1365021

### LEEN GATE INDUSTRIES LIMITED & SUBSIDIARIES FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 2001

, ,

A09
COMPANIES HOUSE

0239 17/07/02

Hobsons

Chartered Accountants Alexandra House 43 Alexandra Street Nottingham NG5 1AY

Directors

Mr. L. C. Nowicki Mrs. B. Nowicki Mr. M. Nowicki Mr. C. R. Nowicki Mr. T. R. Nowicki

Secretary

Mrs. B. Nowicki

Registered Office

Redfield Road

Lenton

Nottingham NG7 2UJ

Bankers

National Westminster Bank plc

16 South Parade Nottingham NG1 2JX

**Auditors** 

Hobsons

Chartered Accountants Alexandra House 43 Alexandra Street Nottingham NG5 1AY

Company Number

1305021

### **DIRECTORS REPORT**

The directors submit their report and financial statements for the year ended 30 September 2001.

### **Principal activities**

The holding company's principal activity during the year was the management of its subsidiaries. The subsidiaries principal activities during the year were light precision engineering, stockholding and the processing and distribution of metal.

### Results

The group made a profit for the year of £139,429 after taxation and minority interests.

### Trading review and future development

The directors are encouraged by the result for the year and are confident that the group will continue to trade profitably in the current period.

### **Directors**

The directors in office during the year and their interests in the share capital of the company at 30 September 2001 and 1 October 2000 were:

	Ordinary Shares			
	2001	2000		
Mr. L. C. Nowicki	1	1		
Mrs. B. Nowicki	1	1		
Mr. A. Nowicki	25,000	25,000		
Mr. M. Nowicki	25,000	25,000		
Mr. C. R. Nowicki	25,000	25,000		
Mr. T. R. Nowicki	25,000	25,000		

The directors regret to announce that Mr. A. Nowicki died on 30 November 2000.

In accordance with the Articles of Association Mr. M. Nowicki retires by rotation and being eligible offers himself for re-election.

### Statement of 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 and the group and of the profit or loss for that period. In preparing those financial statements the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements
- prepare the financial statements on a 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 the group 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 the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

### **DIRECTORS REPORT CONTINUED**

### **Auditors**

In accordance with Section 385 of the Companies Act 1985, a resolution proposing the re-appointment of Hobsons as auditors to the company will be put to the annual general meeting.

By Order of the Board

Mr. M. Nowicki

Director

25.4.02

### **AUDITORS' REPORT TO THE MEMBERS OF LEEN GATE INDUSTRIES LIMITED**

We have audited the financial statements on pages 4 to 19 which have been prepared under the historical cost convention as modified by the revaluation of certain fixed assets and on the basis of the accounting policies set out on pages 8 and 9.

### Respective responsibilities of directors and auditors

As described on page 1 the company's directors are responsible for the preparation of financial statements. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

### **Basis of Opinion**

We conducted our audit in accordance with 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.

### **Opinion**

In our opinion the financial statements give a true and fair view of the state of affairs of the company and group as at 30 September 2001 and of the profit of the group for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Hobsons Chartered Accountants & Registered Auditors Alexandra House 43 Alexandra Street Nottingham NG5 1AY

23 May 2002

### LEEN GATE INDUSTRIES LIMITED & SUBSIDIARIES PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30 SEPTEMBER 2001

	Note	2001	2000
Turnover - continuing operations	2	15,538,126	13,729,111
Cost of sales		11,347,143	9,866,682
Gross Profit		4,190,983	3,862,429
Administrative and selling expenses		4,011,665	3,331,289
		179,318	531,140
Other operating income		72,315	66,448
Operating Profit - continuing operations	3	251,633	597,588
Other interest receivable		2,302	3,620
		253,935	601,208
Interest payable	6	87,140	83,423
Profit on Ordinary Activities before Taxation		166,795	517,785
Tax on profit on ordinary activities	7	4,962	161,502
Profit on Ordinary Activities after Taxation		161,833	356,283
Minority interests	22	(22,404)	(9,704)
Profit for the Financial Year		£139,429	£346,579
		<del></del>	<del></del>

Movements in reserves are set out in note 20.

