

TURNBULL & ASSER (HOLDINGS) LIMITED
AND ITS SUBSIDIARY COMPANIES

DIRECTORS' REPORT

AND

ACCOUNTS

Year ended 31st January 1982

MacIntyre Hudson
Chartered Accountants
22 Chancery Lane
London, WC2A 1LL



TURNBULL & ASSER (HOLDINGS) LIMITED
AND ITS SUBSIDIARY COMPANIES

REPORT OF THE DIRECTORS

Year ended 31st January 1982

DIRECTORS

The following were directors during the year :

Kenneth T. Williams
Anthony F. H. Carlisle
Gavin F. Casey

ACTIVITIES AND STATE OF AFFAIRS

The company continues to act as holding company of a group which trades as shirtmakers and clothiers.

In the directors' view the state of the company's affairs is satisfactory.

APPROPRIATIONS

The year's results are set out in the accounts which follow. A dividend of 125% is proposed by the Board.

DIRECTORS' INTERESTS

The directors held the following shares in the company :

	31.1.82	31.1.81
K. T. Williams	38,350	38,350
A. F. H. Carlisle	7,100	7,100
G. F. Casey	-	-

FIXED ASSETS

During 1981/82 subsidiary companies acquired plant, machinery and vehicles costing £66,707. A further £3,590 was expended on improving freehold premises.

The directors are unable to give an exact market value of the group's freehold properties, but are of the opinion that it is greater than book value. In the opinion of the directors the cost of professional valuation is not justified.

EVENTS SINCE THE END OF THE YEAR

The group acquired the trading assets of the well known shirtmakers, Messrs. T. Hodgkinson, in April 1982.

OTHER MATTERS

The company is a close company as defined for taxation purposes.


The average number of persons employed by the group during the year was 410, and their aggregate remuneration was £1,427,760.

AUDITORS

Messrs. MacIntyre Hudson have signified their willingness to continue in office and a resolution proposing their re-appointment as Auditors of the company, at a fee to be fixed by the directors, will be submitted to the Annual General Meeting.

71/72, Jermyn Street,
London, SW1.

By order of the Board,


A. F. H. Carlisle,
Secretary.

2nd September 1982

TURNBULL & ASSER (HOLDINGS) LIMITED
AND ITS SUBSIDIARY COMPANIES

CONSOLIDATED BALANCE SHEET

31st January 1982

	Notes	£	1982	£	1981	£
FIXED ASSETS	1		334,342		295,268	
INVESTMENT IN SUBSIDIARY NOT CONSOLIDATED			1,304		1,304	
CURRENT ASSETS						
Stock		1,749,581		1,586,285		
Debtors		409,774		408,212		
Tax recoverable	2	13,887		16,316		
Bank and cash balances		424,234		200,242		
		<u>£ 2,597,476</u>		<u>£ 2,211,055</u>		
CURRENT LIABILITIES						
Creditors		501,104		384,191		
Taxation	2	61,300		4,545		
Current instalment of loan repayment		30,000		40,000		
Bank overdraft	3	235,330		148,823		
Due to affiliated company		67,518		55,549		
Proposed dividend		37,750		32,957		
		<u>£ 933,002</u>		<u>£ 666,065</u>		
Net current assets			1,664,474		1,544,990	
			2,000,120		1,841,562	
OTHER LIABILITIES						
Deferred taxation	2	54,464		40,312		
Medium term liabilities	3	85,000		115,000		
			139,464		155,312	
NET ASSETS			<u>£ 1,860,656</u>		<u>£ 1,686,250</u>	
Represented by :						
SHARE CAPITAL	4		30,200		30,200	
RESERVE ARISING ON CONSOLIDATION			153,230		150,187	
RETAINED PROFITS			1,673,562		1,503,676	
SHAREHOLDERS' INTERESTS			1,856,992		1,684,063	
MINORITY INTEREST			3,664		2,187	
			<u>£ 1,860,656</u>		<u>£ 1,686,250</u>	

Directors :

