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Thomas Ramsden (Holdings) Limited

Report and Accounts

30 April 1994



Thomas Ramsden (Holdings) Limited

Registered No. 1632091

DIRECTORS

J H Pittock (Chairman)
T B Ramsden (Managing director)
J A Archer
B Collins
P W Moody
L A Sheasby

SECRETARY

J A Archer

AUDITORS

Ernst & Young
PO Box 61
Cloth Hall Court
14 King Street
Leeds
LS1 2JN

BANKERS

Barclays Bank PLC
1 Wood Street
Wakefield
WF1 2EA

SOLICITORS

Greaves Atter & Beaumont
PO Box 32
67 Westgate
Wakefield
WF1 1BP

REGISTERED OFFICE

Westgate Common Mills
Wakefield
WF2 9NR

ERNST & YOUNG

Thomas Ramsden (Holdings) Limited

DIRECTORS' REPORT

The directors present their report and group accounts for the year ended 30 April 1994.

RESULTS AND DIVIDENDS

The group operating profit for the year amounted to £1,521,065.

There is a profit available for appropriation of £1,094,048 and as the directors do not recommend the payment of a dividend this is to be carried to reserves.

REVIEW OF THE BUSINESS

The principal activities of the group of companies are the manufacture and sale of machine and hand knitting yarns.

On 6 May 1993 the group acquired the whole of the issued share capital of Carter & Parker Limited, a manufacturer and distributor of hand knitting yarns.

On 17 September 1993 the group acquired the business and certain assets of Twilley of Stamford Limited from the Receivers.

FUTURE DEVELOPMENTS

The uncertainty in worldwide economic conditions and currency fluctuations continue to affect business activities. The acquisition of Carter & Parker Limited and the business of Twilley of Stamford Limited provides the group with excellent opportunities for profitable development.

FIXED ASSETS

The changes in fixed assets during the year are summarised in the notes to the accounts.

DISABLED EMPLOYEES

The group gives every consideration to applications for employment from disabled persons where the requirements of the job may be adequately covered by a handicapped or disabled person.

With regard to existing disabled employees and those who have become disabled during the year, the group has continued to examine ways and means of providing continuing employment under normal terms and conditions and to provide training and career development and promotion wherever appropriate.

EMPLOYEE INVOLVEMENT

During the year the policy of providing employees with information about the group has been continued.

Thomas Ramsden (Holdings) Limited

DIRECTORS' REPORT

DIRECTORS AND THEIR INTERESTS

The directors who have served during the year and their interests in the share capital of the company were as follows:

	<i>At 30 April 1994</i>	<i>At 30 April 1993</i>
	<i>Ordinary shares</i>	<i>Ordinary shares</i>
T B Ramsden	95,000	95,000
J H Pittock	5,000	5,000
J A Archer -	-	-
B Collins -	-	-
P W Moody (appointed 6 May 1993)	-	-
L A Sheasby (appointed 26 March 1994)	-	-

No director has any interest in the shares of the subsidiary companies.

T B Ramsden and J A Archer retire by rotation at the Annual General Meeting and, being eligible, offer themselves for re-election.

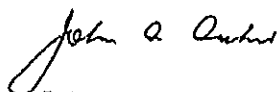
CLOSE COMPANY

The company is a close company within the provisions of the Income and Corporation Taxes Act, 1988.

AUDITORS

A resolution to reappoint Ernst & Young as auditors will be put to the members at the Annual General Meeting.

By order of the board



J A Archer
Secretary

17 October 1994

Thomas Ramsden (Holdings) Limited

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE ACCOUNTS

Company law requires the directors to prepare accounts for each financial year which give a true and fair view of the state of affairs of the company and of the group and of the profit or loss for that period. In preparing those accounts, 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 accounts;
- prepare the accounts 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 group and to enable them to ensure that the accounts comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

REPORT OF THE AUDITORS
to the members of Thomas Ramsden (Holdings) Limited

We have audited the accounts on pages 6 to 22 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 10 and 11.

