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FREDERICK PARKER LIMITED

DIRECTORS' REPORT AND ACCOUNTS
30 SEPTEMBER 1975

PRIC' WATERHOUSE & CO Chartered Accountants LEICESTER



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YEAR ENDED 30 SEPTEMBER 1975

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DIRECTORS' REPORT FOR THE YEAR ENDED 30 SEPTEMBER 1975

Directors

5

Permanent

FWH Parker

Chairman

AD Parker

KJ Parker

Managing Director

Ordinary

RJ Parker MAG Parker JC Parker

Secretary

A Argyle

Registered office

Viaduct Works, Canon Street, Leicester

Accounts

The results of the year's trading, the financial position of the company and the group, transfers to reserves and the dividends are as shown in the annexed accounts.

Following the practice adopted last year, the accounts include a summary of the results and financial position of the Group adjusted for the effects of inflation. This summary has been prepared in accordance with the Provisional Statement of Accounting Practice No 7.

Directorate

The present directors are shown above.

Mr MAG Parker retires by rotation and, being eligible, offers himself for re-election.

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DIRECTORS' REPORT (CONTINUED)

Directors' interests

The interests of the directors in the shares and debentures of Frederick Parker Limited and its subsidiary at 30 September 1975 were as follows, except as shown in brackets the same interests applied at 1 October 1974.

In Frederick Parker Limited

		Debentures		
	'A' Ordinary	'B' Ordinary	Preference	£
FWH Parker	3,750	53,833	31,916	32,347
AD Parker	28,666 (21,666)	29,833 (53,833)	17,166	32,347
KJ Parker	8,092 (14,592)	50,028	24,766	19,497
RJ Parker	22,952	12,410	33,122	-
MAG Parker	15,916 (24,916)	24,410 (12,410)	15,416	***
JC Parker	15,916 (24,916)	24,410 (12,410)	13,416 (15,416)	-

In Frederick Parker (Canada) Limited

Common shares with a par value of \$10 each

FWH Parker	230
AD Parker	250
KJ Parker	250

Principal activity

The principal activity of the group is the manufacture of equipment for the construction industry.

Fixed assets

The changes in fixed assets are set out in Note 7 of the accounts.

The directors consider that the market value of the land and buildings is in excess of the amount shown in the accounts but that as these assets are used in the company's business and no disposals are envisaged, the excess is not significant.

DIRECTORS' REPORT (CONTINUED)

Employees

The average number of employees of the company was 1,144 and their aggregate remuneration £3,307,301. This includes the amount due under the employees profit sharing scheme. Under this scheme sums in excess of £1 million have been paid to employees since its inception. In addition the company has paid £39,024 to the Pension Fund Trustees for its contributions on behalf of employees during the year.

Contributions for charitable purposes

Contributions made by the group amounted to £1,378.

Exports

Export sales amounted to £12,065,079.

Close company status

The company is a close company within the meaning of the Income and Corporation Taxes Act 1970. As such the company and its shareholders can be liable to taxation where there is a shortfall of distributions but the directors do not consider that any such liabilities will arise in respect of this year.

Auditors

Price Waterhouse & Co are willing to continue in office.

On Behalf of the Board

FWH PARKER

Chairman

27 February 1976



SOUTHGATE HOUSE, C1 MILLSTONE LANE, LEICESTER LEI 50A

AUDITORS' REPORT TO THE MEMBERS OF FREDERICK PARKER LIMITED

In our opinion the accounts on pages 5 to 16 give a true and fair view of the state of affairs of the company and the group at 30 September 1975 and of the profit and the source and application of funds of the group for the year then ended and comply with the Companies Acts 1948 and 1967.

We have also examined the current purchasing power statement together with the explanatory notes set out on pages 17 to 19 which have been prepared in accordance with the provisional statement of standard accounting practice No 7. In our opinion they fairly restate in summarised form and on the basis outlined the results for the year and financial position of the group expressed in terms of the general purchasing power of money at 30 September 1975.

