Peel Jones Copper Products Limited

Directors' report and financial statements

for the year ended 30 April 2006

Registration number 929198

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COMPANIES HOUSE 14/12/2006

CHIPCHASE MANNERS
CHARTERED ACCOUNTANTS
384 Linthorpe Road
Middlesbrough

Company information

Directors H R Walduck

T H Walduck S H Walduck P B T Rickard S K Duggal

Secretary S K Duggal

Company number 929198

Registered office Maynard Foundry

Carlin How

Saltburn by-the-sea

Cleveland TS13 4EY

Auditors Chipchase Manners

384 Linthorpe Road Middlesbrough TS5 6HA

Bankers Barclays Bank Plc

London Corporate Banking

50 Pall Mall PO Box 15161R

London

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Directors' report for the year ended 30 April 2006

The directors present their report and the financial statements for the year ended 30 April 2006.

Principal activity

The principal activity of the company during the year under review was the manufacture of high conductivity copper castings for the steel industry.

Results and dividends

The loss for the year, after taxation, amounted to £283,295.

Directors and their interests

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

	Class of share	30/04/06	01/05/05
H R Walduck	Ordinary shares	-	_
T H Walduck	Ordinary shares	-	-
S H Walduck	Ordinary shares	-	•
P B T Rickard	Ordinary shares	~	-
S K Duggal	Ordinary shares	-	-

None of the directors held any interest in the company's shares during the year. The interests of H R Walduck, T H Walduck and S H Walduck in the shares of the ultimate parent company are disclosed in the directors' report of that company.

Directors' responsibilities

The directors are responsible for preparing the financial statements in accordance with applicable law and United Kingdom Generally Accepted Accounting Practice

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of the affairs of the company and of the profit or loss of the company for that year. In preparing these the directors are required to:

- select suitable accounting policies and apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- 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.

The directors of a company must, in determining how amounts are presented within items in the profit and loss account and balance sheet, have regard to the substance of the reported transaction or arrangement, in accordance with generally accepted accounting principles and practice.

Directors' report for the year ended 30 April 2006

 	continued

In so far as the directors are aware:

- -there is no relevant audit information (information needed by the company's auditors in connection with preparing their report) of which the company's auditors are unaware, and
- -the directors have taken all the steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Auditors

In accordance with Section 385 of the Companies Act 1985, a resolution proposing that Chipchase Manners be reappointed as auditors of the company will be put to the Annual General Meeting.

This report is prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

This report was approved by the Board on 30 November 2006 and signed on its behalf by

H R Walduck Director

Independent auditors' report to the shareholders of Peel Jones Copper Products Limited

We have audited the financial statements of Peel Jones Copper Products Limited for the year ended 30 April 2006 which comprise the profit and loss account, the balance sheet and the related notes. These financial statements have been prepared under the historical cost convention and the accounting policies set out therein.

This report is made solely to the company's shareholders, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's shareholders those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's shareholders as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the annual report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the statement of directors' responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the directors' report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the company is not disclosed.

We read the directors' report and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) 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.

Independent auditors' report to the shareholders of Peel Jones Copper Products Limited continued

Emphasis of Matter - Going Concern

In forming our opinion, we have considered the adequacy of the disclosures made in the financial statements concerning the company's ability to continue as a going concern. The company incurred a net loss of £283,295 during the year ended 30 April 2006 and, as of that date, the company's current liabilities exceeded its total assets by £84,318. These conditions, along with other matters as set forth in Note 1.1 to the financial statements, indicate the existence of a material uncertainty which may cast significant doubt about the company's ability to continue as a going concern. The financial statements do not include any adjustments that would result from a failure to continue as a going concern.

Opinion

In our opinion the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 30 April 2006 and of its loss for the year then ended;

the financial statements have been properly prepared in accordance with the Companies Act 1985; and

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the information given in the Directors' Report is consistent with the financial statements for the year ended 30 April 2006.

Chipchase Manners Chartered Accountants and Registered Auditor 384 Linthorpe Road Middlesbrough TS5 6HA

3 c November 2006

Profit and loss account for the year ended 30 April 2006

		Continuing operations	
		2006	2005
	Notes	£	£
Turnover	2	3,079,688	2,295,175
Cost of sales		(2,513,126)	(1,655,615)
Gross profit		566,562	639,560
Distribution costs Administrative expenses Other operating income		(207,110) (651,804) 349	(174,467) (587,520) 443
Operating loss	3	(292,003)	(121,984)
Investment income Other interest receivable and	4	1,390	-
similar income Interest payable and similar charges	5	(2,825)	95 (2,979)
Loss on ordinary activities before taxation		(293,434)	(124,868)
Tax on loss on ordinary activities	8	10,139	(666)
Loss on ordinary activities after taxation		(283,295)	(125,534)
Loss for the year	15	(283,295)	(125,534)
Accumulated (loss)/profit brought for	orward	(58,123)	67,411
Accumulated loss carried forward		(341,418)	(58,123)

There are no recognised gains or losses other than the profit or loss for the above two financial years.