Respective responsibilities of directors and auditors

As described on page 4 the company's directors are responsible for the preparation of the accounts. It is our responsibility to form an independent opinion, based on our audit, on those accounts 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 accounts. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the accounts, and of whether the accounting policies are appropriate to the group'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 accounts 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 accounts.

Opinion

In our opinion the accounts give a true and fair view of the state of affairs of the company and of the group as at 30 April 1994 and of the profit of the group for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Ernst & Young
Ernst & Young
Chartered Accountants
Registered Auditor
Leeds

19 October 1994

Thomas Ramsden (Holdings) Limited

GROUP PROFIT AND LOSS ACCOUNT

for the year ended 30 April 1994

	Notes	Continuing Acquisitions		Total 1994	Total 1993
		£	£	£	£
TURNOVER	2	9,303,858	9,866,928	19,170,786	9,939,981
Cost of sales		7,207,303	6,211,720	13,419,023	7,659,787
Gross profit		2,096,555	3,655,208	5,751,763	2,280,194
Distribution costs		601,051	1,081,216	1,682,267	494,313
Administrative expenses		1,095,126	1,460,514	2,555,640	1,387,277
Other operating income		-	(7,209)	(7,209)	-
		1,696,177	2,534,521	4,230,698	1,881,590
OPERATING PROFIT	3	400,378	1,120,687	1,521,065	398,604
Exceptional items	5	-	19,686	19,686	(37,645)
		400,378	1,140,373	1,540,751	360,959
Interest receivable	6			3,630	2,075
Interest payable	7			(386,114)	(257,801)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION				1,158,267	105,233
Taxation	8			64,219	43,678
PROFIT FOR THE FINANCIAL YEAR	21			1,094,048	61,555

The group has no recognised gains or losses for 1994 or 1993 other than the profit for the year. Accordingly a statement of recognised gains and losses has not been presented.

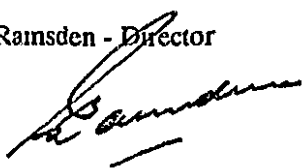
Thomas Ramsden (Holdings) Limited

GROUP BALANCE SHEET

at 30 April 1994

	Notes	1994 £	1993 £
FIXED ASSETS			
Intangible assets	9	1,500	3,000
Tangible assets	10	4,023,167	1,810,478
		<u>4,024,667</u>	<u>1,813,478</u>
CURRENT ASSETS			
Stocks	13	4,979,749	3,334,475
Debtors	14	4,597,062	2,479,399
Cash at bank and in hand	15	48,322	19,216
		<u>9,625,133</u>	<u>5,833,090</u>
CREDITORS: amounts falling due within one year	16	4,098,685	1,920,872
		<u>5,526,448</u>	<u>3,912,218</u>
NET CURRENT ASSETS			
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>9,551,115</u>	<u>5,725,696</u>
CREDITORS: amounts falling due after more than one year:			
	18	1,255,129	1,492,339
PROVISION FOR LIABILITIES AND CHARGES	19	15,000	15,000
		<u>1,270,129</u>	<u>1,507,339</u>
		<u>8,280,986</u>	<u>4,218,357</u>
CAPITAL AND RESERVES			
Called up share capital	20	100,000	100,000
Capital reserve	21	3,694,097	725,516
Revaluation reserve	21	493,507	493,507
Profit and loss account	21	3,993,382	2,899,334
		<u>8,280,986</u>	<u>4,218,357</u>

T B Ramsden - Director



17 October 1994

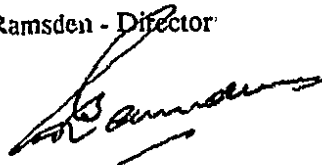
Thomas Ramsden (Holdings) Limited

BALANCE SHEET

at 30 April 1994

	Notes	1994 £	1993 £
FIXED ASSETS			
Investments in subsidiary undertakings	11	242,117	242,117
CREDITORS: amounts falling due within one year	16	142,117	142,117
		<u>100,000</u>	<u>100,000</u>
CAPITAL AND RESERVES			
Called up share capital	20	<u>100,000</u>	<u>100,000</u>

