REGISTERED NUMBER: 02514415 (England and Wales)

Abbreviated Accounts

for the Year Ended 31st March 2007

<u>for</u>

PENTRE GROUP LIMITED



TUESDAY

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Company Information for the Year Ended 31st March 2007

DIRECTORS:

M F Seymour

H W Platt A G Rogers

SECRETARY:

H W Platt

REGISTERED OFFICE

Unit 2

Moss Industrial Estate

Leigh Lancashire WN7 3PF

REGISTERED NUMBER

02514415 (England and Wales)

AUDITORS:

Ford Campbell LLP

City Wharf

New Bailey Street Manchester M3 5ER

Report of the Directors for the Year Ended 31st March 2007

The directors present their report with the accounts of the company for the year ended 31st March 2007

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of the manufacture of cable reels and drums

REVIEW OF BUSINESS

The results for the year and financial position of the company are as shown in the annexed accounts

2006/7 was Pentre's third full year since the MBO from Locker Group plc in March 2004 Good sales growth was achieved and the operating profit improved as a consequence

Of particular note was the strong sales performance in large steel drums at the St Helens factory and the return to profitability of the process reel business, based in Liversedge and the Czech Republic where the benefits of a factory relocation and integration are now being realised

Plastic products also enjoyed a better year following the relocation of the manufacturing unit from Wigan to Leigh in May 2005

Packaging reels saw a disappointing profit performance particularly in the second half of the financial year as severe increases in the price of timber based raw materials, mainly plywood and softwood, impacted adversely on margins. This rising trend in material costs has continued and accelerated in the first quarter of 2007/8 and efforts to pass these increases onto customers through higher selling prices have met with only partial success.

During the year the company received the final £450,000 payment in respect of the sale of the Liversedge site and this completes our asset disposal programme

Pentre Denmark is in the process of being liquidated following the progressive transfer of its activity to the Czech Republic over the past three years

Strong cash generation and lower borrowings meant that the Group's finances were able to be reorganised in September 2006 with Nat West taking over as the principal funder through a combination of a conventional overdraft and a property mortgage. Invoice discounting with its attendant higher operating costs was eliminated and the group is trading comfortably within its new facilities.

In the first half of 2007/8 the company intends to purchase the Leigh factory currently occupied by its plastics products business from the Pentre Group SSAS for a valuation of circa £900,000

As always the company's main asset is its human resource and the Board would like to thank each and every one of our people for their continued commitment and hard work during another challenging year

DIVIDENDS

No dividends will be distributed for the year ended 31st March 2007

DIRECTORS

The directors shown below have held office during the whole of the period from 1st April 2006 to the date of this report

M F Seymour

H W Platt

A G Rogers

M F Seymour, H W Platt and A G Rogers are directors of the company's parent company, Pentre Holdings Limited

DISABLED EMPLOYEES

Applications for employment by disabled persons are always fully considered, bearing in mind the aptitudes of the applicant concerned. In the event of members of staff becoming disabled every effort is made to ensure that their employment with the company continues and that appropriate training is arranged. It is the policy of the company that the training, career development and promotion of disabled persons should, as far as possible, be identical with that of other employees.

EMPLOYEE CONSULTATION

The company places considerable value on the involvement of its employees and has continued to keep informed on matters affecting them as employees and on the various factors affecting the performance of the company

Report of the Directors for the Year Ended 31st March 2007

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). The financial statements are required by law to 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 these 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.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 234ZA of the Companies Act 1985) of which the company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information

AUDITORS

The auditors, Ford Campbell LLP, will be proposed for re-appointment in accordance with Section 385 of the Companies Act 1985

ON BEHALF OF THE BOARD:

H W Platt - Secretary

Date

12 TA JULTO 7

Report of the Independent Auditors to Pentre Group Limited Under Section 247B of the Companies Act 1985

We have examined the abbreviated accounts set out on pages five to sixteen, together with the financial statements of Pentre Group Limited for the year ended 31st March 2007 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 work has been undertaken so that we might state to the company those matters we are required to state to it in a special 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, for our work, for this report, or for the opinions we have formed

Respective responsibilities of directors and auditors

The directors are responsible for preparing the 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 abbreviated accounts have been properly prepared in accordance with that provision and to report our opinion to you

