Grant Thornton **3**

C D JORDAN AND SON (TRANSPORT) LIMITED

FINANCIAL STATEMENTS

FOR THE YEAR ENDED

31 MARCH 1997



Company no 533750

FINANCIAL STATEMENTS

For the year ended 31 March 1997

Company registration number: 533750

Registered office:

Dundas Spur Dundas Lane Portsmouth Hampshire PO3 5NX

Directors:

Mrs J E Stevenson Mrs E J Foote Mr G S Colwell Mrs W A Harding Mrs S A Cooper

Secretary:

Mrs J E Stevenson

Bankers:

National Westminster Bank plc

69 - 73 High Street

Cosham Portsmouth Hampshire PO6 3DA

Solicitors:

Blake Lapthorn New Court

1 Barnes Wallis Road

Segensworth Fareham PO15 5UA

Auditors:

Grant Thornton Registered auditors Chartered accountants Enterprise House Isambard Brunel Road

Portsmouth PO1 2RZ

FINANCIAL STATEMENTS

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REPORT OF THE DIRECTORS

The directors present their report together with financial statements for the year ended 31 March 1997.

Principal activities

The company is principally engaged in the activity of haulage.

Business review

A review of the years trading and future developments is set out in the directors' report of the parent undertaking.

There was a profit for the year after taxation amounting to £18,179 (1996: loss £57,200). The directors do not recommend payment of a dividend and the profit has therefore been transferred to reserves.

Directors

The present membership of the Board is set out below.

None of the directors had any interest in the shares of the company during the year. The interests of the directors in the shares of the parent company as at 31 March 1997 and 1 April 1996, are shown in those accounts.

Mrs J E Stevenson Mrs E J Foote Mr G S Colwell Mrs W A Harding Mrs S A Cooper

Fixed assets

The principal items of capital expenditure are detailed in note 5 to the financial statements.

Directors' responsibilities for the financial statements

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
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements
- 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 maintaining proper accounting records, for safeguarding the assets of the company and for taking reasonable steps for the prevention and detection of fraud and other irregularities.

REPORT OF THE DIRECTORS

Auditors

Grant Thornton offer themselves for reappointment as auditors in accordance with section 385 of the Companies Act 1985.

BY ORDER OF THE BOARD

S. S. Stevensons.

J E Stevenson Secretary 22 July 1997

REPORT OF THE AUDITORS TO THE MEMBERS OF

C D JORDAN AND SON (TRANSPORT) LIMITED

We have audited the financial statements on pages 4 to 13 which have been prepared under the accounting policies set out on page 4.

Respective responsibilities of directors and auditors

As described on page 2 the company's directors are responsible for the preparation of the 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 31 March 1997 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

GRANT THORNTON
REGISTERED AUDITORS
CHARTERED ACCOUNTANTS

PORTSMOUTH 22 July 1997

PRINCIPAL ACCOUNTING POLICIES

BASIS OF PREPARATION

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

The principal accounting policies of the company have remained unchanged from the previous year and are set out below.

TURNOVER

Turnover is the total amount receivable by the company for goods supplied and services provided, excluding VAT and trade discounts.

DEPRECIATION

Depreciation is calculated to write down the cost or valuation less estimated residual value of all tangible fixed assets by annual instalments over their expected useful lives. The rates generally applicable are:

Leasehold buildings

over the term of the lease

Plant and machinery

15-25%

Motor vehicles

25%

STOCKS

Stocks are stated at the lower of cost and net realisable value.

DEFERRED TAXATION

Deferred tax is provided using the tax rates estimated to arise when the timing differences reverse and is accounted for to the extent that it is probable that a liability or asset will crystallise. Unprovided deferred tax is disclosed as a contingent liability.

CONTRIBUTIONS TO PENSION FUNDS

Defined contribution scheme

The pension costs charged against profits represent the amount of the contributions payable to the scheme in respect of the accounting period.

LEASED ASSETS

Assets held under finance leases and hire purchase contracts are capitalised in the balance sheet and depreciated over their expected useful lives. The interest element of leasing payments represents a constant proportion of the capital balance outstanding and is charged to the profit and loss account over the period of the lease.

All other leases are regarded as operating leases and the payments made under them are charged to the profit and loss account on a straight-line basis over the lease term.