T B Ramsden - Director



Thomas Ramsden (Holdings) Limited

GROUP STATEMENT OF CASH FLOWS

for the year ended 30 April 1994

	Notes	1994 £	1993 £
NET CASH INFLOW FROM OPERATING ACTIVITIES	3(c)	3,907,061	755,416
RETURNS ON INVESTMENTS AND SERVICING OF FINANCE			
Interest received		3,630	2,075
Interest paid		(385,973)	(245,489)
Interest element of finance lease rentals payments		-	(16,387)
NET CASH OUTFLOW FROM RETURNS ON INVESTMENTS AND SERVICING OF FINANCE		(382,343)	(259,801)
CORPORATION TAX PAID		(48,842)	(99,896)
INVESTING ACTIVITIES			
Payments to acquire tangible fixed assets		(36,445)	(3,275)
Receipts from sales of tangible fixed assets		66,349	20,424
Payments to acquire investment (net of cash equivalents)	12(b)	(3,916,030)	-
Receipt from sale of investment		25,000	-
NET CASH (OUTFLOW)/INFLOW FROM INVESTING ACTIVITIES		(3,861,326)	17,149
NET CASH (OUTFLOW)/INFLOW BEFORE FINANCING		(385,450)	412,868
FINANCING			
Repayment of director's loan		51,574	-
New loans	17	(487,805)	(492,339)
Repayments of capital element of finance lease rentals		-	48,600
NET CASH INFLOW FROM FINANCING		(436,231)	(443,739)
INCREASE IN CASH AND CASH EQUIVALENTS	15	50,781	856,607
		(385,450)	412,868

Thomas Ramsden (Holdings) Limited

NOTES TO THE ACCOUNTS

at 30 April 1994

1. ACCOUNTING POLICIES

Accounting convention

The accounts are prepared under the historical cost convention modified to include the revaluation of certain freehold properties. The accounts are prepared in accordance with applicable accounting standards.

Basis of consolidation

The group accounts consolidate the accounts of Thomas Ramsden (Holdings) Limited and its subsidiaries made up to a date within 7 days of 30 April each year. Results of companies acquired during the year are included from the effective date of acquisition. No profit and loss account is presented for Thomas Ramsden (Holdings) Limited as provided by S.228(7) of the Companies Act 1985.

Depreciation

Depreciation is provided on all tangible fixed assets, other than freehold land and buildings, at rates calculated to write off the cost of each asset over its expected useful life, as follows:

Fixtures, plant and machinery	- 15% reducing balance
Motor vehicles	- 25% or 33% reducing balance

Freehold buildings are not depreciated as it is considered the annual charge would be immaterial.

Patents

Amortisation of patents is provided in equal instalments in order to write off the cost over their expected useful lives of 5 years.

Stocks

Stocks are stated at the lower of cost and net realisable value as follows:

Cost incurred in bringing each product to its present location and condition:

Raw materials	- purchase cost on a first-in, first-out basis
Work-in-progress and finished goods	- cost of direct materials and labour plus attributable overheads and certain administrative costs based on the normal level of activity.

Net realisable value is based on estimated selling price less further costs expected to be incurred to completion and disposal.

Deferred taxation

Deferred taxation is provided on the liability method on all timing differences which are expected to reverse in the future without being replaced, calculated at the rate at which it is estimated that tax will be payable.

Foreign currencies

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

Transactions in foreign currencies are recorded at the rate ruling at the date of the transactions.

All differences are taken to the profit and loss account.

Thomas Ramsden (Holdings) Limited

NOTES TO THE ACCOUNTS

at 30 April 1994

1. ACCOUNTING POLICIES (continued)

Leasing and hire purchase commitments

Assets held under finance leases and hire purchase contracts are capitalised in the balance sheet and are depreciated over their useful lives.

The interest element of the rental obligations is charged to the profit and loss account over the period of the lease and represents a constant proportion of the balance of capital repayments outstanding.

Rentals paid under operating leases are charged to income on a straight line basis over the lease term.

