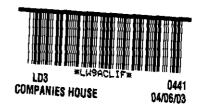
LEWIS TYLER & SONS (FENCING) LIMITED
FINANCIAL STATEMENTS
FOR
31 DECEMBER 2002

Company Registration Number 1238308





* FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2002

CONTENTS	PAGES
Officers and professional advisers	1
The directors' report	2 to 3
Independent auditors' report to the shareholders	4 to 5
Profit and loss account	6
Balance sheet	7
Cash flow statement	8 to 9
Notes to the financial statements	10 to 16
The following pages do not form part of the financial stateme	nts
Detailed profit and loss account	18
Notes to the detailed profit and loss account	19

OFFICERS AND PROFESSIONAL ADVISERS

The board of directors Mr A J Tyler

Miss H E Tyler Mr I J Russell Mr J L Tyler Mr N C Tyler Miss J A Tyler

Company secretary

A J Tyler

Registered office Estate Sawmill

Mill Green Hatfield Herts AL9 5PG

Auditors MacIntyre Hudson

Chartered Accountants & Registered Auditors Greenwood House 4/7 Salisbury Court

London EC4Y 8BT

THE DIRECTORS' REPORT

YEAR ENDED 31 DECEMBER 2002

The directors have pleasure in presenting their report and the financial statements of the company for the year ended 31 December 2002.

PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The principal activity of the company during the year was that of the manufacture, sale and erection of fencing.

The directors are satisfied with the results for the year.

RESULTS AND DIVIDENDS

The trading results for the year, and the company's financial position at the end of the year are shown in the attached financial statements.

The directors have recommended the following dividends:

	2002	2001
	£	£
Proposed dividends on ordinary shares	13,929	3,487
Dividends paid on ordinary shares	10,790	_
	24,719	3,487

THE DIRECTORS AND THEIR INTERESTS IN SHARES OF THE COMPANY

The directors who served the company during the year together with their beneficial interests in the shares of the company were as follows:

		Ordinary Shares of £1 each At	
		31 December 2002	At 1 January 2002 or later date of appointment
Mr A J Tyler Miss H E Tyler Mr I J Russell Mr J L Tyler Mr N C Tyler Miss J A Tyler	(Appointed 28 February	11,120 1,120 1,120 1,120 1,120	11,120 1,120 1,120 1,120 1,120
	2002)	<u></u>	

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 at the end of the year and of the profit or loss for the year then ended. In preparing those financial statements, the directors are required to:

select suitable accounting policies, as described on pages 10 to 11, and then apply them

THE DIRECTORS' REPORT (continued)

YEAR ENDED 31 DECEMBER 2002

consistently;

make judgements and estimates that are reasonable and prudent; and

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. The directors 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

A resolution to re-appoint MacIntyre Hudson as auditors for the ensuing year will be proposed at the annual general meeting in accordance with section 385 of the Companies Act 1985.

Signed by order of the directors

A J Tyler Company Secretary

Approved by the directors on 20 5 03

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS

YEAR ENDED 31 DECEMBER 2002

We have audited the financial statements which comprise the Profit and Loss Account, Balance Sheet, Cash Flow Statement and the related notes. These financial statements have been prepared under the historical cost convention and on the basis of 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 THE DIRECTORS AND THE AUDITORS

The directors' responsibilities for preparing the Annual Report and the financial statements in accordance with applicable United Kingdom law and Accounting Standards 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 United Kingdom Auditing Standards.

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. Our responsibilities do not extend to any other information.

BASIS OF AUDIT OPINION

We conducted our audit in accordance with United Kingdom 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 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 (continued)

YEAR ENDED 31 DECEMBER 2002

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 2002 and of its profit for the year then ended, and have been properly prepared in accordance with the Companies Act 1985.