PRICE WATERHOUSE & CO

Chartered Accountants

27 February 1976



GROUP PROFIT AND LOSS ACCCUNT FOR THE YEAR ENDED 30 SEPTEMBER 1975

		1975		1974
TURNOVER (Note 2)	£	17,352,967	£ <u>1</u>	1,551,765
TRADING PROFIT (Note 3)		3,088,537		1,105,084
Deduct Taxation (Note 5)		1,597,740		586,442
PROFIT AFTER TAXATION		1,490,797		518,642
Daduct Minority interests		6,697		3,517
PROFIT AVAILABLE TO FREDERICK PARKER LIMITED		1,484,100		515,125
Deduct Dividends (Note 6)		36,333		34,488
		1,447,767		480,637
AMOUNTS TRANSFERRED TO RESERVES (Note 12)				
In subsidiary company		49,719		25,959
In Frederick Parker Limited			20.000	
Plant replacement General	51,000 1,347,048		28,000 426,678	
		£1,398,048		£454,678

The annexed notes form part of these accounts.

GROUP BALANCE SHEET - 30 SEPTEMBER 1975

		1975		1974
Net Assets employed:				
FIXED ASSETS (Note 7)		1,932,939		1,783,395
CURRENT ASSETS				
Stocks (Note 1 (b)) Debtors (Note 10) Cash	5,207,866 5,181,666 212,156 10,601,688		3,667,337 3,480,789 8,192 7,156,318	
LESS CURRENT LIABILITIES				
Creditors Deposits from customers Bank overdrafts (secured) Ontario Development Corporation loan (secured) Current taxation Proposed dividends Deduct Corporation tax due 1 January 1977	4,335,516 301,394 431,051 155,689 35,317 22,783 5,281,750	5,319,938 7,252,877 1,022,000	3,128,241 336,058 978,669 92,846 233,651 20,936 4,790,401	2,365,917 4,149,312 462,235
		£6,230,877	•	£3,687,077
Financed by:				
ISSUED SHARE CAPITAL OF FREDERICK PARKER LIMITED (Note	11)	544,887		544,887
RESERVES (Note 12)		4,112,663		2,664,896
		4,657,550		3,209,783
12% DEBENTURE STOCK MINORITY INTERESTS DEFERRED TAXATION (Notes 1 (d)		107,178 18,134 1,448,015 66,230,877	£	107,178 11,437 358,679

The annexed notes form part of these accounts.



BALANCE SHEET - 30 SEPTEMBER 1975

		1.975		1974
Net Assets employed:				
FIXED ASSETS (Note 7)		1,827,404		1,712,811
INTEREST IN SUBSIDIARY (Note 9)		285,586		227,941
CURRENT ASSETS Stocks (Note 1 (b)) Debtors (Note 10) Cash	4,658,587 5,091,047 212,084 9,961,718		3,436,045 3,225,521 3,915 6,665,481	
LESS CURRENT LIABILITIES				
Creditors Deposits from customers Bank overdraft (secured) Current taxation Proposed dividends	4,242,490 301,394 377,840 17,678 22,783 4,962,185		2,966,746 336,058 997,128 219,991 20,936 4,540.859	
		4,999,533 7,112,523		2,124,622 4,065,374
Deduct Corporation tax due 1 January 1977		1,022,000 £6,090,523		462,235 £3,603,139





BALANCE SHEET (CONTINUED) - 30 SEPTEMBER 1975

	1975	1974
Financed by:		
SHARE CAPITAL (Note 11)	544,887	544,887
RESERVES (Note 12)	3,990,443 4,535,330	2,592,395 3,137,282
12% DEBENTURE STOCK REDEEMABLE AT THE COMPANY'S OPTION ON SIX MONTHS NOTICE DEFERRED TAXATION (Notes 1 (d) and 5)	107,178 1,448,015	1.07,178 358,679
FWH PARKER) AD PARKER) Directors NUMBER (Control of the control of the contro		
	£6,090 ₀ 523	£3,603,139

The annexed notes form part of these accounts.

