

TURNBULL & ASSER(HOLDINGS)LIMITED

DIRECTORS' REPORT

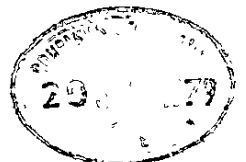
AND

ACCOUNTS

Year ended 31st January, 1977



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



REPORT OF THE DIRECTORS
year ended 31st January 1977

DIRECTORS

The following were directors throughout the year -

K.T. Williams
A.G. Arnold
G.A. Smith

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 £30,200 is proposed by the board.

DIRECTORS' INTERESTS

The directors held the following shares in the company -

	31.1.77	31.1.76
K.T. Williams	28,000	28,000
A.G. Arnold	22,700	22,700
G.A. Smith	-	-

FIXED ASSETS

During 1976/77 subsidiary companies acquired freehold premises costing £79,212, and plant and machinery totalling £14,459.

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.

OTHER MATTERS

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

Of the group's total sales of £2,203,694, £197,994 were export sales. In addition export commission of £10,121 was earned.

The average number of persons employed by the group during the year was 381 and their aggregate remuneration was £644,385.

AUDITORS

Messrs. MacIntyre Hudson have expressed their willingness to be re-appointed.

71/72 Jermyn Street,
London, S.W.1.

By order of the board
A.F.H. Carlisle
Secretary

TURNBULL & ASSER(HOLDINGS)LIMITED
AND ITS SUBSIDIARY COMPANIES

CONSOLIDATED BALANCE SHEET
31st January 1977

	Notes	£	1977 £	1976 £
FIXED ASSETS	1		236,803	167,630
CURRENT ASSETS				
Stock	2	588,772		416,876
Debtors		230,583		154,976
Bank and cash balances		146,137		89,554
		<u>£ 965,492</u>		<u>£ 661,406</u>
Deduct:				
CURRENT LIABILITIES				
Creditors		194,185		166,495
Due to directors		16,179		12,629
Taxation	3	150,503		74,907
Bank overdraft		55,367		84,264
Proposed dividend		30,200		30,200
		<u>£ 446,434</u>		<u>£ 368,495</u>
Net current assets			<u>519,058</u>	<u>292,911</u>
			755,861	460,541
OTHER LIABILITIES				
Long-term liabilities	4	100,433		26,433
Deferred taxation	3	<u>121,447</u>	<u>221,860</u>	<u>71,844</u>
				<u>98,277</u>
NET ASSETS			<u>£ 533,981</u>	<u>£ 362,264</u>
SHAREHOLDERS' INTERESTS				
SHARE CAPITAL	5		30,200	30,200
RESERVE ARISING ON CONSOLIDATION			132,941	131,541
RETAINED PROFITS			<u>370,840</u>	<u>200,523</u>
			<u>£ 533,981</u>	<u>£ 362,264</u>

K.T. WILLIAMS

A.G. ARNOLD

} Directors

TURNBULL & ASSER(HOLDINGS)LIMITED
AND ITS SUBSIDIARY COMPANIES

CONSOLIDATED PROFIT AND LOSS ACCOUNT
year ended 31st January 1977

	Notes	£	1977 £	1976 £
GROUP PROFIT before taxation	7		401,673	185,699
TAXATION	3		<u>206,815</u>	<u>98,680</u>
PROFIT after taxation			194,858	87,019
Retained by subsidiaries			<u>124,858</u>	<u>34,019</u>
HOLDING COMPANY'S PROFIT available for appropriation			70,000	53,000
Dividends payable			<u>30,200</u>	<u>30,200</u>
RETAINED FOR YEAR BY HOLDING COMPANY			39,800	22,800
HOLDING COMPANY'S UNAPPROPRIATED PROFITS brought forward		60,474	-	37,674
Add: Dividend waived in prior year		<u>2,800</u>	<u>63,274</u>	-
HOLDING COMPANY'S RETAINED PROFITS carried forward			103,074	60,474
SUBSIDIARIES RETAINED PROFITS carried forward	8		<u>267,766</u>	<u>140,049</u>
GROUP RETAINED PROFITS			<u>£ 370,840</u>	<u>£ 200,523</u>

