

Company Number: 0802641

JOHN ATTWOOLL & COMPANY (TENTS) LIMITED

FINANCIAL STATEMENTS

31 December 1998



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JOHN ATTWOOLL & COMPANY (TENTS) LIMITED

DIRECTORS' REPORT

The directors present their report and the financial statements for the year ended 31 December 1998.

1 PRINCIPAL ACTIVITY AND BUSINESS REVIEW

The principal activity of the company is the production, hire and sales of tenting and camping goods.

The directors consider the result and financial position at the year end to be satisfactory.

2 DIVIDENDS AND TRANSFER TO RESERVES

The profit for the year after taxation amounted to £347,792. An interim dividend of £26,284 has been paid on the ordinary shares and the directors do not recommend a final dividend, leaving £321,508 to be transferred to reserves.

3 FIXED ASSETS

The directors are of the opinion that the current open market value of the land and buildings, with the benefit of vacant possession for continuation of the existing use, is significantly in excess of book value, but the cost of a professional valuation is not warranted at this time.

4 DIRECTORS AND INTERESTS IN SHARES

The directors at 31 December 1998, together with their interests, as defined by the Companies Act 1985, in shares of the company at that date and at the beginning of the year, were as follows:

	1998	1997
	1p ordinary	1p ordinary
P H Attwooll	2,490	2,490
Mrs S G Attwooll	2,522	2,522
J A Attwooll	7,597	7,597
N P Attwooll	7,597	7,597
Miss H J Attwooll	6,003	6,003

5 YEAR 2000

The directors are aware of the Year 2000 issue and acknowledge that it is their responsibility to analyse the impact of the Year 2000 issue on the business and to develop plans to mitigate the effects identified by this analysis.

The directors believe as far as is possible that the necessary changes to minimise the impact on the business have been made. The directors have concluded that any additional costs are likely to be immaterial in this respect.

JOHN ATTWOOLL & COMPANY (TENTS) LIMITED

DIRECTORS' REPORT (Continued)

6 AUDITORS

Hazlewoods have expressed their willingness to continue in office.

By order of the Board

S G Attwooll

MRS S G ATTWOOLL

Secretary

22 September 1999

JOHN ATTWOOLL & COMPANY (TENTS) LIMITED

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 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 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 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.

AUDITORS' REPORT

To the shareholders of

JOHN ATTWOOLL & COMPANY (TENTS) LIMITED

We have audited the financial statements on pages 5 to 17.

Respective responsibilities of directors and auditors

As described on page 2 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 mis-statement, 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 December 1998 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.


HAZLEWOODS

Gloucester

Registered Auditors

22 September 1999

JOHN ATTWOOLL & COMPANY (TENTS) LIMITED**PROFIT AND LOSS ACCOUNT**

for the year ended 31 December 1998

	Note	1998	1997
TURNOVER		5,027,031	4,373,345
Cost of sales		(3,295,792)	(3,124,602)
		<hr/>	<hr/>
GROSS PROFIT		1,731,239	1,248,743
Net operating expenses	2	(1,309,907)	(1,027,032)
		<hr/>	<hr/>
OPERATING PROFIT	3	421,332	221,711
Interest	4	27,961	3,481
		<hr/>	<hr/>
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		449,293	225,192
Tax on profit on ordinary activities	6	(101,501)	(122,029)
		<hr/>	<hr/>
PROFIT FOR THE FINANCIAL YEAR AFTER TAXATION		347,792	103,163
Dividends	7	(26,284)	(26,250)
		<hr/>	<hr/>
RETAINED PROFIT FOR YEAR		£ 321,508	£ 76,913
		<hr/>	<hr/>

All activities of the company are continuing activities, there were no acquisitions in the year.

There were no recognised gains or losses other than the profit for the year as shown above.