K. T. Williams
K. T. WILLIAMS

2nd September 1982

A. F. H. CARLISLE

A. F. H. Carlisle

TURNBULL & ASSER (HOLDINGS) LIMITED
AND ITS SUBSIDIARY COMPANIES

CONSOLIDATED PROFIT AND LOSS ACCOUNT

Year ended 31st January 1982

	Notes	£	1982	£	£	1981	£
GROUP PROFIT BEFORE TAXATION	7		289,702			186,753	
TAXATION	2		77,007			14,698	
DEFERRED TAXATION RELEASED			-			(395,824)	
TAXATION CHARGE/(CREDIT)			77,007			(381,126)	
GROUP PROFIT AFTER TAXATION BEFORE EXTRAORDINARY ITEMS			212,695			567,879	
MINORITY SHARE OF PROFIT/(LOSS)			(905)			6,155	
			211,790			574,034	
EXTRAORDINARY ITEMS							
Amount written off cost of shares in subsidiary		-			12,728		
Less : Surplus on disposal of freehold property less tax		-			2,912		
			-			9,816	
GROUP PROFIT AFTER TAXATION AND EXTRAORDINARY ITEMS			211,790			564,218	
DIVIDEND PAYABLE	8		37,750			32,957	
GROUP RETAINED PROFIT FOR YEAR	6						
Retained by holding company		8,868			6,070		
Retained by subsidiaries		165,172			525,191		
			£ 174,040			£ 531,261	
EARNINGS							
Per 10p ordinary share (1981 figure excludes the release of deferred taxation)			71.45p			59.01p	

TURNBULL & ASSER (HOLDINGS) LIMITED

BALANCE SHEET

31st January 1982

	Notes	£	1982	£	£	1981	£
INVESTMENTS IN SUBSIDIARIES -							
At cost	5		373,439			373,439	
DUE FROM SUBSIDIARIES			177,008			136,068	
			<u>550,447</u>			<u>509,507</u>	
CURRENT ASSETS							
Advance Corporation Tax recoverable	2	-			2,429		
Debtors		4,788			4,787		
Due from Trustees of The Turnbull & Asser (Holdings) Trust		5,500			7,400		
Cash at bank		1,060			1,419		
		<u>£ 11,348</u>			<u>£ 16,035</u>		
CURRENT LIABILITIES							
Creditors		20,183			16,153		
Due to directors		8,193			3,880		
Taxation		1,000			875		
Proposed dividend		37,750			32,957		
Advance Corporation Tax payable		14,124			-		
		<u>£ 81,250</u>			<u>£ 53,865</u>		
Net current liabilities			(69,902)		(37,830)		
			<u>£ 480,545</u>		<u>£ 471,677</u>		
SHAREHOLDERS' INTERESTS							
SHARE CAPITAL	4		30,200			30,200	
SHARE PREMIUM ACCOUNT			320,741			320,741	
RETAINED PROFIT			129,604			120,736	
			<u>£ 480,545</u>			<u>£ 471,677</u>	

Directors : *K. T. Williams* K. T. WILLIAMS

2nd September 1982

A. F. H. CARLISLE

A. F. H. Carlisle

TURNBULL & ASSER (HOLDINGS) LIMITED

AND ITS SUBSIDIARY COMPANIES

Year ended 31st January 1982

STATEMENT OF ACCOUNTING POLICIES

The principal accounting policies which are adopted in the preparation of the group accounts are set out below.

A. BASIS OF CONSOLIDATION

The consolidated accounts include the accounts of the company and all its subsidiaries with the exception of Hampton Bros. (New Cross) Limited. The cost of acquisition of Hampton Bros. (New Cross) Limited has been fully written down, and it has not traded since its acquisition by the group. In these circumstances, the aforesaid company has not been consolidated as the amounts involved are not material.

The accounts of all subsidiary companies which have been consolidated are made up to 31st January 1982.

B. DEPRECIATION

Depreciation is calculated to write off the cost of assets in equal instalments on the following bases :

Freehold property	Nil
Short leases	Over the unexpired period of the lease
Fixtures, fittings and plant	10% of cost per annum
Vehicles	20% of cost per annum

Insofar as depreciation has not been provided on freehold property the group has not complied with the Statement of Standard Accounting Practice No. 12. In the opinion of the directors, the amounts involved are not material.

C. DEFERRED TAXATION

Provision is made in full for taxation deferred by capital allowances.

D. STOCKS AND WORK-IN-PROGRESS

Stocks are valued at the lower of cost and net realisable value on bases consistent with those adopted in previous years.

Work in progress is valued at cost of direct materials, labour and a proportion of production overheads.

E. FOREIGN CURRENCY

All assets, liabilities, turnover and profits or losses expressed in currencies other than Sterling, are translated to Sterling at rates of exchange ruling at the end of the financial year.

