

**T SAVILLE WHITTLE LIMITED**

**Report and Abbreviated Financial Statements**

**30 November 1995**

**Deloitte & Touche  
Abbey House  
PO Box 500  
74 Mosley Street  
Manchester  
M60 2AT**



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**OFFICERS AND PROFESSIONAL ADVISERS**

**DIRECTORS**

W T Whittle  
R S Whittle  
A P C Whittle

**SECRETARY**

C B H Gill

**REGISTERED OFFICE**

Albion Bridge Works  
Vickers Street  
Manchester  
M40 8EF

**BANKERS**

National Westminster Bank PLC  
55 King Street  
Manchester  
M60 2DB

Lloyds Bank Plc  
56 Mosley Street  
Manchester  
M60 2LS

Bank of Scotland  
19/21 Spring Gardens  
Manchester  
M2 1FB

**AUDITORS**

Deloitte & Touche  
Chartered Accountants  
Abbey House  
74 Mosley Street  
Manchester  
M60 2AT

## **DIRECTORS' REPORT**

The directors present their annual report and the audited financial statements for the year ended 30 November 1995.

### **ACTIVITIES**

The principal activities of the company are the manufacture and distribution of dyestuffs, chemicals and finishes for the textile and other trades, the merchanting and export of goods of all kinds and acting as freight forwarding agents.

### **REVIEW OF DEVELOPMENTS**

The company has achieved a satisfactory result given the general economic climate. Further details of the company's performance are given in the profit and loss account on page 6. The position of the company at the end of the year is set out in the balance sheet on page 7.

### **DIVIDENDS AND TRANSFERS TO RESERVES**

A final dividend of £45,255 was paid to T Saville Whittle (Export) Limited, the holding company (1994 - £Nil). A retained loss of £47,155 (1994 - profit £49,540) has been transferred to reserves.

### **FUTURE PROSPECTS**

The directors consider that the company is well placed to perform satisfactorily given an improved trading climate.

### **FIXED ASSETS**

The movements in tangible fixed assets are set out in note 7 on page 13.

### **DIRECTORS AND THEIR INTERESTS**

The present membership of the board is set out on page 1. Mr I J Screen resigned on 25 November 1994. All other directors served throughout the year. The director retiring by rotation is R S Whittle who, being eligible, offers himself for re-election.

The directors do not hold a beneficial interest, as defined by the Companies Act 1985, in the shares of the company at 30 November 1994 and 30 November 1993.

The interests of W T Whittle and R S Whittle in the shares of the parent company, T Saville Whittle (Export) Limited, are disclosed in the financial statements of that company. A P C Whittle does not have any interests in the shares of the parent company.

### **DONATIONS**

During the year the company made the following donations:

Political purposes	£Nil
Charitable purposes	£85

**DIRECTORS' REPORT (continued)**

**AUDITORS**

On 1 February 1996 our auditors changed the name under which they practise to Deloitte & Touche and, accordingly, have signed their report in their new name. A resolution for the reappointment of Deloitte & Touche as auditors of the company is to be proposed at the forthcoming Annual General Meeting.

Approved by the Board of Directors  
and signed on behalf of the Board

  
Secretary

## **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 as at the end of the financial year 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;
- state whether applicable accounting standards have been followed;
- 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 to enable them to ensure that the financial statements comply with the Companies Act. 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.



## Chartered Accountants

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74 Mosley Street  
Manchester M60 2AT

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## AUDITORS' REPORT TO T SAVILLE WHITTLE LIMITED IN ACCORDANCE WITH PARAGRAPH 24 OF SCHEDULE 8 TO THE COMPANIES ACT 1985

We have examined the abbreviated financial statements on pages 7 to 16 together with the financial statements of T Saville Whittle Limited prepared under section 226 of the Companies Act 1985 for the year ended 30 November 1995.

### Respective responsibilities of directors and auditors

The directors are responsible for preparing the abbreviated accounts in accordance with Schedule 8 to the Companies Act 1985. It is our responsibility to form an independent opinion as to the company's entitlement to the exemptions claimed in the directors' statement on page 4 and whether the abbreviated accounts have been properly prepared in accordance with that Schedule.

### Basis of opinion

We have carried out the procedures we considered necessary to confirm, by reference to the audited financial statements, that the company is entitled to the exemptions and that the abbreviated accounts have been properly prepared from those financial statements. The scope of our work for the purpose of this report does not include examining or dealing with events after the date of our report on the full financial statements.

### Opinion

In our opinion the company is entitled under sections 246 and 247 of the Companies Act 1985 to the exemptions conferred by Section B of Part III of Schedule 8 to that Act, in respect of the year ended 30 November 1995, and the abbreviated accounts on pages 7 to 16 have been properly prepared in accordance with that Schedule.