JOHN ATTWOOLL & COMPANY (TENTS) LIMITED

BALANCE SHEET

31 December 1998

	Note	1998	1997
FIXED ASSETS			
Tangible assets	8	1,736,908	1,497,856
Investments	9	98	98
		<hr/>	<hr/>
		1,737,006	1,497,954
		<hr/>	<hr/>
CURRENT ASSETS			
Stocks	10	662,426	627,439
Debtors	11	580,532	505,659
Cash at bank and in hand		1,650,730	1,300,786
		<hr/>	<hr/>
		2,893,688	2,433,884
CREDITORS			
due within one year	12	(2,334,145)	(2,010,672)
		<hr/>	<hr/>
NET CURRENT ASSETS		559,543	423,212
		<hr/>	<hr/>
TOTAL ASSETS LESS			
CURRENT LIABILITIES		2,296,549	1,921,166
		<hr/>	<hr/>
PROVISIONS FOR LIABILITIES			
AND CHARGES	14	(54,275)	(400)
		<hr/>	<hr/>
		£ 2,242,274	£ 1,920,766
		<hr/>	<hr/>
CAPITAL AND RESERVES			
Called up share capital	15	302	302
Share premium account	16	7,996	7,996
Profit and loss account	16	2,233,976	1,912,468
		<hr/>	<hr/>
SHAREHOLDERS' FUNDS	17	£ 2,242,274	£ 1,920,766
		<hr/>	<hr/>

Approved by the board on 22 September 1999.


P H ATTWOOLL - Director

JOHN ATTWOOLL & COMPANY (TENTS) LIMITED

CASH FLOW STATEMENT

for the year ended 31 December 1998

	1998	1997
RECONCILIATION OF OPERATING PROFIT TO NET CASH INFLOW FROM OPERATING ACTIVITIES		
Operating profit	421,332	221,711
Depreciation charges	214,642	147,946
Profit on sale of fixed assets	(1,118)	(166)
Increase in stocks	(34,987)	(102,033)
(Increase)/decrease in debtors	(74,873)	119,307
Increase in creditors	376,781	82,517
	<hr/>	<hr/>
Net cash inflow from operating activities	£ 901,777	£ 469,282
	<hr/> <hr/>	<hr/> <hr/>

CASH FLOW STATEMENT

Net cash inflow from operating activities	901,777	469,282
Returns on investments and servicing of finance	27,961	3,760
Taxation	(148,220)	(196,991)
Capital expenditure	(447,802)	(482,365)
Acquisitions	-	183,918
	<hr/>	<hr/>
	333,716	(22,396)
Equity dividends paid	(26,284)	(26,250)
	<hr/>	<hr/>
Cash inflow (outflow) before financing	307,432	(48,646)
Financing	-	(34,809)
	<hr/>	<hr/>
Increase (decrease) in cash	£ 307,432	£ (83,455)
	<hr/> <hr/>	<hr/> <hr/>

An analysis of net cash flows above is given in note i) to the cash flow statement.

JOHN ATTWOOLL & COMPANY (TENTS) LIMITED**NOTES TO THE CASH FLOW STATEMENT**

for the year ended 31 December 1998

	1998	1997
i) ANALYSIS OF CASH FLOWS		
Returns on investments and servicing of finance		
Interest received	29,043	10,965
Interest paid	(1,082)	(250)
Interest element of finance lease and hire purchase rentals	-	(6,955)
	<hr/>	<hr/>
Net cash inflow	£ 27,961	£ 3,760
	<hr/>	<hr/>
Capital expenditure		
Purchase of tangible fixed assets	(457,482)	(485,503)
Sales of tangible fixed assets	9,680	3,138
	<hr/>	<hr/>
Net cash outflow	£ (447,802)	£ (482,365)
	<hr/>	<hr/>
Acquisitions		
Net cash in hand acquired with subsidiary companies	£ -	£ 183,918
	<hr/>	<hr/>
Financing		
Capital element of hire purchase and finance lease rentals	£ -	£ (34,809)
	<hr/>	<hr/>

