DIRECTORS' REPORT AND ACCOUNTS
FOR THE YEAR ENDED 31 AUGUST 1996

Company Number 01561251 (England and Wales)



Company Information

Directors M T Scott

J Scott

Secretary M T Scott

Company Number 01561251 (England and Wales)

Registered Office 310 Cotton Exchange Building

Old Hall Street

Liverpoll L3 9LF

Reporting Accountants Kemp & Beggs

Chartered Accountants

310 Cotton Exchange Building

Old Hall Street

Liverpool L3 9LF

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Directors' Report for the year ended 31 August 1996

The Directors present their report and the accounts for the year ended 31 August 1996.

Principal Activities and review of business

The company's principal activity continues to be that of tyre and exhaust specialists. The Directors are encouraged with the return to profitability and are hopeful that this will continue in the future.

The results for the year are set out on page 3.

Dividends

The Directors do not recommend the payment of a final dividend but that the retained profit of £4,747 be deducted from the accumulated deficit.

Fixed assets

Details of movements in fixed assets are set out in notes 8 and 9 of the accounts.

Directors

The Directors who served during the year and their beneficial interests in the company's issued ordinary share capital were:

-			Number of 1996	Shares 1995
M	Т	Scott	999	999
J		Scott	1	1

This report was approved by the Board on 18 June 1997 and signed on its behalf by:...

M T Scott

Accountants' Report to the Shareholders on the unaudited accounts of M S Tyres Limited

We report on the accounts for the year ended 31 August 1996 set out on pages 3 to 8.

Respective responsibilities of Directors and Reporting Accountants

As described on page 4, the company's Directors are responsible for the preparation of the accounts, and they consider that the company is exempt from an audit. It is our responsibility to carry out procedures designed to enable us to report our opinion.

Basis of opinion

Our work was conducted in accordance with the Statement of Standards for reporting Accountants, and so our procedures consisted of comparing the accounts with the accounting records kept by the company and making such limited enquiries of the officers of the company as we considered necessary for the purposes of this report. These procedures provide only the assurance expressed in our opinion.

Opinion

In our opinion:

- (a) the accounts are in agreement with the accounting records kept by the company under section 221 of the Companies Act 1985;
- (b) having regard only to, and on the basis of, information contained in those accounting records:
 - (i) the accounts have been drawn up in a manner consistent with the accounting requirements specified in section 249C(6) of the Act; and
 - (ii) the company satisfied the conditions for exemption from an audit of the accounts for the year specified in section 249A(4) of the Act and did not, at any time within that year, fall within any of the categories of companies not entitled to the exemption specified in section 249B(1).

Leng - Daggy

Kemp & Beggs
Chartered Accountants
310 Cotton Exchange Building
Old Hall Street
Liverpool
L3 9LF

18 June 1997

Profit & Loss Account for the year ended 31 August 1996

		1996	1995
	Notes	£	£
Turnover	1,2	135173	123124
Cost of sales		(98530)	(92160)
Gross Profit		36643	30964
Administrative expenses		(30315)	(37626)
Operating profit/(loss) on ordinary			
activities before interest	3	6328	(6662)
Interest payable	6	(1581)	(788)
Profit/(loss) on ordinary activities before taxation		4747	(7450)
Taxation	7		_
Profit/(loss) for year		4747	(7450)
Retained loss brought forward		(16848)	(9398)
Retained loss carried forward		(12101)	(16848)

There were no recognised gains and losses for 1995 or 1996 other than those included in the Profit & Loss Account.

The notes on pages 5 to 8 form part of these accounts.

Balance Sheet as at 31 August 1996

		1996		1995	
	Notes	£	£	£	£
Fixed Assets					
Intangible assets	1 & 8		4000		5000
Tangible assets	9		1734		2312
			5734		7312
Current Assets			•	-	
Stocks	10	19520		20559	
Debtors	11	7454		1756	
Creditors: amounts falling		26974		22315	
due within one year	12	28034		32000	
Net Current Liabilities			(1060)		(9685)
Total assets less current liabilities			4674		(2373)
Creditors: amounts falling due after more than one year	13	<u>.</u>	(15775)		(13475)
Net liabilities			(11101)		(15848)
			_====		=====
Capital and reserves					
Called up share capital	14		1000		1000
Profit & Loss Account			(12101)		(16848)
Shareholders' funds			_	-	
- all equity	15		(11101)		(15848)
- -			=====		====

The Directors consider that the company is entitled to exemption from the requirements to have an audit under the provisions of section 249A(2) of the Companies Act 1985. Shareholders holding 10% or more of the nominal value of the company's issued share capital have not issued a notice requiring an audit. The Directors acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with section 221 of the Companies Act 1985, and for preparing accounts which give a true and fair view of the state of affairs of the company as at 31 August 1996 and of its profit for the year then ended in accordance with the requirements of section 226, and which otherwise comply with the requirements of the Act relating to the accounts so far as applicable to the company.

The accounts were approved by the Board on 18 June 1997 and signed on its behalf by:

M T Scott Director

The notes on pages 5 to 8 form part of these accounts.

Notes to the accounts for the year ended 31 August 1996

1 Accounting Policies

1.1 Basis of preparation of accounts

The accounts are prepared under the historical cost convention and include the results of the company's operations which are described in the Directors' Report and all of which are continuing.

