ARGYLL AND THE ISLANDS ENTERPRISE COMPANY
(Limited by Guarantee)

Report and Accounts

31 March 2002

SCT S2F7JDJV 0012
COMPANIES HOUSE 21/08/02

#### REGISTERED NO. 126604

#### **DIRECTORS**

M J Greig (Resigned 22 November 2001)

A Johnston (Chairman)

T C Macnair

R Mann (Resigned 21 February 2002)

P Timms

M Carmichael

W Campbell (Resigned 22 November 2001)

A Hay G Hobhouse J Sillars A Barge

I M Cleaver (Appointed 21 March 2002) L M Moffat (Appointed 21 March 2002) J M MacLeod (Appointed 21 March 2002) C A MacLennan (Appointed 21 March 2002)

#### **SECRETARIES**

T G McLean (Resigned 21 February 2002)
A MacLeod (Appointed 23 October 2001)
A Milstead (Appointed 21 February 2002)

#### **AUDITORS**

Ernst and Young LLP Moray House 16 Bank Street Inverness IV1 1QY

#### **BANKERS**

The Clydesdale Bank plc Poltalloch Street Lochgilphead Argyl PA31 8ST

#### SOLICITORS

Legal Services
Highlands and Islands Enterprise
Cowan House
Inverness Retail and Business Park
Inverness
IV2 7GF

#### REGISTERED OFFICE

Cowan House Inverness Retail and Business Park Inverness IV2 7GF

#### **DIRECTORS' REPORT**

The directors present their report and accounts for the year ended 31 March 2002.

#### RESULTS

The net surplus for the year, after taxation, amounted to £142,186 and is dealt with as shown in note 15 to the accounts.

#### PRINCIPAL ACTIVITIES, REVIEW OF THE BUSINESS AND FUTURE DEVELOPMENTS

The principal activity of the company is to operate as a Local Enterprise Company under an annual renewable operating contract with Highlands and Islands Enterprise. Under this contract the company delivers economic and social development, environmental renewal and training services within the areas of Argyll, Bute, Arran and the Cumbraes.

#### CORPORATE GOVERNANCE

The directors are pleased to report that the company has been in full compliance throughout the year with the Code of Best Practice issued by the Cadbury Committee on the Financial Aspects of Corporate Governance.

A statement of the directors' responsibilities in respect of the accounts is set out on page 5.

#### The board

At 31 March 2002, the board of Argyll and the Islands Enterprise Company comprised twelve non-executive members, including the chairman. New Board members are appointed through the HIE network policy of "Appointability through Openness" which involves wide local advertising and consultation to identify candidates for Board membership to replace those retiring by rotation. None of the board members received any remuneration for holding office during the year.

The board meets at least nine times a year. The role of the board is the strategic oversight of the enterprise company, ensuring that it is carrying through its statutory remit. The board has specific responsibility for approving the overall strategy and operating plans, ensuring that the executive has thorough arrangements for appraisal, monitoring and evaluation of programmes and seeing that targets are set and met.

The chief executive and management group

The chief executive is aware of the need for effective internal financial control, and acknowledges his responsibility for the system of control to enable the efficient management of Argyll and the Islands Enterprise Company. This responsibility is undertaken in conjunction with the audit committee. The system can provide only reasonable and not absolute assurance that assets are safeguarded, transactions authorised and properly recorded, and that material errors or irregularities are either prevented or would be detected within a timely period.

The system of internal financial control is based on a framework of monthly management information, financial regulations, administrative procedures including the segregation of duties, and various levels of delegation specified by the Scottish Office and the board of Highlands and Islands Enterprise. In particular it includes strategic planning, identification of targets and annual operating plans all approved by the board.

#### DIRECTORS' REPORT

#### **CORPORATE GOVERNANCE** (continued)

The chief executive and management group (continued)

The chief executive has a pivotal role in assisting the board to develop policies and priorities and in ensuring that they are implemented effectively.

#### Audit and compliance

Argyll and the Islands Enterprise Company has established an audit committee, composed of non-executive members of the board, one of whom acts as chairman. The committee provides a forum for reporting by the company's external and HIE internal auditors. The meetings are also attended, by invitation, by the Chief Executive. Meetings are held at least four times a year.

The committee reviews reports by both external audit and HIE internal audit. On the basis of these reports the committee form a view on the effectiveness of the systems of internal control. Both the external auditors and HIE internal audit attend at least one audit committee meeting per year.