The only recognised gain in the period was the profit for the financial year of £139,429 (2000 - £346,579).

The notes on pages 8 to 19 form part of these financial statements.

### **CONSOLIDATED BALANCE SHEET AS AT 30 SEPTEMBER 2001**

Fixed Assets	Note	200	01	2000	
Tangible assets	9a		3,828,612		3,670,237
Current Assets					
Stocks Debtors Cash at bank and in hand	11 12	1,487,143 4,356,779 138,804		1,549,483 3,702,222 33,617	
Creditors		5,982,726		5,285,322	
Amounts falling due within one year	13	5,218,808		4,529,028	
Net Current Assets			763,918		756,294
Total Assets less Current Liabilities			4,592,530		4,426,531
Creditors					
Amounts falling due after one year	14	386,897		412,791	
Provisions for Liabilities and Charges	17	302,329	689,226	272,289	685,080
			£3,903,304	<del>-</del>	£3,741,451
Capital and Reserves					
Called up share capital Share premium account Revaluation reserve Other reserves Profit and loss account	19 20 20 20 20 20		100,002 100,000 303,094 19,700 3,147,525		100,002 100,000 303,094 19,700 3,008,096
Shareholders' funds	21		3,670,321		3,530,892
Minority interests	22		232,983		210,559
Total Equity			£3,903,304		£3,741,451

The notes on pages 8 to 19 form part of these financial statements.

### **BALANCE SHEET AS AT 30 SEPTEMBER 2001**

	Note	2001	2000
Fixed Assets			
Investments	10	961,8	56 961,856
Current Assets			
Debtors Cash at bank and in hand	12	681,887 5,652	347,220 4,022
		687,539	351,242
Creditors			
Amounts falling due within one year	13	759,576	472,408
Net Current Liabilities		(72,0	37) (121,166)
		£889,8	19 £840,690
Capital and Reserves			
Called up share capital Share premium account Other reserves	19 20 20	100,002 100,000 360,000 560,00	100,002 100,000 02 360,000 560,002
Profit and loss account	20	329,8	280,688
Shareholders' Funds		£889,8	19 £840,690
			<del></del>

The financial statements were approved by the Board of Directors on 25.4.0.2 and were signed on behalf by:

MU OWULL Director

The notes on pages 8 to 19 form part of these financial statements.

### LEEN GATE INDUSTRIES LIMITED & SUBSIDIARIES CASH FLOW STATEMENT FOR THE YEAR ENDED 30 SEPTEMBER 2001

	Note	2001	2000
Net cash flow from operating activities	28	529,136	78,758
Returns on investments and servicing of finance	29	(84,838)	(79,803)
Taxation		(127,085)	(74,118)
Capital expenditure and financial investment	30	(553,287)	(249,642)
Cash outflow before management of liquid resonand financing	urces	(236,074)	(324,805)
Financing	31	(60,906)	(129,439)
Decrease in cash		£(296,980)	£(454,244)
Reconciliation of net cash flow to movement in	net debts		
Decrease in cash in the year		(296,980)	(454,244)
Cash outflow from decrease in debt and lease financing	g	60,906	129,439
Change in net debt resulting from cash flows  Net debt at 1 October 2000		(236,074)	• • •
Net debt at 30 September 2001		£(2,315,297)	£(2,079,223)

### NOTES TO THE FINANCIAL STATEMENTS

### 1. **Accounting policies**

The principal accounting policies adopted in the preparation of the financial statements are set out below and have remained unchanged from the previous year, and also have been consistently applied within the same accounts.

### Basis of accounting

The financial statements have been prepared under the historical cost convention modified by the valuation of leasehold property and in accordance with applicable accounting standards.

### Basis of consolidation

The consolidated financial statements include the financial statements of the company and its subsidiary undertakings made up to 30 September 2001 to the extent of the group's interest in those undertakings.