PROFIT AND LOSS ACCOUNT

For the year ended 31 March 1997

997 £	1996
£	
	£
123	1,199,980
199)	(988,852)
924	211,128
631)	(248,222)
871	_
164	(37,094)
106	_
044)	(18,266)
226	(55,360)
047)	(1,840)
179	(57,200)
	631) 871 164 106 044) 226

There were no recognised gains or losses other than the profit for the financial year.

BALANCE SHEET AT 31 MARCH 1997

1000			
	Note	1997	1996
Fixed assets		£	£
Tangible assets	5	585,775	543,433
		585,775	543,433
Current assets		505,775	373,733
Stocks	6	7,934	10,570
Debtors	7	143,970	174,214
Cash at bank and in hand		109	194
		152,013	184,978
Creditors: amounts falling due within one year	8	(591,585)	(592,481)
Net current liabilities		(439,572)	(407,503)
Total assets less current liabilities		146,203	135,930
Creditors: amounts falling due after more			
than one year	9	(99,380)	(107,333)
Provisions for liabilities and charges	10	(2,900)	(2,853)
·		43,923	25,744
Capital and reserves			
Called up share capital	11	1,000	1,000
Profit and loss account	12	42,923	24,744
Shareholders' funds	13	43,923	25,744

The financial statements were approved by the Board of Directors on 22 July 1997.

J E Stevenson

Director

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NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 March 1997

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1 TURNOVER AND PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

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THE CUITION CI MIN		OCIOIO	tanation	are attributable to	One activity.	mai or madiago.

The profit on ordinary activities is stated after:	1997 £	1996 £
Auditors' remuneration:		
Audit services	1,500	3,600
Non-audit services	700	800
Depreciation and amortisation:		
Tangible fixed assets, owned	64,250	77,384
Tangible fixed assets, held under finance leases and hire purchase contracts	86,176	58,140
Hire of plant and machinery	8,127	12,060
Other operating lease rentals	12,382	85
Profit on disposal of tangible fixed assets	(3,257)	(4,056)
Other operating income includes: Rent receivable in respect of: Net income of rents from land	24,871	-
INTEREST PAYABLE AND SIMILAR CHARGES		
	1997 £	1996 £
On bank loans, overdrafts and other loans:		
Repayable within 5 years, by instalments	-	6,219
Finance charges in respect of finance leases Other interest receivable and similar income	16,044 (106)	12,047
	15,938	18,266

NOTES TO THE FINANCIAL STATEMENTS

3	DIRECTORS AND EMPLOYEES		
J	Staff costs during the year were as follows:	1997	1996
		£	£
	Wages and salaries	403,445	401,335
	Social security costs	41,508	39,398
	Other pension costs	4,102	3,732
		449,055	444,465
	The average number of employees of the company during the year were as follows:		
		1997	1996
		Number	Number
	Direct labour	20	21
	Office Directors	1	2
	Directors		6
		<u> 26</u>	29
	The directors received no emoluments from the company during the year.		
4	TAX ON PROFIT ON ORDINARY ACTIVITIES		
	The tax charge is based on the profit for the year and represents:		
	and the same go to choose on the process and your man approximation	1997	1996
		£	£
	UK Corporation tax at 24% (1996: 25%)	6,000	-
	Deferred taxation	47	1,535
	_	6,047	1,535
	Adjustments in respect of prior periods:		
	Corporation tax	-	305
		6,047	1,840
	=	=	

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 March 1997

5 TANGIBLE FIXED ASSETS

	Long Leasehold land and buildings	Plant and machinery	Motor vehicles	Fixtures and fittings	Total
	£	£	£	£	£
Cost or valuation					
At I April 1996	142,465	51,283	908,724	8,215	1,110,687
Additions	-	42,207	170,283	132	212,622
Disposals	-	-	(80,731)	-	(80,731)
At 31 March 1997	142,465	93,490	998,276	8,347	1,242,578
Depreciation					
At I April 1996	2,035	34,325	528,065	2,829	567,254
Provided in the year	2,035	14,791	132,772	828	150,426
Eliminated on disposals	-	-	(60,877)	-	(60,877)
At 31 March 1997	4,070	49,116	599,960	3,657	656,803
Net book amount at 31 March 1997	138,395	44,374	398,316	4,690	585,775
Net book amount at 31 March 1996	140,430	16,958	380,659	5,386	543,433