#### The Greenbury report

While none of the board members who held office during the year received any remuneration, the recommendations of the Greenbury Code of Best Practice have been applied in so far as they are appropriate to Argyll and the Islands Enterprise Company.

#### The Turnbull report

As Accounting Officer, the Chief Executive is aware of the recommendations of the Turnbull committee and is taking reasonable steps to comply with the treasury's requirement for a statement of internal control to be prepared by the year ended 31 March 2002, in accordance with the guidance to be issued by them.

#### Conflicts of interest procedures

Argyll and the Islands Enterprise Company operates strict and comprehensive procedures to deal with potential conflicts of interest. These include holding, and updating annually, registers of interests covering not only board members/directors but also all members of staff. These registers are available to any member of the public who wishes to examine them. Interests which must be registered are rigorously defined as: any contractual or financial relationship, or simply position of authority, with outside companies or organisations.

Whenever a board member/director or member of staff has an interest in an application for assistance, he/she is required to declare the interest and thereafter to take no part in the investigation, processing or approval of the case. Such declarations by board members/directors are recorded in the minutes of the appropriate board meetings and in a register of interests.

Additional procedures such as referring to Highlands and Islands Enterprise for the processing and decision making are invoked when the chairman of Argyll and the Islands Enterprise Company declares an interest.

#### Citizen's charter

Argyll and the Islands Enterprise Company is committed to the principles of the Citizen's Charter and the HIE network was re-awarded the Charter Mark in November 1997.

#### **DIRECTORS' REPORT**

#### **DIRECTORS AND THEIR INTERESTS**

The directors at 31 March 2002 were those listed on page 1. None of the directors are members of the company.

At the annual general meeting of the company, A Johnston, T C Macnair, P Timms and A Barge retire by rotation and being eligible, A Johnston, P Timms and A Barge offer themselves for re-election.

#### DIRECTORS AND OFFICERS LIABILITY INSURANCE

Mistead

During the year the company purchased and maintained liability insurance for its directors and officers as permitted by section 310(3) of the Companies Act 1985.

#### **AUDITORS**

On 28 June 2001, Ernst and Young transferred its entire business to Ernst and Young LLP a limited liability partnership, incorporated under the Limited Liability Act 2000. The directors consented to treating the appointment of Ernst and Young as extending to Ernst and Young LLP with effect from 28 June 2001.

A resolution to reappoint Ernst and Young LLP as auditors will be put to the member at the annual general meeting.

On behalf of the board

Secretary

25 July 2002

# STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE ACCOUNTS

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

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent; and
- prepare the 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 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.

#### **II FRNST & YOUNG**

# INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ARGYLL and THE ISLANDS ENTERPRISE COMPANY

We have audited the company's financial statements for the year ended 31 March 2002, which comprise the Income and Expenditure Account, Statement of Total Recognised Gains and Losses, Balance Sheet, Statement of Cash Flows and the related notes 1 to 22. These financial statements have been prepared on the basis of the accounting policies set out therein.

#### Respective responsibilities of directors and auditors

As described in the Statement of Directors' Responsibilities the company's directors are responsible for the preparation of the financial statements in accordance with applicable United Kingdom law and accounting standards.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the Directors' Report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the company is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

#### Basis of audit opinion

We conducted our audit in accordance with United Kingdom 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 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 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 statements.

#### **Opinion**

In our opinion the financial statements give a true and fair view of the state of affairs of the company as at 31 March 2002 and of its surplus for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Ernst & Young Lif

Registered Auditor Inverness

7 August 2002

# INCOME AND EXPENDITURE ACCOUNT For the year ended 31 March 2002

|                                                                   |        | 2002                 | 2001                 |
|-------------------------------------------------------------------|--------|----------------------|----------------------|
|                                                                   | Notes  | £                    | £                    |
| INCOME                                                            | 2      | 7,579,836            | 6,976,408            |
| Operating expenditure Administrative expenditure                  |        | 6,546,860<br>893,691 | 6,212,990<br>878,837 |
| NET OPERATING SURPLUS/(DEFICIT)                                   | 3      | 139,285              | (115,419)            |
| Interest receivable Interest payable                              | 6<br>7 | 22,324<br>(13,614)   | 84,656<br>(1,819)    |
| NET SURPLUS/(DEFICIT) ON ORDINARY<br>ACTIVITIES BEFORE TAXATION   |        | 147,995              | (32,582)             |
| Tax on ordinary activities                                        | 8      | 5,809                | 22,349               |
| NET SURPLUS/(DEFICIT) FOR THE FINANCIAL YEAR                      | 15     | £142,186             | £(54,931)            |
|                                                                   |        |                      |                      |
| STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES                    | 5      |                      |                      |
|                                                                   |        | 2002<br>£            | 2001<br>£            |
| Net surplus/(deficit) for the financial year                      |        | 142,186              | (54,931)             |
| Unrealised (deficit)/surplus on revaluation of land and buildings |        | (20,000)             | 20,000               |
| Total gains and losses relating to the year                       |        | £122,186             | £(34,931)            |