A separate profit and loss account for the parent company has not been presented in accordance with Section 230 of the Companies Act 1985. The profit of the parent company dealt with in these financial statements is disclosed in note 8.

### <u>Turnover</u>

Turnover represents the total amount receivable for goods supplied and services provided during the year excluding value added tax.

### Depreciation

Depreciation is provided at rates calculated to write down the cost or valuation of each asset to its estimated residual value over its expected useful life. The following rates are used, calculated on the following bases:

Long leasehold land and buildings

Plant and equipment

Fixtures and fittings

Motor vehicles

Computer

Tenant improvements

Freehold land and buildings

2% straight line

15-20% reducing balance/5-20% straight line

15-20% reducing balance

25% reducing balance

25% straight line

10% straight line

2% reducing balance

### Stocks 5 4 1

Stocks and work in progress are stated at the lower of cost and net realisable value.

Cost comprises purchase price or direct production cost together with attributable production and other overheads.

Net realisable value means estimated selling price less all further costs to completion and all costs to be incurred in marketing, selling and distribution.

### **NOTES TO THE FINANCIAL STATEMENTS**

### 1. Accounting policies continued

### Deferred tax

Provision is made for deferred tax at the current rate of corporation tax in respect of accelerated taxation allowances on capital expenditure and other timing differences to the extent that a liability is anticipated in the foreseeable future.

### Foreign currencies

Assets and liabilities expressed in foreign currencies are translated into sterling at the rate of exchange ruling at the balance sheet date.

### Leasing and hire purchase commitments

Assets acquired under finance leases and hire purchase contracts which substantially transfer the risks and rewards of ownership to the company are capitalised as tangible fixed assets at their fair values and depreciated over their useful economic lives, or the terms of the lease (whichever is the shorter). Outstanding obligations, net of finance charges, are shown as a liability. The interest element of the rental obligation is charged to the profit and loss account over the period of the lease.

All other leases are operating leases and the annual rentals are charged to the profit and loss account on a straight line basis over the lease term.

### **Pensions**

The company and several of its subsidiaries operate a money purchase pension scheme for the benefit of certain directors. The group also operates a money purchase pension scheme for the benefit of its employees. Contributions payable for the year are charged in the profit and loss account.

The funds of both schemes are administered by Trustees and are separate from the company.

### 2. Turnover

The turnover and profit before taxation is attributable to the various activities described below:

		ırnover	Profit before taxation			
	2001	2000	2001	2000		
Management of subsidiaries	-	-	(6,639)	401,433		
Light precision engineering	6,074,203	5,954,750	90,492	(57,046)		
Stockholding, distribution and processing of metal	9,463,923	7,774,361	82,942	173,398		
	£15,538,126	£13,729,111	£166,795	£517,785		
				<del></del>		

The turnover of the holding company is derived solely from the management of its subsidiaries.

. 1

### **NOTES TO THE FINANCIAL STATEMENTS**

3.	Operating profit	2001	2000
	This is stated after charging:		
	Directors remuneration Auditors remuneration and expenses - audit Depreciation on owned assets Depreciation on assets held under finance leases Equipment hire Operating leases - Plant and machinery - Land and buildings Loss on disposal of fixed assets	547,024 18,085 314,807 61,766 22,975 93 171,660 18,359	267,024 15,360 286,086 51,107 19,161 3,161 155,694 6,980
4.	Employees		
	Staff costs including directors remuneration were:		
	Wages and salaries Social security costs Other pension costs	3,074,681 286,981 40,892	2,823,266 261,788 38,889
		£3,402,554	£3,123,943
	The average number of persons employed including directors was as follows:	Number	Number
	Management, production and sales	194	193
5.	Directors emoluments	<del></del>	<del></del>
	Aggregate emoluments including benefits in kind Company contributions to money purchase pension schemes	579,378 5,050	297,359 7,550
		£584,428	£304,909
	The remuneration of the highest paid director included above was: Company contributions to money purchase schemes	130,000 2,050	60,000 2,500
		£132,050	£62,500
			<u></u>

During the year 4 directors (2000 - 4) were accruing benefits under money purchase schemes.