The figures stated above include assets held under finance leases and similar hire purchase contracts, as follows:

	Plant and machinery £
Net book amount at 31 March 1997	258,527 ———
Net book amount at 31 March 1996	-
Depreciation provided during year	86,176

NOTES TO THE FINANCIAL STATEMENTS

5	STOCKS		
		1997 £	1996 £
	Stock of spare parts and lubricants	7,934	10,570
		7,934	10,570
,	DEBTORS		
		1997 £	1996 £
		æ	r
	Trade debtors	64,112	83,304
	Amounts owed by parent undertakings and fellow subsidiary undertakings	56,306	48,917
	Prepayments and accrued income	23,552	41,993
		143,970	174,214
		1997 £	1996 £
	Bank loans and overdrafts	39,805	75,943
	Trade creditors	28,875	52,224
	Amounts owed to group undertakings	336,131	326,713
	Corporation tax Social security and other taxes	6,000	-
	Accruals and deferred income	24,573 16,709	22,340 30,451
	Amounts due under finance leases	139,492	84,810
		591,585	592,481
	The bank overdrafts are secured by a fixed and floating charge over all of the con	npany's assets.	
	CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YE	EAR	
		1997	1996
		£	£
	Amounts due under finance leases	99,380	107,333
		99,380	107,333

NOTES TO THE FINANCIAL STATEMENTS

Demoninas are versuchle as fallows	1997	1996
Borrowings are repayable as follows:	£	1990 £
Within one year		
Bank and other borrowings	39,805	75,943
Finance leases	139,492	84,810
After one and within two years	200,00	0 .,0 - 0
Finance leases	70,228	87,055
After two and within five years		
Finance leases	29,152	20,278
	278,677	268,086
PROVISIONS FOR LIABILITIES AND CHARGES		
		Deferred taxation £
At 1 April 1996		2,853
At 1 April 1996 Provided during the year		2,853 47
	_	
Provided during the year	-	47
Provided during the year At 31 March 1997	_	47
Provided during the year At 31 March 1997 This represents accelerated capital allowances which are fully provided	1997	47
Provided during the year At 31 March 1997 This represents accelerated capital allowances which are fully provided	1997 £	2,900
Provided during the year At 31 March 1997 This represents accelerated capital allowances which are fully provided SHARE CAPITAL Authorised		2,900 1996
Provided during the year At 31 March 1997 This represents accelerated capital allowances which are fully provided SHARE CAPITAL		2,900 1996
Provided during the year At 31 March 1997 This represents accelerated capital allowances which are fully provided SHARE CAPITAL Authorised	£	2,900 1996 £
Provided during the year At 31 March 1997 This represents accelerated capital allowances which are fully provided SHARE CAPITAL Authorised	£	2,900 1996 £

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 March 1997

12 RESERVES

	Profit and loss account £
At 1 April 1996 Retained profit for the year	24,744 18,179
At 31 March 1997	42,923

13 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	1997 £	1996 £
Profit for the financial year	18,179	(57,200)
Net increase in shareholders' funds Shareholders' funds at 1 April 1996	18,179 25,744	(57,200) 82,944
Shareholders' funds at 31 March 1997	43,923	25,744

14 CAPITAL COMMITMENTS

The company had no capital commitments at 31 March 1997 or 31 March 1996.

15 CONTINGENT LIABILITIES

There were no contingent liabilities at 31 March 1997 or 31 March 1996.

16 PENSIONS

Defined Contribution Scheme

The company operates a defined contribution pension scheme for the benefit of the employees. The assets of the scheme are administered by trustees in a fund independent from those of the company.

The pension cost charge for the Year was £4,102 (1996 £3,732).

17 ULTIMATE PARENT UNDERTAKING

The directors consider that the ultimate parent undertaking of this company is C D Jordan and Son Limited, registered in England and Wales.

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 March 1997

18 RELATED PARTY TRANSACTIONS

The company has taken exemption from FRS 8 with regard to disclosure of transactions with entities which are in the same group. The group qualifies where the undertaking is a subsidiary undertaking with 90% or more of the voting rights controlled within the group. Copies of the consolidated financial statements are available from the company's Registered Office.