#### BALANCE SHEET As at 31 March 2002

|                                                 |                      | Notes    | 2002<br>£            | 2001<br>£            |
|-------------------------------------------------|----------------------|----------|----------------------|----------------------|
| FIXED ASSETS Tangible assets Investments        |                      | 9<br>10  | 134,600<br>1,389,717 | 155,118<br>1,487,540 |
|                                                 |                      |          | 1,524,317            | 1,642,658            |
| CURRENT ASSETS Debtors Cash at bank and in hand |                      | . 11     | 3,110,603<br>11,092  | 1,738,501<br>83,178  |
|                                                 |                      |          | 3,121,695            | 1,821,679            |
| CREDITORS: amounts falling due within one year  |                      | 12       | 2,969,188            | 1,811,358            |
| NET CURRENT ASSETS                              |                      |          | 152,507              | 10,321               |
| TOTAL ASSETS LESS CURRENT LIABILITIES           |                      |          | 1,676,824            | 1,652,979            |
| PROVISION FOR LIABILITIES AND CHARGES           |                      | 13       | 1,487,117            | 1,585,458            |
|                                                 |                      |          | £189,707             | £67,521              |
| CAPITAL AND RESERVES Revaluation reserve        |                      | 15<br>15 | 37,200<br>152,507    | 57,200<br>10,321     |
| Accumulated surplus                             | )<br>) Director<br>) | 13       | 132,307              | 10,321               |
| 25 July 2002                                    |                      |          | £189,707             | £67,521              |
|                                                 |                      |          |                      |                      |

#### STATEMENT OF CASH FLOWS For the year ended 31 March 2002

|                                                          | Notes | 2002<br>£ | 2001<br>£ |
|----------------------------------------------------------|-------|-----------|-----------|
| NET CASH OUTFLOW FROM OPERATING ACTIVITIES               | 16(a) | (62,745)  | (1,729)   |
| RETURNS ON INVESTMENTS AND SERVICING OF FINANCE          | 16(b) | 8,710     | 82,837    |
| TAXATION                                                 | 16(b) | (18,051)  | (25,041)  |
| CAPITAL EXPENDITURE AND FINANCIAL INVESTMENT             | 16(b) | -         | <u> </u>  |
| (DECREASE)/INCREASE IN CASH                              |       | £(72,086) | £56,067   |
| RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET FUNDS |       |           |           |
|                                                          |       | £         | £         |
| (Decrease)/increase in cash in the period                | 16(c) | (72,086)  | 56,067    |
| Movement in net funds in the period                      |       | (72,086)  | 56,067    |
| Net funds at 1 April 2001                                |       | 83,178    | 27,111    |
| Net funds at 31 March 2002                               |       | £11,092   | £83,178   |

#### 1. ACCOUNTING POLICIES

#### (a) Accounting convention

The accounts are prepared under the historical cost convention, as modified by the revaluation of land and buildings, and in accordance with applicable accounting standards.

#### (b) Basis of operations

The company contracts with Highlands and Islands Enterprise to create and deliver business and social development, training and environmental programmes throughout the area of Argyll, Bute, Arran and the Cumbraes. Funding for the company's activities is provided principally by Highlands and Islands Enterprise and the annual accounts are prepared on the assumption that the company will continue to be contracted with Highlands and Islands Enterprise for the foreseeable future. Although the company is limited by guarantee and has no shareholders, in accordance with s258 of the Companies Act 1985 it is a subsidiary undertaking of Highlands and Islands Enterprise by virtue of Highlands and Islands Enterprise being the sole member of the company.

#### (c) Depreciation

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

Equipment and furnishings

25% per annum

#### (d) Land and buildings

Land and buildings held for industrial and commercial use are accounted for in accordance with Statement of Standard Accounting Practice 19: "Accounting for Investment properties". These are included in the balance sheet on the basis of open market value as defined by the guidance notes issued by the Royal Institute of Chartered Surveyors. Surpluses or deficits on revaluation are taken to a revaluation reserve unless the deficit is considered to be permanent, in which case it is charged to income and expenditure.

