FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST OCTOBER 1997

COMPANY NUMBER 917424



Gittins Mulderrig Canada House Eastcote Middlesex HA4 9NA

INDEX TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST OCTOBER 1997

Page:	
1	Report of the Directors
3	Accountant's Report
4	Profit and Loss Account
5	Balance Sheet
6	Notes to the Financial Statements
12 - 13	Schedules to the Detailed Trading and Profit

and Loss Account

REPORT OF THE DIRECTORS

- J. Clark
- L. Clark

The directors whose names appear above present their report and the financial statements for the year ended 31st October 1997.

PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The principal activity of the company remained that of the manufacture of electronic equipment and scientific instruments.

The Company's results for the year are dealt with in detail in the statutory balance sheet and profit and loss account, and notes forming part of the financial statements.

The directors are pleased with the performance of the company during the year and are confident that the present level of activity and profitability will be sustained for the foreseeable future.

DIVIDEND AND TRANSFER TO RESERVES

The directors do not recommend payment of a dividend.

It is proposed that the retained profit of £28,552 is transferred to reserves.

FIXED ASSETS

The movements in fixed assets during the year are set out in note 7 to the financial statements.

REPORT OF THE DIRECTORS

DIRECTORS AND THEIR INTERESTS

The directors who served during the year and their interests in the company were as stated below:

		Number o	of shares
	Class of shares	1997	1996
J. Clark L. Clark	Ordinary Shares Ordinary Shares	50 50	50 50

DIRECTORS' RESPONSIBILITIES

Company law requires the directors to prepare accounts for each financial year which give a true and fair view of the state of affairs of the company and of its profit or loss for that period.

In preparing those accounts, the directors are required to select suitable accounting policies and then apply them consistently, make judgements and estimates that are reasonable and prudent, follow applicable accounting standards subject to any material departures disclosed and explained in the accounts, and 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 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 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.

In preparing the above report, the directors have taken advantage of special exemptions applicable to small companies.

By Order of the Board

Secretary

T Clarele

Date 14t Jany 1998

Registered Office:

1 Redwood Close Wing Leighton Buzzard

Page 2

ACCOUNTANTS REPORT TO THE SHAREHOLDERS ON THE UNAUDITED ACCOUNTS

We report on the accounts for the year ended 31st October 1997 set out on pages 4 to 11.

RESPECTIVE RESPONSIBILITIES OF THE DIRECTORS AND THE REPORTING ACCOUNTANTS

As described on page 2, the company's directors are responsible for the preparation of the accounts, and they consider that the company is exempt from an audit. It is our responsibility to carry out procedures designed to enable us to report our opinion.

BASIS OF OPINION

Our work was conducted in accordance with the Statements of Standards for Reporting Accountants, and so our procedures consisted of comparing the accounts with the accounting records kept by the company, and making such limited enquiries of the officers of the company as we considered necessary for the purposes of this report. These procedures provide only the assurance expressed in our opinion.

OPTINTON

In our opinion:

- a) the accounts are in agreement with the accounting records kept by the company under section 221 of the Companies Act 1985;
- b) having regard only to and on the basis of, the information contained in those accounting records:
 - i) the accounts have been drawn up in a manner consistent with the accounting requirements specified in section 249C(6) of the Act; and
 - ii) the company satisfied the conditions for exemption from an audit of the accounts for the year specified in section 249A(4) of the Act and did not, at any time within that year, fall within any of the categories of companies not entitled to the exemption specified in section 249B(1).

GITTINS MULDERRIG Reporting Accountants Date .

Page 3

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31ST OCTOBER 1997

	Notes	1997 £	1996 £
TURNOVER	2	319,535	289,379
Cost of Sales		(132,295)	(133,646)
GROSS PROFIT		187,240	155,733
Administrative expense	s	(150,763)	(115,104)
OPERATING PROFIT	3	36,477	40,629
Interest Receivable		495	435
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXE	ATTON	36,972	41,064
Tax on Profit on Ordinary Activities	5	(8,420)	(10,695)
PROFIT FOR THE FINANCE	TAL YEAR	28,552	30,369
Dividends	6		(8,000)
RETAINED PROFIT FOR TH	ie year	28,552	22,369
Retained Profits Brought Forward		74,839	52,470
RETAINED PROFITS CARRI	LED FORWARD	£ 103,391	£ 74,839

Turnover and operating profit derive wholly from continuing operations.

The company had no recognised gains or losses other than the profit for the year.