The notes on pages 7 to 14 form an integral part of these financial statements.

Balance sheet as at 30 April 2006

		200	6	200	5
	Notes	£	£	£	£
Fixed assets					
Tangible assets	9		499,579		534,391
Current assets					
Stocks		631,220		756,652	
Debtors	10	698,208		605,783	
Cash at bank and in hand		21,128		87,899	
		1,350,556		1,450,334	
Creditors: amounts falling					
due within one year	11	(1,900,468)		(1,741,624)	
Net current liabilities			(549,912)		(291,290)
Total assets less current					
liabilities			(50,333)		243,101
Provisions for liabilities	12		(33,985)		(44,124)
1 TOVISIONS TOT MADIMICS					
Net (liabilities)/assets			(84,318)		198,977
Tiet (Habilites), assets					
Capital and reserves					
Called up share capital	14		250,000		250,000
Share premium account	15		7,100		7,100
Profit and loss account	15		(341,418)		(58,123)
Equity shareholders' funds	16		(84,318)		198,977

The financial statements are prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies .

The financial statements were approved by the Board on 30 November 2006 and signed on its behalf by

H R Walduck

Director

T H Walduck

Director

The notes on pages 7 to 14 form an integral part of these financial statements.

Notes to the financial statements for the year ended 30 April 2006

1. Accounting policies

1.1. Accounting convention

The financial statements are prepared under the historical cost convention and comply with financial reporting standards of the Accounting Standards Board.

The company has taken advantage of the exemption in FRS1 from the requirement to produce a cashflow statement because it is a small company.

The financial statements have been prepared on the going concern basis. The directors believe that the company will be supported by the ultimate parent company and will continue to trade for the foreseeable future. If the going concern assumption was not appropriate, adjustments would be needed to restate fixed assets as current assets, and long term liabilities as current liabilities and provide for additional liabilities which would arise on the closure of the company.

1.2. Turnover

Turnover represents the amount derived from the provision of goods and services falling within the company's activities after deduction of trade discounts and excluding value added tax.

1.3. Tangible fixed assets and depreciation

Depreciation is provided at rates calculated to write off the cost less residual value of each asset over its expected useful life, as follows:

Land and buildings

Straight line over over 50 years years

Plant and machinery

15% reducing balance

Fixtures, fittings

and equipment - 15% reducing balance
Motor vehicles - 25% reducing balance

1.4. Stock and work in progress

Stock and work in progress are valued at the lower of cost and net realisable value.

1.5. Pensions

Contributions in respect of the company's money purchase pension scheme are charged to the profit and loss account for the year in which they are payable to the scheme.

Notes to the financial statements for the year ended 30 April 2006

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1.6. Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more, tax.

Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

1.7. Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange prevailing at the accounting date. Transactions in foreign currencies are recorded at the date of the transactions. All differences are taken to the Profit and Loss account.

1.8. Financial instruments

Financial instruments are classified and accounted for, according to the substance of contractual arrangement, as either financial assets, financial liabilities or equity instruments, as defined in FRS 25, Financial Instruments: Disclosure and Presentation. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

2. Turnover

A geographical analysis of turnover is not given as the directors are of the opinion that disclosure would prejudice the company's interests.

3.	Operating loss	2006 £	2005 £
	Operating loss is stated after charging:		
	Depreciation and other amounts written off tangible assets	55,316	55,368
	Loss/(Profit) on disposal of tangible fixed assets	121	(1,752)
	Auditors' remuneration	3,800	3,600
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	and after crediting:		
	Net foreign exchange gain	13,248	30,114

Notes to the financial statements for the year ended 30 April 2006

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4.	Income from investments	2006 £	2005 £
	Income from investments		-
5.	Interest payable and similar charges	2006 £	2005 £
	Included in this category is the following:		
	Interest payable on bank loans and overdrafts	<u>2,825</u>	<u>2,979</u>
6.	Directors' emoluments		
		2006	2005
		£	£
	Remuneration and other benefits	94,692	91,124
		Number	Number
	Number of directors to whom retirement benefits are accruing under a money purchase scheme	2	2

7. Pension costs

The company operates a defined contribution pension scheme in respect of its employees. The scheme and its assets are held by independent managers. The pension charge represents contributions due from the company and amounted to £7,736 (2005 - £12,201).