#### (e) Fixed asset funding

Under the operating agreement between the company and Highlands and Islands Enterprise, the proceeds arising from the disposal of any Highlands and Islands Enterprise funded assets shall be immediately returned to that entity. Accordingly, funding received in respect of capital expenditure is credited to an asset repayment provision and is released to income over the expected useful lives of the relevant assets by instalments so as to match the depreciation charge.

#### NOTES TO THE ACCOUNTS At 31 March 2002

#### 1. ACCOUNTING POLICIES (continued)

#### (f) Loans

Loans advanced by the company are shown at the amount outstanding at the balance sheet date less provisions for any anticipated losses. Where loans have been funded by Highlands and Islands Enterprise a reduction in annual funding will be made to reflect the loan repayments received by the company. Accordingly, funding received in respect of loan advances is credited to a loan repayment provision.

#### (g) Unquoted investments

Investments made by the company are included at cost unless, in the opinion of the directors, there has been a permanent diminution in value, in which case an appropriate adjustment is made. Such investments are deemed permanently impaired where there is no prospect of improvement in the fortunes of the company in the foreseeable future. Where investments have been funded by Highlands and Islands Enterprise a reduction in annual funding will be made to reflect investment realisations made by the company. Accordingly, funding received in respect of investments is credited to an investment repayment provision.

#### (h) Operating leases

Rentals paid under operating leases are charged to income on a straight line basis over the lease term.

#### (i) Pensions

Direct employees are members of the local government superannuation scheme. Seconded staff are members of Highlands and Islands Enterprise's defined benefit pension scheme.

Both schemes are defined benefit pension schemes which require contributions to be made to separately administered funds. Contributions to these funds are charged to the income and expenditure account as far as is possible, to spread the cost of pensions over the employees/secondees' working lives with the company.

#### (j) Deferred taxation

Deferred taxation is provided using the liability method on all timing differences which are expected to reverse in the future without being replaced, calculated at the rate at which it is anticipated the timing differences will reverse.

#### 2. INCOME

Income which is stated net of value added tax, represents funding for continuing activities received and accrued under the operating contract with Highlands and Islands Enterprise, together with amounts received and due from third parties. Income does not include £271,138 which was received from Highlands and Islands Enterprise to fund capital assets which is credited to either the loan/investment or asset repayment provision (note 13).

# NOTES TO THE ACCOUNTS At 31 March 2002

#### 2. INCOME (continued)

An analysis of income by funding source is given below:

| All allarysis of income by funding source is given below. |            |            |
|-----------------------------------------------------------|------------|------------|
|                                                           | 2002       | 2001       |
|                                                           | £          | £          |
| Highlands and Islands Enterprise                          | 6,646,424  | 5,519,727  |
| European Union                                            | 787,481    | 1,227,943  |
| Other                                                     | 145,931    | 228,738    |
|                                                           | £7,579,836 | £6,976,408 |
|                                                           | -          |            |

In addition to the amounts dealt with in the company's own income and expenditure account the company's efforts and initiatives resulted in additional property expenditure of £9,752,255 in the Argyll area. This is dealt with in the accounts of Highlands and Islands Enterprise.

#### 3. NET OPERATING SURPLUS/(DEFICIT)

This is stated after charging/(crediting):

|                                     | 2002    | 2001    |
|-------------------------------------|---------|---------|
|                                     | £       | £       |
| Auditors remuneration               | 5,500   | 5,750   |
| Operating lease rentals - equipment | 10,289  | 5,113   |
| - property                          | 38,625  | 27,675  |
| Depreciation of fixed assets        | 6,656   | 6,238   |
| Asset repayment provision released  | (6,656) | (6,238) |
|                                     |         |         |

#### 4. DIRECTORS' REMUNERATION

None of the directors who held office during the year received any remuneration (2001 - £nil).

Payments to directors for travelling and subsistence expenses, necessarily incurred in discharging their duties, totalled £15,307 (2001 - £13,933).

#### 5. STAFF COSTS

The company has 32 direct employees (2001 - 32). Other staff members are employees of Highlands and Islands Enterprise who have been seconded to the company. The average weekly number of whole and part-time staff during the year was 34 (2001 - 35).

