MICRON HYDRAULICS LIMITED ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2003

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COMPANIES HOUSE 0140
29/10/04

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DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2003

The directors present their report and the financial statements for the year ended 31st December 2003.

PRINCIPAL ACTIVITY AND REVIEW OF THE BUSINESS

The principal activity of the company is the maintenance and distribution of hydraulic pumps and motors.

As part of a scheme of reorganisation and demerger, on 28th February 2003 the company distributed its interest in Micron Precision Engineering Services Limited to its holding undertaking, Aboutturn Limited, at a value of £212,000. The company issued 1,100 new ordinary shares at a premium amounting to £121,962.

Also, as part of a scheme of reorganisation, on 29th May 2003 the company acquired Mightyhand Limited (another group company) for a consideration of £970,000. On 18th July 2003, the company disposed of its interest in Mightyhand Limited to its new holding company, Micron Hydraulics Holdings Limited for a consideration of £970,000.

RESULTS AND DIVIDENDS

The results for the year are set out on page 4.

The directors have paid an interim dividend in specie amounting to £212,000 which relates to the transfer of Micron Precision Engineering Services Limited to Aboutturn Limited. They do not recommend the payment of a final dividend.

POST BALANCE SHEET EVENTS

After the year end the company purchased the business assets of another engineering company for consideration of £57,000

DIRECTORS AND THEIR INTERESTS

The directors who served during the year and their interests in the company are as stated below:

		31/12/03	Ordinary shares 01/01/03 or date of appointment
Michael John Plowma	in (Resigned 3rd December 2003)	_	-
David Allen Cooper			-
Anthony Dennis Holn	nes	-	-
Wendy Janet Plowma	n (Appointed 3rd December 2003)	-	-
Eric Hornby	(Appointed 1st September 2004)		-

The directors' interests in the shares of the holding company, Micron Hydraulics Holdings Limited are disclosed in the accounts of that company.

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2003

DIRECTORS' RESPONSIBILITIES

Company law requires the directors to prepare financial statements for each financial year that give a true and fair view of the state of the affairs of the company and of the profit or loss of the company for that year. In preparing these the directors are required to:

- select suitable accounting policies and apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- 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 that disclose with reasonable accuracy at any time the financial position of the company and 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 hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

AUDITORS

In accordance with Section 385 of the Companies Act 1985, a resolution proposing that Clough & Company LLP be reappointed as auditors of the company will be put to the annual general meeting.

This report was approved by the Board on 27th Color 2004 and signed on its behalf by

David Allen Cooper SECRETARY

INDEPENDENT AUDITORS' REPORT TO MICRON HYDRAULICS LIMITED UNDER SECTION 247B OF THE COMPANIES ACT 1985

We have examined the abbreviated accounts set out on pages 4 to 19 together with the financial statements of Micron Hydraulics Limited for the year ended 31st December 2003 prepared under Section 226 of the Companies Act 1985.

This report is made solely to the company, in accordance with Section 247B 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 directors and auditors

The directors are responsible for preparing abbreviated accounts in accordance with Section 246A of the Companies Act 1985. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts prepared in accordance with Section 246A(3) of the Act to the registrar of companies and whether the accounts to be delivered are properly prepared in accordance with that provision and to report our opinion to you.

Basis of opinion

We have carried out the procedures we considered necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts are properly prepared. The scope of our work for the purpose of this report did not include examining or dealing with events after the date of our report on the full financial statements.

Opinion

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with Section 246A(3) of the Companies Act 1985 in respect of the year ended 31st December 2003, and the abbreviated accounts on pages 4 to 19 are properly prepared in accordance with that provision.

Clough & Company LLP

Chartered Accountants and

Registered Auditors

27th October 2004

Centurion Way Cleckheaton Bradford

West Yorkshire

BD193QB

Registration number 1863010 ABBREVIATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2003

		Continuing operations	
		2003	2002
	Notes	£	£
GROSS PROFIT		1,200,130	1,132,970
Distribution costs Administrative expenses		(160,780) (830,201)	(148,765) (734,230)
OPERATING PROFIT	2	209,149	249,975
Investment income Other interest receivable and	3	211,999	-
similar income	5	5,187	1,778
Amount written off investments	4	-	(8,906)
Interest payable and similar charges	6	(9,671)	(2,772)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	I	416,664	240,075
Tax on profit on ordinary activities	9	(75,578)	(98,554)
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		341,086	141,521
Dividends	10	(212,000)	(70,000)
RETAINED PROFIT FOR THE YE	AR	129,086	71,521
Retained profit brought forward		1,324,069	1,252,548
RETAINED PROFIT CARRIED FO	RWARD	1,453,155	1,324,069

Continuing operations

There are no recognised gains or losses other than the profit or loss for the above two financial years.