JOHN ATTWOOLL & COMPANY (TENTS) LIMITED

NOTES TO THE CASH FLOW STATEMENT

for the year ended 31 December 1998

	1998	1997	
ii) NET DEBT			
Reconciliation of net cash flow movement to net debt			
Increase (decrease) in cash in year	307,432	(83,455)	
Net cash outflow from decrease in lease financing	-	34,809	
	<hr/>	<hr/>	
Change in net debt resulting from cash flows	307,432	(48,646)	
Finance leases disposed of with subsidiary company	-	41,295	
	<hr/>	<hr/>	
New finance leases and hire purchase obligations	-	(38,552)	
	<hr/>	<hr/>	
Movement in net debt in the year	307,432	(45,903)	
Net debt at beginning of year	1,141,637	1,187,540	
	<hr/>	<hr/>	
Net debt at end of year	£ 1,449,069	£ 1,141,637	
	<hr/>	<hr/>	
Analysis of movement in net debt:			
	At 1 January 1998	Cash flow	At 31 December 1998
Cash in hand and at bank	1,300,786	349,944	1,650,730
Debt			
Bank overdraft	(159,149)	(42,512)	(201,661)
	<hr/>	<hr/>	<hr/>
TOTAL	£ 1,141,637	£ 307,432	£ 1,449,069
	<hr/>	<hr/>	<hr/>

JOHN ATTWOOLL & COMPANY (TENTS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 1998

1 ACCOUNTING POLICIES

The financial statements have been prepared under the historical cost convention, adopting the following principal accounting policies, all of which are in accordance with applicable Accounting Standards.

Turnover

Turnover represents the amounts, excluding value added tax, receivable during the year for goods and services supplied.

Consolidated Financial Statements

The company has not prepared consolidated financial statements for the group having taken advantage of the exemption conferred by Section 248 of the Companies Act 1985 from the requirement to prepare group financial statements, as the group qualifies as a medium sized group.

Depreciation

Depreciation is calculated to write off the cost or valuation less estimated residual value of tangible assets over their estimated useful lives at the following rates:

Freehold buildings	Not provided
Plant and machinery	15% of written down value
Motor vehicles	25% of written down value

Stocks

Stock and work in progress are valued at the lower of cost and net realisable value. Cost is represented by direct materials and labour together with attributable amounts of fixed and variable overheads incurred in bringing each product to its present location and condition. Net realisable value is estimated selling price less further costs expected to be incurred to completion and disposal.

Pension Costs

The company operates two defined contribution pension schemes. Contributions are charged to the profit and loss account as they become payable in accordance with the rules of the scheme.

Deferred Taxation

Provision is made for deferred taxation using the liability method (calculated at the rate at which it is estimated that tax will be payable) in respect of timing differences between profits as computed for tax purposes and profits as stated in the financial statements to the extent that those differences will give rise to tax liabilities in the foreseeable future.

JOHN ATTWOOLL & COMPANY (TENTS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 1998

1 ACCOUNTING POLICIES (Continued)

Operating Leases

The cost of and income from operating leases is charged and credited to profit and loss account on a straight line basis over the lease term.

Hire Purchase and Finance Leases

Assets acquired under hire purchase and finance leases are recorded in the balance sheet as tangible fixed assets at their equivalent capital value. The corresponding liability is included under creditors due within or after one year. The interest element is charged to profit and loss account on a straight line basis.

Foreign Currencies

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet, or if appropriate at the forward contract rate. Non-monetary assets denominated in foreign currencies are translated into sterling at the rate of exchange ruling at the date of acquisition of the assets. Transaction denominated in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction, or at the contracted rate if the transaction is covered by a forward exchange contract. All revaluation differences and realised foreign exchange differences are taken to the profit and loss account.

2	NET OPERATING EXPENSES	1998	1997
	Administrative expenses	1,332,530	1,102,032
	Other operating income	(22,623)	(75,000)
		<hr/>	<hr/>
		£ 1,309,907	£ 1,027,032
		<hr/>	<hr/>

3 OPERATING PROFIT

Operating profit is stated after charging:

	£	£
Depreciation of fixed assets	214,642	147,946
Directors' emoluments	320,549	225,670
Auditors' remuneration	10,000	10,000
Exchange loss on foreign currency borrowings	-	1,932
	<hr/>	<hr/>

Depreciation includes £Nil (1997: £21,200) in respect of assets which were subject to hire purchase and finance lease agreements.

