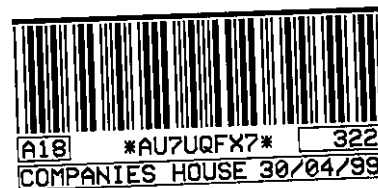


# FINANCIAL ACCOUNTS

**KIRWIN BROTHERS LIMITED**  
**DIRECTORS' REPORT AND FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 30 JUNE 1998**

Company Registration No. 2388808 (England and Wales)



# KIRWIN BROTHERS LIMITED

## CONTENTS

---

	Page
Company information	1
Directors' report	2 - 3
Auditors' report	4
Profit and loss account	5
Balance sheet	6
Notes to the financial statements	7 - 11

---

# KIRWIN BROTHERS LIMITED

## COMPANY INFORMATION FOR THE YEAR ENDED 30 JUNE 1998

---

<b>Directors</b>	G Kirwin L. Kirwin
<b>Secretary</b>	L. Kirwin
<b>Company number</b>	2388808
<b>Registered office</b>	Consols Building Wharnccliffe Road Grimsby N E Lincolnshire DN31 3QH
<b>Business address</b>	Consols Building Wharnccliffe Road Grimsby N E Lincolnshire DN31 3QH
<b>Auditors</b>	Forrester Boyd 26 South St. Mary's Gate Grimsby N E Lincolnshire DN31 1LW
<b>Bankers</b>	Yorkshire Bank Plc 12 Bethlehem Street Grimsby N E Lincolnshire DN31 1JZ
<b>Solicitors</b>	Beetenson & Gibbon Lauriston House Town Hall Square Grimsby N. E. Lincolnshire DN31 1JB

# KIRWIN BROTHERS LIMITED

## DIRECTORS' REPORT FOR THE YEAR ENDED 30 JUNE 1998

---

The directors present their report and financial statements for the year ended 30 June 1998.

### Principal activities

The principal activity of the company continued to be that of wholesale fish merchants.

### Year 2000

We have identified the key risks to the business and have developed a plan to minimise their impact. We have considered not only our own systems but also those of our major suppliers and customers. Although no organisation can guarantee that no year 2000 problems will arise, we believe that, having identified and removed the major risks to the business in accordance with the plan we have developed, it will be possible to quickly resolve any such problems as may arise without significant additional costs.

### Directors

The following directors have held office since 1 July 1997:

G Kirwin  
L. Kirwin

### Directors' interests

The directors' beneficial interests in the shares of the company were as stated below:

	Ordinary of £ 1 each	
	30 June 1998	1 July 1997
G Kirwin	500	500
L. Kirwin	500	500

### Auditors

In accordance with section 385 of the Companies Act 1985, a resolution proposing that Forrester Boyd be reappointed as auditors of the company will be put to the Annual General Meeting.

# KIRWIN BROTHERS LIMITED

## DIRECTORS' REPORT FOR THE YEAR ENDED 30 JUNE 1998

---

### Directors' responsibilities

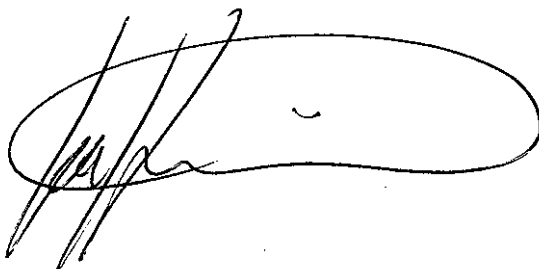
Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to:

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

This report has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

By order of the board



20 April 1999

# KIRWIN BROTHERS LIMITED

## AUDITORS' REPORT TO THE SHAREHOLDERS OF KIRWIN BROTHERS LIMITED

We have audited the financial statements on pages 5 to 11 which have been prepared in accordance with the Financial Reporting Standard for Smaller Entities, 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 companys 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 companys 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 the companys affairs as at 30 June 1998 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



