FINANCIAL STATEMENTS

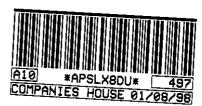
31ST MARCH 1998

Registered number: 2176386

(England & Wales)

GOATCHER CHANDLER

CHARTERED ACCOUNTANTS & REGISTERED AUDITOR



FINANCIAL STATEMENTS

for the year ended 31st March 1998

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COMPANY INFORMATION

31st March 1998

NUMBER

2176386

DIRECTORS

Mr. M.J. Filmer Mrs. J.P. Filmer

SECRETARY

Mrs J.P. Filmer

REGISTERED OFFICE

The Old House Leaves Green

Keston

Kent BR2 6DS

BANKERS

Lloyds Bank plc 11 High Street

Horley Surrey

ACCOUNTANTS

Goatcher Chandler

Chartered Accountants &

Registered Auditor

10 Overcliffe

Gravesend

Kent DA11 OEF

DIRECTORS' REPORT

31st March 1998

The directors present their report and financial accounts for the year ended 31st March 1998.

Principal activity

The principal activity of the company throughout the year was that of the repair and servicing of beer refrigeration equipment.

Review of the business

A summary of the results of the trading for the year is given on page 5 of the accounts.

The directors consider the state of affairs to be satisfactory.

Results and dividends

The loss of the company for the year was £18,767, (1997 - £3,070 loss).

Details of dividends paid and proposed are given in note 4.

Directors

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

	31st March 1998 ordinary shares	31st March 1997 ordinary shares	
Mr. M.J. Filmer	50	50	
Mrs. J.P. Filmer	50	50	

Auditors

The auditors Goatcher Chandler will be proposed for reappointment in accordance with section 385 of the Companies Act 1985.

Advantage is taken in the preparation of the directors report of the special exemptions applicable to small companies conferred by Part II of Schedule 8 to the Companies Act 1985. This report was approved by the board of directors and signed on its behalf.

. Filmer

3085 July 1998

STATEMENT OF DIRECTORS' RESPONSIBILITIES

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

- select suitable accounting policies and apply them consistently;
- make reasonable and prudent judgements and estimates;
- prepare the financial 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 company and to enable them to ensure that the financial accounts 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.

By order of the board

Mrs. J.P. Filmer

Director

3086 July 1998

AUDITORS' REPORT

AUDITORS' REPORT TO THE SHAREHOLDERS OF

M.F. REFRIGERATION LIMITED

We have audited the financial accounts on pages 5 to 9 which have been prepared under the historical cost convention and the accounting policies set out on page 7.

Respective responsibilities of directors and auditors

As described on page 3, the company's directors are responsible for the preparation of financial 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 financial accounts. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial accounts, 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 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 financial accounts.

Opinion

In our opinion the financial accounts give a true and fair view of the state of the company's affairs as at 31st March 1998 and of its profit for the year then ended and have been properly prepared in accordance with the provisions of the Companies Act 1985 applicable to small companies.

Goatcher Chandler

Chartered Accountants & Registered Auditor

10 Overcliffe

Gravesend

Kent

DA11 OEF

31st July 1998

PROFIT AND LOSS ACCOUNT

for the year ended 31st March 1998

		1998		1997	
	Note	£	£ £	£	
Turnover					
Continuing Operations		,615,452	1,314,347		
Cost of sales			41)	1,314,347 (946,455)	
Gross profit		403,6		367,892	
Net operating expenses					
Distribution Costs Administrative Expenses Other Operating Income		(59,8 (280,3 1,6	19) 60	(52,896) (256,271) 1,226	
Operating profit	2				
Continuing Operations		65,091	59,951		
Interest Payable		65,0 (8	91 70)	59,951 (281)	
Profit on ordinary activities before taxation		64,2		59,670	
Taxation	3	(14,9		(14,740)	
Profit on ordinary activities after taxation		49,2		44,930	
Dividends	4	(68,0		(48,000)	
Loss for the year	10	(18,7 =====	67)	(3,070)	

Movements in reserves are shown in note 10.

There are no recognised gains and losses in 1998 or 1997 other than the loss for the year.

BALANCE SHEET

as at 31st March 1998

		1998			1997	
	Note	£	£	£	£	
Fixed assets						
Tangible assets	5		76,081		76,825	
Current assets						
Stock Debtors Cash at bank and in hand	6	48,892 181,431 64,964		65,724 183,806 28,040		
		295,287		277,570		
Creditors: amounts falling due within one year	7	346,215		314,369		
Net current liabilities			50,928		36,799	
Total assets less current liabilitie	s		25,153		40,026	
Creditors: amounts falling due after more than one year			3,766		-	
Provision for liabilities AND CHARGES			6,142		6,014	
Capital and reserves			======	•	==== ==	
Called up share capital Profit and loss account	8 10		100 15,145		100 33,912	
Total equity shareholders' funds	9		£ 15,245		£ 34,012	

Advantage is taken in the preparation of the financial statements of the special exemptions applicable to small companies conferred by Part I of Schedule 8 to the Companies Act 1985. In the directors' opinion, the company is entitled to those exemptions as a small company.