JOHN ATTWOOLL & COMPANY (TENTS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 1998

4	INTEREST	1998	1997
	Interest payable:		
	Bank overdrafts	817	250
	Hire purchase and finance lease charges	-	6,955
	Interest on overdue tax	265	-
		<hr/>	<hr/>
		1,082	7,205
	Interest receivable	(29,043)	(10,686)
		<hr/>	<hr/>
		£ (27,961)	£ (3,481)
		<hr/>	<hr/>

5 DIRECTORS AND EMPLOYEES

The monthly average number of persons (including directors) employed by the company during the year was as follows:

Directors	5	5
Production	110	104
Administration	10	11
	<hr/>	<hr/>
	125	120
	<hr/>	<hr/>

Staff costs (including directors):

Wages and salaries	1,646,779	1,437,164
Social security costs	139,235	119,862
Other pension costs	79,275	79,024
	<hr/>	<hr/>
	£ 1,865,289	£ 1,636,050
	<hr/>	<hr/>

The emoluments of the directors were as follows:-

Excluding pension contributions:-

Highest paid director	69,346	43,625
Others	191,203	122,045
	<hr/>	<hr/>
	£ 260,549	£ 165,670
	<hr/>	<hr/>

The company paid a total of £60,000 (1997: £60,000) during the year by way of contributions to a money purchase pension scheme on behalf of five directors (1997: five).

JOHN ATTWOOLL & COMPANY (TENTS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 1998

6 TAX ON PROFIT ON ORDINARY ACTIVITIES

	1998	1997
The charge for taxation comprises:		
Corporation tax based on profit for the year at 31% (1997: 21%)	80,250	39,393
(Over) under provided in previous years	(32,624)	149,036
Deferred taxation	53,875	(66,400)
	<hr/>	<hr/>
	£ 101,501	£ 122,029
	<hr/>	<hr/>

7 DIVIDENDS

Equity dividends on ordinary shares:

Interim paid	£ 26,284	£ 26,250
	<hr/>	<hr/>

8 TANGIBLE FIXED ASSETS

	Freehold property	Plant & machinery	Motor vehicles	Total
Cost				
At 1 January 1998	911,028	885,311	481,904	2,278,243
Additions	11,345	359,108	91,803	462,256
Disposals	-	(4,503)	(48,311)	(52,814)
	<hr/>	<hr/>	<hr/>	<hr/>
At 31 December 1998	922,373	1,239,916	525,396	2,687,685
	<hr/>	<hr/>	<hr/>	<hr/>
Depreciation				
At 1 January 1998	-	446,391	333,996	780,387
Charge for year	-	156,350	58,292	214,642
Disposals	-	(2,512)	(41,740)	(44,252)
	<hr/>	<hr/>	<hr/>	<hr/>
At 31 December 1998	-	600,229	350,548	950,777
	<hr/>	<hr/>	<hr/>	<hr/>
Net book value				
At 31 December 1998	£ 922,373	£ 639,687	£ 174,848	£ 1,736,908
	<hr/>	<hr/>	<hr/>	<hr/>
At 31 December 1997	£ 911,028	£ 438,920	£ 147,908	£ 1,497,856
	<hr/>	<hr/>	<hr/>	<hr/>

JOHN ATTWOOLL & COMPANY (TENTS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 1998

9 INVESTMENTS

SHARES

Cost & Net book value

As at 1 January 1998 and at 31 December 1998

**Subsidiary
undertakings**

£ 98

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DETAILS OF SUBSIDIARY UNDERTAKINGS

i) Location, business and holdings

	Class of share	% held	Location	Nature of business
Western Facilities Ltd	Ordinary	100%	England & Wales	Dormant
Attwoolls (Whitminster) Limited	Ordinary	100%	England & Wales	Dormant
Emlyn Canvas & Cordage Limited	Ordinary	100%	England & Wales	Production and hire of trade canvas goods

ii)

