

DRAFTEX INDUSTRIES (NO.3) LIMITED

ACCOUNTS

for the year ended

31st DECEMBER 1994

Company number: 504711



DRAFTEX INDUSTRIES (NO.3) LIMITED

REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31ST DECEMBER 1994

The Directors present herewith their report and the accounts of the Company for the year ended 31st December 1994.

1. Principal activities

The Company has not operated during the period.

2. Results and dividends

The profit on ordinary activities after taxation for the year was £76 (1993: loss £76). No interim dividend was paid during the year (1993: £nil) and no final dividend is proposed (1993: £nil). A profit of £76 has been transferred to reserves.

3. Directors

The Directors of the Company during the year and at 31st December 1994 were:-

I.M. Arnott

G.C.G. Wilkinson (appointed 18th August 1994)

Mr. J.A. Gardiner resigned as a director with effect from 18th August 1994. Following Mr. Gardiner's resignation, Mr. I.M. Arnott was appointed Chairman of the Board with effect from 18th August 1994.

4. Directors' interests

According to the register kept under Section 325 of the Companies Act 1985, neither Director had any interest in the shares or debentures of the Company. The Directors are also Directors of the ultimate parent undertaking, The Laird Group Public Limited Company and their interests are shown in the annual report and accounts of that company. As permitted by statutory instrument the register does not include any shareholdings of Directors who are also Directors of the ultimate parent undertaking.

5. Close company provisions

So far as the Directors are aware, the close company provisions of the Income and Corporation Taxes Act 1988, as amended, do not apply to the Company.

DRAFTEX INDUSTRIES (NO.3) LIMITED

REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31ST DECEMBER 1994

6. Auditors

A resolution to reappoint the Auditors, Ernst & Young, will be proposed at the Annual General Meeting.

BY ORDER OF THE BOARD

A. Marion Dawson

Assistant Secretary

London, 28th July, 1995

DRAFTEX INDUSTRIES (NO.3) LIMITED

DIRECTORS' RESPONSIBILITIES
IN RELATION TO THE ACCOUNTS

The following statement, which should be read in conjunction with the report of the Auditors set out on page 4, is made with a view to distinguishing for Shareholders the respective responsibilities of the Directors and of the Auditors in relation to the accounts.

The Directors are required by the Companies Act 1985 to prepare accounts 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 the financial year.

The Directors consider that in compiling the accounts on pages 5 to 8, which have been prepared on a going concern basis, the Company has used appropriate accounting policies, consistently applied and supported by reasonable and prudent judgements and estimates and that all accounting standards which they consider to be applicable have been followed.

The Directors have responsibility for ensuring that the Company keeps accounting records which disclose with reasonable accuracy the financial position of the Company and which enable them to ensure that the accounts comply with the Companies Act 1985.

The Directors have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

The Directors, having prepared the accounts, note that the Auditors are required by the Companies Act 1985, to take whatever steps and undertake whatever inspections they consider to be appropriate for the purpose of enabling them to give their audit report.

DRAFTEX INDUSTRIES (NO.3) LIMITED

REPORT OF THE AUDITORS TO THE MEMBERS OF
DRAFTEX INDUSTRIES (NO.3) LIMITED

We have audited the accounts on pages 5 to 8 which have been prepared under the historical cost convention and on the basis of the accounting policies set out on page 7.

Respective responsibilities of Directors and Auditors

As described on page 3, the Company's Directors are responsible for the preparation of the accounts. It is our responsibility 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 which 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 affairs of the Company as at 31st December 1994 and of the profit of the Company for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Ernst & Young

Ernst & Young
Chartered Accountants
Registered Auditor
London

28 July, 1995

DRAFTEX INDUSTRIES (NO.3) LIMITEDPROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31ST DECEMBER 1994

	Notes	<u>1994</u> £	<u>1993</u> £
Profit on ordinary activities before taxation		-	-
Taxation	5	<u>76</u>	<u>(76)</u>
Retained profit/(loss) for the year		<u><u>76</u></u>	<u><u>(76)</u></u>

STATEMENT OF RETAINED PROFITS

Retained (loss)/profits brought forward	(43)	33
Retained profit/(loss) for the year	<u>76</u>	<u>(76)</u>
Retained profits/(loss) carried forward	<u><u>33</u></u>	<u><u>(43)</u></u>

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES

There are no recognised gains or losses other than the profit attributable to the shareholders of the Company of £76 in the year ended 31st December 1994 and the loss of £76 in the year ended 31st December 1993.

The notes on pages 7 and 8 form part of these accounts.

DRAFTEX INDUSTRIES (NO.3) LIMITEDBALANCE SHEET AS AT 31ST DECEMBER 1994

	Notes	<u>1994</u> £	<u>1993</u> £
CURRENT ASSETS			
Debtors	6	28,324	28,248
CREDITORS: Amounts falling due within one year	7	(13,291)	(13,291)
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>15,033</u>	<u>14,957</u>
CAPITAL AND RESERVES			
Called up share capital	8	15,000	15,000
Profit and loss account		33	(43)
SHAREHOLDERS' FUNDS	9	<u>15,033</u>	<u>14,957</u>

I.M. ARNOTT
Director

Approved, 28 July, 1995



The notes on pages 7 and 8 form part of these accounts.

DRAFTEX INDUSTRIES (NO.3) LIMITEDNOTES TO THE ACCOUNTS - 31ST DECEMBER 19941. Accounting convention

The accounts have been prepared using the historical cost convention and in accordance with applicable accounting standards. The cash flows of the Company have been reflected in the consolidated cash flow statement of the ultimate parent undertaking and accordingly no cash flow statement is presented as permitted by Financial Reporting Standard No.1.

2. Accounting policies

Foreign currencies

Exchange differences arising on the translation of transactions and balances denominated in foreign currencies are dealt with in the profit and loss account.

3. Audit fee

The audit fee is borne by the ultimate parent undertaking.

4. Directors' emoluments

Directors' emoluments during the year were £nil (1993: £nil)

5. Tax on profit on ordinary activities

	<u>1994</u> £	<u>1993</u> £
UK corporation tax at 33% (1993: 33%)	-	-
Adjustment in respect of prior years	(76)	76
	<u>(76)</u>	<u>76</u>

6. Debtors

	<u>1994</u> £	<u>1993</u> £
Amount due from ultimate parent undertaking	<u>28,324</u>	<u>28,248</u>

DRAFTEX INDUSTRIES (NO.3) LIMITEDNOTES TO THE ACCOUNTS - 31ST DECEMBER 19947. Creditors: Amounts falling due within one year

	<u>1994</u>	<u>1993</u>
	£	£
Amount owed to parent undertaking	<u>13,291</u>	<u>13,291</u>

8. Called up share capital

	<u>1994</u>	<u>1993</u>
	£	£
Authorised:		
Ordinary shares of £1 each	<u>20,000</u>	<u>20,000</u>
Issued and fully paid	<u>15,000</u>	<u>15,000</u>

9. Reconciliation of movement in shareholders' funds

	<u>1994</u>	<u>1993</u>
	£	£
Shareholders' funds at 1 January	14,957	15,033
Profit/(loss) for the financial year	<u>76</u>	<u>(76)</u>
Shareholders' funds at 31 December	<u>15,033</u>	<u>14,957</u>

10. Ultimate parent undertaking

The ultimate parent undertaking of the group of undertakings for which group accounts are drawn up, and of which the Company is a member, is The Laird Group Public Limited Company, a company registered in England and Wales. Copies of the Report and Accounts of The Laird Group Public Limited Company are available from 3 St. James's Square, London SW1Y 4JU.