COPY FOR REGISTRAR OF COMPANIES Moores COMPANY No. 464863 Rowland

DAVID McCLURE LIMITED

REPORT AND ACCOUNTS

Year ended 31 March 1996



REPORT AND ACCOUNTS

Year ended 31 March 1996

CONTENTS	Page
Directors' report	1
Auditors' report	3
Profit and loss account	4
Balance sheet	5
Statement of accounting policies	6
Notes on the accounts	7

Directors

T Reid: Chairman D M Murray G T Beverley

Secretary and registered office

D M Murray, Mersey Dynamo Works, Range Road, Adswood, Stockport

DIRECTORS' REPORT

The directors present their report and the audited accounts for the year ended 31 March 1996.

Company law requires the directors to prepare accounts that give a true and fair view of the state of affairs of the company and of the profit or loss for its financial year. In doing so the directors are required to:

- select suitable accounting policies and apply them consistently
- make judgements and estimates that are reasonable and prudent
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the company will continue in business

The directors are responsible for maintaining proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the accounts 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.

1. Principal activity and business review

The company is principally engaged in the manufacture of electric motors and generators.

The company sustained a loss in the year due to a lower level of activity than anticipated. Orders have improved in the current year which means that the company should show improved results this financial year.

£

2. Results and dividend

The loss for the year amounted to
Retained earnings at 1 April 1995 amounted to

Making retained earnings at 31 March 1996

(48,338)
546,953

498,615

The directors do not recommend the payment of a dividend.

3. Fixed assets

The changes in fixed assets are shown in note 5 to the accounts.

DIRECTORS' REPORT

4. Directors and their interests

The directors who held office throughout the year to 31 March 1996 were T Reid, D M Murray and G T Beverley. Mr G T Beverley retires at this time and, being eligible, offers himself for re-election. Mr D Walkden retired on 30 September 1995.

As Mr T Reid and Mr D M Murray are directors of a body corporate of which the company is a wholly owned subsidiary, details of their shareholdings have not been notified. Mr D Walkden and Mr G T Beverley had no interest in the shares of the company, parent company or fellow subsidiary undertakings at the beginning or end of the year.

5. Auditors

A resolution concerning the re-appointment of Moores Rowland as auditors will be submitted at the forthcoming annual general meeting.

By order of the board

D M MURRAY

8/11/86

Secretary

TO THE MEMBERS OF DAVID McCLURE LIMITED

We have audited the accounts on pages 4 to 11 in accordance with Auditing Standards.

Respective responsibilities of directors and auditors

As described in the directors' report the company's directors are responsible for the preparation of accounts. It is our responsibility as auditors to form an independent opinion, based on our audit, on those accounts 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 accounts. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the accounts, 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 that we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the accounts 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 accounts.

Opinion

In our opinion the accounts give a true and fair view of the state of the company's affairs at 31 March 1996 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

MOORES ROWLAND

Moves Kowland

Chartered Accountants Registered Auditors

25 Bothwell Street Glasgow G2 6NL

& November 1996

DAVID McCLURE LIMITED PROFIT AND LOSS ACCOUNT YEAR ENDED 31 MARCH 1996

		1996	1995
	Note	£	£
TURNOVER		1,814,539	1,654,973
Cost of sales		1,375,412	1,233,183
GROSS PROFIT		439,127	421,790
Distribution costs Administration expenses		39,197 446,347	42,239 450,671
		485,544	492,910
OPERATING LOSS		(46,417)	(71,120)
Interest payable	1	2,243	2,803
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION	2	(48,660)	(73,923)
Tax on loss on ordinary activities	4	(322)	(12,693)
RETAINED LOSS FOR THE YEAR	12	(48,338)	(61,230)

All disclosures relate only to continuing operations.

There are no recognised gains or losses other than the loss for the year.

·BALANCE SHEET

31 MARCH 1996

		1996	1995
FIXED ASSETS	Note	£	£
FIXED ASSETS		·	
Tangible assets	5	71,453	92,877
CURRENT ASSETS			
Stocks	6	229,983	231,034
Debtors	ž	574,416	502,245
Cash at bank and in hand		199	347
		804,598	733,626
CREDITORS: amounts falling due within one year	8	360,436	252,800
NET CURRENT ASSETS		444,162	480,826
TOTAL ASSETS LESS CURRENT LIABILITIES		515,615	573,703
CREDITORS: amounts falling due after more	e .		0.750
than one year	9	-	9,750
		515,615	563,953
CAPITAL AND RESERVES			
Called up share capital	11	17,000	17,000
Profit and loss account	12	498,615	546,953
EQUITY SHAREHOLDERS' FUNDS	13	515,615	563,953
			

Director

The statement of accounting policies and notes on pages 6 to 11 form part of these accounts.

