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Report of the Directors and

Financial Statements for the Year Ended 31 March 1999

<u>for</u>

G.W.R.Preservation Group Ltd.

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Company Information for the Year Ended 31 March 1999

DIRECTORS:

R A Gorringe)

F G Kestell

SECRETARY:

F.G.Kestell

REGISTERED OFFICE:

16 Grange Close

Heston

Middlesex TW5 0HW.

REGISTERED NUMBER:

2672874

ACCOUNTANTS:

Michael Welfare & Company

Chartered Accountants 100 High Road, Byfleet,

Surrey KT14 7QT

SOLICITORS:

Rowberry Morris

Colne Lodge 15 Clarence Street

Staines Middx.TW18 4SU.

Report of the Directors for the Year Ended 31 March 1999

The directors present their report with the financial statements of the company for the year ended 31 March 1999.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of a railway heritage group and related activities. Locomotives and other rolling stock are shown as Current Assets in the Balance Sheet in these accounts at valuations set by the Directors of the company.

DIRECTORS

The directors during the year under review were:

R A Gorringe)

F G Kestell

The beneficial interests of the directors holding office on 31 March 1999 in the issued share capital of the company were as follows:

	31.3.99	1.4.98
Ordinary Shares £1 shares		
R A Gorringe)	7,113	6,818
F G Kestell	1.464	1 361

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

ON BEHALF OF THE BO

- DIRECTOR

Dated: 18 November 1999

Profit and Loss Account for the Year Ended 31 March 1999

		31.3.99	31.3.98
	Notes	£	£
TURNOVER	2	24,546	38,864
Cost of sales		8,845	14,276
GROSS PROFIT		15,701	24,588
Administrative expenses		22,549	13,779
OPERATING (LOSS)/PROFIT	3	(6,848)	10,809
Interest receivable and similar income	4	623	180
		(6,225)	10,989
Interest payable and similar charges		3,048	3,031
(LOSS)/PROFIT ON ORDINARY A BEFORE TAXATION	ACTIVITIES	(9,273)	7,958
Tax on (loss)/profit on ordinary activities	5	<u>-</u>	_
(LOSS)/PROFIT FOR THE FINAN AFTER TAXATION	CIAL YEAR	(9,273)	7,958
Retained profit brought forward		80,866	72,908
RETAINED PROFIT CARRIED FO	ORWARD	£71,593	£80,866

Balance Sheet 31 March 1999

		31.3.99		31.3.98	
	Notes	£	£	£	£
FIXED ASSETS:					
Tangible assets	6		6,120		6,327
CURRENT ASSETS:					
Stocks		333,669		270,636	
Debtors	7	3,863		3,142	
Cash at bank		13,423		10,624	
		350,955		284,402	
CREDITORS: Amounts falling					
due within one year	8	203,617		117,682	
NET CURRENT ASSETS:			147,338	_	166,720
TOTAL ASSETS LESS CURRENT LIABILITIES:			153,458		173,047
CREDITORS: Amounts falling					
due after more than one year	9		45,449		57,450
			£108,009		£115,597
CAPITAL AND RESERVES:					
Called up share capital	10		36,416		34,731
Profit and loss account			71,593		80,866
Shareholders' funds			£108,009		£115,597
			·		

The company is entitled to exemption from audit under Section 249A(1) of the Companies Act 1985 for the year ending 31 March 1999.

No notice has been deposited under Section 249B(2) of the Companies Act 1985 in relation to its financial statements for the financial year.

The directors acknowledge their responsibilities for:

- (a) ensuring that the company keeps accounting records which comply with Section 221 of the Companies Act 1985 and
- (b) preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of each financial year and of its profit or loss for each financial year in accordance with the requirements of Section 226 and which otherwise comply with the requirements of the Companies Act 1985 relating to financial statements, so far as applicable to the company.

Balance Sheet 31 March 1999

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.

ON BEHALF OF THE BOART

- DIRECTOR

Approved by the Board on 18 November 1999

Notes to the Financial Statements for the Year Ended 31 March 1999

1. ACCOUNTING POLICIES

Accounting convention

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

Turnover

Turnover represents net invoiced sales of goods, excluding 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.

Plant and machinery

- 25% on reducing balance

Fixtures and fittings

- not provided

Stocks

Stock is valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Deferred taxation

Provision is made at current rates for taxation deferred in respect of all material timing differences except to the extent that, in the opinion of the directors, there is reasonable probability that the liability will not arise in the foreseeable future.

2. TURNOVER

The turnover and loss (1998 - profit) before taxation are attributable to the one principal activity of the company.

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3. OPERATING (LOSS)/PROFIT

The operating loss (1998 - operating profit) is stated after charging:

	Depreciation - owned assets	£ 207	£ 10,534
	Directors' emoluments and other benefits etc	-	<u>-</u>
4.	INTEREST RECEIVABLE AND SIMILAR INCOME	31.3.99	31.3.98
	Deposit account interest	£ 623 ===	£ 180 ===

TAXATION

No liability to UK Corporation tax arose on ordinary activities for the year ended 31 March 1999 nor for the year ended 31 March 1998.

Notes to the Financial Statements for the Year Ended 31 March 1999

6. TANGIBLE FIXED ASSETS

		Plant and machinery	Fixtures and fittings	Totals
		£	£	£
	COST:			
	At 1 April 1998 and 31 March 1999	1,815	26,704	28,519
	DEPRECIATION:			-
	At 1 April 1998	988	21,204	22,192
	Charge for year	207	-	207
	At 31 March 1999	1,195	21,204	22,399
	NET BOOK VALUE:			
	At 31 March 1999	620	5,500	6,120
	At 31 March 1998	 827	5,500	6,327
				
7.	DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR			
	DOE WITHIN ONE TEAR		31.3.99	31.3.98
			£	£
	V.A.T.		3,863	3,142
				
8,	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR			
			31.3.99	31.3.98
			£	£
	Accrued Expenses		10,191	1,512
	Loans		22,575	10,574
	Loans from Members-Loco 9682		136,887	76,500
	Loans from Members-Other Stock Deposit rec'd on D.M.U.sale		33,964	24,096
	Deposit fee d on D.M.O.sate		-	5,000
			203,617	117,682
•				_ -
9.	CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR			
			31.3.99	31.3.98
	D		£	£
	Borough of Ealing Loan		15,000	35,000
	Development Bonds		20,450	22,450
	Personal Loans		9,999	-
			45,449	57,450
				=======================================

Notes to the Financial Statements for the Year Ended 31 March 1999

10. CALLED UP SHARE CAPITAL

Authorised:				
Number:	Class:	Nominal	31.3.99	31.3.98
		value:	£	£
100,000	Ordinary Shares	£1	100,000	100,000
			<u>—</u>	
Allotted, iss	ued and fully paid:			
Number:	Class:	Nominal	31.3.99	31.3.98
		value:	£	£
36,416	Ordinary Shares	£1	36,416	34,731

Report of the Accountants to the Directors of G.W.R.Preservation Group Ltd.

In accordance with instructions given to us we have prepared the financial statements for the year ended 31 March 1999 set out on pages three to eight from information and explanations supplied to us by the management of the company.

We have not audited the financial statements. Accordingly, we do not express an audit opinion or any other form of assurance that the accounting records and the financial statements are free from material misstatement.

Michael Welfare & Company Chartered Accountants 100 High Road, Byfleet, Surrey KT14 7QT

Dated:

This page does not form part of the statutory financial statements