Notes to the financial statements for the year ended 30 April 2006

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8. Tax on loss on ordinary activities

Analysis of charge in period	2006 £	2005 £
Current tax UK corporation tax	<u>.</u>	(668)
Total current tax charge	<u>-</u>	(668)
Deferred tax Timing differences, origination and reversal	(10,139)	1,334
Total deferred tax	(10,139)	1,334
Tax on loss on ordinary activities	(10,139)	666

Factors affecting tax charge for period

The tax assessed for the period is higher than the standard rate of corporation tax in the UK (30 per cent). The differences are explained below:

•	2006 £	2005 £
Loss on ordinary activities before taxation	(293,434)	(124,868) =====
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 30% (30 April 2005 : 30%)	(88,030)	(37,460)
Effects of:	26	
Expenses not deductible for tax purposes	36	-
Capital allowances for period in excess of depreciation	(2,801)	(2,865)
Utilisation of tax losses	90,795	39,657
Current tax charge for period	-	(668)
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Notes to the financial statements for the year ended 30 April 2006

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Tangible fixed assets	Land and buildings freehold £		-	Motor vehicles £	Total
Cost At 1 May 2005 Additions Disposals	335,328	61,635	72,690 1,800	22,407 200 (250)	1,714,935 63,635 (43,260)
At 30 April 2006	335,328	1,303,135	74,490	22,357	1,735,310
Depreciation At 1 May 2005 On disposals Charge for the year	-	-	53,607 - 3,676	11,013 (129) 2,847	1,180,544 (129) 55,316
At 30 April 2006	68,517	1,096,200	57,283	13,731	1,235,731
Net book values At 30 April 2006 At 30 April 2005				8,626 11,394	499,579 534,391
Debtors				2006	2005
Trade debtors Other debtors Prepayments and accrued income				£ 626,044 53,232 18,932	£ 551,360 36,307 18,116
	Cost At 1 May 2005 Additions Disposals At 30 April 2006 Depreciation At 1 May 2005 On disposals Charge for the year At 30 April 2006 Net book values At 30 April 2006 At 30 April 2005 Debtors Trade debtors	Cost At 1 May 2005 335,328 Additions - Disposals - At 30 April 2006 335,328 Depreciation - At 1 May 2005 65,325 On disposals - Charge for the year 3,192 At 30 April 2006 68,517 Net book values - At 30 April 2005 266,811 At 30 April 2005 270,003 Debtors -	Cost At 1 May 2005 335,328 1,284,510 Additions - 61,635 (43,010) Disposals - (43,010) (43,010) At 30 April 2006 335,328 1,303,135 Depreciation 65,325 1,050,599 On disposals - 7 Charge for the year 3,192 45,601 At 30 April 2006 68,517 1,096,200 Net book values 266,811 206,935 At 30 April 2005 270,003 233,911 Debtors	Tangible fixed assets buildings freehold freehold machinery Plant and fittings and machinery equipment equipment for equipment	Tangible fixed assets buildings freehold £ Plant and fittings and machinery equipment £ Motor vehicles £ Cost 335,328 1,284,510 72,690 22,407 Additions - 61,635 1,800 200 Disposals - (43,010) - (250) At 30 April 2006 335,328 1,303,135 74,490 22,357 Depreciation At 1 May 2005 65,325 1,050,599 53,607 11,013 On disposals (129) - (129) Charge for the year 3,192 45,601 3,676 2,847 At 30 April 2006 68,517 1,096,200 57,283 13,731 Net book values At 30 April 2006 266,811 206,935 17,207 8,626 At 30 April 2005 270,003 233,911 19,083 11,394 Debtors £ 2006 £

Other debtors include a non-interest bearing loan of £800 (2005:£800) to P B T Rickard (director). The maximum balance in the year was £800 (2005:£800).

698,208

605,783

Notes to the financial statements for the year ended 30 April 2006

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	Creditors: amounts falling due	2006	2005
	within one year	£	£
T A C	Bank overdraft Trade creditors Amounts owed to group undertaking Other taxes and social security costs Accruals and deferred income	354,903 279,504 1,192,875 18,752 54,434 1,900,468	262,603 237,745 1,168,124 21,558 51,594 1,741,624

The bank overdraft is secured on all of the company's undertakings and assets. Amounts owed to group undertakings are interest-free and of no fixed term. The companies concerned do not intend to demand payment until the company's financial position improves.