Basis of opinion

We conducted our work in accordance with Bulletin 2006/3 "The Special Auditor's Report on Abbreviated Accounts in the United Kingdom" issued by the Auditing Practices Board—In accordance with that Bulletin we have carried out the procedures we consider necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts to be delivered are properly prepared

Opinion

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with Section 246A(3) of the Companies Act 1985, and the abbreviated accounts have been properly prepared in accordance with that provision

Ford Campbell LLP

City Wharf

New Bailey Street

Manchester

M3 5ER

Date 12 July 2007

ford tempseu LLP

Abbreviated Profit and Loss Account for the Year Ended 31st March 2007

		31 3 07	31 3 06
	Notes	£	£
GROSS PROFIT		6,341,533	5,338,349
Administrative expenses		5,334,290	4,951,717
OPERATING PROFIT	3	1,007,243	386,632
Profit on disposal of property	4	450,000	477,753
		1,457,243	864,385
Interest receivable and similar income		<u>-</u>	5,403
		1,457,243	869,788
Interest payable and similar charges	5	169,228	10,318
PROFIT ON ORDINARY ACTIVIT	TIES		
BEFORE TAXATION		1,288,015	859,470
Tax on profit on ordinary activities	6	246,933	134,633
PROFIT FOR THE FINANCIAL YEAFTER TAXATION	EAR	1,041,082	724,837
AFTER TAXATION		=======================================	

CONTINUING OPERATIONS

None of the company's activities were acquired or discontinued during the current year or previous year

Statement of Total Recognised Gains and Losses for the Year Ended 31st March 2007

	31 3 07 £	31 3 06 £
PROFIT FOR THE FINANCIAL YEAR Revaluation in the year	1,041,082 277,351	724,837
TOTAL RECOGNISED GAINS AND LOSSES RELATING TO THE YEAR	1,318,433	724,837
Note of Historical Cost Profor the Year Ended 31st		
	31 3 07	31 3 06
REPORTED PROFIT	£	£
ON ORDINARY ACTIVITIES BEFORE TAXATION Transfer from revaluation reserve	1,288,015 12,793	859,470 7,394
HISTORICAL COST PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	1,300,808	866,864
HISTORICAL COST PROFIT FOR THE YEAR RETAINED AFTER TAXATION	1,053,875	732,231

Abbreviated Balance Sheet 31st March 2007

		31 3	07	31.3	06
	Notes	£	£	£	£
FIXED ASSETS					
Intangible assets	7		-		-
Tangible assets	8		3,327,578		2 801,068
Investments	9		1,259,852		1,259,852
			4,587,430		4,060,920
CURRENT ASSETS					
Stocks	10	1,473,845		1,539,773	
Debtors	11	7,256,403		6,189,374	
Cash at bank and in hand		619,680		545,802	
		9,349,928		8,274,949	
CREDITORS					
Amounts falling due within one year	12	7,054,754		7,431,656	
NET CURRENT ASSETS			2,295,174		843,293
TOTAL ASSETS LESS CURRENT					
LIABILITIES			6,882,604		4,904,213
CREDITORS					
Amounts falling due after more tha	n one				
year	13		1,531,190		871,232
NET ASSETS			5,351,414		4,032,981
CAPITAL AND RESERVES					
Called up share capital	17		2,926,581		2,926,581
Share premium	18		1,212,190		1,212,190
Revaluation reserve	18		626,837		362,279
Profit and loss account	18		585,806		(468,069)
SHAREHOLDERS' FUNDS	21		5,351,414		4,032,981

These abbreviated accounts have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to medium-sized companies

12 TA JULY 07 and were signed on The financial statements were approved by the Board of Directors on its behalf by

H W Platt - Director

Wheywood.

M F Seymour - Director

Notes to the Abbreviated Accounts for the Year Ended 31st March 2007

ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared under the historical cost convention as modified by the revaluation of certain assets

Turnover

1

Turnover represents net invoiced sales of goods, excluding value added tax Revenue is recognised at the point of dispatch

Goodwill

Goodwill, being the amount paid in connection with the acquisition of businesses, was written off in the year of acquisition

Tangible fixed assets

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

Short leasehold

- Equally over the length of the lease

Long leasehold

- 2% on cost/valuation

Plant and machinery

- Straight line over 4 to 10 years

Stocks

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 items

Cost includes all direct expenditure and an appropriate proportion of fixed and variable overheads

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

Hire purchase and leasing commitments

Assets obtained under hire purchase contracts or finance leases are capitalised in the balance sheet. Those held under hire purchase contracts are depreciated over their estimated useful lives. Those held under finance leases are depreciated over their estimated useful lives or the lease term, whichever is the shorter.