### Other information

On 30 September 1996 we reported, as auditors to T Saville Whittle Limited, to the members on the financial statements prepared under Section 226 of the Companies Act 1985 for the year ended 30 November 1995 and our audit report was as follows:

"We have audited the financial statements on pages 6 to 15 which have been prepared under the accounting policies set out on page 9.

**AUDITORS' REPORT TO T SAVILLE WHITTLE LIMITED IN ACCORDANCE  
WITH PARAGRAPH 24 OF SCHEDULE 8 TO THE COMPANIES ACT 1985  
(continued)**

**Respective responsibilities of directors and auditors**

As described on page 4 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 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 as at 30 November 1995 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985."

*Deloitte & Touche*

Chartered Accountants and Registered Auditors

*30 September 1996*



**ABBREVIATED PROFIT AND LOSS ACCOUNT**  
**Year ended 30 November 1995**

	Note	1995 £	1994 £
<b>GROSS PROFIT</b>		<u>536,106</u>	<u>553,993</u>
Distribution costs		29,231	19,570
Administrative expenses		522,768	497,080
Other operating income		<u>(12,941)</u>	<u>(2,832)</u>
		<u>539,058</u>	<u>513,818</u>
<b>OPERATING (LOSS)/PROFIT</b>		<u>(2,952)</u>	<u>40,175</u>
Interest receivable and similar income	3	19,946	23,207
Interest payable and similar charges	4	(16,473)	(13,920)
Inter company dividends		<u>-</u>	<u>14,012</u>
<b>PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION</b>	5	<u>521</u>	<u>63,474</u>
Tax on profit on ordinary activities	6	<u>2,381</u>	<u>13,934</u>
<b>(LOSS)/ PROFIT FOR THE FINANCIAL YEAR</b>		<u>(1,860)</u>	<u>49,540</u>
Equity dividends paid		<u>(45,255)</u>	<u>-</u>
<b>(LOSS)/PROFIT RETAINED FOR THE FINANCIAL YEAR</b>		<u>(47,155)</u>	<u>49,540</u>
Profit and loss account brought forward		<u>676,431</u>	<u>626,891</u>
Profit and loss account carried forward		<u><u>629,316</u></u>	<u><u>676,431</u></u>

All activities relate to continuing operations (1994 - same).

There were no recognised gains and losses and no movements in shareholders' funds other than the retained profit for the year (1994 - same).

# T SAVILLE WHITTLE LIMITED

## BALANCE SHEET 30 November 1995

	Note	£	1995 £	£	1994 £
<b>FIXED ASSETS</b>					
Tangible assets	7	83,735		62,661	
Investments	8	-	83,735	502	63,163
<b>CURRENT ASSETS</b>					
Stocks	9	430,810		451,784	
Debtors	10	1,415,036		1,211,314	
Investments	11	231		231	
Cash at bank and in hand		460,469		630,254	
		2,306,546		2,293,583	
<b>CREDITORS: amounts falling due within one year</b>					
Bank loans and overdrafts		397,413		531,687	
Trade creditors		1,000,260		1,000,260	
Amounts owed to subsidiary				-	
Other creditors including taxation and social security	12	110,462		75,704	
Accruals and deferred income		59,200		62,664	
		1,750,965		1,670,315	
<b>NET CURRENT ASSETS</b>			555,581		623,268
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>			639,316		686,431
<b>CAPITAL AND RESERVES</b>					
Called up share capital	14		10,000		10,000
Profit and loss account			629,316		676,431
Equity shareholders' funds			639,316		686,431

Advantage is taken of the exemptions conferred by Section B of Part III of Schedule 8 of the Companies Act 1985 with respect to the delivery of individual accounts. In the opinion of the directors, the company is entitled to those exemptions on the grounds that it has met the qualifications for a medium-sized company specified in Sections 246 and 249.

These financial statements were approved by the Board of Directors on  
Signed on behalf of the Board of Directors



- Director

16. 9. 96.

**CASH FLOW STATEMENT**  
**Year ended 30 November 1995**

	Note	1995 £	1994 £
Net cash inflow from operating activities	15	45,646	5,495
<b>Returns on investments and servicing of finance</b>			
Interest received		19,946	27,375
Interest paid		(16,473)	(13,920)
Dividends received		-	11
Dividends paid		(45,255)	-
Net cash (outflow)/inflow from returns on investments and servicing of finance		(41,782)	13,466
<b>Taxation</b>			
UK corporation tax paid		1,106	-
<b>Investing activities</b>			
Purchase of tangible fixed assets		(44,523)	(35,947)
Disposal of tangible fixed assets		4,042	3,528
Net cash outflow from investing activities		(40,481)	(32,419)
Net cash outflow before financing		(35,511)	(13,458)
<b>Financing</b>			
Net cash inflow from financing		-	-
Decrease in cash and cash equivalents	16	(35,511)	(13,458)

**NOTES TO THE ABBREVIATED ACCOUNTS**  
**Year ended 30 November 1995**

**1. ACCOUNTING POLICIES**

The particular accounting policies adopted are described below.