TURNBULL & ASSER(HOLDINGS)LIMITED

BALANCE SHEET

31st January 1977

	Notes	1977 £	1976 £
SUBSIDIARY COMPANIES (Incorporated in England)			
	6		
Cost of shares			
Turnbull and Asser Limited (100% owned)		348,677	348,677
Eagle Shirt Co. (London) Limited (55% owned)		24,762	24,762
		<u>373,439</u>	<u>373,439</u>
Due from subsidiary companies		111,943	69,343
		<u>485,382</u>	<u>442,782</u>
Deduct:			
Due to directors		1,167	1,167
Proposed dividend		<u>30,200</u>	<u>30,200</u>
		31,367	31,367
NET ASSETS		<u>£ 454,015</u>	<u>£ 411,415</u>
SHAREHOLDERS' INTERESTS			
SHARE CAPITAL	5	30,200	30,200
SHARE PREMIUM ACCOUNT		320,741	320,741
RETAINED PROFIT		103,074	60,474
		<u>£ 454,015</u>	<u>£ 411,415</u>

K.T. WILLIAMS

A.G. ARNOLD

} Directors

Certified a true copy of the Balance Sheet, including every document required to be annexed thereto, laid before the Annual General Meeting of the Company.

... *K.T. Williams* ... DIRECTOR ... *A.G. Arnold* ... SECRETARY

year ended 31st January 1977

NOTES TO ACCOUNTS

	Freehold property	Leasehold premises (short leases)	Fixtures & fittings, plant & vehicles	Total
	£	£	£	£
1. FIXED ASSETS : Group				
Cost:				
Opening total	73,518	10,542	198,909	282,969
Additions	79,212		14,468	93,680
Disposals	-	-	(8,433)	(8,433)
Closing total	<u>£152,730</u>	<u>£10,542</u>	<u>£204,944</u>	<u>£368,216</u>
Depreciation:				
Opening total	1,000	4,000	110,340	115,340
Provision	-	1,000	18,375	19,375
Disposals	-	-	(3,302)	(3,302)
Closing total	<u>1,000</u>	<u>5,000</u>	<u>125,413</u>	<u>131,413</u>
Net Book Value at 31st January 1977	<u>£151,730</u>	<u>£ 5,542</u>	<u>£ 79,531</u>	<u>£236,803</u>

Depreciation is calculated by equal annual instalments over the expected lives of fixed assets.

No depreciation is provided in respect of freehold property as, in the directors' opinion, its market value is greater than book value.

A subsidiary company owns the lease of 23 Bury Street, for the period to 25th December 1981.

2. STOCK has been valued at the lower of cost and net realisable value.

WORK IN PROGRESS has been valued at the cost of direct materials and labour with no addition for overheads.

3. TAXATION

	1977	1976
a) Balance Sheet - Current Liabilities	£	£
Corporation Tax - payable 1.12.77 or later	161,661	84,131
Deduct: Advance Corporation Tax	(14,754)	(12,196)
: Group loss relief surrendered	(5,602)	-
	<u>141,305</u>	<u>71,935</u>
Corporation Tax - payable currently	9,198	2,972
	<u>£150,503</u>	<u>£ 74,907</u>
b) Balance Sheet - Deferred Taxation		
The provision for deferred taxation comprises -		
(i) Taxation deferred by capital allowances	27,195	30,713
(ii) Taxation deferred by stock appreciation relief	94,252	41,131
	<u>£121,447</u>	<u>£ 71,844</u>

TURNBULL & ASSER(HOLDINGS)LIMITED
AND ITS SUBSIDIARY COMPANIES

year ended 31st January 1977

NOTES TO ACCOUNTS (continued)

c) Profit and Loss Account

	1977	1976
	£	£
Corporation Tax has been provided for at the rate of 52% as follows -		
Taxation on the year's profits	161,661	84,422
Deferred taxation adjustment		
- Capital allowances	(5,019)	14,898
- Stock appreciation relief	56,039	-
Adjustment relating to previous year	(264)	(640)
Loss relief surrendered by subsidiary company	(5,602)	-
	<u>£206,815</u>	<u>£98,680</u>

4. LONG TERM LIABILITIES

(i) Loan repayable by annual instalments of £6,000	20,433	26,433
(ii) Loan repayable by equal annual instalments of £10,000	40,000	-
(iii) Loan repayable by equal annual instalments of £10,000 commencing 20th May 1979	40,000	-
	<u>£100,433</u>	<u>£26,433</u>

The loans are secured by charges over the groups freehold property. A subsidiary company also issued a guarantee during the year to further cover the £40,000 loan repayable from 20th May 1979.