### **NOTES TO THE FINANCIAL STATEMENTS**

6.	Interest payable	2001	2000
	On bank loans and overdrafts Other loans On hire purchase and finance leases	69,099 216 17,825	63,009 19 20,395
		£87,140	£83,423
7.	Tax on profit on ordinary activities		
	Corporation tax Deferred taxation	20,983 30,040	173,055 18,753
		51,023	191,808
	Corporation tax over provided in prior years	(46,061)	(30,306)
		£4,962	£161,502
		<del></del>	=======================================

### 8. Profit of parent company

As permitted by Section 230 of the Companies Act 1985 no profit and loss account is presented for Leen Gate Industries Limited. The amount of consolidated profit after taxation dealt with in the financial statements of the parent company is £49,129 (2000 £317,927).

## NOTES TO THE FINANCIAL STATEMENTS

Total		6,368,854 619,306 (308,312)		£6,679,848		2,698,615 376,575 (223,954)	£2,851,236	£3,828,612		£3,670,239	
Motor vehicles		514,375 259,373 (61,402)		£712,346		315,716 101,708 (49,768)	£367,656	£344,690		£198,659	
Fixtures & office equipment		559,842 68,557 (89,491)		£538,908		316,301 58,218 (80,178)	£294,341	£244,567		£243,541	
Plant & machinery		3,453,512 245,297 (157,419)		£3,541,390		1,735,838 161,312 (94,008)	£1,803,142	£1,738,248	M	£1,717,674	
Tenants improvements		174,887 46,079 -	.,,	£220,966		62,780 22,337	£85,117	£135,849		£112,107	
Freehold land & property		16,238	: 	£16,238		3,980	 £3,980	£12,258		£12,258	
Long leasehold land & buildings		1,650,000		£1,650,000		264,000 33,000	£297,000	£1,353,000		£1,386,000	
. Tangible fixed assets - Group	Cost or valuation	As at 1 October 2000 Additions Disposals		As at 30 September	<u>Depreciation</u>	As at 1 October 2000 Depreciation charge Depreciation on disposal	As at 30 September 2001	Net book value as at 30 September 2001	Not book value as at	30 September 2000	
9a.											

The net book value of tangible fixed assets includes an amount of £244,523 (2000 £350,265) in respect of assets held under finance leases and hire purchase contracts.

### NOTES TO THE FINANCIAL STATEMENTS

### 9a. Tangible fixed assets - Group (continued)

Included in fixed assets are the following amounts at valuation:

Long leasehold Land and buildings 2001 2000

Year of valuation

1992

£1,650,000

£1,650,000

No provision has been made in the deferred taxation account for the estimated corporation tax which would be payable on disposal at this valuation because, in the opinion of the directors, the assets are unlikely to be disposed of in the foreseeable future.

Under the historical cost convention the net book value of the leasehold land and buildings included at valuation would be as follows:

	2001	2000
Cost Depreciation	1,431,825 373,946	1,431,825 345,310
	£1,057,879	£1,086,515

### 9b. Tangible fixed assets - Company

Leen Gate Industries Limited does not own any fixed assets.