Registration number 1863010 ABBREVIATED BALANCE SHEET AS AT 31 DECEMBER 2003

		200	03	200)2
	Notes	£	£	£	£
FIXED ASSETS					
Tangible assets	11		166,937		146,250
Investments	12		27,194		27,195
			194,131		173,445
CURRENT ASSETS					
Stocks	13	607,015		490,832	
Debtors	14	1,715,143		1,360,858	
Cash at bank and in hand		184,153		208,820	
		2,506,311		2,060,510	
CREDITORS: AMOUNTS FALLING					
DUE WITHIN ONE YEAR	15	(1,066,352)		(852,013)	
NET CURRENT ASSETS			1,439,959		1,208,497
TOTAL ASSETS LESS CURRENT			•		 _
LIABILITIES			1,634,090		1,381,942
PROVISIONS FOR LIABILITIES					
AND CHARGES	16		(10,000)		(10,000)
NET ASSETS			1,624,090		1,371,942
CAPITAL AND RESERVES					
Called up share capital	17		20,218		19,118
Share premium account	18		150,717		28,755
Profit and loss account	18		1,453,155		1,324,069
SHAREHOLDERS' FUNDS	19		1,624,090		1,371,942

The abbreviated accounts are prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to medium-sized companies.

The abbreviated accounts were approved by the Board on 27th october 2004 and signed on its behalf by

Anthony Dennis Holmes

DIRECTOR

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2003

	N-4	2003	2002
	Notes	£	£
RECONCILIATION OF OPERATING PROFIT TO CASH OUTFLOW FROM OPERATING ACTIVITY			
Operating profit		209,149	249,975
Depreciation		66,256	59,120
(Increase) in stocks		(116,183)	(243,487)
(Increase) in debtors		(354,285)	
(Decrease) / increase in creditors		(55,623)	
Increase in provisions		<u>-</u>	10,000
NET CASH OUTFLOW FROM OPERATING ACT	FIVITIES	(250,686)	272,277
CASH FLOW STATEMENT			
Net cash outflow from operating activities		(250,686)	272,277
Returns on investments and servicing of finance	25	(4,484)	(994)
Taxation	25	(82,577)	(48,112)
Capital expenditure	25	(86,943)	(89,145)
Acquisitions and disposals	25	212,000	-
		(212,690)	134,026
Equity dividends paid		(212,000)	(70,000)
		(424,690)	64,026
Financing	25	373,062	-
DECREASE IN CASH IN THE YEAR		(51,628)	64,026
RECONCILIATION OF NET CASH FLOW TO M	IOVEMENT IN	NET DEBT (NOTE	26)
DECREASE IN CASH IN THE YEAR		(51,628)	64,026
Cash inflow from decrease in debts and lease financing	5	(250,000)	
Change in net debt resulting from cash flows		(301,628)	64,026
NET FUNDS AT 1ST JANUARY 2003		182,219	118,193
NET DEBT AT 31ST DECEMBER 2003		(119,409)	182,219
			

NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2003

1. ACCOUNTING POLICIES

The accounting policies for dealing with items judged material or critical in stating the results for the year and the financial position of the company are:-

1.1. ACCOUNTING CONVENTION

The accounts are prepared under the historical cost convention.

1.2. TURNOVER

Turnover represents the total invoice value, excluding value added tax, of sales made during the year.

1.3. TANGIBLE FIXED ASSETS AND DEPRECIATION

Depreciation is provided at rates calculated to write off the cost less residual value of each asset over its expected useful life, as follows:

Plant and machinery

20% straight line

Motor vehicles

25% reducing balance

1.4. INVESTMENTS

Fixed asset investments are stated at cost less provision for diminution in value.

1.5. STOCK AND WORK IN PROGRESS

Stock and work in progress are valued at the lower of cost and net realisable value.

1.6. PENSIONS

The pension costs charged in the financial statements represent the contribution payable by the company during the year.

