611177

# HAMILTON & RAY LIMITED

Financial Statements

for the year ended 31st May 1992



# FINANCIAL STATEMENTS

# 31ST MAY 1992

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#### CORPORATE INFORMATION

### CHAIRMAN

D. Hamilton

#### **DIRECTORS**

D. Hamilton G.F. Ray

#### SECRETARY

G.F. Ray

#### REGISTERED OFFICE

38 Great Portland Street, London. W1N 5AD

#### **AUDITORS**

Landau Morley Chartered Accountants, Lanmor House, 370-386 High Road, Wembley, Middlesex. HA9 6AX

### **BANKERS**

National Westminster Bank Plc, Berners Street Branch, P.O. Box 4XL, 112 Oxford Street, London. W1A 4XL

### COMPANY NUMBER

#### REPORT OF THE DIRECTORS

The Directors present their Report and the Audited Financial Statements of the Group for the year ended 31st May 1992.

#### PRINCIPAL ACTIVITIES

The principal activities of the group in the year under review were those of Wholesalers and Retailers of Ladies Fashionwear and Property Developers and Investors.

#### FINANCIAL REVIEW

A summary of the results of the year's trading is given on page 4 of the Financial Statements.

#### DIVIDENDS AND RESERVES

The Directors do not propose to pay a Dividend for the year and no amounts have been transferred to Capital Reserve.

#### FUTURE DEVELOPMENTS

In the years immediately ahead the Directors believe that there is scope for the further development of the existing activities of the Group.

#### DIRECTORS AND DIRECTORS' INTERESTS

The Directors in office during the year and their beneficial interests in the Issued Ordinary Share Capital throughout the year were as follows:

#### Ordinary £1 Shares

Mr. D. Hamilton Miss G.F. Ray

10,200 9,800

#### FIXED ASSETS

Movements of Fixed Assets during the year are recorded in the Notes to the Accounts.

#### AUDITORS

The Auditors, Messrs. Landau Morley, will be proposed for re-appointment in accordance with Section 385(2) of the Companies Act 1985.

By order of the board

D. HAMILTON CHAIRMAN

11th March 1993

Report of the Auditors to the Members of HAMILTON & RAY LIMITED

We have audited the financial statements on pages 4 to 18 in accordance with Auditing Standards.

In our opinion the financial statements give a true and fair view of the state of affairs of the group and of the company at 31st May 1992 and of the result and cash flows of the Group for the year ended on that date and have been properly prepared in accordance with the Companies Act 1985.

LANDAU MORLEY Chartered Accountants Registered Auditors

Lanmor House, 370/386 High Road, Wembley, Middlesex. HA9 6AX

11th March 1993

# CONSOLIDATED PROFIT AND LOSS ACCOUNT

# for the year ended 31st May 1992

	Notes	<u>199</u>	<u>92</u>	<u> 199</u>	<u>1</u>
Turnover Cost of Sales	(2)		3,594,762 2,342,295		3,106,369 1,777,412
Gross Profit			1,252,467		1,328,957
Distribution and Selling Costs Administrative Expenses Other Operating Charges		592,289 403,620 51,749		566,807 352,116 53,930	
		· · · · · · · · · · · · · · · · · · ·	1,047,658		972,853
Operating Profit	(3)		204,809		356,104
Income from Investments Other Income		226 15,192		414 18,398	
			15,418		18,812
			220,227		374,916
Interest payable	(5)		243,978		379,677
Loss on Ordinary Activities before Taxation			(23,751)		(4,761)
Taxation	(6)		(4.794)		1,983
Loss on Ordinary Activities after Taxation			(18,957)		(6,744)
Minority Interests			1,841		726
Loss before Extraordinary Item			(17,116)		(6,018)
Extraordinary Item	(7)		54,116		-
Loss attributable to the Members of Hamilton & Ray Limited	(8)		(71,232)		(6,018)
Retained Profit brought forward			1,678,010		1,684,028
Retained Profit carried forward			£1,606,778		£1,678,010

The attached notes form part of these financial statements.