Greenwood House 4/7 Salisbury Court London EC4Y 8BT

21 May 2003

MACINTYPE HUDSON Chartered Accountants & Registered Auditors

PROFIT AND LOSS ACCOUNT

YEAR ENDED 31 DECEMBER 2002

	Note	2002 £	2001 £
TURNOVER	2	3,784,223	3,326,555
Cost of sales		2,792,527	2,482,988
GROSS PROFIT		991,696	843,567
Administrative expenses		710,305	642,775
OPERATING PROFIT	3	281,391	200,792
Interest receivable Interest payable	6	5,927 (17,044)	6,340 (22,028)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	Ē	270,274	185,104
Tax on profit on ordinary activities	7	52,040	33,096
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		218,234	152,008
Dividends	8	24,719	3,487
RETAINED PROFIT FOR THE FINANCIAL YE	AR	193,515	148,521
Balance brought forward		803,846	655,325
Balance carried forward		997,361	803,846

All of the activities of the company are classed as continuing.

The company has no recognised gains or losses other than the results for the year as set out above.

BALANCE SHEET

31 DECEMBER 2002

	2002		2001		
	Note	£	£	£	£
FIXED ASSETS Tangible assets	9		334,933		347,007
CURRENT ASSETS Stocks Debtors Cash at bank and in hand	10 11	289,606 630,024 472,084 1,391,714		370,821 443,935 279,824 1,094,580	
CREDITORS: Amounts falling due within one year	12	641,283		485,390	
NET CURRENT ASSETS			750,431		609,190
TOTAL ASSETS LESS CURRENT	Γ LIAΒII	LITIES	1,085,364		956, 197
CREDITORS: Amounts falling due after more than one year	13		64,001 1,021,363		128,349 827,848
CAPITAL AND RESERVES Called-up equity share capital Share premium account Profit and Loss Account	16		15,600 8,402 997,361		15,600 8,402 803,846
SHAREHOLDERS' FUNDS	17		1,021,363	. 1	827,848

These financial statements were approved by the directors on the _________________________________ and are signed on their behalf by:

Mr A J Tyler Director

CASH FLOW STATEMENT

YEAR ENDED 31 DECEMBER 2002

	2002 £	£	2001 £	£
NET CASH INFLOW FROM OPERATING ACTIVITIES		391,070		217,198
RETURNS ON INVESTMENTS AND SERVICING OF FINANCE Interest received Interest paid Interest element of hire purchase	5,927 (1,961) (15,083)		6,340 (3,830) (18,198)	
NET CASH OUTFLOW FROM RETURNS ON INVESTMENTS AND SERVICING OF FINANCE		(11,117)		(15,688)
TAXATION		(33,096)		(27,837)
CAPITAL EXPENDITURE Payments to acquire tangible fixed assets Receipts from sale of fixed assets	(84,469) -		(160,433) 3,570	
NET CASH OUTFLOW FROM CAPITAL EXPENDITURE		(84,469)		(156,863)
EQUITY DIVIDENDS PAID		(13,929)		(3,138)
CASH INFLOW BEFORE FINANCING		248,459		13,672
FINANCING Repayment of bank loans Capital element of hire purchase	(6,303) (67,394)		(214) 37,327	
NET CASH (OUTFLOW)/INFLOW FROM FINANCING		(73,697)		37,113
INCREASE IN CASH		174,762		50,785

CASH FLOW STATEMENT (continued)

YEAR ENDED 31 DECEMBER 2002

RECONCILIATION OF OPERATING PROFIT TO NET CASH INFLOW FROM OPERATING ACTIVITIES

	2002	2001
	£	£
Operating profit	281,391	200,792
Depreciation	96,544	97,775
Profit on disposal of fixed assets	· -	(2,383)
Decrease/(increase) in stocks	81,215	(43,890)
Increase in debtors	(186,089)	(15,921)
Increase/(decrease) in creditors	118,009	(19,175)
Net cash inflow from operating activities	391,070	217,198
	-,-,-	

RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET FUNDS

		2002		2001	
Increase in cash in the period		£ 174,762	£	£ 50,785	£
Net cash outflow from bank loans Cash outflow in respect of hire purc	hase	6,303 67,394		214 (37,327)	
			248,459		13,672
Change in net funds	18		248,459		13,672
Net funds at 1 January 2002	18		24,883		11,210
Net funds at 31 December 2002	18		273,341		24,883

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2002

1. ACCOUNTING POLICIES

Basis of accounting

The financial statements have been prepared under the historical cost convention.