The notes on pages 7 to 9 form part of these financial statements.

The financial statements on pages 5 to 9 were approved by the board of directors on Zort T 1 1000

Mr. M.J. Filmer

Director

NOTES ON FINANCIAL STATEMENTS

31st March 1998

1. Accounting policies

Basis of Accounting

These financial accounts have been prepared in accordance with applicable accounting standards and under the historical cost convention.

The company has taken advantage of the exemption from preparing a cash flow statement conferred by Financial Reporting Standard No 1 on the grounds that it is entitled to the exemptions available in Sections 246 to 247 of the Companies Act 1985 for small companies.

Turnover

Turnover is the amount derived from the provision of goods and services falling within the company's ordinary activities after deduction of trade discounts and value added tax.

Tangible Fixed Assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life:

Leasehold land & buildings	Over 25 years
Computers	25% straight line
Motor vehicles	25% on written down value
Fixtures and fittings	15% on written down value
Plant & equipment	15% on written down value

Stocks and Work in Progress

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

Deferred Taxation

Deferred Taxation is provided using the liability method in respect of the taxation effect of all timing differences to the extent that tax liabilities are likely to crystallise in the forseeable future.

2. Operating profit

	1998	1997
	£	£
Operating Profit is stated after charging:		
Amortisation of Intangible Assets	1,160	1,159
Depreciation of Tangible Assets	17,384	13,075
Operating Lease Rentals:		
Other Lease Rentals	6,893	6,240
Staff Costs	651,850	565,604
Auditors' remuneration	2,760	2,878
	****====	=======

NOTES ON FINANCIAL STATEMENTS

31st March 1998

3. Taxation		
	1998	1997
Taxation is based on the Profit for the year and charged at 21% (1997 24%)	£	£
Corporation tax	14,538	14,910
Over/under provisions in earlier years	322	(26)
Deferred taxation	128	(144)
	14,988	14,740
		======
4. Dividends		
	1998	1997
	£	£
Equity - ordinary/interim	68,000	48,000
		=======

5 Tangible fixed assets

3						
Cost or valuation	Motor Vehicles £	and Machinery	Fixtures and Fittings £	Leasehold	Computers	Total £
1st April 1997 Additions Disposals		3,949	-	- -	4,638 3,301 -	19,300 (3,800)
31st March 1998	47,801	91,227	25,647	7,786	7,939	180,400
Depreciation						
1st April 1997 Charge for year Disposals		7,275 -	1,136 -	2,738		18,876 (2,632)
31st March 1998		50,004	19,201	2,738	3,107	
Net book amount						
31st March 1998					4,832	
1st April 1997		44,549			2,691	
Debtors						
Amounts falling due within one year:			1998 £	1997 £	7	

6.

Amounts falling due within one year:	1998 £	1997 £
Trade Debtors	157,984	163,273
Corporation tax	2,462	-
Prepayments and Accrued Income	20,985	20,533
	181,431	183,806
	=======	=======

NOTES ON FINANCIAL STATEMENTS

31st March 1998

	~	ist March 199			
7.	Creditors: amounts falling du within one year	e			
			19	98	1997
				£	£
	Loans and overdrafts		28,3	50	3,313
	Trade Creditors		110,6		128,254
	Other creditors:				
	Corporation Tax Other Tax and Social Securit	V	17,0 30,5		14,910 42,378
	Directors current account	· Y	156,8		122,257
	Accruals and Deferred Income		2,8		3;257
			346,2		314,369
			=====	==	======
8	Called up share capital				
		199	8	_	997
		Number of		Number of	
		shares	£	shares	£
	Authorised				
	Share capital	1,000	1,000	1,000	1,000
		======	##==##==	======	=======
	Allotted called up and fully paid				
	Share capital	100	100	100	100
		======	=======	=======	======
9	Reconciliation of movements i	n shareholder	s' funds		
٠.	THE CONTEST OF THE CO	Diarchoracz	19	98	1997
				£	£
	Due file for the file or in a		40.0	2.2	44 030
	Profit for the financial year Dividends	•	49,2		44,930
	Dividends		(68,0		(48,000)
	Funds generated in year		(18,7	67)	(3,070)
	Opening shareholders' funds		34,0		37,082
	Closing shareholders' funds		15,2	45	34,012
			=====	= =	======
10.	Profit and loss account				
				98	1997
				£	£
	Balance at beginning of year		33,9	12	36,982
	Retained Loss for the Year		(18,7		(3,070)
	Balance at end of year		15,1		33,912
	parance at end or year		13,1	T J	33,214