The interest element of these obligations is charged to the profit and loss account over the relevant period. The capital element of the future payments is treated as a liability

Rentals paid under operating leases are charged to the profit and loss account as incurred

Pensions

The company operates a defined contribution pension scheme. Contributions payable for the year are charged in the profit and loss account

Cash flow statement

Exemption has been taken from preparing a cash flow statement on the grounds that the company is wholly owned within a group and consolidated accounts which include this company's results are publicly available

Fixed asset investments

Investments in subsidiary undertakings are stated at cost less amounts written off. Provisions are made for impairment

Notes to the Abbreviated Accounts - continued for the Year Ended 31st March 2007

ACCOUNTING POLICIES - continued

Consolidation

1

Exemption has been taken from preparing consolidated accounts on the grounds that the company is wholly owned within a group and consolidated accounts which include the company's results are publicly available

	owned within a group and consolidated accounts which include the company's resu	its are publicly	available
2	STAFF COSTS		
		31 3 07	31 3 06
		£	£
	Wages and salaries	4,276,549	3,741,617
	Social security costs	362,200	350,043
	Other pension costs	154,989	29,866
		4,793,738	4,121,526
	The average monthly number of employees during the year was as follows	31 3 07	31 3 06
	Manual	194	198
	Clerical and technical	46	41
		<u> </u>	239
3	OPERATING PROFIT		
	The operating profit is stated after charging/(crediting)		
		31 3 07	31 3 06
		£	£
	Other operating leases	~	140
	Depreciation - owned assets	296,380	238,815
	Profit on disposal of fixed assets	(1,350)	(92,361)
	Auditors' remuneration	20,028	(22,301)
	Auditors remaneration in respect of tax fees	13,000	_
	Operating lease charges- buildings	206,683	206,683
	Amounts written back relating to intercompany debt	200,005	(791,482)
	Amounts written back relating to intercompany deor		====
	Directors' emoluments	263,661	-
	Directors' pension contributions to money purchase schemes	33,350	-
	The number of directors to whom retirement benefits were accruing was as follows		
	The number of directors to whom rethement benefits were accounting was as follows	•	
	Money purchase schemes	3	3

During the prior year the company wrote back an amount due to Locker Wire Weavers Limited, a former fellow subsidiary, resulting in a £791,482 credit to the profit and loss account

Information regarding the highest paid director for the year ended 31st March 2007 is as follows

	31 3 07
	£
Emoluments etc	89,211
Pension contributions to money purchase schemes	10,000

Notes to the Abbreviated Accounts - continued for the Year Ended 31st March 2007

4 EXCEPTIONAL ITEMS

During the year the company disposed of land at Liversedge achieving a profit on disposal of £450,000

During the prior year the company disposed of its Wigan premises and land incurred a profit on disposal of £477,753

		AR CHARGES

	31 3 07	31 3 06
	£	£
Bank interest	120,992	-
Factoring interest	39,335	-
Hire purchase	8,901	10,318
	169,228	10,318
		

6 TAXATION

Analysis of the tax charge

The tax charge on the profit on ordinary activities for the year was as follows

C	•	,	J	31 3 07	31 3 06
				£	£
Deferred tax				246,933	134,633
Tax on profit on	ordinary acti	vities		246,933	134,633

Factors affecting the tax charge

The tax assessed for the year is lower than the standard rate of corporation tax in the UK. The difference is explained below

	31 3 07 £	31 3 06 £
Profit on ordinary activities before tax	1,288,015	859,470
Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 30% (2006 - 30%)	386,405	257,841
Effects of		
Non taxable credits	(135,405)	(237,445)
Unrelieved tax losses carried forward	-	136,601
Capital allowances in excess of depreciation	(80,611)	(278,387)
Expenses not deductible for tax purposes	9,000	6,000
Losses surrendered to other group undertakings	•	115,390
Losses utilised	(179,389)	· -
Current tax charge		
		