THIS IS THE COPY REFERRED TO IN THE ANNEXED CERTIFICATE (6)

DIRECTOR

BECRETARY



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FREDERICK PARKER LIMITED

NOTES TO THE ACCOUNTS - 30 SEPTEMBER 1975

1 Accounting policies

(a) Depreciation of fixed assets

Depreciation has been computed to write off the cost of fixed assets over their expected useful lives using the following rates:

Freehold property
Plant and machinery
Fixtures and fittings
Vehicles - Cars
Lorries

2% of cost
10% of cost
25% of reducing balance
55% of cost in year of purchase and then
25% of reducing balance

(b) Stocks

Stocks are stated at the lower of cost and estimated net realisable value. The cost of finished goods and work in progress includes a proportion of factory overheads according to the stage of manufacture reached.

(c) Research and development

Research and development costs are written off when incurred.

(d) Deferred taxation

Provision has been made, using the liability method, for tax deferred as a result of timing differences between the taxation and accounts treatment of certain items of income and expenditure including stock approclation relief. Unrelieved advance corporation tax has been deducted from the total tax deferred.

(e) Conselidation

The accounts of the subsidiary company have been consolidated and have been expressed in sterling at the rate of exchange ruling at the year end.

(1) Retirement benefits

Retirement benefits relating to current and past services are funded by way of annual contributions to Frederick Parker (1958) Pension Scheme and the trustees of the scheme secure pension and life assurance benefits through policies with the Prudential Assurance Company Limited and the Grusader Assurance Company Limited. All permanent employees become Lembers of the scheme after the completion of six months continuous service.

2 Turnover

Turnover represents the total amount receivable in the ordinary course of business for goods sold and services provided excluding value added tax.

NOTES TO THE ACCOUNTS (CONTINUED) - 30 SEPTEMBER 1975

3 Group trading profit

The trading profit is stated after taking account of the following:

duving actor	ang account of the following:	
	1975	1974
	£	£
Directors' emoluments for management		1
The wife tudes annual noncion		
	111,411	60,363
Profit on sale of fixed assets	192,246	160,977
Auditors' remuneration	2,308	5,889
Hire of plant	8,500	7,135
Interest on bank overdraft and other short-term loans	76,256	63,910
Interest on 12% Debenture Stock	83,731	114,507
Exceptional item - payments for directors' past service pension	12,862	12,862
•	286,704	-
4 Directors emoluments		
Directors' emoluments were as follows:		
	1975	1974
The chairman		
What is a	£30,103	£15,808
The highest paid director		
	£30,150	£16,811
Number of other directors receiving:		
£2,50% - £5,000		
45,001 - £7,500	-	1
\$7,90½ - £10,000	ď,	ĩ
£10,001 - £12,500	***	2
£12,501 - £15,000	1	-
£15,001 - £17,500	1	www.
	1	•
5 Taxation	<u> </u>	
The taxation charge is made up as follows:		
(a) Tax on the profits of the year	1975	1974
Corporation tax at 523		
Deferred taxation at 323	1,022,000	473 000
Overseas taxation	539,200	473,000
	40,177	86,000
		21,966
	1,601,377	580,966





NOTES TO THE ACCOUNTS (CONTINUED) - 30 SEPTEMBER 1975

5	Taxation (continued)	1975	1974
(b)	Prior year adjustments		
	Corporation tax Deferred taxation Overseas taxation	(541,800) . 64,800 <u>(26,637)</u> (3,637)	6,000 (524) 5,476
		£1,597,740	£586,442

The liability for Frederick Parker (Canada) Limited to UK corporation tax, after double taxation relief, has been borne by the parent company.

The deferred taxation account comprises corporation tax at 52% arising as follows:

	Amount of tax	
	1975	1974
Excess of capital allowances over depreciation Stock appreciation relief Other timing differences	3000 2,025,000 (18,000) 1,478,000	392,000 (18,000) 374,000
Less Unrelieved advance corporation tax	29.985 £1,448,015	15,321 £358,679

In arriving at the amount of tax deterred by reference to stock appreciation it has been assumed that the rules contained in existing legislation will be continued for accounting periods ending after 31 March 1975. The period of deferment for stock appreciation relief is uncertain.