	Capital and reserves	Profit for the year
Western Facilities Limited	229,932	-
Attwoolls (Whitminster) Limited	288,837	-
Emlyn Canvas & Cordage Limited	995,809	135,238
	<hr/>	<hr/>
	£ 1,514,578	£ 135,238
	<hr/>	<hr/>

JOHN ATTWOOLL & COMPANY (TENTS) LIMITED**NOTES TO THE FINANCIAL STATEMENTS**

for the year ended 31 December 1998

10	STOCKS	1998	1997
	Raw materials and consumables	305,646	250,156
	Work in progress	30,146	63,514
	Finished goods and goods for resale	294,050	278,433
	Hire stock	32,584	35,336
		<hr/>	<hr/>
		£ 662,426	£ 627,439
		<hr/>	<hr/>
11	DEBTORS		
	Trade debtors	547,656	473,078
	Other debtors	403	108
	Prepayments and accrued income	32,473	32,473
		<hr/>	<hr/>
		£ 580,532	£ 505,659
		<hr/>	<hr/>
12	CREDITORS- due within one year		
	Other debt:		
	Bank overdraft	201,661	159,149
		<hr/>	<hr/>
	Other creditors:		
	Trade creditors	250,914	155,188
	Group undertakings	1,365,690	1,181,800
	Directors' accounts	153,805	118,954
	Current corporation tax	73,679	61,273
	Other taxes and social security	35,924	161,661
	Other creditors	14,259	10,337
	Accruals and deferred income	238,213	162,310
		<hr/>	<hr/>
		2,132,484	1,851,523
		<hr/>	<hr/>
	Total creditors due within one year	£ 2,334,145	£ 2,010,672
		<hr/>	<hr/>

JOHN ATTWOOLL & COMPANY (TENTS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 1998

13 DETAILS OF DEBT

Amounts borrowed fall due for repayment as follows:

	1998	1997
Due within five years:		
Within one year or on demand		
- bank overdraft	£ 201,661	£ 159,149
	<u> </u>	<u> </u>

14 PROVISIONS FOR LIABILITIES AND CHARGES

Deferred taxation:

Balance at beginning of year	400	66,400
Transfer to profit and loss account	53,875	(66,400)
Transfer from subsidiary undertaking	-	400
	<u> </u>	<u> </u>
	£ 54,275	£ 400
	<u> </u>	<u> </u>

The deferred taxation provision comprises capital allowances in excess of corresponding charges for depreciation.

15 SHARE CAPITAL

Equity Shares

Authorised:

2,500,000 ordinary shares of 1p each	£ 25,000	£ 25,000
	<u> </u>	<u> </u>

Allotted and fully paid:

Equity shares:

30,212 ordinary shares of 1p each	£ 302	£ 302
	<u> </u>	<u> </u>

JOHN ATTWOOLL & COMPANY (TENTS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 1998

16 RESERVES

	Share premium	Profit and loss account	Total
At beginning of year	7,996	1,912,468	1,920,464
Transfer from profit and loss account for the year	-	321,508	321,508
	<hr/>	<hr/>	<hr/>
At end of year	£ 7,996	£ 2,233,976	£ 2,241,972
	<hr/>	<hr/>	<hr/>

17 SHAREHOLDERS' FUNDS

	1998	1997
Reconciliation of movements		
Profit for the financial year	347,792	103,163
Dividends	(26,284)	(26,250)
New share capital	-	98
	<hr/>	<hr/>
NET ADDITION TO SHAREHOLDERS FUNDS	321,508	77,011
Opening shareholders' funds	1,920,766	1,843,755
	<hr/>	<hr/>
CLOSING SHAREHOLDERS' FUNDS	£ 2,242,274	£ 1,920,766
	<hr/>	<hr/>

18 CONTROL OF THE COMPANY

The company is controlled by Messrs P H Attwooll, S G Attwooll, J A Attwooll, N P Attwooll and H J Attwooll.

19 RELATED PARTY TRANSACTIONS

The company received management charges from Emlyn Canvas & Cordage Company Limited for services of £15,000 during the year.

The company also acquired a motor vehicle from Emlyn Canvas & Cordage Company Limited during the year. The asset was transferred at open market value.