993 - £53,870).

On 31 December 1993 the directors valued the freehold land and buildings in the sum of £25,000. This is based on an open market value with a sitting tenant. The original cost of this property was £9,983.

During the year the company entered into finance lease arrangements in respect of assets with a total capital value at the inception of the lease of £158,109 (1993 : £26,692)

10 STOCKS

Stocks comprised:

	1994	1993
	£	£
Raw materials and consumables	29,126	34,120
Work in progress	<u>34,969</u>	<u>4,134</u>
	<u>64,095</u>	<u>38,254</u>

F F ALLSOPP & CO LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 1994

11 DEBTORS

Debtors comprised:	<u>1994</u>	<u>1993</u>
	£	£
Trade debtors	392,256	534,405
Amounts due from group companies	9,602	8,680
Other debtors	6,363	6,049
Prepayments and accrued income	40,897	28,862
	<u>449,118</u>	<u>577,996</u>

12 CREDITORS

Amounts falling due within one year

Creditors comprised:	<u>1994</u>	<u>1993</u>
	£	£
Bank loan and overdraft	-	59,598
Obligations under lease and hire purchase contracts	78,306	78,369
Trade creditors	101,809	180,047
Corporation tax	18,868	5,300
Other taxation and social security	48,983	57,530
Unsecured loan stock	2,000	2,000
Proposed dividends	14,281	12,699
Accruals and deferred income	217,474	125,376
	<u>481,721</u>	<u>520,919</u>

Amounts falling due after more than one year

Creditors comprised:	<u>1994</u>	<u>1993</u>
	£	£
Obligations under lease and hire purchase contracts	158,182	109,348
Unsecured loan stock	12,787	10,787
	<u>170,969</u>	<u>120,135</u>

Unsecured loan stock is £50,000 loan stock issued on 31 December 1980 repayable at par not later than 30 June 2006. No interest is payable thereon.

F F ALLSOPP & CO LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 1994

13 PROVISIONS FOR LIABILITIES AND CHARGES

Deferred taxation provision and potential liability comprises:

	<u>1994</u>		<u>1993</u>
	<u>Provision</u>	<u>Not provided</u>	<u>Provision</u>
	£	£	£
Accelerated capital allowances in	40,500	-	40,500
	<u>40,500</u>	<u>-</u>	<u>40,500</u>

14 CALLED UP SHARE CAPITAL

There has been no change in share capital during the year.

	<u>Authorised</u>	<u>Allotted, issued and fully paid</u>
	£	£
728,614 Deferred ordinary shares of 1p each	7,286	7,286
271,386 Ordinary shares of 1p each	2,714	72
	<u>10,000</u>	<u>7,358</u>

15 RESERVES

The movement of reserves during the year was as follows:

	<u>Share premium account</u>	<u>Revaluation reserve</u>	<u>Profit and loss account</u>
	£	£	£
At 1 January 1994	15,017	38,144	344,482
Retained profit for the year	-	-	25,372
At 31 December 1994	<u>15,017</u>	<u>38,144</u>	<u>369,854</u>

F F ALLSOPP & CO LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 1994

16 EQUITY SHAREHOLDERS' FUNDS

The reconciliation of movements in shareholders' funds was as follows:

	<u>1994</u> £	<u>1993</u> £
Profit for the financial year	39,653	37,077
Dividends	<u>(14,281)</u>	<u>(12,699)</u>
	25,372	24,378
Balance at 1 January 1994	<u>405,001</u>	<u>380,623</u>
Balance at 31 December 1994	<u><u>430,373</u></u>	<u><u>405,001</u></u>

17 LEASE COMMITMENTS

1994
£

Finance leases

The company had obligations under leases net of finance charges at the balance sheet date as follows:

Payable within one year	78,306
Payable between two and five years	<u>158,180</u>
	<u><u>236,486</u></u>

18 ULTIMATE PARENT COMPANY

The company is a wholly owned subsidiary undertaking of Tempmark Limited, a company incorporated in the United Kingdom.

19 CASH FLOW STATEMENT

No cash flow statement has been prepared since the company is exempt from doing so by the provisions of FRS1 being a small company.

20 CAPITAL COMMITMENTS

	<u>1994</u> £	<u>1993</u> £
Contracted for	86,211	-
Authorised but not contracted for	<u>-</u>	<u>125,000</u>
	<u><u>86,211</u></u>	<u><u>125,000</u></u>

F F ALLSOPP & CO LIMITED
MANAGEMENT INFORMATION SCHEDULE A
YEAR ENDED 31 DECEMBER 1994

	<u>1994</u>	<u>1993</u>
	£	£
SALES	1,817,206	1,797,404
COST OF SALES		
Opening Stocks	38,254	38,359
Purchases	252,803	290,336
Wages and salaries	733,336	652,355
Rent and rates	40,779	40,970
Plant hire	658	1,120
Plant maintenance	60,326	44,469
Light, heat and water	32,438	32,099
Depreciation :		
Plant and equipment	80,999	78,045
(Profit) on disposal	(18,906)	520
	<u>1,220,687</u>	<u>1,178,273</u>
Less : Closing stocks	<u>(64,098)</u>	<u>(38,254)</u>
	<u>(1,156,589)</u>	<u>(1,140,019)</u>
GROSS PROFIT	660,617	657,385
DISTRIBUTION COSTS (See Schedule B)	(223,407)	(257,202)
ADMINISTRATIVE EXPENSES (See Schedule B)	<u>(354,747)</u>	<u>(334,729)</u>
	<u>(578,154)</u>	<u>(591,931)</u>
	82,463	65,454
OTHER INCOME		
Income received	38	(1,345)
Grants	6,000	-
OTHER EXPENSES		
Interest payable :		
Bank interest	(1,481)	(9,017)
Hire purchase interest	(17,944)	(14,925)
Other interest	<u>(8,000)</u>	<u>-</u>
	<u>(21,387)</u>	<u>(25,287)</u>
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	<u><u>61,076</u></u>	<u><u>40,167</u></u>

F F ALLSOPP & CO LIMITED
MANAGEMENT INFORMATION SCHEDULE B
YEAR ENDED 31 DECEMBER 1994

	<u>1994</u>	<u>1993</u>
	£	£
DISTRIBUTION COSTS		
Wages and salaries	75,510	80,837
Rent and rates	11,328	11,381
Insurance	18,446	16,181
Light, heat and water	3,816	3,776
Advertising	3,363	3,016
Motor expenses	13,963	12,970
Travelling and entertaining	5,278	8,861
Carriage outwards	80,393	80,180
Bad and doubtful debts	3,293	24,991
Depreciation : Motor vehicles	8,017	15,009
	<u>223,407</u>	<u>257,202</u>
ADMINISTRATIVE EXPENSES		
Rent and rates	24,531	4,552
Insurance	8,441	8,743
Light, heat and water	1,908	1,888
Wages and salaries	147,311	151,005
Directors' remuneration	76,112	81,819
Directors' pension scheme	13,237	11,018
Stationery and postage	14,333	14,401
Subscriptions and donations	4,636	4,682
Telephone	8,060	8,648
Welfare & Cleaning	12,450	12,779
Computer maintenance	3,481	5,330
Audit and accountancy	3,500	3,500
Legal and professional fees	8,154	5,893
Management charge	140	1,975
Bank charges	5,112	4,416
General expenses	5,133	3,548
Building repairs	12,188	5,011
Depreciation : Fixtures and fittings	6,020	5,521
	<u>354,747</u>	<u>334,729</u>