5. SHARE CAPITAL

Authorised, issued and fully paid

302,000 ordinary shares of 10p each	<u>£ 30,200</u>	<u>£ 30,200</u>
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6. 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 sub-sidiaries	Country of Incorpn.
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 Company Ltd.	-	100%	Scotland
Landsdowne Leather Goods Ltd.	-	100%	England

TURNBULL & ASSER(HOLDINGS)LIMITED
AND ITS SUBSIDIARY COMPANIES

year ended 31st January 1977

NOTES TO ACCOUNTS (continued)

7. GROUP NET PROFIT BEFORE TAXATION

	1977 £	1976 £
a) Group turnover for the year (excluding inter-group transactions)	<u>£2,203,694</u>	<u>£1,422,684</u>
b) The following items were charged in arriving at group net profit before taxation -		
Depreciation	19,375	19,493
Auditors remuneration	2,325	1,850
Amount written off investment in subsidiary company	1,400	1,400
Hire purchase interest payable	671	561
Loan interest payable	13,665	5,144
Bank interest payable	11,707	5,821
Plant hire	<u>3,767</u>	<u>3,518</u>
Bank interest receivable	<u>2,354</u>	<u>502</u>
Directors' emoluments:		
Salaries and commission	35,500	33,166
Superannuation contributions	500	432
Benefits	<u>150</u>	<u>150</u>
Chairman's remuneration	<u>12,500</u>	<u>12,500</u>
Highest paid director	<u>21,000</u>	<u>18,666</u>
The number of directors in each category of remuneration was as follows -		
£ 0 - £ 2,500	1	1
£ 2,501 - £ 5,000	-	-
£10,001 - £12,500	1	1
£12,501 - £15,000	-	-
£17,501 - £20,000	-	1
£20,001 - £22,500	<u>1</u>	<u>-</u>

c) The accounts of all subsidiary companies are made up to 31st January 1977.

TURNBULL & ASSER(HOLDINGS)LIMITED
AND ITS SUBSIDIARY COMPANIES

year ended 31st January 1977

NOTES TO ACCOUNTS (continued)

8. SUBSIDIARIES RETAINED PROFITS	1977	1976
	£	£
Retained profits brought forward	140,049	106,030
Prior year tax adjustments	2,859	-
	<u>142,908</u>	<u>106,030</u>
Retained for the year	<u>124,858</u>	<u>34,019</u>
Retained profits carried forward	<u>£ 267,766</u>	<u>£ 140,049</u>

9. CONTINGENT LIABILITIES

The company has issued a guarantee in favour of one of Turnbull and Asser Limited subsidiary companies to the extent of £15,000. That company's overdraft at 31st January 1977 stood at £15,681 (1976 £12,982).

TURNBULL & ASSET (HOLDINGS) LIMITED

PROFIT AND LOSS ACCOUNT
year ended 31st January 1977

	1977	1976
	£	£
Management fees receivable	4,500	4,500
Dividends receivable from subsidiary companies	70,000	53,000
	<u>74,500</u>	<u>57,500</u>
Deduct:		
Directors' remuneration	4,500	4,500
Proposed dividend	<u>30,200</u>	<u>30,200</u>
	<u>34,700</u>	<u>34,700</u>
	39,800	22,800
Balance brought forward	60,474	37,674
Add: Dividend waived in prior year	<u>2,800</u>	-
	63,274	
Balance carried forward	<u>£ 103,074</u>	<u>£ 60,474</u>

Note:

The company has surrendered Advance Corporation Tax to a subsidiary company amounting to £14,754.

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

We have examined the accounts set out
on pages two to nine, which have been prepared
under the historical cost convention.

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 affairs at
31st January 1977 and of the results for the year
ended on that date and comply with the Companies Acts
1948 and 1967.

MacIntyre Hudson

22 Chancery Lane,
London, WC2A 1LL.

23rd June 1977

Chartered Accountants