**Employees** 

2002

2001

Details of total charges made for all direct staff and secondees services during the year were as follows:

|    |                                      | Secondees        | Core              | Project          | Total             | Total             |
|----|--------------------------------------|------------------|-------------------|------------------|-------------------|-------------------|
|    |                                      | £                | £                 | £                | £                 | £                 |
|    | Salaries Social security costs       | 81,910<br>6,695  | 452,541<br>33,565 | 124,992<br>9,914 | 659,443<br>50,174 | 670,956<br>50,287 |
|    | Other pension costs                  | 9,112            | 38,526            | 8,424            | 56,062            | 49,593            |
|    |                                      | £97,717          | £524,632          | £143,330         | £765,679          | £770,836          |
|    |                                      | =                |                   |                  | ====              |                   |
| 6. | INTEREST RECEIVABLE                  |                  |                   |                  |                   |                   |
|    |                                      |                  |                   |                  | 2002              | 2001              |
|    |                                      |                  |                   |                  | £                 | £                 |
|    | Loan interest<br>Bank interest       |                  |                   |                  | 12,614<br>9,710   | 62,649<br>22,007  |
|    |                                      |                  |                   | ·                | £22,324           | £84,656           |
|    |                                      |                  |                   |                  |                   | <del></del>       |
| 7. | INTEREST PAYABLE                     |                  |                   |                  |                   |                   |
|    |                                      |                  |                   |                  | 2002              | 2001              |
|    |                                      |                  |                   |                  | £                 | £                 |
|    | Bank interest                        |                  |                   |                  | 1,000             | 1,819             |
|    | Loan interest repaid to Highlands an | d Islands Enterp | orise             |                  | 12,614            | -                 |
|    |                                      |                  |                   |                  | £13,614           | £1,819            |
|    |                                      |                  |                   |                  |                   |                   |
| o  | TAY ON ODDINADY ACTIVITY             | EC.              |                   |                  |                   |                   |
| 8. | TAX ON ORDINARY ACTIVITI             | ES               |                   |                  | 2002              | 2001              |
|    |                                      |                  |                   |                  | £                 | £                 |
|    | Corporation tax at 18.5% (2001 - 20) | %)               |                   |                  | £5,809            | £22,349           |
|    |                                      |                  |                   |                  | <u>—</u> ——       |                   |

The charge for the year represents tax at 18.5% on bank interest received.

# NOTES TO THE ACCOUNTS At 31 March 2002

#### 9. TANGIBLE FIXED ASSETS

| 312,001<br>6,138<br>(20,000) |
|------------------------------|
| 298,139                      |
| 156,883<br>6,656             |
| 163,539                      |
| 134,600                      |
| 155,118                      |
|                              |

The land and buildings were valued at their open market value at 31 March 2002 by Graham and Sibbald, Chartered Surveyors.

On the historical cost basis, land and buildings would have been included as follows:

Cost at 1 April 2001 and 31 March 2002

£87,800

#### 10. INVESTMENTS

|                       | Unquoted  |           |            |
|-----------------------|-----------|-----------|------------|
|                       | shares    | Loans     | Total      |
|                       | £         | £         | £          |
| Cost:                 |           |           |            |
| At 1 April 2001       | 1,377,000 | 880,480   | 2,257,480  |
| Additions             | 130,000   | 135,000   | 265,000    |
| Repayments            | -         | (260,859) | (260,859)  |
| Written off           | -         | (3,452)   | (3,452)    |
| Disposals             | (115,000) | -         | (115,000)  |
| At 31 March 2002      | 1,392,000 | 751,169   | 2,143,169  |
| Provisions:           |           |           |            |
| At 1 April 2001       | 565,000   | 204,940   | 769,940    |
| Movement in provision | -         | (13,739)  | (13,739)   |
| Written off in year   | -         | (2,749)   | (2,749)    |
| At 31 March 2002      | 565,000   | 188,452   | 753,452    |
|                       |           |           |            |
| Net book value:       | 6907.000  | 05/0.717  | C1 200 717 |
| At 31 March 2002      | £827,000  | £562,717  | £1,389,717 |
|                       | =         |           |            |
| At 1 April 2001       | £812,000  | £675,540  | £1,487,540 |
|                       |           |           |            |

Details of the investments in which the company holds more than 10% of the nominal value of any class of share capital is as follows:

| Name of company             | Shareholding                                                    | Proportion of class held | Nature of<br>business             |
|-----------------------------|-----------------------------------------------------------------|--------------------------|-----------------------------------|
|                             | Preferred ordinary Cumulative redeemable                        | 100%                     | Textile labels                    |
|                             | preference                                                      | 100%                     |                                   |
| Bras Direct (UK)<br>Limited | 'A' redeemable preference                                       | 100%                     | Clothing<br>distribution          |
| Bute Fabrics Limited        | Cumulative participating preferred ordinary                     | 100%                     | Wool and<br>wool blend<br>fabrics |
| Flexible Technology         | Preferred ordinary                                              | 100%                     | Electronic                        |
| Limited                     | Preference<br>Cumulative redeemable                             | 100%                     | circuits                          |
|                             | preference<br>Cumulative convertible<br>participating preferred | 100%                     |                                   |
|                             | ordinary                                                        | 100%                     |                                   |

11.