**Accounting convention**

The financial statements are prepared under the historical cost convention.

**Tangible fixed assets**

Depreciation is provided over the estimated useful lives of the assets. The rates of depreciation are as follows:

Plant	20% per annum on its written down value
Motor vehicles	20% per annum on cost
Equipment, fixtures and tools	20% per annum on its written down value

**Stocks**

Stocks are stated at the lower of cost and net realisable value. Cost includes materials, direct labour and production overheads appropriate to the relevant stage of production. Net realisable value is based on estimated selling price less all further costs to completion and all relevant marketing, selling and distribution costs.

**Deferred taxation**

Deferred taxation is provided on timing differences, arising from the different treatment of items for accounts and taxation purposes, which are expected to reverse in the future, calculated at rates at which it is estimated that tax will arise.

**Foreign exchange**

Balances denominated in a foreign currency are translated into sterling at the exchange rates ruling on the balance sheet date. Transactions denominated in a foreign currency are translated into sterling at the exchange rates ruling at the date of the transaction. Gains or losses arising on translation of transactions and balances are included in the operating profit.

**Investments**

Investments held as fixed assets are stated at cost less provisions for diminution in value. Those held as current assets are stated at the lower of cost and net realisable value.

**NOTES TO THE ABBREVIATED ACCOUNTS**  
**Year ended 30 November 1995**

**2. INFORMATION REGARDING DIRECTORS AND EMPLOYEES**

	1995 £	1994 £
<b>Directors' emoluments</b>		
Management remuneration	<u>1,912</u>	<u>21,841</u>
Remuneration of the chairman	777	Nil
Remuneration of the highest paid director	<u>889</u>	<u>21,841</u>
	No	No
Scale of directors' remuneration		
£ nil	3	2
£ 20,001 - £ 25,000	<u>-</u>	<u>1</u>
<b>Average number of persons employed</b>		
Sales and distribution	6	6
Administration	<u>9</u>	<u>7</u>
	<u>15</u>	<u>13</u>
	£	£
<b>Employee costs during the year - employed by T Saville Whittle (Export) Limited and allocated to the company</b>		
Wages and salaries	159,184	142,693
Social security costs	14,888	13,843
Other pension costs	<u>1,912</u>	<u>1,912</u>
	<u>175,984</u>	<u>158,448</u>

**NOTES TO THE ABBREVIATED ACCOUNTS**  
**Year ended 30 November 1995**

**3. INTEREST RECEIVABLE AND SIMILAR INCOME**

	1995 £	1994 £
Bank interest	18,831	23,196
Dividends receivable	-	11
Other interest	1,115	-
	<u>19,946</u>	<u>23,207</u>

**4. INTEREST PAYABLE AND SIMILAR CHARGES**

	1995 £	1994 £
Interest on bank overdrafts	<u>16,473</u>	<u>13,920</u>

**5. PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION**

	1995 £	1994 £
Profit on ordinary activities before taxation is stated after charging:		
Depreciation	23,447	25,429
Auditors' remuneration - audit fees	7,000	6,250
- other services	8,050	6,550
Management charges	161,000	190,000
(Profit)/loss on sale of fixed assets	<u>(4,040)</u>	<u>1,648</u>

**6. TAX ON PROFIT ON ORDINARY ACTIVITIES**

	1995 £	1994 £
United Kingdom corporation tax at 25% (1993 - 25%) based on the profit for the year	2,381	13,932
Income tax on investment income	-	2
	<u>2,381</u>	<u>13,934</u>

**NOTES TO THE ABBREVIATED ACCOUNTS**  
**Year ended 30 November 1995**

**7. TANGIBLE FIXED ASSETS**

	Plant and machinery £	Fixtures and fittings £	Total £
Cost			
At 30 November 1994	192,030	87,202	279,232
Additions	43,596	927	44,523
Disposals	(24,450)	(5,130)	(29,580)
At 30 November 1995	<u>211,176</u>	<u>82,999</u>	<u>294,175</u>
Accumulated depreciation			
At 30 November 1994	151,133	65,433	216,571
Charge for the year	18,910	4,537	23,447
Disposals	(24,448)	(5,130)	(29,578)
At 30 November 1995	<u>145,595</u>	<u>64,845</u>	<u>210,440</u>
Net book value			
At 30 November 1995	<u>65,581</u>	<u>18,154</u>	<u>83,735</u>
At 30 November 1994	<u>40,897</u>	<u>21,764</u>	<u>62,661</u>

**8. INVESTMENTS HELD AS FIXED ASSETS**

	£
Shares in subsidiary companies - at cost	502
Amounts written off	<u>(502)</u>
At 30 November 1995	<u>-</u>

All of the above investments are unlisted.

