

Lindertis Company Limited

**Directors' Report and Financial Statements
for the Year ended 10 April 1997**



JAM

Lindertis Company Limited

Registered in Scotland - Company No. 36885

Directors

D L Laird
Lord Colyton
C Hopkinson

Secretaries

Thorntons WS
50 Castle Street
Dundee
DD1 3RU

Accountants

Henderson Loggie
Chartered Accountants
Royal Exchange
Panmure Street
Dundee
DD1 1DZ

Solicitors

Thorntons WS
50 Castle Street
Dundee
DD1 3RU

Bankers

Bank of Scotland
11 Bank Street
Kirriemuir
Angus
DD8 4BE

Registered Office

50 Castle Street
Dundee
DD1 3RU

Lindertis Company Limited

Directors' Report

The directors present their report and the financial statement for the year ended 10 April 1997.

Principal activity

The company's principal activities continue to be that of farming and estate ownership. The farming enterprise is conducted in partnership with the Hon Mrs F M Hopkinson (now deceased) and Lord Colyton under the name of Lindertis Farms.

Directors

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

	1997	1996
D L Laird	2	2
C Hopkinson	1,249	-
Lord Colyton	<u>1,250</u>	<u>-</u>

C Hopkinson and Lord Colyton have an interest of 37,000 non voting 7% cumulative preference shares each.

Lord Colyton and C Hopkinson were appointed directors on 22 December 1996. As required by the Memorandum and Articles of Association both Lord Colyton and C Hopkinson shall retire at the financial year end and seek re-election at the AGM.

Small company disclosure

This report, has been prepared taking advantage of special provisions of Part VII of the Companies Act 1985 applicable to small companies, and was approved by the board on 19 February 1998 and signed on their behalf by

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Thorntons WS
Secretaries
Dundee

Lindertis Company Limited

Accountants' Report for the Year ended 10 April 1997

Accountants' Report to the Shareholders on the Unaudited Financial Statements of Lindertis Company Limited

We report on the financial statements for the year ended 10 April 1997 set out on pages 4 to 10.

Respective responsibilities of the directors and reporting accountants

As described on page 6 the company's directors are responsible for the preparation of the financial statements, and they believe that the company is exempt from an audit. It is our responsibility to examine the financial statements and, based on our examination, to report our opinion, as set out below, to the shareholders.

Basis of opinion

We conducted our examination in accordance with the appropriate standards for reporting accountants issued by the Auditing Practices Board. This examination consisted of comparing the financial statements with the accounting records kept by the company, and making such limited enquiries of the officers of the company as we considered necessary for the purposes of this report.

The examination was not an audit conducted in accordance with Auditing Standards. Accordingly we do not express an audit opinion on the financial statements. Therefore our examination does not provide any assurance that the accounting records and the financial statements are free from material misstatement.

Opinion

In our opinion:

- a. the financial statements are in agreement with the accounting records kept by the company under section 221 of the Companies Act, 1985;
- b. having regard only to, and on the basis of, the information contained in those accounting records;
 - i. the accounts have been drawn up in a manner consistent with the accounting requirements specified in section 249C(6) of the Act; and
 - ii. the company satisfied the conditions for exemption from an audit of the financial statements for the year specified in section 249A(4) of the Act and did not, at any time within that year, fall within any of the categories of companies not entitled to the exemption specified in section 249B(1).



Henderson Loggie
Chartered Accountants
Royal Exchange
Panmure Street
Dundee
DD1 1DZ