Turnover

The turnover shown in the profit and loss account represents amounts invoiced during the year, exclusive of Value Added Tax.

Depreciation

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows:

Leasehold Property Plant & Machinery

over the length of the lease

20% Reducing Balance20% Reducing Balance

Fixtures & Fittings Motor Vehicles

25% Reducing Balance

Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Work in progress

Work in progress is valued on the basis of direct costs plus attributable overheads based on normal level of activity. Provision is made for any foreseeable losses where appropriate. No element of profit is included in the valuation of work in progress.

Hire purchase agreements

Assets held under hire purchase agreements are capitalised and disclosed under tangible fixed assets at their fair value. The capital element of the future payments is treated as a liability and the interest is charged to the Profit and Loss Account on a straight line basis.

Operating lease agreements

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against profits on a straight line basis over the period of the lease.

Pension costs

The company operates a defined contribution pension scheme for employees. The assets of the scheme are held separately from those of the company. The annual contributions payable are charged to the Profit and Loss Account.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2002

1. ACCOUNTING POLICIES (continued)

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of the transaction. Exchange differences are taken into account in arriving at the operating profit.

2. TURNOVER

The turnover and profit before tax are attributable to the one principal activity of the company.

An analysis of turnover is given below:

	2002	2001
	£	£
United Kingdom	3,784,223	3,326,555
•		

3. OPERATING PROFIT

Operating profit is stated after charging/(crediting):

Operating profit is stated after charging/(crediting	19).	
	2002	2001
	£	£
Depreciation	96,544	<i>97,775</i>
Profit on disposal of fixed assets	· -	(2,383)
Auditors' remuneration		
- as auditors	10,000	9,500
Net profit on foreign currency translation	(23)	(11,990)

4. PARTICULARS OF EMPLOYEES

The average number of staff employed by the company during the financial year amounted to:

	2002 No	2001 No
Number of staff	33	32
The aggregate payroll costs of the abo	ve were:	
	2002 £	2001 £
Wages and salaries	730,824	659,089
Social security costs	67,917	67,298
Other pension costs	6,529	5,801
	805,270	732,188

' NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2002

5.	DH	REC	TORS'	EMOL	UMENTS

The directors' aggregate emoluments in respect of qualifying services were:

		2002 £	2001 £
	Emoluments receivable Value of company pension contributions to	201,998	158,045
	money purchase schemes	6,529	5,801
		208,527	163,846
	Emoluments of highest paid director:		
		2002 £	2001 £
	Total emoluments (excluding pension	-	
	contributions): Value of company pension contributions to	57,420	59,620
	money purchase schemes	6,529	5,801
		63,949	65,421
6.	INTEREST PAYABLE		
		2002 £	2001 £
	Interest payable on bank borrowing	826	1,482
	Finance charges	15,083	18,198
	Other similar charges payable	1,135	2,348
		17,044	22,028
7.	TAX ON PROFIT ON ORDINARY ACTIVITIE	ES .	
	(a) Analysis of charge in the year		0004
		2002 £	2001 £
	Current tax:		
	UK Corporation tax based on the results for year at 19.25% (2001 - 20%)	the 52,040	33,096
	Total current tax	52,040	33,096
			· ·

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2002

7. TAX ON PROFIT ON ORDINARY ACTIVITIES (continued)

(b) Factors affecting current tax charge

The tax assessed on the profit on ordinary activities for the year is higher than the standard rate of corporation tax in the UK of 19.25% (2001 - 20%).