The company meets its day-to-day working capital requirements through an overdraft facility which is repayable on demand and is guaranteed by the Directors.

The Directors, after careful consideration, consider that the company's cash flow will be sufficient to meet the company's liabilities as and when they fall due.

On this basis, the Directors consider it appropriate to prepare the accounts on the going-concern basis.

The company has taken advantage of the exemption in Financial Reporting Standard No. 1 from the requirement to produce a cash flow statement on the grounds that it is a small company.

1.2 Turnover

Turnover comprises the invoiced value of goods and services supplied by the company, net of Value Added Tax and trade discounts.

1.3 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation.

Depreciation is provided at rates calculated to write off the cost or valuation of fixed assets, less their estimated residual value, over their expected useful lives on the following bases:

Motor vehicle 25% reducing balance basis Fixtures & fittings 25% reducing balance basis

1.4 Goodwill

Goodwill is reviewed annually and the Directors consider it appropriate to amortise the goodwill over a period of eight years.

1.5 Stocks and work in progress

Stocks and work in progress are valued at the lower of cost and net realisable value after making due allowance for obsolete and slow moving stocks. Cost includes all direct costs and an appropriate proportion of fixed and variable overheads.

Notes to the accounts for the year ended 31 August 1996 (Contd)

1.6 Pensions

The company operates a defined contribution pension scheme and the pension charge represents the amounts payable by the company to the fund in respect of the year.

2 Turnover

The whole of the turnover and profit before taxation is attributable to the one principal activity of the company as stated in the Directors' Report and arises solely in the United Kingdom.

3. Operating profit

	The operating profit is stated after charging:	1996 £	1995 £
	Depreciation of tangible fixed assets - owned by the company Amortisation of goodwill	578 1000 ====	738 1000 ====
4	Staff costs		
	Staff costs, including Directors' remuneration, were as follows:	1996 £	1995 £
	Wages and salaries Social security costs Other pension costs	21685	26606 2723
		24201	31040
	The average weekly number of employees, includin Directors, during the year was as follows:	-	3005
	Office and administration Sales and marketing	1996 2 1 ===	1995 2 1 ===
5	Directors' remuneration	1996 £	1995 £
	Emoluments for services as Directors	19996 =====	26092
	Included in the above are emoluments, excluding pension contributions paid to:		
	The Chairman and highest paid Director	15269 =====	21381
	Other Directors' emoluments, excluding pension contributions, were in the following ranges:		
	£0 - £5000	1 ===	1 ===

Notes to the accounts for the year ended 31 August 1996 (Contd)

6	Interest payable	1996	1995
	On bank loans, overdrafts and other loans:	£	£
	Repayable within 5 years, not by instalments	1581	788
	·	====	====

7 Taxation

9

At 31 August 1996

At 31 August 1995

Net Book Value At 31 August 1996

The company has tax losses of approximately £13,300 available for carry forward and offset against future taxable profit.

8

Intangible fixed assets - goodwill			
Cost		2222	
31 August 1995 and 31 August 1996		8000	
		====	
Amortisation			
At 1 September 1995		3000	
Charge for year		1000	
At 31 August 1996		4000	
AC 31 August 1996		4000	
		- =	
Net Book Value			
31 August 1996		4000	
		====	
31 August 1995		5000	
		====	
Tangible fixed assets	Motor	Fixtures	
-		& fittings	Total
	£		£
Cost			
At 1 September 1995	5802	3896	9698
Additions	_	-	-
At 31 August 1996	5802	2006	0.600
AC 31 August 1990	5802	3896	9698
Depreciation		- -	
At 1 September 1995	4100	3286	7386
Charge for year	425	153	578
-			

4525

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1277

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1702

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3439

====

457

610

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7964

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1734

2312

Notes to the accounts for the year ended 31 August 1996

	<u> </u>		
10	Stocks	1996	1995
	Finished goods and goods for resale .	£ 19520 =====	
11	Debtors	1996 £	
	Due within one year Trade debtors	7454 =====	
12	Creditors: amounts falling due within one year	1996 £	1995 £
	Bank loans and overdraft Trade creditors	7883 	-
	Social security and other taxes Directors' loan account Accruals and deferred income	12020 1031 7100	1056
		28034 =====	
13	Creditors: amount falling due after one year	1996 £	1995 £
	Trade creditor	15775 =====	13475 =====
•	A creditor is accepting payment of £2,400 arrears, payable at £200 per month.	per annur	n against
14	Called up share capital Authorised Ordinary shares of fl each	1996 £ 5000 ====	
	Allotted, called up and fully paid Ordinary shares of £1 each	1000	1000
15	Movement on Shareholders' funds	1996	1995
	Profit/(loss) for the year Opening Shareholders' funds (deficit)	£ 4747 (15848)	£ (7450) (8398)
	Closing Shareholders' funds (deficit)	(11101) =====	(15848)
16	Capital commitments	=====	
	At 31 August 1996 the company had capital commitments as follows:	1996 £	1995 £
	Contracted for but not provided in these accounts	Nil ===	Ni1 ===
	Authorised by the Directors but not contracted for	Nil	Ni1 ===