**Forrester Boyd**

19 April 1999

Chartered Accountants  
Registered Auditor

26 South St. Mary's Gate  
Grimsby  
N E Lincolnshire  
DN31 1LW

# KIRWIN BROTHERS LIMITED

## PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30 JUNE 1998

	Notes	1998 £	1997 £
Turnover		6,408,458	6,387,501
Cost of sales		(6,065,463)	(6,036,559)
<b>Gross profit</b>		<b>342,995</b>	<b>350,942</b>
Distribution costs		(6,820)	(9,339)
Administrative expenses		(290,902)	(294,825)
Other operating income		1,200	4,200
<b>Operating profit</b>	<b>2</b>	<b>46,473</b>	<b>50,978</b>
Other interest receivable and similar income	<b>3</b>	749	148
Amounts written off investments	<b>4</b>	(5,096)	(5,098)
Interest payable and similar charges		(46,756)	(41,081)
<b>(Loss)/profit on ordinary activities before taxation</b>		<b>(4,630)</b>	<b>4,947</b>
Tax on (loss)/profit on ordinary activities	<b>5</b>	2,767	(7,413)
<b>Loss on ordinary activities after taxation</b>	<b>13</b>	<b>(1,863)</b>	<b>(2,466)</b>

The profit and loss account has been prepared on the basis that all operations are continuing operations.

There are no recognised gains and losses other than those passing through the profit and loss account.

# KIRWIN BROTHERS LIMITED

## BALANCE SHEET AS AT 30 JUNE 1998

	Notes	1998 £	£	1997 £	£
<b>Fixed assets</b>					
Tangible assets	6		309,715		221,717
Investments	7		20,384		25,480
			<u>330,099</u>		<u>247,197</u>
<b>Current assets</b>					
Stocks		38,823		23,704	
Debtors	8	714,952		586,978	
Cash at bank and in hand		6,174		418	
		<u>759,949</u>		<u>611,100</u>	
<b>Creditors: amounts falling due within one year</b>	9	<u>(905,290)</u>		<u>(717,236)</u>	
<b>Net current liabilities</b>			<u>(145,341)</u>		<u>(106,136)</u>
<b>Total assets less current liabilities</b>			184,758		141,061
<b>Creditors: amounts falling due after more than one year</b>	10		<u>(73,932)</u>		<u>(28,372)</u>
			<u>110,826</u>		<u>112,689</u>
<b>Capital and reserves</b>					
Called up share capital	12		1,000		1,000
Profit and loss account	13		109,826		111,689
<b>Shareholders' funds</b>			<u>110,826</u>		<u>112,689</u>

These financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and with the Financial Reporting Standard for Smaller Entities.

The financial statements were approved by the Board on 19 April 1999

G Kirwin  
Director

L Kirwin  
Director



# KIRWIN BROTHERS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 1998

### 1 Accounting policies

#### 1.1 Accounting convention

The financial statements are prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities.

#### 1.2 Compliance with accounting standards

The accounts have been prepared in accordance with applicable accounting standards.

#### 1.3 Turnover

Turnover represents amounts receivable for goods and services net of VAT and trade discounts.

#### 1.4 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 less estimated residual value of each asset over its expected useful life, as follows:

Land and buildings Leasehold	0% per annum and 15% per annum of net book value
Plant and machinery	15% per annum of net book value
Motor vehicles	20% and 15% per annum of net book value

#### 1.5 Investments

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

2 Operating profit	1998 £	1997 £
Operating profit is stated after charging:		
Depreciation of tangible assets	41,010	42,884
Auditors' remuneration	2,625	3,100
Directors' emoluments	124,334	75,241

The number of directors for whom retirement benefits are accruing under money purchase pension schemes amounted to 2 (1997 - 2).

3 Other interest receivable and similar income	1998 £	1997 £
Bank interest	749	148

4 Amounts written off investments	1998 £	1997 £
Amounts written off fixed asset investments:		
- permanent diminution in value	5,096	5,098

The directors consider the value of the investment to be excessive.

# KIRWIN BROTHERS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 1998

5	Taxation	1998	1997	
		£	£	
	U.K. current year taxation			
	U.K. corporation tax at 21% (1997 - 21%)	(2,767)	7,413	
		<u>          </u>	<u>          </u>	
6	Tangible fixed assets			
		Land and buildings	Other tangible fixed assets	Total
		£	£	£
	Cost			
	At 1 July 1997	101,316	210,876	312,192
	Additions	-	141,847	141,847
	Disposals	-	(15,322)	(15,322)
		<u>          </u>	<u>          </u>	<u>          </u>
	At 30 June 1998	101,316	337,401	438,717
		<u>          </u>	<u>          </u>	<u>          </u>
	Depreciation			
	At 1 July 1997	14,680	75,795	90,475
	On disposals	-	(2,486)	(2,486)
	Charge for the year	8,983	32,030	41,013
		<u>          </u>	<u>          </u>	<u>          </u>
	At 30 June 1998	23,663	105,339	129,002
		<u>          </u>	<u>          </u>	<u>          </u>
	Net book value			
	At 30 June 1998	77,653	232,062	309,715
		<u>          </u>	<u>          </u>	<u>          </u>
	At 30 June 1997	86,636	135,081	221,717
		<u>          </u>	<u>          </u>	<u>          </u>