### 10. Fixed asset investments - Company

Shares in Subsidiary Undertakings

Cost

As at 1 October 2000 Additions 961,856

As at 30 September 2001

£961,856

. •

### NOTES TO THE FINANCIAL STATEMENTS

11.	Stocks	G 2001	roup 2000	Cor 2001	Company 1 2000	
	Raw materials and consumables Work in progress Finished goods and goods for resale	238,144 246,108 1,002,891	231,593 263,120 1,054,770	- - -		
		£1,487,143	£1,549,483	£Nil	£Nil	
12.	Debtors - receivable within one year					
	Trade debtors	4,059,311	3,569,515	-	-	
	Amounts due from group undertakings Other debtors	297,468	132,707	678,641 3,246	347,220	
		£4,356,779	£3,702,222	£681,887	£347,220	
13.	Creditors					
	Amounts falling due within one year:					
	Bank loans and overdrafts Obligations under finance leases and hire purchase Trade creditors Directors current accounts Amounts owed to group undertakings Other creditors Corporation tax Other taxes and Social Security costs	1,971,239 95,965 2,314,289 3,363 - 408,230 17,190 408,532	1,569,072 130,977 2,092,249 2,526 - 293,859 165,698 274,647	22,673 - 3,363 497,005 187,648 - 48,887	2,526 276,018 55,205 120,000 18,659	
		£5,218,808	£4,529,028	£759,576	£472,408	
14.	Creditors - Group			2001	2000	
	Amounts falling due after one year:					
	Bank loans Obligations under finance leases and hire purchase			302,000 84,897	374,000 38,791	
				£386,897	£412,791	

### **NOTES TO THE FINANCIAL STATEMENTS**

### 15. Borrowings - Group

Repayments fall due	Under one year	1-2 years	2-5 years	Total
Bank loans and overdrafts Obligations under finance leases and hire purchase	1,971,239 95,965	72,000 60,039	230,000 24,858	2,273,239 180,862
	£2,067,204	£132,039	£254,858	£2,454,101

### 16. Details of security

The group's bankers hold a legal mortgage over the leasehold property of Leen Gate Engineering Co. Limited on Redfield Road, Lenton and charges over the book debts of some subsidiaries to secure overdraft and borrowing facilities which may be granted from time to time.

The amounts due under hire purchase arrangements are secured on the assets to which they relate.

At 30 September 2001 the amount of the group's secured borrowing amounted to £2,454,101 (2000 £2,112,839).

### 17. Provisions for liabilities and charges - Group

	Deferred taxation
As at 1 October 2000	272,289
Charged to profit and loss in year	30,040
	<del></del>
As at 30 September 2001	302,329
	<del></del>

### 18. Deferred taxation

The amount provided and the potential liability for deferred taxation is as follows:

	Provision		Potential Liability	
	2001	2000	2001	2000
The accumulated excess of capital allowances over corresponding depreciation	302,329	272,289	443,117	424,504
Unrealised capital gain on revaluation surplus	-	**	4,617	12,890
	<del></del>	<del></del>	<del></del>	<del></del>
	£302,329	£272,289	£447,734	£437,394
		-		

The difference between the amounts provided and the potential liability represents a contingent liability at the balance sheet date (Note 25).

Provision is made for deferred tax on accelerated capital allowances on capital expenditure at the current rate of corporation tax in accordance with FRS19. A prior year adjustment has been in respect of previously unprovided deferred tax.

### NOTES TO THE FINANCIAL STATEMENTS

19.	Share capital	200	Authorised 2000	Allotted 2001	d & fully paid 2000
	Ordinary shares of £1 each	101,00	00 101,000	100,002	100,002
20.	Reserves - Group	Share Premium Account	Revaluation Reserve	Other Reserves	Profit & Loss Account
	As at 1 October 2000 as previously stated Prior year adjustment	100,000	303,094 -	19,700	3,264,878 (256,782)
		100,000	303,094	19,700	3,008,096
	As at 1 October 2000 as restated	-	-	-	139,429
	As at 30 September 2001	£100,000	£303,094	£19,700	£3,147,525
	Reserves - Company		Share Premium Account	Other Reserves	Profit & Loss Account
	As at 1 October 2000 Profit for the year		100,000	360,000	280,688 49,129
	As at 30 September 2001		£100,000	£360,000	£329,817
21.	Reconciliation of movements in shareholder	rs' funds		2001	2000
	Profit for the financial year Opening shareholders' funds as previously stated Prior year adjustment			139,429 3,787,674 (256,782)	
	Closing shareholders' funds			£3,670,321	£3,530,892
22.	Minority interests				
	As at 1 October 2000 Share of profit for the year Share capital issued				210,559 22,404 20
	As at 30 September 2001				£232,983