# CONSOLIDATED BALANCE SHEET

as at 31st May 1992

n make the field of the paragraphic walk to produce the same a	Notes	<u>1992</u>	1991
Fixed Assets			
Tangible Assets Investments	(9) (11)	5.973.679 33.998	7,501,627 32,816
		6,007,677	7,534,443
Current Assets			
Stocks Debtors Cash at Bank and in Hand	(12) (13)	855,740 525,282 12,423	977,986 514,079 22,185
Croditions Assessed 0.331		1,393,445	1,514,250
<u>Creditors:</u> Amounts falling due within one year	(14)	2,818,955	2,861,545
Net Current Liabilities		( <u>1,425,510</u> )	( <u>1,347,295</u> )
Total Assets Less Current Liabilities		4,582,167	6,187,148
Creditors: Amounts falling due after more than one year	(15)	40,000	40,000
Provision for Liabilities and Charges	,	4,542,167	6,147,148
Deferred Taxation	(16)	21,989	28,044
•		£4,520,178	£6,119,104
Capital and Reserves			2000000
Called Up Share Capital	/151	20.000	
Capital Reserve	(17)	20,000 272	20,000 272
Revaluation Reserve Profit and Loss Account Minority Interests	(18)	2,884,243 1,606,778 8,885	4,410,096 1,678,010 10,726
		£4,520,178	£6,119,104 =======

These financial statements were approved by the Board of Directors on 11th March 1993.

D HAMTITON

Directors

G. F. RAY Oy

The attached notes form part of these financial statements.

### BALANCE SHEET

as at 31st May 1992

ه <i>ب</i> جوت	Notes	<u> 1992</u>	<u> 1991</u>
Fixed Assets			
Tangible Assets Investments	(10) (11)	5,876,289 <u>44,296</u>	7,396,297 <u>43,114</u>
Current Assets		5,920,585	7,439,411
Stocks Debtors Cash at Bank and in Hand	(12) (13)	230,044 27,171 1,011	542,544 63,156 1,035
Creditors: Amounts falling due within one year		258,226	606,735
Net Current Liabilities	(14)	2,075,205	2,413,679
Total Assets Less Current Liabilities		( <u>1.816,979</u> ) 4,103,606	( <u>1,806,944</u> ) 5,632,467
Creditors: Amounts falling due after more than one year	(15)	40,000	40,000
Provision for Liabilities and Charges	•	4,063,606	5,592,467
Deferred Taxation	(16)	14,584	<u> 19,329</u>
		£4,049,022	£5,573,138
Capital and Reserves			
Called Up Share Capital Capital Reserve	(17)	20,000 272	20,000
Revaluation Reserve Profit and Loss Account	(18)	2,884,243 <u>1,144,507</u>	272 4,410,096 <u>1,142,770</u>
		£4,049,022 =======	£5,573,138

These financial statements were approved by the Board of Directors on 11th March 1993.

D. HAMILTON

Directors

G.F. RAY

The attached notes form part of these financial statements.

# CONSOLIDATED STATEMENT OF CASH FLOWS

# for the year ended 31st May 1992

	Notes	<u> 1992</u>	<u>1991</u>
Net Cash Inflow from Operating Activities	(3b)	367,912	431,758
Returns on Investments and Servicing of Finance			
Interest Received Interest Paid Dividends Received		13,152 (249,400) 170	16,238 (349,677) 310
Net Cash Outflow from Returns on Investments and Servicing of Finance		(236,078	) (333,129)
Taxation			
UK Corporation Tax Paid		(1,205	-
Investing Activities			
Purchase of Tangible Fixed Assets Purchase of Investments Sale of Tangible Fixed Assets Sale of Subsidiary Undertaking	•	(32,033) (1,182) - -	(47,163) - 8,100 2,160
Net Cash Outflow from Investing Activities		(33,215	(36,903)
Net Cash Inflow before Financing		£ 97,414	£ 61,726
Financing			
Bank Loans Repaid		114,299	117,291
Decrease in Cash and Cash Equivalents	(20)	(16,885	) (55,565)
		£ 97,414	£ 61,726

### NOTES TO THE ACCOUNTS

# for the year ended 31st May 1992

### (1) Accounting Policies

The Financial Statements have been prepared in accordance with applicable accounting standards. The particular accounting policies adopted are described below.