TURNBULL & ASSER (HOLDINGS) LIMITED

AND ITS SUBSIDIARY COMPANIES

Year ended 31st January 1982

NOTES TO ACCOUNTS

1. FIXED ASSETS : GROUP

	Freehold Property £	Short Leasehold Premises £	Fixtures, Fittings, Plant and Vehicles £	Total £
Cost :				
Opening total	170,701	10,542	270,967	452,210
Exchange variation	-	-	8,688	8,688
Additions	3,590	-	66,707	70,297
Disposals	-	-	(10,365)	(10,365)
Closing total	<u>£ 174,291</u>	<u>£ 10,542</u>	<u>£ 335,997</u>	<u>£ 520,830</u>
Depreciation :				
Opening total	1,000	9,542	146,400	156,942
Exchange variation	-	-	1,773	1,773
Provision	-	1,000	36,138	37,138
Disposals	-	-	(9,365)	(9,365)
Closing total	<u>£ 1,000</u>	<u>£ 10,542</u>	<u>£ 174,946</u>	<u>£ 186,488</u>
Net book values :				
At 31st January 1982	<u>£ 173,291</u>	<u>£ -</u>	<u>£ 161,051</u>	<u>£ 334,342</u>
At 31st January 1981	<u>£ 169,701</u>	<u>£ 1,000</u>	<u>£ 124,567</u>	<u>£ 295,268</u>

A subsidiary company owned the lease of 23 Bury Street for the period to 25th December 1981. Negotiations for the renewal of the lease for a further 25 years to 5th January 2007 are currently in progress.

2. TAXATION

	1982 £	1981 £
a) Balance Sheet - Current Assets		
Corporation Tax recoverable	13,887	13,887
Advance Corporation Tax carried forward as recoverable	-	2,429
	<u>£ 13,887</u>	<u>£ 16,316</u>
b) Balance Sheet - Current Liabilities		
Corporation Tax - payable 1.11.82 or later	59,172	16,255
- payable currently	2,129	-
Deduct : Advance Corporation Tax	(14,125)	(11,710)
Advance Corporation Tax payable	14,124	-
	<u>£ 61,300</u>	<u>£ 4,545</u>
c) Balance Sheet - Deferred Taxation		
Opening balance	40,312	422,558
Adjustments for the year :		
Capital allowances	14,152	13,578
Provision for stock relief no longer required	-	(395,824)
Closing balance	<u>£ 54,464</u>	<u>£ 40,312</u>

TURNBULL & ASSER (HOLDINGS) LIMITED

AND ITS SUBSIDIARY COMPANIES

Year ended 31st January 1982

NOTES TO ACCOUNTS (continued)

2. TAXATION (continued)	1982 £	1981 £
d) Profit and Loss Account		
U.K. Corporation Tax has been provided for at rates between 40% and 52% as follows :		
Taxation on the year's profits	59,172	16,255
Payable/(recoverable) in respect of prior year	3,683	(13,887)
Loss relief on chargeable gain	-	(1,248)
Deferred Tax adjustment	14,152	13,578
	<u>77,007</u>	<u>14,698</u>
Release of deferred taxation provision in respect of stock appreciation relief	-	(395,824)
	<u>£ 77,007</u>	<u>£(381,126)</u>

The 1982 charge has been reduced by £47,706 in respect of stock relief.

7. MEDIUM TERM LIABILITIES	1982 £	1981 £
Loan repayable by equal annual instalments of £30,000	<u>£ 85,000</u>	<u>£ 115,000</u>

The loans and bank overdrafts are secured by charges over the group's freehold properties.

The company has issued a guarantee in favour of one of Turnbull and Asser Limited subsidiary companies to the extent of £25,000. That company's overdraft at 31st January 1982 stood at £20,766 (1981 : £20,156).

4. SHARE CAPITAL	1982 £	1981 £
Authorised, issued and fully paid 302,000 Ordinary shares of 10p each	<u>£ 30,200</u>	<u>£ 30,200</u>

5. SUBSIDIARY COMPANIES

Shareholdings in subsidiary companies, expressed as a percentage of issued shares, are as follows :

Name of Subsidiary	Held by Turnbull & Asser (Holdings) Limited	Held by Subsidiaries	Country of Incorporation
Turnbull and Asser Ltd.	100%	-	England
Eagle Shirt Co. (London) Ltd.	55%	45%	England
Hawes and Curtis Ltd.	-	100%	England
Hawes & Curtis (Tailors) Ltd.	-	100%	England
Caldwell Young and Co. Ltd.	-	100%	Scotland
Lansdowne Leather Goods Ltd.	-	100%	England
Hampton Bros. (New Cross) Ltd.	-	100%	England
James Drew Ltd.	-	100%	England
Turnbull and Asser (Ontario) Ltd.	-	51%	Canada