Pensions

The group operates defined benefit pension schemes which require contributions to be made to separately administered funds. Contributions to these funds are charged to the profit and loss account so as to spread the cost of pensions over the employees' working lives within the group. The regular cost is attributed to individual years using the discontinuance target funding method. Variations in pension cost, which are identified as a result of actuarial valuations, are amortised over the average expected remaining working lives of employees in proportion to their expected payroll costs. Differences between the amounts funded and the amounts charged to the profit and loss account are treated as either provisions or prepayments in the balance sheet.

2. TURNOVER

Turnover represents the invoiced amount of goods sold and services provided, stated net of value added tax, during the year.

Turnover is attributable to the continuing activity, the manufacture and sale of machine and hand knitting yarns.

An analysis of turnover by geographical market is given below:

	1994 £	1993 £
United Kingdom	17,038,364	9,083,889
Overseas markets	2,132,422	856,092
	<u>19,170,786</u>	<u>9,939,981</u>

Thomas Ramsden (Holdings) Limited

NOTES TO THE ACCOUNTS

at 30 April 1994

3. OPERATING PROFIT

(a) This is stated after charging:

	1994 £	1993 £
Directors' remuneration (see below)	512,076	334,672
Auditors' remuneration - as auditors	34,000	17,000
- in other capacities	36,575	4,800
Depreciation	342,116	213,214
Amortisation of patents	1,500	1,500
Profit on currency fluctuations	(3,522)	-
Operating lease rentals	51,440	-

(b) Directors' remuneration

	1994 £	1993 £
Fees	-	-
Other emoluments (including pension contributions)	512,076	334,672
	<u>512,076</u>	<u>334,672</u>

The emoluments of the chairman, excluding pension contributions, were £Nil (1993 £Nil) and of the highest paid director £261,598 (1993 £238,803). Directors' emoluments, excluding pension contributions, fell within the following ranges:

	1994 No.	1993 No.
£Nil - £5,000	2	1
£35,001 - £40,000	2	2
£50,001 - £55,000	1	-
£235,001 - £240,000	-	1
£260,001 - £265,000	1	-

Thomas Ramsden (Holdings) Limited

NOTES TO THE ACCOUNTS

at 30 April 1994

3. OPERATING PROFIT (continued)

(c) Reconciliation of operating profit to net cash inflow from operating activities

	1994 £	1993 £
Operating profit	1,521,065	398,604
Exceptional item	-	(37,645)
Depreciation of tangible fixed assets	342,116	213,214
Amortisation of intangible assets	1,500	1,500
Decrease in debtors	922,581	158,445
Decrease in stocks	532,947	241,608
Increase/(decrease) in creditors	711,596	(220,310)
Decrease in provisions for liabilities and charges	(124,744)	-
Net cash inflow from operating activities	<u>3,907,061</u>	<u>755,416</u>

4. STAFF COSTS

	1994 £	1993 £
Wages and salaries	4,735,446	2,640,382
Social security costs	431,305	247,776
Other pension costs	289,395	96,884
	<u>5,456,146</u>	<u>2,985,042</u>

The average weekly number of employees (excluding directors) during the year was made up as follows:

	1994 No.	1993 No.
Office and management	93	42
Manufacturing	364	192
	<u>457</u>	<u>234</u>

5. EXCEPTIONAL ITEMS

	1994 £	1993 £
Profit on disposal of tangible fixed assets	(19,686)	-
Dilapidation at a warehouse formerly leased by the company	-	37,645
	<u>(19,686)</u>	<u>37,645</u>

Thomas Ramsden (Holdings) Limited

NOTES TO THE ACCOUNTS

at 30 April 1994

6. INTEREST RECEIVABLE

	1994	1993
	£	£
Bank deposit interest	3,630	2,075

7. INTEREST PAYABLE

	1994	1993
	£	£
Bank loan and overdraft	283,429	241,414
Other loans wholly repayable within 5 years	51,818	-
Director's loan	50,867	-
Finance charges payable under finance leases	-	16,387
	<u>386,114</u>	<u>257,801</u>

8. TAXATION

	1994	1993
	£	£
Based on the profit for the year:		
Corporation tax at 25% (1993 25%)	63,270	33,877
Corporation tax underprovided in previous year	949	9,801
	<u>64,219</u>	<u>43,678</u>

Losses brought forward for taxation purposes of £827,475 have been utilised by a subsidiary undertaking.