# (a) Basis of Accounting

The Financial Statements are prepared under the historical cost convention as modified by the revaluation of land and building.

### (b) <u>Turnover</u>

Turnover represents net invoiced sales of goods, excluding Value Added Tax, rents receivable and proceeds on disposal of Trading Properties.

# (c) <u>Trading Properties</u>

Trading Properties are stated at the lower of cost and net realisable value. Cost comprises direct expenditure, finance costs and applicable outgoings.

### (d) Tangible Fixed Assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life:

Freehold Properties - 2% on cost Leasehold Properties - 2% on cost

Plant, Machinery and Equipment - 20% on written down value

Fixtures and Fittings - 15% to 20% on written down value Motor Vehicles - 25% on written down value

#### (e) Properties

Certain of the Group's properties are held for long-term investment:

- (i) such properties are revalued annually and the aggregate surplus or deficit is transferred to revaluation reserve; and
- (ii) no depreciation is provided in respect of freehold investment properties. Leasehold investment properties are amortised at 2% to 4% per annum on cost.

#### (f) Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

#### (g) <u>Deferred Taxation</u>

£1

Provision is made for deferred taxation arising from timing differences between profits stated in the Financial Statements and profits as computed for tax purposes except to the extent that the Directors consider that the liability will not become payable in the foreseeable future. The provision is calculated at rates of tax at which the charge is expected to crystallise.

### NOTES TO THE ACCOUNTS

### for the year ended 31st May 1992

### (1) Accounting Policies (continued)

### (h) Foreign Currency Translation

Transactions denominated in foreign currencies are recorded at the rate of exchange ruling at the dates of transactions. Monetary Assets and Liabilities denominated in foreign currencies are translated into sterling at the rates of exchange ruling at the period end date. The resulting differences are dealt with in the determination of the result for the financial period.

#### (i) Basis of Consolidation

The Group Financial Statements consolidate the Financial Statements of Hamilton & Ray Limited and all its Subsidiary Undertakings made up to 31st May, except as disclosed in Note 11.

No Profit and Loss Account has been presented for Hamilton & Ray Limited, as provided by Section 230 of the Companies Act 1985.

#### (j) <u>Investments</u>

Investments held as fixed assets are stated at cost less provision for permanent diminution in value.

#### (2) <u>Turnover</u>

An analysis of turnover and loss on ordinary activities before taxation attributable to the principal activities of the Group are given below:

	<u>19</u>	92	<u>19</u>	<u>91</u>
Fashionwear	<u>Turnover</u> 3,034,325	Profit/ (Loss) (74,915)		Profit/ (Loss) 60,420
Property Dealing and Investment	560,437	51,164	256,926	(65,181)
	£3,594,762	£ (23,751)	£3,106,369	£ (4,761)

#### (3) Operating Profit

# (a) The operating profit is stated after charging/(crediting):

	<u>1992</u>	<u> 1991</u>
	<u>2</u>	<u>£</u>
Depreciation of Fixed Assets	34,128	37,485
Profit on Disposal of Fixed Assets	-	(333)
Staff costs (note 4)	332,051	348,971
Auditors' remuneration	21.000	18,130
	• • • •	, •
and before crediting:		******
Interest Receivable	13,152	16 220
		16,238
Rents Receivable	2,040	
Profit on Disposal of Subsidiary		
Undertaking	-	2,160
	======	======

# NOTES TO THE ACCOUNTS

# for the year ended 31st May 1992

			<u> 1992</u>	<u> 1991</u>
(3)	<u>Oper</u>	rating Profit - continued		
	(b)	Reconciliation of Operating Profit to Net Cash Inflow from operating activities		
		Operating Profit Depreciation Rents Receivable Profit on Disposal of Fixed Assets Decrease in Stocks (Increase)/Decrease in Debtors Increase/(Decrease) in Creditors	204,809 34,128 2,040 	356,104 37,485 - (333) 354,924 40,688 (357,110)
		•	£367,912	£431,758
(4)	Dire	ectors and Employees		
	(a)	Staff costs: Wages and salaries Social security costs	303,679 28,372	318,495 30,476
			£332,051	£348,971
	(b)	The average weekly number of persons (including Directors) employed by the group during the period was:	~~~~~	******
		Sales and distribution Administration	24 9	21 15
			22	
	(c)	Staff costs include the following remuneration in respect of Directors:	33 ==	36 ==
		Fees as Directors	£, -	£