# NOTES TO THE ACCOUNTS At 31 March 2002

#### 10. INVESTMENTS (continued)

| Name of company                                                                         | Shareholding                                                   | Proportion of class held |            | ature of<br>ssiness                      |
|-----------------------------------------------------------------------------------------|----------------------------------------------------------------|--------------------------|------------|------------------------------------------|
| Highland Magnetics Limited                                                              | Preferred ordinary Preference                                  | 100%<br>100%             | w          | anufacture<br>ound<br>agnetic cores      |
| Islay Cheese<br>Company Limited                                                         | Cumulative redeemable preference                               | 100%                     | Da         | airy products                            |
| Telecom Services<br>Centres Limited                                                     | Cumulative convertible participating preferred ordinary        | 100%                     | tec        | formation<br>chnology<br>ecialists       |
|                                                                                         | 'C' Preference shares                                          | 100%                     | J.P        |                                          |
| Argyll Bakeries<br>Limited                                                              | 'C' cumulative redeemable preference                           | 100%                     |            | akery<br>oducts                          |
| Transaction Television<br>Limited                                                       | 'A' Ordinary shares                                            | 6%                       | Int        | ectronic<br>formation<br>rvice           |
| Integrin Advanced<br>Biosystems Ltd                                                     | Cumulative convertible participating preferred ordinary shares | 100%                     | Bi         | arine<br>otech<br>search                 |
| Fynefish Products Limited                                                               | Cumulative convertible participating preferred ordinary shares | 100%                     | Fis<br>pro | sh<br>ocessing                           |
|                                                                                         | Preference shares                                              | 100%                     |            |                                          |
| Blacks of Dunoon<br>(Bakers) Limited                                                    | Cumulative redeemable preference shares                        | 100%                     |            | kery<br>oducts                           |
| DEBTORS                                                                                 |                                                                |                          |            |                                          |
|                                                                                         |                                                                | 20                       | 002        | 2001                                     |
| Highlands and Islands Enterpris Other debtors Other taxes Prepayments and accrued incom |                                                                | 2,970,<br>135,<br>4,9    |            | 1,221,682<br>486,125<br>20,630<br>10,064 |
|                                                                                         |                                                                | £3,110,0                 | 503        | £1,738,501                               |
|                                                                                         |                                                                |                          |            |                                          |

| 12. | CREDITORS: | amounts | falling du | e within or | ie year |
|-----|------------|---------|------------|-------------|---------|
|-----|------------|---------|------------|-------------|---------|

| Called a state of the state of |            |            |
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|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | 2002       | 2001       |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | £          | £          |
| Highlands and Islands Enterprise                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | 2,647,981  | 1,618,023  |
| Other creditors                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | 250,574    | 165,236    |
| Current corporation tax                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | 5,809      | 22,349     |
| Accruals                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | 25,839     | 5,750      |
| Other taxes                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | . 38,985   | -          |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | £2,969,188 | £1,811,358 |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |            |            |

#### 13. PROVISION FOR LIABILITIES AND CHARGES

|                                                            | Loan/investment<br>repayment provision<br>£ | Asset<br>repayment<br>provision<br>£ | Total<br>£ |
|------------------------------------------------------------|---------------------------------------------|--------------------------------------|------------|
| At 1 April 2001 Funding received from Highlands and        | 1,487,540                                   | 97,918                               | 1,585,458  |
| Islands Enterprise Funding repaid to Highlands and Islands | 265,000                                     | 6,138                                | 271,138    |
| Enterprise                                                 | (375,859)                                   | -                                    | (375,859)  |
| Written off in the year                                    | (3,452)                                     | -                                    | (3,452)    |
|                                                            | 1,373,229                                   | 104,056                              | 1,477,285  |
| Depreciation for the year (note 9)                         | -                                           | (6,656)                              | (6,656)    |
| Movement in provision against investments (note 10)        | 16,488                                      | -                                    | 16,488     |
| At 31 March 2002                                           | £1,389,717                                  | £97,400                              | £1,487,117 |
|                                                            | <del></del>                                 |                                      |            |

#### 14. SHARE CAPITAL

The company does not have share capital and is limited by guarantee. The liability of members is restricted to £1 each. During the year, Highlands and Islands Enterprise became the sole member of the company.