TURNBULL & ASSER (HOLDINGS) LIMITED

AND ITS SUBSIDIARY COMPANIES

Year ended 31st January 1982

NOTES TO ACCOUNTS (continued)

6. GROUP REVENUE RESERVES	1982 £	1981 £
At 1st February	1,503,676	971,051
Exchange variation	(4,154)	1,364
Retained profit for year :		
Holding company	8,868	6,070
Subsidiaries	165,172	525,191
At 31st January	<u>£ 1,673,562</u>	<u>£ 1,503,676</u>
7. GROUP PROFIT BEFORE TAXATION		
a) Group turnover for the year (excluding intra-group transactions)	<u>£ 3,640,914</u>	<u>£ 3,100,754</u>
b) The following items were charged in arriving at group profit before taxation :		
Depreciation and amortisation	£ 32,551	£ 29,071
Auditors' remuneration	£ 5,500	£ 5,100
Amount written off investment in subsidiary company	£ -	£ 1,400
Plant hire	£ 494	£ 168
Loan interest payable	£ 18,850	£ 16,548
Bank interest payable	£ 15,943	£ 40,347
Bank interest receivable	<u>£ 16,620</u>	<u>£ 26,144</u>
Directors' emoluments :		
Salaries and commission	£ 48,404	£ 49,596
Superannuation contributions	£ 1,918	£ 1,894
Estimated benefits	£ 800	£ 800
Chairman and highest paid director	<u>£ 29,251</u>	<u>£ 29,846</u>
The number of directors in each category of remuneration was as follows :		
£ 1 - £ 5,000	1	2
£ 5,001 - £10,000	-	-
£10,001 - £15,000	-	-
£15,001 - £20,000	1	1
£25,001 - £30,000	1	1
8. DIVIDENDS		
12 ¹ / ₂ p (1981 : 12 ¹ / ₂ p) per share	37,750	37,750
Less amounts waived	-	4,793
	<u>£ 37,750</u>	<u>£ 32,957</u>

TURNBULL & ASSER (HOLDINGS) LIMITED

GROUP MOVEMENT OF FUNDS

Year ended 31st January 1982

	1982		1981	
	£	£	£	£
SOURCE OF FUNDS				
Group profit before taxation		289,702		186,753
Adjustment for items not involving the movement of funds :				
Depreciation and amortisation	37,138		29,071	
Loss/(profit) on disposal of fixed assets	700		(67)	
Amount written off investment in a subsidiary company	-		1,400	
Exchange variation	(7,455)		1,361	
Formation expenses written off	-		(160)	
		30,383		31,605
TOTAL GENERATED BY OPERATIONS		320,085		218,358
FUNDS FROM OTHER SOURCES				
Disposal of fixed assets - proceeds	300		9,605	
Issue of shares in a subsidiary	-		2	
		300		9,607
		320,385		227,965
APPLICATION OF FUNDS				
Purchase of investment	-		2	
Dividends paid	32,957		32,994	
Tax paid	3,670		204,052	
Purchase of fixed assets	70,297		62,678	
		106,924		299,726
		£ 213,461		£(71,761)
INCREASE/DECREASE IN WORKING CAPITAL				
Stock and work in progress	163,296		172,417	
Debtors	1,562		(28,052)	
Creditors	(116,913)		(43,664)	
Due to affiliated company	(11,969)		7,825	
		35,976		108,526
Movement of net liquid funds :				
Cash - increase/decrease	223,992		(120,799)	
Bank overdraft - increase/decrease	(86,507)		63,080	
Long term liabilities - decrease/increase	40,000		(122,568)	
		177,485		(180,287)
		£ 213,461		£(71,761)

REPORT OF THE AUDITORS
TO THE MEMBERS OF
TURNBULL & ASSER (HOLDINGS) LIMITED

We have audited the accounts and accounting policies stated therein, set out on pages 2 to 9, which have been prepared under the historical cost convention. Our audit was conducted in accordance with approved Auditing Standards.

In our opinion these accounts give, under the accounting convention stated above and so far as concerns the members of the holding company, a true and fair view of the state of the company's financial affairs at 31st January 1982 and of the results and movement of funds for the year then ended and comply with the Companies Acts 1948 to 1981.

22, Chancery Lane,
London, WC2A 1LL.

MacIntyre Hudson
MacIntyre Hudson,

2nd September 1982

Chartered Accountants.