# NOTES TO THE ACCOUNTS

# for the year ended 31st May 1992

	<b>v</b>	1992	<u>1991</u>
(5)	Interest Payable	×	
	Bank loans and overdrafts Mortgage Retirement Benefits Scheme Other Interest	198,431 3,500 34,438 7,609	335,815 3,500 40,362
		£243.978	£379,677
(6)	Taxation		
	Deferred taxation Corporation Tax underprovided in previous	(6,055)	1,879
· ·	years Irrecoverable tax credits on dividends	1,205 56	- 104
		£(4,794)	£1,983
(7)	Extraordinary Item		
	Amount due from former Associated Undertaking written off	£54,116 =====	£ -
(8)	Loss Attributable to the Members of Hamilton & Ray Limited		
,	Dealt with in the Accounts of the Holding Company	1,737	(58,449)
	Dealt with in the Accounts of the Subsidiary Undertakings	(72,969)	52,431
		£(71,232)	£(6,018)

### NUIS TO THE ACCOUNTS

for the year ended 31st May 1992

# (9) Tengible Fixed Assets

į	Circup									
		Freehold Land and Building	Long Leasehold	Short Leasehold Properties	Plant, Machinery and	Fixtures and Fittings	Motor	Freehold Land and	Properties Long Leasehold	<b></b>
	Cost	- Control of the Cont	rioterties	rigerdes	Edutation	ricungs	Vehicles	Buildings	Properties	<u>Total</u>
	At 1st June 1991 Additions Disposals Revaluation	49,350 2,500 -	810,009	14,028 - (6,528)	143,204 3,680	125,799 - -	28,103 - -	6,665,829 25,853 -	112,366 - -	7,948,688 32,033 (6,528)
	Adjustment	-	-	-			-	(1,525,853)	)	(1,525,853)
ĺ			<del></del>							
	At 31st May 1992	£ 51,850	£810,009 ======	£ 7,500	£146,884	£125,799	£28,103	£5,165,829	£112,366	£6,448,340
1	Depreciation									
Ì	At 1st June 1991 Charge for the	3,948	176,680	12,806	121,900	99,365	17,135	-	15,227	447,061
	year Disposals	987 	16,200 -	1,221 (6,528)	4,997 -	4,173 -	2,7 <sup>l</sup> l2 -		3,808 -	34,128 (6,528)
ļ			——	<del></del>		<u></u>				
	At 31st May 1992	£ 4,935	£192,880 =====	£ 7,499	£126,897	£103,538	£19,877	£ -	£ 19,035	£ 474,661
-	Net Book Value									
1	At 31st May 1992	£ 46,915	£617,129	£ 1	£ 19,987	£ 22,261	£ 8,226	£5,165,829	£ 93,331	£5,973,679
1	At 31st May 1991	£ 45,402	£633,329 ======	£ 1,222	£ 21,304	£ 26,434	£10,968	£6,665,829 ======	£ 97,139	£7,501,627
1										

The Investment Properties were revalued by the Directors on an open market basis on 31st May 1992 and the resultant deficit has been taken to Revaluation Reserve.

The cost of Investment Freehold Land and Buildings (included above at a Directors Valuation) determined according to the historical cost accounting rules is as follows:

	<u>1992</u>	<u>1991</u>
Cost	£2,281,585 =======	£2,255,732 ========

# NOTES TO THE ACCOUNTS

for the year ended 31st May 1992

#### Tangible Fixed Assets (10)

Company				
Cost	Long Leasehold <u>Properties</u>	Freehold Land and	Properties Long Leasehold Properties	
At 1st June 1991 Additions Revaluation Adjustment	810,009	6,665,829 25,853 (1,525,853)	112,366 - -	7,588,204 25,853 (1,525,853)
At 31st May 1992	£810,009	£5,165,829	£112,366	,
Depreciation		•		
At 1st June 1991 Charge for the year	176,680 16,200	<del>-</del>	15,227 3,808	191,907 20,008
At 31st May 1992	£192,880	£ -	£ 19,035	£ 211,915
Net book value				22222222
At 31st May 1992	£617,129	£5,165,829	£ 93,331	£5,876,289
At 31st May 1991	£633,329	£6,665,829	£ 97,139	£7,396,297
The Investment Description				

The Investment Properties were revalued by the Directors on an open market basis on 31st May 1992 and the resultant deficit has been taken to Revaluation Reserve.

The cost of Investment Freehold Land and Buildings (included above at a Directors Valuation) determined according to the historical cost accounting rules is as follows:

> 1992 <u> 1991</u> £2,281,585 £2,255,732

Cost

\*======

\*=======

# NOTES TO THE ACCOUNTS

for the year ended 31st May 1992

#### (11) <u>Investments</u>

	Shares in Group Und- ertakings	Quoted Investments	Life Assurance Policies	Total
Group				
At 1st June 1991	~	3,118	29,698	32,816
Additions	-	-	1,220	1,220
Written-off	-	(38)	~	(38)
At 31st May 1992	******	£ 3,080	£ 30,918	£ 33,998
Company				
Cost	195,300	3,118	29,698	228,116
Less: Provision for Diminution in Value	(185,002)	_	_	(185,002)
At 1st June 1991	10,298	3,118	29,698	43,114
Additions	-	~	1,220	1,220
Written-off	-	(38)	~	(38)
At 31st May 1992	£ 10,298	£ 3,080	£ 30,918	£ 44,296

The market value of the Quoted Investments, which are listed on a recognised stock exchange, at 31st May 1992 was £8,831 (1991:£12,718).

The cost of Life Assurance Policies represents premiums paid to date. The surrender value of the Policies at 31st May 1992 was £32,396 (1991: £31,684).

# NOTES TO THE ACCOUNTS

for the year ended 31st May 1992

# (11) <u>Investments - (Continued)</u>

The Company has the following Subsidiary Undertakings which are incorporated in and operate principally in the United Kingdom:-

Subsidiaries held by the Company	Principal Activity		s of es Held	Percei Slære holdi	-
Jersey Masters Limited	Retailer and Wholesaler of Ladies Fashionwear	£1	Ordinary		100%
Embassa (London) Limited	Dormant	£1	Ordinary		100%
Continental Couture (London) Ltd	Dormant	£1	Ordinary		100%
Jerseykins Limited	Wholesaler of Childrens Clothing	£1	Ordinary		100%
David Hamilton (London) Limited	Dormant	£1	Ordinary		100%
Treotto Limited	Dormant	£1 £1	Ordinary Cumulative Preference		100% 100%
Hamoray Limited	Dormant	£1	Ordinary		100%
Jersey Masters (F.E.) Limited	Dormant	£1	Ordinary		100%
E.H.S. Limited	Dormant	5p £1			100%
Fabiani Limited	Dormant	£1	Ordinary	<b>-</b>	100%
Subsidiaries held by Jersey Masters Limited:					
D.M. Manders Limited	Wholesaler of Childrens Clothing	1p	Deferred Ordinary		95%
Marylind Limited	Retailer of Ladies Fashionwear	1p £1			100% 100%
Film Fashions Limited	Dormant	£1	Ordinary		100%
Maggy London of New York Limited	d Dormant	£	Ordinary		100%

Jersey Masters (F.E.) Limited has not been consolidated in view of the immaterial amounts involved and the fact that the subsidiary did not trade during the year.

The group financial statements include the financial statements of D.M. Manders Limited for the year ended 19th May 1992. There were no abnormal transactions between 20th May 1992 and 31st May 1992.