9. INTANGIBLE FIXED ASSETS

	Patents
	£
Cost:	
At 1 May 1993 and 30 April 1994	14,750
Amortisation:	
At 1 May 1993	11,750
Provided during the year	1,500
At 30 April 1994	13,250
Net book value:	
At 30 April 1994	1,500
At 1 May 1993	3,000

Thomas Ramsden (Holdings) Limited

NOTES TO THE ACCOUNTS at 30 April 1994

10. TANGIBLE FIXED ASSETS

	<i>Freehold land and buildings £</i>	<i>Fixtures, vehicles, plant and machinery £</i>	<i>Total £</i>
Cost or valuation:			
At 1 May 1993	850,000	2,477,324	3,327,324
Acquisitions	1,727,200	4,771,451	6,498,651
Additions	-	36,645	36,645
Disposals	(2,200)	(235,670)	(237,870)
At 30 April 1994	2,575,000	7,049,750	9,624,750
At valuation	850,000	-	850,000
At cost	1,725,000	7,049,750	8,774,750
Depreciation:			
At 1 May 1993	-	1,516,846	1,516,846
Acquisitions	1,200	3,932,628	3,933,828
Provided during the year	-	342,116	342,116
Disposals	(1,200)	(190,007)	(191,207)
At 30 April 1994	-	5,601,583	5,601,583
Net book value:			
At 30 April 1994	2,575,000	1,448,167	4,023,167
At 1 May 1993	850,000	960,478	1,810,478

The freehold properties of Alfred Haley & Co Limited were revalued on 30 April 1992 on an open market value with vacant possession basis at £850,000 by D. Margerison & Partners, Chartered Surveyors. The historical cost of these properties was £375,521.

Included in the depreciation charge is £Nil (1993 - £24,686) in respect of assets held under finance leases during the year.

Thomas Ramsden (Holdings) Limited

NOTES TO THE ACCOUNTS

at 30 April 1994

11. INVESTMENTS IN SUBSIDIARY UNDERTAKINGS

	<i>Associate</i>	<i>Subsidiaries</i>	<i>Total</i>
	£	£	£
Cost at 1 May 1993	-	242,117	242,117
Acquired on purchase of Carter & Parker Limited	25,000	-	25,000
Disposal	(25,000)	-	(25,000)
Cost at 30 April 1994	-	242,117	242,117

It is the opinion of the directors that the value of the investments is not less than the amount at which they are stated in the accounts.

All subsidiary undertakings are wholly owned and registered in England and Wales. Details of the investments of the group or the company are as follows:

<i>Name of company</i>	<i>Nature of business</i>
Thomas B Ramsden & Co (Bradford) Limited	Sale of hand knitting and industrial yarns
Alfred Haley & Co Limited	Spinner and baller of hand knitting and industrial yarns
Carter & Parker Limited*	Manufacture of hand knitting yarns and craft products.
Waterwheel Yarns Limited	Non trading
The Wool Fashion Bureau Limited*	Non trading
Charles Fox & Co (Dyers) Limited	Non trading
Itemdawn Limited	Non trading
Richard Poppleton & Sons Limited*	Non trading
Wendy International Limited*	Non trading
Yarn Works Limited*	Non trading
Wendy Wools Limited*	Non trading
Wendy Handknits Limited*	Non trading

* Held by a subsidiary company.

Thomas Ramsden (Holdings) Limited

NOTES TO THE ACCOUNTS

at 30 April 1994

12. ACQUISITIONS

(a) Fair value of acquisitions

The group acquired the whole share capital of Carter & Parker Limited on 6 May 1993 and certain assets of Twilleys of Stamford Limited from the Receivers on 17 September 1993.