At 30 November 1995 the following companies, incorporated in Great Britain, were subsidiaries:

Leslie Cooper Limited - 100.0% owned.

Alexander Spindle Company Limited - 100% owned.

These companies are dormant. Consolidated accounts have therefore not been prepared as these companies are not material for the purpose of giving a true and fair view. This exclusion is permitted under S229(2) Companies Act 1985.

In the opinion of the directors the underlying value of the shares in these subsidiaries is not less than the carrying value above.

**NOTES TO THE ABBREVIATED ACCOUNTS**  
**Year ended 30 November 1995**

**9. STOCKS**

	1995 £	1994 £
Finished goods and goods for resale	<u>430,810</u>	<u>451,784</u>

**10. DEBTORS**

	1995 £	1994 £
Trade debtors	1,246,340	1,013,765
Amounts owed by parent company	87,160	139,489
Prepayments and accrued income	72,096	54,621
Corporation tax recoverable	-	3,439
ACT recoverable	9,390	-
	<u>1,415,036</u>	<u>1,211,314</u>

**11. INVESTMENTS HELD AS CURRENT ASSETS**

	1995 £	1994 £
Other investments - shares in listed companies		
At 30 November 1995	<u>231</u>	<u>231</u>

The market value of listed investments held was £378 (1995 - £246).

**12. OTHER CREDITORS INCLUDING TAXATION AND SOCIAL SECURITY**

	1995 £	1994 £
This heading includes:		
Taxation and social security	<u>110,462</u>	<u>75,704</u>



**NOTES TO THE ABBREVIATED ACCOUNTS**  
**Year ended 30 November 1995**

**13. PROVISIONS FOR LIABILITIES AND CHARGES**

There is no provision for deferred taxation in the accounts.

The amounts not provided at a tax rate of 33% are as follows:

	Provided 1995 £	Provided 1994 £	Not Provided 1994 £	Not Provided 1994 £
Capital allowances in advance of depreciation	(68)	(1557)	(2,565)	(5,305)
Other timing differences	68	1,557	-	-
	<u>-</u>	<u>-</u>	<u>(2,565)</u>	<u>(5,305)</u>

**14. CALLED UP SHARE CAPITAL**

	1995 £	1994 £
Authorised		
15,000 ordinary shares of £1 each	<u>15,000</u>	<u>15,000</u>
Allotted and fully paid		
10,000 ordinary shares of £1 each	<u>10,000</u>	<u>10,000</u>

**15. RECONCILIATION OF OPERATING PROFIT TO NET CASH FLOW FROM OPERATING ACTIVITIES**

	1995 £	1994 £
Operating (loss)/profit	(2,952)	40,175
Depreciation	23,447	25,429
(Profit)/loss on sale of fixed assets	(4,040)	1,648
Loss on investments	502	-
Decrease/(increase) in stock	20,974	(146,176)
Increase in debtors	(250,100)	(276,595)
Increase in creditors	205,486	335,240
Movement in group balances	<u>52,329</u>	<u>25,774</u>
Net cash inflow from operating activities	<u>45,646</u>	<u>5,495</u>

**NOTES TO THE ABBREVIATED ACCOUNTS**

**Year ended 30 November 1995**

**16. ANALYSIS OF THE BALANCES OF CASH AND CASH EQUIVALENTS AS SHOWN IN THE BALANCE SHEET**

	1995 £	1994 £	Change in the year 1994 £	Change in the year 1994 £
Cash at bank and in hand	460,469	630,254	(169,785)	(56,104)
Bank overdraft	(397,413)	(531,687)	134,274	42,646
	<u>63,056</u>	<u>98,567</u>	<u>(35,511)</u>	<u>(13,458)</u>

**17. CAPITAL COMMITMENTS**

	1994 £	1993 £
Contracted for but not provided in the financial statements	<u>Nil</u>	<u>Nil</u>
Authorised but not yet contracted for	<u>Nil</u>	<u>Nil</u>

**18. CONTINGENT LIABILITIES**

The company has guaranteed the overdrafts of its parent company, T Saville Whittle (Export) Limited, amounting to £14,279 at 30 November 1995 (1994 - £19,777).

**19. ULTIMATE PARENT COMPANY**

The ultimate parent company is T Saville Whittle (Export) Limited, a company incorporated in Great Britain and registered in England and Wales.