19 February 1998

Lindertis Company Limited

Profit and Loss Account for the Year ended 10 April 1997

	Notes	1997 £	1996 £
Turnover		4,207	43,832
Cost of sales		<u>5,999</u> <u>(1,792)</u>	<u>35,512</u> <u>8,320</u>
Other operating income			
Rents		92,326	84,748
Share of results of farming partnership		<u>35,774</u>	<u>15,791</u>
		<u>128,100</u>	<u>100,539</u>
		<u>126,308</u>	<u>108,859</u>
Administration costs		103,030	94,442
Loss on disposal of asset		<u>486</u>	<u>-</u>
		<u>103,516</u>	<u>94,442</u>
Operating profit	2	<u>22,792</u>	<u>14,417</u>
Interest receivable		-	385
Interest payable		<u>(11,945)</u>	<u>(2,505)</u>
Profit on ordinary activities before taxation		<u>10,847</u>	<u>12,297</u>
Tax on profit on ordinary activities	3	<u>9,578</u>	<u>8,609</u>
Profit for the financial year		<u>1,269</u>	<u>3,688</u>
Retained profit brought forward		<u>293,198</u>	<u>289,510</u>
Retained profit carried forward	9	<u><u>294,467</u></u>	<u><u>293,198</u></u>

There are no recognised gains or losses other than those included in the profit and loss account.

The notes on pages 7 to 10 form part of these financial statements.

Lindertis Company Limited

Balance Sheet as at 10 April 1997

	Notes	£	1997 £	1996 £
Fixed assets				
Tangible assets	4		<u>364,768</u>	<u>372,977</u>
Capital account in Lindertis Farms	5		<u>219,787</u>	<u>184,013</u>
Current assets				
Debtors	6		54,882	17,993
Creditors - amounts falling due within one year	7		<u>200,814</u>	<u>137,629</u>
Net current liabilities			<u>(145,932)</u>	<u>(119,636)</u>
Total assets less current liabilities			<u><u>438,623</u></u>	<u><u>437,354</u></u>
Capital and reserves				
Called up share capital	8		140,500	140,500
Capital reserve			3,656	3,656
Profit and loss account	9		<u>294,467</u>	<u>293,198</u>
Shareholders' funds	10		<u><u>438,623</u></u>	<u><u>437,354</u></u>

The notes on pages 7 to 10 form part of these financial statements.

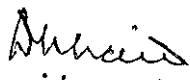
Lindertis Company Limited

Balance Sheet as at 10 April 1997

The directors consider that the company is entitled to exemption from the requirement to have an audit under the provisions of Section 249A(2) of the Companies Act, 1985. Shareholders holding 10% or more of the nominal value of the company's issued share capital have not issued a notice requiring audit. The directors acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with section 221 of the Companies Act 1985, and for preparing financial statements which give a true and fair view of the state of the affairs of the company as at 10 April 1997 and of its results for the year then ended in accordance with the requirements of section 226, and which otherwise comply with the requirements of the Act relating to the financial statements so far as applicable to the company.

The directors have prepared the financial statements taking advantage of special provisions of Part VII of the Companies Act 1985 applicable to small companies.

The financial statements were approved by the board of directors on 19 February 1998 and signed on its behalf by



David L Laird
Director

The notes on pages 7 to 10 form part of these financial statements.

Lindertis Company Limited

Notes to the Financial Statements for the Year ended 10 April 1997

1. Accounting policies

Basis of accounting

The financial statements are prepared under the historical cost convention and include the results of the company's operations as indicated in the directors' report, all of which are continuing.

The company has taken advantage of the exemption in Financial Reporting Standard No. 1 from the requirements to produce a cashflow statement on the grounds that it is a small company.

Turnover

Turnover comprises the invoiced value of goods and services supplied by the company, net of value added tax.

Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation.

Depreciation is provided on all tangible fixed assets at rates calculated to write off the cost less estimated residual value, of each asset evenly over its expected useful life as follows:

Land and buildings	-	Nil
Property improvements	-	10% straight line
Plant and vehicles	-	20% reducing balance basis

2. Operating profit

1997
£

1996
£

The operating profit is stated after charging:

Depreciation of tangible fixed assets
- owned by company

15,733

15,053

3. Taxation

UK current year taxation
UK corporation tax @ 22.9% (1996 - 24.9%)
Under provision for previous year