·STATEMENT OF ACCOUNTING POLICIES

(i) Accounting convention

The accounts have been prepared under the historical cost convention and in accordance with applicable UK accounting standards.

(ii) Turnover

Turnover represents the invoice value of goods despatched during the year.

(iii) Tangible fixed assets

Depreciation has been provided on all tangible fixed assets and has been calculated at rates required to write off the assets over their estimated useful lives.

The following rates are used:

Leasehold property
Plant and machinery

2% on cost

5% - 8% on cost

Office equipment

20% on net book amount and on cost

Motor vehicles : 25% on cost

(iv) Deferred taxation

Provision is made under the liability method for taxation in respect of accelerated capital allowances, and other timing differences, but only to the extent that it is thought reasonably probable that an actual liability will arise in the foreseeable future.

(v) Stock and work in progress

Stock and work in progress are stated at the lower of cost (on a first in first out basis) and net realisable value. Cost in the case of work in progress comprises direct materials, direct labour and factory overheads attributable to manufacturing.

(vi) Pension costs

The company contributes to personal pensions for those employees with the necessary qualifying periods of service. The pension cost charge represents contributions payable by the company to the personal pension plans.

(vii) Leasing

Assets financed by lease arrangements under which substantially all the risks and rewards of ownership are transferred to the company are included in tangible fixed assets at the aggregate of the capital elements of payments during the term of the agreement and the corresponding obligation is included in creditors. Depreciation is provided to write off the assets over their expected useful lives.

Excluding /

NOTES ON THE ACCOUNTS Year ended 31 March 1996

Lease interest 1,606 2,160 2,243 2,800 2. Loss on ordinary activities before taxation The loss is stated after charging: Depreciation of tangible fixed assets 22,042 4,700 4,500 3. Directors and other employees Number The average weekly number of persons employed by the company during the year was as follows: Production 33 3 3 Distribution and administration 17 1 50 5 5 Staff costs comprise: £ £			1996	1995
Debenture interest Lease interest 1,606 2,160 2,243 2,800 2. Loss on ordinary activities before taxation The loss is stated after charging: Depreciation of tangible fixed assets 22,042 26,76 Auditors' remuneration 4,700 4,500 3. Directors and other employees Number The average weekly number of persons employed by the company during the year was as follows: Production 33 3 3 Distribution and administration 17 1 1 50 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5	1 Int	terest pavable	£	£
Lease interest 1,606 2,160 2,243 2,800 2. Loss on ordinary activities before taxation The loss is stated after charging: Depreciation of tangible fixed assets 22,042 4,700 4,500 3. Directors and other employees Number The average weekly number of persons employed by the company during the year was as follows: Production 33 3 3 Distribution and administration 17 1 50 5 5 Staff costs comprise: £ £	1. 1110	tiorest payable		
2. Loss on ordinary activities before taxation The loss is stated after charging: Depreciation of tangible fixed assets Auditors' remuneration 3. Directors and other employees The average weekly number of persons employed by the company during the year was as follows: Production Distribution and administration 33 3 50 5 Staff costs comprise: £ £				637 2,166
The loss is stated after charging: Depreciation of tangible fixed assets Auditors' remuneration 22,042 26,76 4,700 4,500 3. Directors and other employees The average weekly number of persons employed by the company during the year was as follows: Production Distribution and administration 33 3 17 1 50 5 Staff costs comprise: £ £			2,243	2,803
Depreciation of tangible fixed assets Auditors' remuneration 22,042 4,700 4,500 3. Directors and other employees The average weekly number of persons employed by the company during the year was as follows: Production Distribution and administration 33 3 50 5 Staff costs comprise: £ £	2. Lo	oss on ordinary activities before taxation		
Auditors' remuneration 4,700 4,50 3. Directors and other employees Number The average weekly number of persons employed by the company during the year was as follows: Production Distribution and administration 33 3 Staff costs comprise: £ £	Th	he loss is stated after charging:		
The average weekly number of persons employed by the company during the year was as follows: Production Distribution and administration Staff costs comprise: £ £	De Au	epreciation of tangible fixed assets uditors' remuneration		26,761 4,500
The average weekly number of persons employed by the company during the year was as follows: Production Distribution and administration Staff costs comprise: £ £				
during the year was as follows: Production Distribution and administration Staff costs comprise: \$\frac{33}{17} & \frac{3}{1} \\ \tag{50} & \frac{5}{5} \\ \tag{£}	3. Di	rirectors and other employees	Number	Number
Distribution and administration				
Staff costs comprise: £ £				37 18
			50	55
Wages and salaries 691.758 711.83	St	taff costs comprise:	£	£
Social security costs 65,375 69,95	Sc			711,839 69,953 16,121
771,349 797,91			771,349	797,913
The remuneration of the directors was as follows:	Tl	he remuneration of the directors was as follows:		
Fees -	Fε	ees	-	-
	O	Other emoluments		94,925
81,679 94,92 ————————————————————————————————————			81,679 ———	94,925