6 Dividends

Dividends are as follows:		1975	1974
Paid:			
On preference shares		3,503	3,503
On A' and 'B' ordinary shares Interim: 2½% actual (1974 : 2½%)		10.048	23,048
e	arried forward	13,551	13,551



NOTES TO THE ACCOUNTS (CONTINUED) - 30 SEPTEMBER 1975

6 Dividends (continued)

broug Proposed:	ht forward	1975 13,551	3974 13,551
On preference shares Second interim in lieu of final 'A' ordinary shares at 4.7971% actual		3,503	3,503
(197' . 4.9425%) B' ordinary shares at 4.7971% actual (1974 : 4.9425%)		9,022	9,296
(274 : 4.9425%)	<u>.</u>	10,257	8,138
The preference dividends have	£ 3	36,333	£34,488

The preference dividends have been paid consistently since 6 April 1973 on the basis that the relevant rate of tax was 20%, this being the original interpretation under the Finance Act 1972. A recent case in the Courts has ruled that adjustments to dividends should be made whenever there is a change in the basic tax rate. However, the Government has since indicated that it proposes to bring in legislation which would support the original interpretation. The preference dividends charged above are on the basis of the original interpretation.

In 1974 dividends on the $^{4}\mathrm{B}^{4}$ ordinary shares totalling £2,431 were waited.

Taked assets

Pro Group Cost	Freehold land and buildings	Plant and nachinory	Fixtures and fittings	Vehteles	Total
Englishmants Cuman Calebra	1,172.713 80,390 (27,412)	1,289,260 215,243 14,524)	297,350 38,077 <u>(5</u> ,187)	117,223 44,659 (26,974)	2,876,746 384,369 164,097
As in Suprember 1975	1.242 (49)	1,399,979	330 .440	134 908	3,297,018
De Nor noe, ver mead				AND STREET, CO., LAND STREET,	A CONTRACTOR OF THE CONTRACTOR
At I betoker 1974 Charge for the year Ellermited on disposal:	214,113	1542,744 157,489 (5,757)	176-253 24,938 (4,000)	60,241 23,301 (13,671)	1,093,351 192,246 <u>(21,51</u> 8
At 30 September 1975	240.705	256,402	197,101	69.877	1,264,079
Neve Grenente consentito				And the state of t	
At 30 September 1975.	299 0, 986	£743.377	£133.339	£65,037 &	CI,932,939



NOTES TO THE ACCOUNTS (CONTINUED) - 30 SEPTEMBER 1975

7 Fixed assets (continued)

(b) The Company

	Freehold land and	Plant and	Fixtures and	\$7-1-2-1-a	Total
	buildings	machinery	fittings	Vehicles	TOTAL
Cost					
At 1 October 1974	1,093,632	1,263,990	291,214	113,354	2,762,190
Additions Disposals	52,106 (27,412)	∂03,216 (4,524)	36,755 (5,187)	44,267 (26,974)	•
At 30 September 1975	1,118,326	1,462,682	322,782	130,647	3,034,437
Depreciation					
At 1 October 1974	193,080	626,753	171,838	57,699	1,049,379
Charge for the year Eliminated on disposal	20,778 .s	111,857 (3,757)	23,932 (4,090)	22,605 (13,671)	•
At 30 September 197;	213,867	734,853	191,680	66,633	1,207,033
Net book amount					
At 30 September 1975	£904,459	£727,829	£131,102	•	£1,827,404
				11 5 11 1	

8 Future capital expenditure of the group and the company

At 30 September 1975 there were commitments for capital expenditure amounting to approximately £501,000 (1974: £162,200). In addition capital expenditure of £107,300 (1974: £22,160) had been authorised but not contracted at that date.

9 Subsidiary

The company owns 87% of the issued share capita, of Frederick Parker (Canada) Limited which is incorporated in Canada.