7,895

3,350

1,683

5,259

9,578

8,609

Lindertis Company Limited

Notes to the Financial Statements for the Year ended 10 April 1997

4. Tangible fixed assets

	Land & Buildings £	Property Improvements £	Vehicles & Equipment £	Total £
Cost				
At 11 April 1996	256,662	120,356	33,323	410,341
Transfer	(5,019)	5,019	-	-
Additions	-	12,260	-	12,260
Disposals	-	-	(7,400)	(7,400)
At 10 April 1997	<u>251,643</u>	<u>137,635</u>	<u>25,923</u>	<u>415,201</u>
Depreciation				
At 11 April 1996	-	16,113	21,251	37,364
On disposals	-	-	(2,664)	(2,664)
Charge for year	-	14,266	1,467	15,733
At 10 April 1997	<u>-</u>	<u>30,379</u>	<u>20,054</u>	<u>50,433</u>
Net book values				
At 10 April 1997	<u>251,643</u>	<u>107,256</u>	<u>5,869</u>	<u>364,768</u>
At 10 April 1996	<u>256,662</u>	<u>104,243</u>	<u>12,072</u>	<u>372,977</u>

5. Capital account - Lindertis Farms

	1997 £	1996 £
At 11 April 1996	184,013	168,222
Share of results	35,774	15,791
At 10 April 1997	<u>219,787</u>	<u>184,013</u>

6. Debtors

Trade debtors	1,278	2,280
Other debtors	53,604	15,713
	<u>54,882</u>	<u>17,993</u>

7. Creditors - amounts falling due within one year

Bank overdraft	184,832	123,383
Trade creditors	984	6,211
Other taxes and social security costs	591	527
Current corporation tax	7,689	3,153
Other creditors	3,537	2,147
Accruals	3,181	2,208
	<u>200,814</u>	<u>137,629</u>

Lindertis Company Limited

Notes to the Financial Statements for the Year ended 10 April 1997

8. Called up share capital

	1997 £	1996 £
Authorised		
Non-voting 10% (now 7% plus tax credit) cumulative preference shares of £1 each	150,000	150,000
Ordinary shares of £1 each	<u>5,000</u>	<u>5,000</u>
Issued		
non-voting 10% (now 7% plus tax credit) cumulative preference shares of £1 each	135,500	135,500
Ordinary shares of £1 each fully paid	<u>5,000</u>	<u>5,000</u>
	<u>140,500</u>	<u>140,500</u>

(a) Class rights - ordinary shares

- On winding up the shareholders are entitled to any surplus remaining after making provision for preference shareholders.
- Each shareholder is entitled to one vote per share held.

(b) Class rights - cumulative preference shares of £1 each

- The right to receive out of the profits of the company available for dividend of fixed cumulative preferential dividend at the rate of 7% per annum. This is in priority to any other shareholder.
- On winding up holders are entitled to a return of paid up capital and any arrears of dividends before ordinary shareholders.
- No voting rights.

(c) Arrears of preference dividend

	1997 £	1996 £
Dividend	<u>433,045</u>	<u>423,560</u>
Tax credit	<u>107,124</u>	<u>105,132</u>

9. Profit and loss account

Balance at 11 April 1996	293,198	289,510
Profit retained for the year	<u>1,269</u>	<u>3,688</u>
Balance at 10 April 1997	<u>294,467</u>	<u>293,198</u>

Lindertis Company Limited

Notes to the Financial Statements for the Year ended 10 April 1997

10. Reconciliation of movements in shareholders' funds

	1997 £	1996 £
Profit for the financial year	1,269	3,688
Shareholders' funds at 11 April 1996	437,354	433,666
Shareholders' funds at 10 April 1997	<u>438,623</u>	<u>437,354</u>
Represented by		
Equity interests	135,500	135,500
Non Equity interests	303,123	301,854
	<u>438,623</u>	<u>437,354</u>

11. Capital commitments

At the year end the company had capital commitments as follows:

Contracted for but not provided in these accounts	<u>-</u>	<u>-</u>
Authorised by directors but not contracted for	<u>-</u>	<u>-</u>

12. Post balance sheets events

Subsequent to the year end the company's interest in Reddie Farm was sold for £700,000. This will result in a substantial gain on sale of fixed assets.