	<i>Carter & Parker</i>	<i>Book value Twilley</i>	<i>Total</i>	<i>Adjustments</i>	<i>Fair value</i>
	£	£	£	£	£
Fixed assets	1,489,675	267,980	1,757,655	807,168	2,564,823
Investments	35,836	-	35,836	(10,836)	25,000
Stock	2,104,721	202,000	2,306,721	(128,500)	2,178,221
Debtors	2,860,244	-	2,860,244	180,000	3,040,244
Cash at bank	124,628	-	124,628	-	124,628
Creditors	(813,933)	-	(813,933)	15,000	(798,933)
Provisions	-	-	-	(124,744)	(124,744)
	<u>5,801,171</u>	<u>469,980</u>	<u>6,271,151</u>	<u>738,088</u>	<u>7,009,239</u>

The consideration and other costs of acquisition amounted to £4,040,658. £2,968,581 has been taken to capital reserve (£2,895,561 in respect of Carter & Parker).

The adjustments relate to revaluations of £807,168, application of group accounting policies of £55,664 and provisions for reorganisation of £(124,744).

Carter & Parker Limited reported a loss after taxation of £1,176,578 for the 10 months ended 30 April 1993.

(b) Net cash outflow on acquisition of subsidiary

	£
Fair value of assets acquired	7,009,239
Transfer to capital reserve	(2,968,581)
Cash consideration	<u>4,040,658</u>
Cash at bank acquired	(124,628)
	<u>3,916,030</u>

13. STOCKS

	1994	1993
	£	£
Raw materials and consumables	918,436	661,938
Finished goods and work-in-progress	4,061,313	2,672,537
	<u>4,979,749</u>	<u>3,334,475</u>

Thomas Ramsden (Holdings) Limited

NOTES TO THE ACCOUNTS

at 30 April 1994

14. DEBTORS

	1994 £	1993 £
Trade debtors	4,333,923	2,359,920
Prepayments	228,694	119,479
Other debtors	34,445	-
	<u>4,597,062</u>	<u>2,479,399</u>

15. CASH AND CASH EQUIVALENTS

Analysis of balances as shown in the group balance sheet and changes during the current and previous year:

	1994 £	1993 £	Change in year £
Cash at bank and in hand	48,322	19,216	29,106
Bank overdraft	(314,923)	(336,598)	21,675
	<u>(266,601)</u>	<u>(317,382)</u>	<u>50,781</u>

	1993 £	1992 £	Change in year £
Cash at bank and in hand	19,216	39,963	(20,747)
Bank overdraft	(336,598)	(1,213,952)	877,354
	<u>(317,382)</u>	<u>(1,173,989)</u>	<u>856,607</u>

16. CREDITORS: amounts falling due within one year

Group	1994 £	1993 £
Bank overdrafts (see below)	314,923	336,598
Current instalments due on loan (note 17)	232,676	-
Trade creditors	2,127,771	1,117,960
Current corporation tax	63,270	47,893
Taxes and social security costs	320,123	138,866
Accruals	530,286	279,555
Other creditors	68,871	-
Director's loan	440,765	-
	<u>4,098,685</u>	<u>1,920,872</u>

Thomas Ramsden (Holdings) Limited

NOTES TO THE ACCOUNTS

at 30 April 1994

16. CREDITORS: amounts falling due within one year (continued)

<i>Company</i>	<i>1994</i>	<i>1993</i>
	£	£
Amount owed to subsidiary company	142,117	142,117

Group bank overdrafts are secured by a legal charge over the freehold property of the group.

17. LOANS

	<i>1994</i>	<i>1993</i>
	£	£
Wholly repayable by instalments within two years	487,805	-
Included in creditors in amounts falling due within one year	(232,676)	-
	255,129	-

The loan is secured on certain of the group's plant and machinery with a net book value of £764,306 at 30 April 1994.

18. CREDITORS: amounts falling due after more than one year

	<i>1994</i>	<i>1993</i>
	£	£
Bank loan	1,000,000	1,000,000
Director's loan	-	492,339
Loans wholly repayable within two years	255,129	-
	1,255,129	1,492,339

The bank loan is to be repaid by 27 March 1997 and is secured by a legal charge over the freehold property of the group.