### **NOTES TO THE FINANCIAL STATEMENTS**

### 23. Capital commitments

The amount of capital expenditure authorised and contracted for by the directors is:

	Company		
2000	2001	2000	
£97,983	£Nil	£Nil	
	<b>2000</b> :	2000 2001	

### 24. Commitments under operating leases

The group is committed to make the following payments in the next year in respect of operating leases:

	Land & Buildings		Other	
Operating leases which expire:	2001	2000	2001	2000
Within one year Within two to five years	308,000	- 257,219	-	-
		<del></del>		
	£308,000	£257,219	£Nil	£Nil
Court court to billion	<del></del>	<del></del>		==

### 25. Contingent liabilities

At 30 September 2001 there was a contingent liability in respect of deferred taxation (Note 18).

### 26. Pension contributions

Contributions are made for certain directors and employees of the group to externally managed defined contribution schemes and to a money purchase scheme for certain directors of the holding company. Contributions due and charged in the profit and loss account during the year were as follows:

	Group		Company
2001	2000	2001	2000
£40,892	£33,989	£5,050	£7,550

### 27. Subsidiary undertakings

The following are subsidiaries of Leen Gate Industries Limited:

Company	Class	Holding	Principal activity		
Leen Gate Engineering Co. Ltd	Ordinary £0.05 Preference £1	100% 100%	Light precision engineering		
Leen Gate Metal Supplies Ltd	Ordinary £1	71.5%	Stockholding, distribution and processing of metal		
Gemflex Engineering Ltd	Ordinary £1	75%	Light precision engineering		
The following are subsidiaries of Leen Gate Metal Supplies Ltd:					
Leen Gate Metals Ltd	Ordinary £1	90%	Stockholding etc		
Leen Gate Metal Centres Ltd	Ordinary £1	90%	Stockholding, distribution and processing of metal		

All subsidiary undertakings are registered in England and Wales.

### NOTES TO THE FINANCIAL STATEMENTS

28.	Net cash inflow operating activities	2001	2000
	Operating profit Depreciation charges Loss on sale of tangible fixed assets Decrease/(increase) in stocks (Increase) in debtors Increase in creditors	251,633 376,573 18,359 62,340 (649,557) 469,788	597,588 337,192 6,980 (272,334) (732,590) 141,922
	Net cash inflow from operating activities	£529,136	£78,758
29.	Returns on investments and servicing of finance		
	Interest received Interest paid Interest element of finance lease rentals	2,302 (69,315) (17,825)	
	Net returns from investments and servicing of finance	£(84,838)	£(79,803)
30.	Capital expenditure		
	Purchase of tangible fixed assets Sale of tangible fixed assets Issue of share capital	(619,306) 65,999 20	(343,075) 93,433
	Capital expenditure and financial investment	£(553,287)	£(249,642)
31.	Financing	<del></del>	
	Net increase/(decrease) in hire purchase Net decrease in bank loans	11,094 (72,000)	(75,439) (54,000)
	Financing	£(60,906)	£(129,439)
		<del></del>	<del></del>

### LEEN GATE INDUSTRIES LIMITED & SUBSIDIARIES NOTES TO THE FINANCIAL STATEMENTS

32.	Analysis of net debt	At 1.10.2000	Cash flow	At 30.9.2001
	Net cash			
	Cash at bank and in hand Bank overdraft	33,617 (1,569,072)	105,187 (402,167)	138,804 (1,971,239)
		£(1,535,455)	£(296,980)	£(1,832,435)
	Debt:			
	Due within one year:			
	Hire purchase	(130,977)	35,012	(95,965)
	Due after one year:			
	Hire purchase Bank loans	(38,791) (374,000)	(46,106) 72,000	(84,897) (302,000)
		£(543,768)	£60,906	£(482,862)
	Net debt	£(2,079,223)	£(236,074)	£(2,315,297)