NOTES TO THE ACCOUNTS

for the year ended 31st May 1992

	•	, ~ > _ i /	e	м - и	v 20 9
		Ţ	he Group	<u>The</u>	Company
(12)	Stocks	199	<u>1991</u>	1992	<u>1,71</u>
	Trading Properties Finished Goods	230,0 625,0			542,544
		£ 855,1	711170		£ 542,544
(13)	Debtors				
	Due within one year:				
	Trade Debtors Other Debtors Prepayments	467,4 6,4 51,3	97 62,81	7 475	54,590 8,566
(14)	Creditors: Amounts fall	£ 525,2	3141,		£ 63,156
(,	within one year:	ing due			
	Trade Creditors National Insurance and Other Taxes	688,4	89 655 299	-	-
	Other Creditors Amounts due to Subsidia	50,6 367,6 ry			2,445
	Undertakings Accruals	128,1	153,051	599,825 57,513	759,493 117,808
	Bank Overdrafts and Loa	1,234,9 1,584,0			879,746 1,533,933
		£2,818,95	55 £2,861,545	£2,075,205	£2,413,679
•	The bank overdrafts and by a charge on certain oproperties.	loans of the compar of the Company's lea	ay are secured sehold		
(15) (	<u>Creditors:</u> Amounts fall:	ing due	<u>1992</u>		<u> 1991</u>
	Group and Company				
-	This represents a long to in September 1994. The by a fixed charge on cer	Mortegage is commod			
3	easehold properties.	- 1	£40,000		

# NOTES TO THE ACCOUNTS

# for the year ended 31st May 1992

			=22=		<u> </u>
(16)	Deferred Taxation				
	The amount provided and the amount unprovided for deferred taxation were as follows:				
		Amount	Amount	Amount	Amount
	Group	Provided	Unprovided	Provided	<u>Unprovided</u>
	Accelerated capital allowances Revaluation of Properties	21,989	951,800	28,044	<u> </u>
		£21,989	£951,800	•	£1,455,332
	Company				
	Accelerated capital allowances Revaluation of Properties	14,584	- 951,800	19,329	<u> </u>
		£14,584	£951,800	£19,329	£1,455,332
(17)	Called Up Share Capital				
	Authorised, Allotted and Fully Paid				
	20,000 Ordinary Shares of £1 each		£20,000		£20,000
(18)	Revaluation Reserve				
	Group and Company				
	The Revaluation Reserve represents surpluses on the revaluation of Investment Properties.				
	Movements in the Revaluation Reserve during the year are as follows:				
	At 1st June 1991 Revaluation of Investment Properties		4,410,096 ( <u>1,525,853</u> )		4,413,339 (3,243)
	At 31st May 1992		£2,884,243		£4,410,096

1992

<u> 1991</u>

#### NOTES TO THE ACCOUNTS

#### for the year ended 31st May 1992

#### (19) Contingent Liabilities

#### Group

At 31st May 1992 the Group had contingent liabilities in respect of documentary credits and had undertaken forward foreign exchange contracts in the normal course of business.

#### Company

The Company has guaranteed certain borrowings of Group Companies, the amounts outstanding at 31st May 1992 being £40,995 (1991:£51,162).

# (20) Analysis of Changes in Balances of Cash and Cash Equivalents as shown in the Balance Sheet

Cash at Bank and in Hand Bank Overdrafts	12,423 (167,313)		22,185 (160,190)
			<del></del>
	£(154,890)	£(16,885)	£(138,005)

# (21) <u>Pension Commitments</u>

The Company operates a defined benefits scheme. The assets of the scheme are held separately from those of the Company by trustees under trust. Contributions to the scheme are charged to the profit and loss account so as to spread the cost of benefits over employees' working lives with the Company. The contributions to the scheme are determined by a qualified actuary on the basis of triennial actuarial valuations using appropriate actuarial methods.

The most recent valuation was conducted as at 31st May 1988. This was carried out using the aggregate method for each individual member and assumed a rate of investment return of 9% per annum, a rate of salary increases of 8.5% and a rate of increase of retail prices of 6% per annum.

As at the date of the last actuarial valuation, the market value of the assets of the scheme was £1,659,978 and this represented 139% of the total liabilities as calculated using the specified assumptions i.e. the actuarial valuation of the scheme revealed a surplus, which is being eliminated by improvements in benefits and a suspension of contributions.