12. Provisions for liabilities

	Deferred taxation	
	(Note 13)	Total
	£	£
At 1 May 2005	44,124	44,124
Movements in the year	10,139	10,139
At 30 April 2006	33,985	33,985

Notes to the financial statements for the year ended 30 April 2006

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13.	Provision for deferred taxation		2006 £	2005 £
	Accelerated capital allowances Industrial buildings allowances		16,577 17,408	27,402 16,722
	Undiscounted provision for deferred tax		33,985	44,124
	Provision at 1 May 2005 Deferred tax charge in profit and loss account Provision at 30 April 2006		44,124 (10,139) 33,985	
	Deferred taxation is based on a corporation tax rate of 30%.			
14.	Share capital		2006 £	2005 £
	Authorised equity 250,000 Ordinary shares of 1 each		250,000	250,000
	Allotted, called up and fully paid equity 250,000 Ordinary shares of 1 each		250,000	250,000
	Equity Shares 250,000 Ordinary shares of 1 each		250,000	250,000
15.	Equity Reserves	Share premium account £	Profit and loss account £	Total £
	At 1 May 2005 Loss for the year	7,100	(58,123) (283,295)	
	At 30 April 2006	7,100	(341,418)	(334,318)

Notes to the financial statements for the year ended 30 April 2006

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16.	Reconciliation of movements in shareholders' funds	2006 £	2005 £
	Loss for the year Opening shareholders' funds	(283,295) 198,977	(125,534) 324,511
	Closing shareholders' funds	(84,318)	198,977

17. Capital commitments

There are no capital commitments at the balance sheet date (2005: Nil)

18. Related party transactions

As a 100% owned subsidiary of the Imperial London Hotels Limited, the company has taken advantage of the exemptions under FRS8 not disclose transactions with entities that are part of the group.

19. Ultimate parent undertaking

The company's ultimate parent company is The Imperial London Hotels Limited, which is the parent of the only group of which the company is a member for which group accounts are drawn up. Copies of these may be obtained from Companies House. The ultimate controlling parties are H R Walduck, T H Walduck and S H Walduck, who are shareholders in, and directors of, the ultimate parent company.

The following pages do not form part of the statutory accounts.

Detailed trading and profit and loss account for the year ended 30 April 2006

	2006		2005	
	£	£	£	£
Sales				
Sales		3,079,688		2,295,175
		3,079,688		2,295,175
Cost of sales				
Opening stock	756,652		403,502	
Discounts and late delivery	25,507		-	
Purchases	1,587,204		1,328,815	
Sundry foundry expenses	26,368		18,057	
Wages and salaries	685,278		627,473	
Subcontract labour	63,337		34,420	
	3,144,346		2,412,267	
Closing stock	(631,220)		(756,652)	
		(2,513,126)	_	(1,655,615)
Gross profit		566,562		639,560
Distribution costs	207,110		174,467	
Administrative expenses	651,804		587,520	
		(858,914)		(761,987)
		·		(122,427)
Other are sucting in some		(292,352)		(122,427)
Other operating income Rent receivable	349		443	
Rem receivable				
		349		443
Operating loss		(292,003)		(121,984)
Other income and expenses				
Income from investments				
Listed investment income	1,390			
		1,390		-
Interest receivable				
Bank deposit interest	4		95	
		4		95
Interest payable				
Bank interest	2,825		2,979	
		(2,825)		(2,979)
Not loss for the year		(293,434)		(124,868)
Net loss for the year		(273,737)		====

Distribution costs and administrative expenses for the year ended 30 April 2006

	2006	2005
	£	£
Distribution costs		
Carriage outwards	62,739	63,370
Agency fees	144,371	111,097
	207,110	174,467
Administrative expenses	 _	
Wages and salaries	244,707	225,481
Directors' remuneration	70,627	68,608
Staff pension costs	7,736	12,201
Holiday pay	60,851	56,457
Rates	18,919	16,083
Insurance	44,560	41,199
Light and heat	6,951	5,568
Repairs and maintenance - plant	64,274	51,241
Repairs and maintenance - buildings	8,039	7,100
Printing, postage and stationery	5,205	10,786
Telephone	7,469	7,893
Motor expenses	21,424	22,856
Patent applications	710	840
Travelling and entertainment	11,375	14,917
Legal and professional	10,719	1,368
Audit	3,800	3,600
Bank charges	9,914	6,181
(Profit)/loss on exchange	(13,248)	(30,114)
General expenses	12,335	11,639
Depreciation on freehold property	3,192	3,192
Depreciation on plant and machinery	45,601	44,958
Depreciation on FF & Equipment	3,676	4,026
Depreciation on motor vehicles	2,847	3,192
Losses/(profits) on disposal of tangible assets	121	(1,752)
	651,804	587,520