	2002 £	2001 £
Profit on ordinary activities before taxation	270,274	185,104
Profit on ordinary activities by rate of tax	52,028	37,021
Expenses not deductible for tax purposes Capital allowances for year in excess of	19	5
depreciation	<u>(7)</u>	(3,930)
Total current tax (note 7(a))	52,040	33,096

8. DIVIDENDS

The following dividends have been paid or proposed in respect of the year:

	2002 £	2001 £
Proposed dividend on ordinary shares Dividend paid on ordinary shares	13,929 10,790	3,487
	24,719	3,487

9. TANGIBLE FIXED ASSETS

0007	Leasehold Improvem ents £	Plant & Machinery £	Fixtures & Fittings	Motor Vehicles L £	Short easehold £	Total £
COST At 1 Jan 2002	105,925	513,869	22,614	170,625	265	813,298
Additions	3,057	•	•	3,000	_	84,469
At 31 Dec 2002	108,982	592,281	22,614	173,625	265	897,767
DEPRECIATIO	N					
At 1 Jan 2002 Charge for the	88,105	270,471	16,732	90,758	224	466,290
year	10,276	64,362	1,176	20,717	13	96,544
At 31 Dec 2002	98,381	334,833	17,908	111,475	237	562,834
NET BOOK VA	LUE					
At 31 Dec 2002		257,448	4,706	62,150	28	334,933
At 31 Dec 2001	17,820	243,398	5,882	79,867	41	347,008

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2002

9. TANGIBLE FIXED ASSETS (continued)

Hire purchase agreements

Included within the net book value of £334,933 is £168,993 (2001 - £211,812) relating to assets held under hire purchase agreements. The depreciation charged to the accounts in the year in respect of such assets amounted to £46,912 (2001 - £59,247).

10. STOCKS

	2002	2001
	£	£
Work in progress	3,000	3,000
Finished goods	286,606	367,821
	289,606	370,821
DEDTODE		

11. DEBTORS

	2002 F	2001 £
Trade debtors	597,760	410,697
Prepayments and accrued income	32,264	33,238
	630,024	443,935

12. CREDITORS: Amounts falling due within one year

	2002	2001
	£	£
Bank loans and overdrafts	76,941	59,025
Trade creditors	338,413	250,271
Corporation tax	52,040	33,096
Other taxation and social security	74,320	50,627
Hire purchase agreements	57,801	67,567
Dividends payable	13,929	3,139
Directors current accounts	11,135	10,000
Accruals and deferred income	16,704	11,665
	641,283	485,390

The company's bank loans and overdrafts are secured by way of a fixed and floating charge over the assets of the company.

13. CREDITORS: Amounts falling due after more than one year

	2002	2001
	£	£
Bank loans and overdrafts Other creditors:	1,890	8,610
Hire purchase agreements	62,111	119,739
	64,001	128,349

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2002

14. COMMITMENTS UNDER HIRE PURCHASE AGREEMENTS

Future commitments under hire purchase agreements are as follows:

	2002	2001
	£	£
Amounts payable within 1 year	57,801	67,567
Amounts payable between 2 to 5 years	62,111	119,739
	119,912	187,306

15. RELATED PARTY TRANSACTIONS

The company was under the control of its directors throughout the current and previous year.

Included in creditors is an amount due to a director A.J. Tyler in the sum of £11,135 (2001: £10,000).

16. SHARE CAPITAL

Authorised share capital:

		2002 £		2001 £
25,000 Ordinary shares of £1 each		25,000		25,000
Allotted, called up and fully paid:	0000		2004	
	2002	_	2001	_
	No	£	No	£
Ordinary shares of £1 each	15,600	15,600	15,600	15,600

17. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	2002	2001
	£	£
Profit for the financial year	218,234	152,008
Dividends	(24,719)	(3,487)
	193,515	148,521
Opening shareholders' equity funds	827,848	679,327
Closing shareholders' equity funds	1,021,363	827,848

* NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2002

18. ANALYSIS OF CHANGES IN NET FUNDS

			At
	At		31 Dec
	1 Jan 2002 C	ash flows	2002
	£	£	£
Net cash:			
Cash in hand and at bank	279,824	192,260	472,084
Overdrafts	(52,527)	(17,499)	(70,026)
	227,297	174,761	402,058
Debt:			
Debt due within 1 year	(6,498)	(417)	(6,915)
Debt due after 1 year	(8,610)	6,720	(1,890)
Hire purchase agreements	(187,306)	67,394	(119,912)
	(202,414)	73,697	(128,717)
Net funds	24,883	248,458	273,341
	W		