The company's interest in the subsidiary is as follows:

 Shares at cost
 18,280

 Amounts receivable
 267,306

 £285,586



NOTES TO THE ACCOUNTS (CONTINUED) - 30 SEPTEMBER 1975

10 Debtors

The debtors of Frederick Parker Limited Include debts secured by bills of exchange amounting to £2,945.352 (1974: £851,080) made up as follows:

	1975	1.974
Bills on which amounts have been advanced	2,063,819	1,329,108
Less Amount discounted with Lloyds Bank		
Limited	2,051,773	1,323,848
Other bills	12,046 <u>2,933,306</u>	5:260 <u>845,820</u>
	£2,945,352	£851,080

Under the terms of the agreement with Lloyds Bank Limited, the company is liable to repay on demand the amount discounted, the majority of which is insured with the Export Credit Guarantee Department.

11 Share capital of Frederick Parker Limited

	Authorised	Issued and fully paid
'A' ordinary shares of £1 cach 'B' ordinary shares of £1 each 7% (4.9% + tax credit) cumulative	300,000 350,000	188,082 213,834
preference shares of £1 each	130,000	<u> 1.42 . 97 î.</u>
	£800,000	£544,887
	r == =================================	pers 2 mesagement — 4 mes

There have been no changes during the year.

12 Reserves

The movements on reserves are as follows:

	The				The Company
	Group	Total	General	Building replacement	Plant replacement
Balaneo 1 October 1974	2,664,896	2,592,395	2,089,441	418,954	84,000
Transfers from profit and loss acrount	1,447,707	1,398,048	1,347,048	## ***********************************	51,000
Balanee 30 September 1975	£4,112,663	£3,990,443	£3,436,48 9	£418,954	£135,000

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FREDERICK PARKER LIMITED AND ITS SUBSIDIARY

GROUP STATEMENT OF SOURCE AND APPLICATION OF FUNDS DURING THE YEAR ENDED 30 SEPTEMBER 1975

		1975	1974
SOURCE OF FUNDS			
Profit after taxation		1,484,100	515,125
Adjustments for items not invol the movement of funds	ving		
Minority interests Depreciation Increase in deferred tax		6,697 192,246 1,089,336	3,517 160,977 85,779
TOTAL GENERATED FROM OPERATIONS		2,772,379	765,398
FUNDS FROM OTHER SOURCES			
Corporation loan to subsidiary		62,843	92,846
		2,835,222	858,244
LESS APPLICATION OF FUNDS			
Purchase of fixed assets (net of disposals) Dividends paid during year Increase in stocks Increase in debtors Increase in creditors (including taxation) NET INCREASE (REDUCTION) IN LIQUID FUNDS:	341,790 34,486 1,540,529 1,700,877 (<u>1.534,042</u>)	£,083,640	597,092 34,787 1,226,839 237,385 (714,371) 1,381,732
Increase in eash	203,964		4,833
becrease (increase) in bank ovordeaft	<u>547,618</u>	£751,582	£(523,488)



FREDERICK PARKER LIMITED AND ITS SUBSIDIARY

SUMMARY OF RESULTS AND FINANCIAL POSITION ADJUSTED FOR THE EFFECTS OF INFLATION

(Prepared in accordance with the Accounting Standards Steering Committee Provisional Statement of Standard Accounting Practice (No 7), "Accounting for changes in the Purchasing Power of Money")

	HIS	STORICAL Basis			
	Accounts and notes on pages 18 - 19		Purcharing pow basis (CE		
	1974	1975	. 1975	1974	
	£°000H	£'000H	£1000C	£:000C	
RESULTS FOR THE YEAR					
Turnover	11,552	17,353	19,388	15,878	
Trading profit (Note 2)	1,105	3,088	2,337	886	
Add Net gain on monetary items (Note 3)	_		414	286	
Profit before taxation	1,105	3,088	2,751	1,172	
Deduct Tamation	587	1,598	<u>1,598</u>	745	
Profit after taxation	57.8	1,490	1,153	427	
Deduct Minority interests	3	6	7	5	
	515	1,484	1,146	422	
Dividends	34	36	37	44	
Rutained profits	481	1,448	1,109	378	
FINANCIAL POSITION AT END OF YEAR			som den ennyddirp <u>hila</u> s	1	
Fixed assets	1,783	1 093	2 010		
Not current assets	1,703 1,904	1,933 4,298	3,348	3,308	
			4,526	2,522	
	3 "47	6,231	7,874	5,830	
Leac:					
Preference shares (Noze 4)	143	143	143	181	
12% Debenture stock (Note 4) Minority interests	107	107	107	135	
Deferred taxation	1 <u>.</u> 359	18 <u>1,448</u>	35 <u>1,448</u>	28 454	
TOTAL EQUITY INTEREST	3,067	4,515	6,141	5,032	
	. <u>= ====</u> =		A To a Secretary of the last o	**************************************	