NOTES ON THE ACCOUNTS Year ended 31 March 1996

			1996	1995
3. Directors and other employees (Cont'd)			£	£
Excluding contributions to pension scheme individual directors were as follows:	es the emolume	ents of the	,	
Chairman Highest paid director			11,132 39,968	10,963 39,522
Other directors			Number	Number
£10,001 - £15,000 £25,001 - £30,000			2	1
4. Tax on loss on ordinary activities			£	£
Taxation based on the loss for the year is r	nade up as fol	lows:		
Deferred taxation			(466)	(12,420)
Prior year adjustment: - corporation tax - deferred taxation			(322) 466	(273)
			(322)	(12,693)
b	and and uildings long easehold	Plant, machinery and office equipment	Motor vehicles	Total
	£	£	£	£
Cost: At 1 April 1995 Additions Disposals	43,613	469,125 3,468	26,617 (11,400)	539,355 3,468 (11,400)
At 31 March 1996	43,613	472,593	15,217	531,423
Depreciation: At 1 April 1995 On disposals Charge for year	20,385	409,935 - 17,690	16,158 (8,550) 3,804	446,478 (8,550) 22,042
At 31 March 1996	20,933	427,625	11,412	459,970
Net book amount:				
At 31 March 1996	22,680	44,968	3,805	71,453
At 31 March 1995	23,228	59,190	10,459	92,877

NOTES ON THE ACCOUNTS Year ended 31 March 1996

5. Tangible fixed assets (Cont'd)

Included in plant, machinery and office equipment are assets purchased under finance leases having a net book amount at 31 March 1996 of £Nil (1995: £5,789). Included in the depreciation charge for the year is depreciation in respect of these assets of £5,789 (1995: £7,797).

		1996	1995
6.	Stocks	£	£
	Raw materials Work in progress	97,729 132,254	101,640 129,394
		229,983	231,034
7.	Debtors		
	Trade debtors Amounts owed by group undertakings Prepayments and accrued income	313,080 257,082 4,254 574,416	304,521 194,651 3,073 502,245
8.	Creditors: amounts falling due within one year		
	Bank overdraft Trade creditors Amounts owed to group undertakings Other tax and social security Obligations under finance leases Other creditors and accruals	26,042 215,343 45,743 33,832 1,250 38,226	6,549 140,685 42,090 29,062 5,500 28,914
		360,436	252,800
9.	Creditors: amounts falling due after more than one year		
	Obligations under finance leases Debentures	- -	1,250 8,500
		-	9,750

NOTES ON THE ACCOUNTS Year ended 31 March 1996

	1996	1995
10. Deferred taxation	£	£
The full potential deferred tax liability and the amount provided in the accounts is as follows:		
Accelerated capital allowances Other timing differences Unrelieved losses	9,002 (312) (8,690)	10,698 (437) (10,261)
11. Called up share capital		
Authorised: 20,000 Ordinary shares of £1 each	20,000	20,000
Allotted and fully paid: 17,000 Ordinary shares of £1 each	17,000	17,000
12. Profit and loss account		
At 1 April 1995 Transfer from general reserve	546,953	607,262 921
Loss for year	(48,338)	(61,230)
At 31 March 1996	498,615	546,953
13. Reconciliation of movement in shareholders' funds		
Loss for year Opening shareholders' funds	(48,338) 563,953	(61,230) 625,183
Closing shareholders' funds	515,615	563,953

14. Contingent liabilities

The company has granted to its bankers a right of set off against amounts outstanding on advances to its parent company and fellow subsidiary undertakings.

The company has, in the normal course of business, given guarantees and performance bonds relating to the company's own contracts.

NOTES ON THE ACCOUNTS Year ended 31 March 1996

15. Pensions

The company contributes to personal pensions for those employees with the necessary qualifying service who wish to participate.

The assets of the Group Personal Pension Scheme are held separately from those of the company in independently administered funds.

16. Ultimate parent company

The company's ultimate parent company is Thomas Reid (Engineering Holdings) Limited, registered in Scotland.

17. Capital commitments

There were no capital commitments unprovided for in the accounts.

acsd/d29aa036