At 31 March 2002 the company had one member (2001 - ten).

# NOTES TO THE ACCOUNTS At 31 March 2002

#### 15. MOVEMENT ON RESERVES

|                          | Revaluation | Accumulated |          |
|--------------------------|-------------|-------------|----------|
|                          | reserve     | surplus     | Total    |
|                          | £           | £           | £        |
| Balance at 1 April 2000  | 37,200      | 65,252      | 102,452  |
| Net deficit for the year | -           | (54,931)    | (54,931) |
| Revaluation surplus      | 20,000      | •           | 20,000   |
| At 1 April 2001          | 57,200      | 10,321      | 67,521   |
| Net surplus for the year | - · · · -   | 142,186     | 142,186  |
| Revaluation deficit      | (20,000)    | , -         | (20,000) |
| At 31 March 2002         | £37,200     | £152,507    | £189,707 |
|                          | <del></del> |             |          |

#### 16. NOTES TO STATEMENT OF CASH FLOWS

(a) Reconciliation of net operating surplus/(deficit) to net cash outflow from operating activities:

|                                              | 2002        | 2001      |
|----------------------------------------------|-------------|-----------|
|                                              | £           | £         |
| Net operating surplus/(deficit)              | 139,285     | (115,419) |
| (Increase)/decrease in debtors               | (1,376,400) | 544,523   |
| Increase/(decrease) in creditors             | 1,174,370   | (430,833) |
| Depreciation                                 | 6,656       | 6,238     |
| Decrease in asset repayment provision        | (6,656)     | (6,238)   |
| Provision and write off against investments  | (13,036)    | (66,810)  |
| Increase in investment repayment provision   | 13,036      | 66,810    |
| Net cash (outflow) from operating activities | £(62,745)   | £(1,729)  |

#### 16. NOTES TO STATEMENT OF CASH FLOWS (continued)

(b) Analysis of cash flows for headings noted in the statement of cash flows

| RETURNS ON INVESTMENTS AND SERVICING OF FINANCE Interest received Interest paid                                                                                                                                                                                                                                                                                                                                                                   |            | 2002<br>£<br>22,324<br>(13,614)<br>8,710                                                 | 2001<br>£<br>84,656<br>(1,819)<br>82,837                                                         |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------|
| TAXATION<br>Corporation tax paid                                                                                                                                                                                                                                                                                                                                                                                                                  |            | (18,051)                                                                                 | (25,041)                                                                                         |
| CAPITAL EXPENDITURE AND FINANCIAL INVESTMENT Loans advanced Payment to acquire shares Receipts from Highlands and Islands Enterprise to fund loans and shares Loans repaid Funding repaid to Highlands and Islands Enterprise Payments to acquire fixed assets Receipts from Highlands and Islands Enterprise to fund assets Proceeds from redemption of investments Funding repaid to Highlands and Islands Enterprise in respect of investments |            | 135,000<br>130,000<br>(265,000)<br>(260,859)<br>260,859<br>(6,138)<br>6,138<br>(115,000) | 277,000<br>20,000<br>(297,000)<br>(93,137)<br>93,137<br>(3,897)<br>3,897<br>(170,000)<br>170,000 |
| (c) Analysis of changes in net funds                                                                                                                                                                                                                                                                                                                                                                                                              | At I April | Cash A                                                                                   | t 31 March                                                                                       |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                   | 2001       | flows                                                                                    | 2002                                                                                             |
| Cash at bank                                                                                                                                                                                                                                                                                                                                                                                                                                      | £83,178    | £(72,086)                                                                                | £11,092                                                                                          |

#### 17. CONTINGENT LIABILITY

Under the terms of the operating contract with Highlands and Islands Enterprise the company granted a floating charge over the whole of its assets to Highlands and Islands Enterprise.

#### NOTES TO THE ACCOUNTS At 31 March 2002

#### 18. FINANCIAL COMMITMENTS

At 31 March the company had annual commitments under non-cancellable operating leases as set out below:

|                                                                                          | H                | Property         | Ot              | her            |
|------------------------------------------------------------------------------------------|------------------|------------------|-----------------|----------------|
|                                                                                          | 2002             | 2001             | 2002            | 2001           |
|                                                                                          | £                | £                | £               | £              |
| Operating leases which expire: within one year within two to five years after five years | -<br>-<br>27,676 | -<br>-<br>27,677 | 3,538<br>-<br>- | 1,575<br>3,538 |
|                                                                                          | £27,676          | £27,677          | £3,538          | £5,113         |
|                                                                                          |                  |                  |                 |                |

#### 19. OTHER COMMITMENTS

Approved funding £1,884,708 £3,319,154

The above commitments represent future programme expenditure where approval has been granted for Finance for Business, Community Action Grants and Environmental Renewal projects at the year end. These commitments will be met through funding from Highlands and Islands Enterprise in the next financial year.