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FREDERICK PARKER LIMITED AND ITS SUBSIDIARY

NOTES TO SUMMARY OF RESULTS AND FINANCIAL POSITION ADJUSTED FOR THE EFFECTS OF INFLATION

1. The figures in the current purchasing power basis columns were arrived at by converting the corresponding figures in the historical basis columns by reference to changes in the United Kingdom Consumer Price Index between dates of the original transactions and 30 September 1975. The current purchasing power basis figures for both 1975 and 1974 are measured in pounds of purchasing power at 30 September 1975. The general price index used was that specified in the Provisional Statement of Standard Accounting Practice No 7. The Retail Price Index a: 30 September 1975 was 140.5 and at 30 September 1974 111.0. Both figures are based on January 1974 = 100.0.

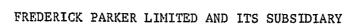
As the Inland Revenue do not at present accept CPP basis accounting, taxation liabilities are calculated by reference to profits on the historical basis and no adjustment therefore is made to the tax charge in the CPP basis column.

2 Trading profit

The difference between the trading profit on the historical basis and the current purchasing power basis is made up as follows:

1975

		£' 000		£'000
TRADING PROFIT (Historical basis)		3,088		1,,205
Adjustment to convert to current purchasing power basis:				
STOCK				
Additional charge on restating the cost of stock at the beginning and end of the year in pounds of current purchasing power, thus taking the inflationary element out of the profit on sale of stocks	(892)		(356)	
Additional depreciation based on cost, measured in pounds of current purchasing power, of fixed assets	(<u>123</u>) (1,015)	3,088	<u>(57</u>) (413)	1.,105



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NOTES TO SUMMARY OF RESULTS AND FINANCIAL POSITION ADJUSTED FOR THE EFFECTS OF INFLATION (CONTINUED)

2	Trading profit (continued)		1975 £'000		1,974 £1000
		(1,015)	3,088	(413)	1,105
	SALES, PURCHASES AND OTHER COSTS				
	These are increased by the change in the index between the average date at which they occurred and the end of the year. This adjustment increases profit as sales exceed the costs included in this heading	264	<u>(751</u>)	7	(406)
	TRADING PROFIF				
	(Current purchasing power basis at end of year under review)		2,337		699
	Adjustment required to update 1974 profit from 1974 pounds to 1975 pounds				187
	TRADING PROFIT				
	(Current purchasing power basis at 30 September 1975)		2,337		886

3 NET GAIN ON MONETARY ITEMS

Net gain in purchasing power resulting from the effects of inflation on the company's net monetary liabilities, made up as follows:

	1975	1974
	£1000	£'000
Gain in purchasing power resulting from the		
effects of Inflation on Preference Shares and 12% Debenture Stock	66	54
Not gain in purchasing power resulting from the effects of inflation on monetary assets		
less other monetary liabilities	348	232
	414	286
		Cotton

The preference share capital (£142,971) and 12% Debenture Stock (£107,178) at the beginning of the year amounted in total to £250,149, which is equivalent in purchasing power to £316,630 at the end of the year (because inflation has been 25.7% during the year). As the company's liability to the Preference and Debenture Stock shareholders is fixed in money terms this liability has declined during the year in real terms from £316,630 to £250,149. This reduction of £66,481 in the company's obligation in terms of current purchasing power is included in the net gain on monetary items.