At 31st March 2007 there were unrelieved tax losses of £1,186,510 (2006 £1,836,468) which have been recognised as a deferred tax asset at 28% reduced by accelerated capital allowances of £114,788 (2006 decelerated capital allowances of £86,572)

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continued

Notes to the Abbreviated Accounts - continued for the Year Ended 31st March 2007

7 INTANGIBLE FIXED ASSETS

oodwill £
~
25,104
25,104
-
Fotals
£
98,219
55,539
31,928)
77,351
31,962)
17,219
97,151
96,380
21,928)
81,962)
89,641
27,578
01,068
2

Included in cost or valuation of land and buildings is freehold land of £640,000 (2006 - £640,000) which is not depreciated

Cost or valuation at 31st March 2007 is represented by

	Long leasehold £	Plant and machinery £	Totals £
Valuation in 2007	1,700,000	-	1,700,000
Cost	264,379	4,352,840	4,617,219
			
	1,964,379	4,352,840	6,317,219

Notes to the Abbreviated Accounts - continued for the Year Ended 31st March 2007

8 TANGIBLE FIXED ASSETS - continued

If long leasehold property had not been revalued it would have been included at the following historical cost

	31 3 07	31 3 06
	£	£
Cost	1,460,397	1,410,984
Aggregate depreciation	210,624	188,672

Long leasehold property was valued on an open market basis on 10th October 2006 by CB Richard Ellis Chartered Surveyors

The net book value of plant & machinery includes an amount of £191,121 (2006 £346,641) in respect of assets held under hire purchase contracts. The depreciation charged in the period was £24,070 (2006 £40,005)

9 FIXED ASSET INVESTMENTS

COST	Shares in group undertakings £
COST	
At 1st April 2006	
and 31st March 2007	6,989,852
PROVISIONS At 1st April 2006 and 31st March 2007	5,730,000
NET BOOK VALUE	
At 31st March 2007	1,259,852
At 31st March 2006	1,259,852

The company's investments at the balance sheet date in the share capital of companies include the following

Pentre Overseas Holdings Limited

Nature of business Holding company

	%
Class of shares	holding
Ordinary	100 00

Pentre Properties Limited

Nature of business Property investment

	%
Class of shares	holding
Ordinary	100 00

Pentre Group Heas A/S

Country of incorporation Denmark

Nature of business Steel reel and drum manufacturer

	70
Class of shares	holding
Ordinary	100 00

Notes to the Abbreviated Accounts - continued for the Year Ended 31st March 2007

9 FIXED ASSET INVESTMENTS - continued

Pentre Kovotech	ınık Spol. s.r.o
-----------------	------------------

Country of incorporation Czech Republic Nature of business Steel reel manufacturer

Class of shares holding Ordinary 100 00

Pentre Deutschland GmbH

Country of incorporation Germany Nature of business Steel reel manufacturer

Class of shares holding Ordinary 100 00

The shares in Pentre Group Heas A/S, Pentre Kovotechnik Spol s r o and Pentre Deutschland GmbH are held by a subsidiary undertaking and represent 100% of the issued share capital

10 STOCKS

		31 3 07 £	31 3 06 £
	Raw materials	615,875	808,706
	Work-in-progress	472,226	383,317
	Finished goods	385,744	347,750
		1,473,845	1,539,773
11	DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
		31 3 07	31 3 06
		£	£
	Trade debtors	5,426,092	4,921,751
	Amounts owed by group undertakings	1,411,503	554,735
	Other debtors	46,300	-
	Amounts owed by related undertakings	28	5,395
	Deferred tax (see note 7)	217,435	464,368
	Prepayments and accrued income	155,045	243,125
		7,256,403	6,189,374
12	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
		31 3 07	31 3 06
		£	£
	Bank loans and overdrafts (see note 14)	1,355,111	287,587
	Other loans (see note 14)	-	2,655,357
	Hire purchase contracts (see note 15)	39,057	111,891
	Trade creditors	2,663,199	2,568,494
	Amounts owed to group undertakings	2,184,002	1,101,809
	Social security and other taxes	163,180	234,080
	Accruals and deferred income	650,205	472,438
		7,054,754	7,431,656