#### NOTES TO THE ACCOUNTS

At 31 March 2002

#### 20. PENSION COMMITMENTS

Staff seconded from Highlands and Islands Enterprise are members of a defined benefit pension scheme which is funded by Highlands and Island Enterprise and recharged to the company. Core employees are members of a local government superannuation scheme. The assets of both schemes are held separately from those of the company.

The accounts of Highlands and Islands Enterprise for the year ended 31 March 2002 include details of the actuarial valuation and the assumptions used therein.

The contributions to the Glasgow City Council scheme are determined by a qualified actuary on the basis of triennial valuations using the projected unit method. The result of the most recent valuation, which was conducted as at 31 March 2002 was as follows:

|                                                              | £/%   |
|--------------------------------------------------------------|-------|
| Main assumptions:                                            |       |
| Rate of return of investments (% per annum)                  | 2.8   |
| Rate of salary increases (% per annum)                       | 4.3   |
| Rate of pension increases (% per annum)                      | 2.8   |
| Discount rate (% per annum)                                  | 5.9   |
| Market value of scheme's assets at 31 March 2002 (£ million) | 6,020 |

The assets in the Glasgow City Council scheme and the expected rate of return were:

|                                     | Long-term      |           |
|-------------------------------------|----------------|-----------|
|                                     | Rate of return | Value at  |
|                                     | Expected at    | 31 March  |
|                                     | 31 March 2002  | 2002      |
|                                     | %              | £000      |
| Equities                            | 7.5            | 4,680,000 |
| Bonds                               | 5.5            | 613,000   |
| Property                            | 6.0            | 540,000   |
| Cash                                | 4.0            | 187,977   |
| Total market value of scheme assets |                | 6,020,977 |

Argyll and the Islands Enterprise Company's estimated share of the scheme's assets and liabilities were:

| Estimated employer assets Present value of scheme liabilities | 1,151,000<br>1,088,000 |
|---------------------------------------------------------------|------------------------|
| Surplus in the scheme Related deferred tax liability          | 63,000<br>(12,600)     |
| Net pension asset                                             | 50,400                 |

£

# **II ERNST&YOUNG**

# 21. TRANSACTIONS INVOLVING DIRECTORS

During the year the following grant and assistance payments were made to businesses in which the company's directors had a beneficial interest: (a)

| Director and interest                | P Timms, Managing Director  | A Barge, Director   | A Barge, Director  |
|--------------------------------------|-----------------------------|---------------------|--------------------|
| Nature of transaction                | Grant assistance            | Grant assistance    | Grant assistance   |
| Amount<br>paid in<br>year<br>£       | 20,000                      | 153,000             | ·                  |
| Amount<br>approved<br>in year<br>£   | ı                           | •                   | •                  |
| Approvals<br>brought<br>forward<br>£ | 68,420                      | 161,640             | 11,000             |
| Business/organisation                | Flexible Technology Limited | Otter Ferry Seafish | Otter Ferry Salmon |

# NOTES TO THE ACCOUNTS At 31 March 2002

#### 21. TRANSACTIONS INVOLVING DIRECTORS (continued)

(b) Local organisations which received funding in the year and in which the directors have a <u>non-financial</u> interest include:

Argyll & Bute Careers Partnership
Argyll & Bute Council
Campbeltown & Kintyre Enterprise Trust
Kilmartin House Trust
NADAIR Trust
North Ayrshire Council
Tarbert Harbour Authority
AILLIST Tourist Board
Argyll College
Loch Awe Improvement Association

The directors noted in part (a) above, were not involved in the decision making process of the payment of the relevant grant or assistance.

#### 22. PARENT UNDERTAKING

The parent undertaking of the group of undertakings of which the company is a member is Highlands and Islands Enterprise, a body established in Scotland.

Argyll and the Islands Enterprise Company has been included in the group accounts prepared by Highlands and Islands Enterprise, copies of which can be obtained from Highlands and Islands Enterprise, Cowan House, Inverness Retail and Business Park, Inverness IV2 7GF.