1.7. DEFERRED TAXATION

Deferred tax is provided in respect of the tax effect of all timing differences, to the extent that it is probable that a liability or asset will crystallise in the foreseeable future, at the rates of tax expected to apply when the timing differences reverse. Deferred tax assets and liabilities are not discounted.

1.8. FOREIGN CURRENCIES

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange prevailing at the accounting date. Transactions in foreign currencies are recorded at the date of each individual transaction. All differences are taken to the profit and loss account.

1.9. GROUP ACCOUNTS

The company is entitled to the exemption under Section 248 of the Companies Act 1985 from the obligation to prepare group accounts.

NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2003

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2.	OPERATING PROFIT	2003	2002
		£	£
	Operating profit is stated after charging:		
	Depreciation and other amounts written off tangible assets	53,370	49,957
	Loss on disposal of tangible fixed assets	12,886	9,163
	Loss on foreign currencies	5,746	2,663
	Auditors' remuneration	9,800	9,500
	Write off of loan to connected company	15,000	
			
3.	INCOME FROM INVESTMENTS	2003	2002
		£	£
	Profit on disposal of investments	211,999	-
	•		===
4.	AMOUNTS WRITTEN OFF INVESTMENTS	2003	2002
		£	£
	Amounts written off fixed asset investments:		
	- permanent diminution in value	-	8,906
5.	INTEREST RECEIVABLE AND SIMILAR INCOME	2003	2002
		£	£
	Bank interest	4,984	1,778
	Other interest	203	
		5,187	1,778
6.	INTEREST PAYABLE AND SIMILAR CHARGES	2003	2002
		£	£
	Interest payable on loans < 1 yr	9,659	39
	On overdue tax	12	2,733
		9,671	2,772

NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2003

..... continued

7. EMPLOYEES

		2003	2002
	Number of employees		
	The average monthly numbers of employees		
	(including the directors) during the year were:	29	27
	Employment costs	2003	2002
		£	£
	Wages and salaries	798,329	748,031
	Compensation for loss of office	-	30,000
	Social security costs	84,134	82,882
	Other pension costs	19,022	12,597
7.1.	DIRECTORS' EMOLUMENTS	2003	2002
		£	£
	Remuneration and other emoluments	147,936	130,060
	Pension contributions	9,260	10,498
	Compensation for loss of office		30,000
		157,196	170,558
		Number	Number
	Number of directors to whom retirement benefits		
	are accruing under a money purchase scheme	3	3

8. PENSION COSTS

The company operates a defined contribution pension scheme in respect of the employees & directors. The scheme and its assets are held by independent managers. The pension charge represents contributions due from the company and amounted to £19,022 (2002 - £12,597).

NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2003

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9. TAX ON PROFIT ON ORDINARY ACTIVITIES

Analysis of charge in the period	2003	2002
	£	£
Current tax		
UK corporation tax	77,000	84,000
Adjustments in respect of previous periods	(1,422)	14,554
	75,578	98,554

Factors affecting tax charge for the period

The tax assessed for the period is lower than the standard rate of corporation tax in the UK (30 per cent). The differences are explained below:

	2003	2002
	£	£
Profit on ordinary activities before taxation	416,664	240,075
Profit on ordinary activities multiplied by standard rate of corporation		
tax in the UK of 30% (31st December 2002 : 30%)	124,999	72,023
Effects of:		
Expenses not deductible for tax purposes	(44,500)	14,938
Capital allowances for the period in excess of depreciation	(5,500)	(2,390)
Adjustments to tax charge in respect of previous periods	(1,422)	14,554
Marginal relief	(1,100)	-
Rounding of tax charge	3,101	1,415
Group relief	-	(1,986)
Current tax charge for the period	75,578	98,554
		

The rate of 30% has been used as the directors consider that will be the corporation tax rate applicable to the company

10.	DIVIDENDS	2003	2002
		£	£
	Dividends on equity shares:		
	Ordinary shares - interim paid	212,000	70,000

The interim dividend represents the distribution of Micron Precision Engineering Services Limited to the holding company at that time, Aboutturn Limited.

NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2003

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11.	TANGIBLE FIXED ASSETS	Plant and machinery £	Motor vehicles	Total £
	Cost			
	At 1st January 2003	543,733	125,346	669,079
	Additions	61,909	46,073	107,982
	Disposals	(2,395)	(73,363)	(75,758)
	At 31st December 2003	603,247	98,056	701,303
	Depreciation			
	At 1st January 2003	471,361	51,468	522,829
	On disposals	(1,102)	(40,731)	(41,833)
	Charge for the year	35,078	18,292	53,370
	At 31st December 2003	505,337	29,029	534,366
	Net book values			<u></u>
	At 31st December 2003	97,910	69,027	166,937
	At 31st December 2002	72,372	73,878	146,250

NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2003

..... continued

12.	FIXED ASSET INVESTMENTS	Subsidiary undertakings	
		shares	Total
		£	£
	Cost		
	At 1st January 2003	36,101	36,101
	Additions	970,000	970,000
	Disposals	(970,001)	(970,001)
	At 31st December 2003	36,100	36,100
	Provisions for		<u>-</u>
	diminution in value:		
	At 1st January 2003		
	At 31st December 2003	8,906	8,906
	Net book values		
	At 31st December 2003	27,194	27,194
	At 31st December 2002	27,195	27,195
			

NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2003

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12.1. Holdings of 20% or more

The company holds 20% or more of the share capital of the following companies as at 31st Decmeber 2003:

Company	Country of registration or incorporation	Nature of business	Shares held class	Proportion of shares held
Subsidiary undertaking				
Micron International Limited	England and Wales De	ormant company	£1 ordinary	100%
Micron Hydraulic Components	England and Wales De	ormant company	£1 ordinary	50%
Limited				

The aggregate amount of capital and reserves and the results of these undertakings for the last relevant financial year were as follows:

		Capital and reserves	Profit for the	e year
	Micron International Limited	28,813	~	
	Micron Hydraulic Components Limited	31,185	-	
			=======================================	
13.	STOCKS		2003	2002
			£	£
	Raw materials and consumables		561,682	441,499
	Work in progress		45,333	49,333
			607,015	490,832
				
14.	DEBTORS		2003	2002
			£	£
	Trade debtors		541,078	782,511
	Amounts owed by group undertakings		1,048,059	301,573
	Other debtors		87,030	226,546
	Prepayments and accrued income		38,976	50,228
			1,715,143	1,360,858

NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2003

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15.	CREDITORS: AMOUNTS FALLING DUE	2003	2002
	WITHIN ONE YEAR	£	£
	Bank overdraft	53,563	26,601
	Bank loan	250,000	-
	Trade creditors	407,948	442,242
	Amounts owed to group undertaking	187,796	193,154
	Corporation tax	77,000	84,000
	Other taxes and social security costs	48,665	84,625
	Directors' accounts	5,003	-
	Other creditors	4,564	4,234
	Accruals and deferred income	31,813	17,157
		1,066,352	852,013

The bank loan and overdraft are secured by the property known as 25 Wharfedale Road, Euroway Trading Estate, Bradford which is owned by the holding company, Micron Hydraulics Holdings Limited and also by a fixed and floating charge over the assets of the company.

16. PROVISIONS FOR LIABILITIES AND CHARGES

	Other		
	provisions	Total	
	£	£	
At 1st January 2003	10,000	10,000	
At 31st December 2003	10,000	10,000	
		=====	

The above provision relates to a warrenty given on two machines over a three year period for the maintenance and repair of the machines sold in 2002.

NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2003

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17.	SHARE CAPITAL	2003 £	2002 £
	Authorised		~
	50,000 Ordinary shares of £1 each	50,000	50,000
	Allotted, called up and fully paid		
	20,218 Ordinary shares of £1 each	20,218	19,118

During the year the company allotted 600 £1 ordinary shares for consideration of £67,450 and 500 £1 ordinary shares for consideration of £55,612.

18.	EQUITY RESERVES	Share premium account £	Profit and loss account £	Total £
	At 1st January 2003	28,755	1,324,069	1,352,824
	Premium on issue of shares	121,962		121,962
	Retained profit for the year		129,086	129,086
	At 31st December 2003	150,717	1,453,155	1,603,872
19.	RECONCILIATION OF MOVEMENTS IN SHAREHO	LDERS' FUND	S 2003 £	2002 £
	Profit for the year		341,086	141,521
	Dividends		(212,000)	(70,000)
			129,086	71,521
	Net proceeds of equity share issue		123,062	-
	Net addition to shareholders' funds		252,148	71,521
	Opening shareholders' funds		1,371,942	1,300,421
	Closing shareholders' funds	•	1,624,090	1,371,942
				=======================================

20. CONTINGENT LIABILITIES

Micron Hydraulics Limited has given an unlimited cross guarantee in favour of its bankers guaranteeing the obligations and liablities of Micron Hydraulics Holdings Limited. This amounted to £nil at the year end (2002: £nil).

NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2003

..... continued

21. TRANSACTIONS WITH DIRECTORS

The following directors had interest free loans during the year. The movements on these loans are as follows:

	Amount	Amount owing	
	2003	2002 £	in year £
	£		
Michael John Plowman	-	139,036	139,036
Anthony Dennis Holmes	4,750	-	4,750

22. RELATED PARTY TRANSACTIONS

Mr M J Plowman and Mr D A Cooper had interests in the transactions and balances with the following companies, by virtue of their shareholding and Mr A D Holmes by virtue of his directorship in the common holding company, Micron Hydraulics Holdings Limited.

Mr M.J Plowman had resigned as director from Micron Hydraulics Limited during the year and his wife, Mrs W J Plowman was appointed as director on the same day. Therefore the interest remains.

	2003	2002
	£	£
Amounts due from		
Mightyhand Limited	-	4,236
Goodquality Limited	9,060	9,060
Micron Hydraulics Holdings Limited	964,293	-
Micron Australia Pty	74,706	258,324
Amounts due to		
Mightyhand Limited	96,178	4,401
Micron International Limited	28,893	28,893
Micron Australia pty	1,213	-
Micron Hydraulics Holdings Limited	30,327	-
Micron Hydraulic Components Limited	31,185	32,975
Aboutturn Limited	• •	103,500
		=======================================

NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2003

..... continued

Sales to		
Micron Australia Pty	40,333	5,184
Purchases from		
Micron Hydraulic Components Limited	-	19,262
Micron Australia Pty	1,213	-
Expenses recharged to		
Micron Hydraulic Components Limited	-	10,632
Mightyhand Limited	13,150	1,217
Micron Hydraulics Holdings Limited	1,496	-
Rent payable to		
Mightyhand Limited	25,833	60,000
Micron Hydraulics Holdings Limited	34,167	-
Management charges payable		
Micron Hydraulic Components Limited	-	3,281
		===

Mr D A Cooper has also an interest in the following transactions and balances with Micron Precision Engineering Services Limited by virtue of his shareholding and directorship in the holding company.

	2003	2002 £
	£	
Amounts due from	· <u>-</u>	29,953
Amounts due to	-	23,385
		===
Purchases from	98,147	116,748
Expenses Recharged to	19,073	40,807
Management charges receivable from	30,488	34,126

The overdraft and the bank loan in Micron Hydraulics Limited are secured over a property which is owned by the holding company Micron Hydraulics Holdings Limited.

23. ULTIMATE PARENT UNDERTAKING

The ultimate holding company at the year end is Micron Hydraulics Holdings Limited, a company incorporated in England & Wales.

NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2003

..... continued

24. POST BALANCE SHEET EVENTS

After the year end the company purchased the business assets of another engineering company for consideration of £57,000

25. GROSS CASH FLOWS

	2003	2002
	£	£
Returns on investments and servicing of finance	·	
Interest received	5,187	1,778
Interest paid	(9,671)	(2,772)
	(4,484)	(994)
Taxation		
Corporation tax paid	(82,577)	(48,112)
Capital expenditure	======	
Payments to acquire tangible assets	(107,982)	(89,145)
Receipts from sales of tangible assets	21,039	-
	(86,943)	(89,145)
Acquisitions and disposals	 -	
Receipts on disposal of group interests	1,182,000	-
Payments on acquisition of group interests	(970,000)	-
	212,000	-
Titura da un		
Financing	100.000	
Issue of ordinary share capital	123,062	-
New short term bank loan	250,000	_
	373,062	
	-	

NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2003

..... continued

26. ANALYSIS OF CHANGES IN NET FUNDS

Opening balance	Cash flows	Closing balance
£	£	£
208,820	(24,667)	184,153
(26,601)	(26,962)	(53,563)
182,219	(51,629)	130,590
•	(250,000)	(250,000)
182,219	(301,629)	(119,410)
	208,820 (26,601) 182,219	t t 208,820 (24,667) (26,601) (26,962) (51,629) (250,000)