Notes to the Abbreviated Accounts - continued for the Year Ended 31st March 2007

13	CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR		
		31 3 07	31 3 06
	Bank loans (see note 14)	£ 1,515,163	£ 806,798
	Hire purchase contracts (see note 15)	16,027	64,434
		1,531,190	871,232
14	LOANS		
	An analysis of the maturity of loans is given below		
		31 3 07 £	31 3 06 £
	Amounts falling due within one year or on demand Bank overdrafts	1,201,127	_
	Bank loans Other loans	153,984	287,587 2,655,357
		1,355,111	2,942,944
	Amounts falling due between one and two years Bank loans	153,984	113,510
	Amounts falling due between two and five years Bank loans	409,587	402,191
			
	Amounts falling due in more than five years		
	Repayable by instalments	051 502	201.007
	Bank loans	951,592 ———	291,097 ———
15	OBLIGATIONS UNDER HIRE PURCHASE CONTRACTS AND LEASES		
			ire hase
		cont	racts
		31 3 07 £	31 3 06 £
	Net obligations repayable	*	ı.
	Within one year	39,057	111,891
	Between one and five years	16,027	64,434
		55,084	176,325

Notes to the Abbreviated Accounts - continued for the Year Ended 31st March 2007

15 OBLIGATIONS UNDER HIRE PURCHASE CONTRACTS AND LEASES - continued

The following operating lease payments are committed to be paid within one year

	Land and buildings	
	31 3 07 £	31 3 06 £
Expiring		
Within one year	20,500	-
Between one and five years	186,183	190,500
In more than five years	<u>-</u>	16,183
	206,683	206,683
SECURED DEBTS		
The following secured debts are included within creditors		
	31 3 07	31 3 06
	£	£
Bank overdraft	1,201,127	-
Bank loans	1,669,147	-
Other loans	-	2,655,357
Hire purchase	55,084	176,325
•	2,925,358	2,831,682

The bank loans and overdrafts are secured by a debenture incorporating a fixed and floating charge over all assets of the company and a legal charge over the property at Leigh

Other loans were secured by a fixed and floating charge over all assets of the company

The hire purchase liabilities are secured on the assets to which they relate

17 CALLED UP SHARE CAPITAL

16

Authorised Number	Class	Nominal value	31 3 07 £	31 3 06 £
4,601,481	Ordinary	£1	4,601,481	4,601,481
Allotted, issue	d and fully paid			
Number	Class	Nominal value	31 3 07 £	31 3 06 £
2,926,581	Ordinary	£1	2,926,581	2,926,581

Notes to the Abbreviated Accounts - continued for the Year Ended 31st March 2007

18 RESERVES

	Profit and loss account £	Share premium £	Revaluation reserve	Totals £
At 1st April 2006	(468,069)	1,212,190	362,279	1,106,400
Profit for the year	1,041,082			1,041,082
Revaluation in year	-	-	277,351	277,351
Transfer from revaluation reserve	12,793		(12,793)	
At 31st March 2007	585,806	1,212,190	626,837	2,424,833

19 ULTIMATE PARENT COMPANY

The company's parent undertaking and controlling party is Pentre Holdings Limited, a company registered in England and Wales Pentre Holdings Limited is controlled by its board of directors

Copies of the consolidated financial statements for Pentre Holdings Limited, this being the largest group of which the company is a member, can be obtained from the Company Secretary, Pentre Holdings Limited, Unit 2, Moss Industrial Estate, St Helens Road, Leigh, Lancashire WN7 3PF

20 CONTINGENT LIABILITIES

There is an unlimited inter-company guarantee dated 18 February 2004 between Pentre Holdings Limited, Pentre Group Limited, Locker Wire Weavers Limited, Pentre Engineering Limited, Pentre Properties Limited and Pentre Overseas Holdings Limited amounting to £2,034,045 (2006 £848,475)

21 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	31 3 07	31 3 06
	£	£
Profit for the financial year	1,041,082	724,837
Other recognised gains and losses		
relating to the year (net)	277,351	_
Net addition to shareholders' funds	1,318,433	724,837
Opening shareholders' funds	4,032,981	3,308,144
Closing shareholders' funds	5,351,414	4,032,981
	***************************************	====