The notes on pages 6 to 11 form part of these financial statements

BALANCE SHEET AS AT 31ST OCTOBER 1997

		19	997	1	996
	Notes	£	Ţ	£	£
FIXED ASSETS					
Tangible Assets	7		32,215		29,115
CURRENT ASSETS					
Stocks Debtors Cash at Bank and in Hand	8 9	25,767 40,905 69,311		18,820 35,308 38,612	
		135,983		92,740	
CREDITORS: Amounts Falli Due Within One Year	ng 10	(64,707)		(46,916)	-
NET CURRENT ASSETS			71,276		45,824
			£ 103,491		£ 74,939
CAPITAL AND RESERVES					
Called Up Share Capital Profit and Loss Account	11		100 103,391		100 74,839
			£ 103,491		£ 74,939

For the financial year ended the 31st October 1997, the company was entitled to exemption from audit under section 249A(2) Companies Act 1985; and no notice has been deposited under section 249B(2). The directors acknowledge their responsibility for ensuring the company keeps accounting records which comply with section 221 and preparing accounts which give a true and fair view of the state of affairs of the company as at the end of the period and of its profit or loss for the financial period in accordance with the requirements of section 226 and which otherwise comply with the requirements of the Companies Act 1985, so far as applicable to the company.

The directors have taken advantage of special exemptions conferred by Schedule 8 to the Companies Act 1985 applicable to small companies in the preparation of the accounts and have done so on the grounds that, in their opinion, the company is entitled to those exemptions.

Director Julian

Date 14t Jany

798

The notes on pages 6 to 11 form part of these financial statements

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST OCTOBER 1997

1. ACCOUNTING POLICIES

1.1 Basis of Accounting:

The financial statements are prepared under the historical cost convention.

1.2 Cash Flow Statement:

The accounts do not include a cash flow statement because the company, as a small reporting entity, is exempt from the requirement to prepare such a statement under Financial Reporting Standard 1, Cash Flow Statements.

1.3 Turnover:

Turnover represents the total invoice value, excluding value added tax on goods sold and services provided during the year.

1.4 Depreciation:

Depreciation is provided using the following rates and bases to reduce by annual instalments the cost of the tangible assets over their estimated useful lives:-

Machinery and Equipment 15% Reducing balance Motor Vehicles 25% Reducing balance

1.5 Stock:

Stock is valued at the lower of cost and estimated net realisable value.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST OCTOBER 1997

2.	TURNOVER	1997	1996
	Analysis by:-	£	£
	Geographical Market		
	United Kingdom North America Far East Others	19,415	113,538 75,378
3.	OPERATING PROFIT The Operating Profit is Stated	1997 £	1996 £
	After Charging:-		
	Depreciation	6,978	6,861
	Operating Lease Rentals:		
	Land and Buildings	19,033	18,215

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST OCTOBER 1997

4.	DIRECTORS AND EMPLOYEES Staff Costs:-		1997 £		1996 £
	Wages and Salaries Social Security Costs Other Pension Costs		•		88,019 8,689 35,067
		<u>.</u>	167,086	£	131,775
	The average weekly number of employees during the year was made up as follows:	Í	Numbe	æ	Number
	Administration Production		1 6 7	•	1 6 7 —
	Directors' Emoluments for the year	£	88,538	£	67,736
	The division of Directors' Emoluments, exclude pension contributions, is as follows:-	li	ng		
	Chairman	ε	21,667	£	19,167
	Highest Paid Director	£	20,500	£	13,502

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST OCTOBER 1997

5.	TAX ON PROFIT ON ORDINARY ACTIVITIES	1997 £	1996 £
	The Taxation Charge Based on The Profit Before Tax Comprises:-		
	U.K Corporation Tax at 21% (1996 - 24%)	8,420	10,705
	Adjustment in Respect of Prior Years	8,420 	10,705 (10)
		£ 8,420 £	10,695
6.	DIVIDENDS	1997 £	1996 £
	Dividend Paid		8,000

£ 8,000

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST OCTOBER 1997

7. TANGTBLE FIXED ASSETS

Cost	Beginning of year		: Disposals	End of year
Machinery and Equipment Motor Vehicles	£ 36,599 15, 935	£ 10,078	£ _	£ 46,677 15,935
	52,534	£ 10,078	£	62,612
Depreciation		Charge for year	On Disposals	End of year
Machinery and Equipment Furniture, Fixtures	£ 18,476	£ 4,230	£ _	£ 22,706
Motor Vehicles	4,943	2,748	<u> </u>	7,691
	23,419	£ 6,978	£	30,397
	Beginning of year			End of year
Total Net Book Values	£ 29,115		£	32,215

8.	STOCKS	1997 £	1996 £
	Finished Goods and Work in Progress	25,767	18,820
		£ 25,767	£18,820

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST OCTOBER 1997

Ordinary Shares of £1 each

9.	DEBTORS	1997 £	1996 £
	Trade Debtors Other Debtors Prepayments and Accrued Income	34,639 1,104 5,162	29,610 966 4,732
		£ 40,905 s	35,308
10.	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	1997 £	1996 £
	Trade Creditors Corporation Tax Other Taxes and Social Security Costs Directors' Current Accounts Accruals and Deferred Income	19,082 8,420 5,164 14,151 17,890	8,816 10,705 4,783 9,640 12,972
		£ 64,707 £	46,916
11.	SHARE CAPITAL	1997 £	1996 £
	Authorised:		
	Ordinary Shares of £1 each	£ 100	£ 100
	Allotted, Called Up and Fully Paid:		

£ 100 £ 100