Thomas Ramsden (Holdings) Limited

NOTES TO THE ACCOUNTS

at 30 April 1994

19. PROVISION FOR LIABILITIES AND CHARGES

	<i>Provision for liabilities and charges</i> £	<i>Deferred taxation</i> £	<i>Total</i> £
At 1 May 1993	-	15,000	15,000
Arising on acquisitions	124,744	-	124,744
Utilised during the year	(124,744)	-	(124,744)
At 30 April 1994	-	15,000	15,000

Deferred taxation provided in the accounts, and the amounts not provided, are as follows:

<i>Group</i>	<i>1994</i> £	<i>Provided 1993</i> £	<i>1994</i> £	<i>Not provided 1993</i> £
Capital allowances in advance of depreciation	15,000	15,000	129,000	141,000
Rollover of capital gains arising on realisation of assets	-	-	42,000	42,000
Taxation on valuation surplus	-	-	54,100	30,000
	<u>15,000</u>	<u>15,000</u>	<u>225,100</u>	<u>213,000</u>

20. SHARE CAPITAL

	<i>1994</i> No.	<i>Authorised 1993</i> No.	<i>Allotted, called up and fully paid</i> <i>1994</i> £	<i>1993</i> £
Ordinary shares of £1 each	250,000	250,000	100,000	100,000

21. RECONCILIATION OF SHAREHOLDERS' FUNDS AND MOVEMENTS ON RESERVES

<i>Group</i>	<i>Called up share capital</i> £	<i>Capital reserve</i> £	<i>Revaluation reserve</i> £	<i>Profit and loss account</i> £	<i>Total</i> £
At 1 May 1992	100,000	725,516	493,507	2,837,779	4,156,802
Retained profit for the year	-	-	-	61,555	61,555
At 1 May 1993	100,000	725,516	493,507	2,899,334	4,218,357
Retained profit for the year	-	-	-	1,094,048	1,094,048
Transfer on acquisitions	-	2,968,581	-	-	2,968,581
At 30 April 1994	<u>100,000</u>	<u>3,694,097</u>	<u>493,507</u>	<u>3,993,382</u>	<u>8,280,986</u>

Thomas Ramsden (Holdings) Limited

NOTES TO THE ACCOUNTS

at 30 April 1994

22. PENSION CONTRIBUTIONS

The group operates two funded defined benefit schemes, both of which are funded by the payment of contributions to separately administered trust funds. The contributions to these schemes are determined with the advice of independent qualified actuaries on the basis of triennial valuations using the projected unit credit method.

	<i>Carter & Parker Limited Staff Retirement Benefit Plan</i>	<i>Alfred Haley & Company Limited Pension and Life Assurance Scheme</i>
Most recent actuarial valuation	1 July 1993	1 October 1990
Main assumptions		
Rate of return on investments per annum	9%	8.5%
Rate of salary increases	7%	7%
Market value of scheme's assets	£4,044,000	£374,400
Level of funding being the actuarial value of assets expressed as a percentage of the benefits accrued to members, after allowing for future salary increases	101%	73%

Alfred Haley & Company Limited Pension and Life Assurance Scheme

Further contributions, in addition to the employer's contribution of 10.4% of pensionable earnings were made from 1 October 1992 in order to eliminate the deficiency over the average remaining service lifetime of employees. The method of amortising the experience deficit has been to express it as a level percentage of projected salaries. On a current funding level basis (a discontinuance basis) there was a deficiency of £8,600.

Carter & Parker Limited Staff Retirement Benefits Plan

The contributions made by the company during the financial period were at 12% of pensionable salaries, exclusive of employee contributions.

23. CAPITAL COMMITMENTS

	1994 £	1993 £
Contracted	-	-
Authorised by the directors but not contracted	-	-

Thomas Ramsden (Holdings) Limited

NOTES TO THE ACCOUNTS

at 30 April 1994

24. OTHER FINANCIAL COMMITMENTS

At 30 April 1994, the group had annual commitments under non-cancellable operating leases as set out below:

	<i>Plant, machinery and equipment</i>	
	<i>1994</i>	<i>1993</i>
	<i>£</i>	<i>£</i>
Operating leases which expire:		
within one year	30,968	-
within two to five years	13,124	-
	<u>44,092</u>	<u>-</u>

25. TRANSACTIONS WITH DIRECTORS

Included in professional fees is £9,000 (1993 - £9,000) paid to Mr J H Pittock as consultancy fees for the year.