The net book value of other tangible fixed assets includes £165,527 (1997 - £110,471) in respect of assets held under finance leases or hire purchase contracts. The depreciation charge in respect of such assets amounted to £15,680 (1997 - £24,677) for the year.

# KIRWIN BROTHERS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 1998

### 7 Fixed asset investments

	Shares in group undertakings and participating interests £
<b>Cost</b>	
At 1 July 1997 & at 30 June 1998	20,384

#### Holdings of more than 20%

The company holds more than 20% of the share capital of the following companies:

Company	Country of registration or incorporation	Class	Shares held %
<b>Participating interests</b>			
Meldrum Fish Sales Limited	UK	50	50

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 year
Meldrum Fish Sales Limited	21,027	(1,010)

### 8 Debtors

	1998 £	1997 £
Trade debtors	595,037	519,522
Other debtors	119,915	67,456
	<u>714,952</u>	<u>586,978</u>

Debtors include an amount of £21,700 (1997 - £-) which is due after more than one year.

# KIRWIN BROTHERS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 1998

9 Creditors: amounts falling due within one year	1998 £	1997 £
Bank loans and overdrafts	23,227	38,052
Net obligations under finance lease and hire purchase contracts	47,244	28,930
Trade creditors	363,819	249,649
Taxation and social security	16,938	17,840
Other creditors	454,062	382,765
	<u>905,290</u>	<u>717,236</u>

The other loan fluctuates on a daily basis and is secured by a charge over the book debts of the company.

10 Creditors: amounts falling due after more than one year	1998 £	1997 £
Net obligations under finance leases and hire purchase agreements	<u>73,932</u>	<u>28,372</u>

### 11 Pension costs

The company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund and amounted to £8400 (1997 - £5700). Contributions totalling £nil (1997 - £nil) were payable to the fund at the year end.

12 Share capital	1998 £	1997 £
<b>Authorised</b>		
50,000 Ordinary of £ 1 each	<u>50,000</u>	<u>50,000</u>
<b>Allotted, called up and fully paid</b>		
1,000 Ordinary of £ 1 each	<u>1,000</u>	<u>1,000</u>

### 13 Statement of movements on profit and loss account

	Profit and loss account £
Balance at 1 July 1997	111,689
Retained loss for the year	(1,863)
Balance at 30 June 1998	<u>109,826</u>

# KIRWIN BROTHERS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 1998

### 14 Financial commitments

At 30 June 1998 the company had annual commitments under non-cancellable operating leases as follows:

	1998 £	1997 £
Expiry date:		
In over five years	9,650	9,650

### 15 Capital commitments

At 30 June 1998 the company had capital commitments as follows:

	1998 £	1997 £
Contracted for but not provided in the financial statements	30,000	30,000

### 16 Transactions with directors

	Amount outstanding		Maximum
	1998	1997	in year
	£	£	£
Mr G Kirwin	2,566	3,145	3,145
Mr L Kirwin	2,171	4,216	4,216

### 17 Control

The company is controlled by the directors who each own 50% of the issued share capital.

### 18 Related party transactions

During the year £39,000 of administration and management charges were recharged to Surrey Fish Company Limited. The balance owing to Surrey Fish Company Limited on the intercompany current account as at 30 June 1998 was £32,472. In addition there were fish sales of £302,559. Mr G Kirwin and Mr L Kirwin each own 37.5% of the issued share capital of Surrey Fish Company Limited.

During the year £11,200 of administration and management charges were recharged to Meldrum (Fish Sales) Limited. In addition there were fish sales of £271,858, and fish purchases of £12,421. At 30 June 1998 £11,200 was owed by Meldrum (Fish Sales) Limited on the intercompany current account.

At 30 June 1998 £2,900 was owed by Igloo Seafoods, an unincorporated business operated and controlled by Mr L Kirwin. There had been no transactions during the year.