

COMPANY NUMBER 617841

REGISTRAR OF COMPANIES

HENRY MORRIS (1958) LIMITED

REPORT AND FINANCIAL STATEMENTS

YEAR ENDED 31ST DECEMBER 1994



HENRY MORRIS (1958) LIMITED
REPORT AND FINANCIAL STATEMENTS
YEAR ENDED 31ST DECEMBER 1994

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HENRY MORRIS (1958) LIMITED
OFFICERS AND PROFESSIONAL ADVISERS
YEAR ENDED 31ST DECEMBER 1994

DIRECTORS : B. G. Meredith (Chairman)
M. C. Meredith

SECRETARY : M. C. Meredith

REGISTERED OFFICE : Baltic Works,
Town Dock,
NEWPORT,
Gwent.
NP9 2BW

REGISTERED NUMBER : 617841

BANKERS : National Westminster Bank PLC.,
High Street,
NEWPORT,
Gwent.

AUDITORS : Stephen Brown & Co.,
Chartered Accountants,
16 Gold Tops,
NEWPORT,
Gwent.
NP9 4PH

HENRY MORRIS (1958) LIMITED

DIRECTORS' REPORT

YEAR ENDED 31ST DECEMBER 1994

The directors present their annual report and the audited financial statements for the year ended 31st December 1994.

ACTIVITIES

The principal activity of the company is the distribution of oil and oil products.

DIRECTORS

The present membership of the board is set out on page 1. Mr. B. G. Meredith and Mrs. M. C. Meredith served throughout the year.

The directors' interests, all beneficial, as defined by the Companies Act 1985, in the £1 ordinary shares of the company, were as follows:-

	31.12.94 Number	1.1.94 Number
B. G. Meredith	1	1
M. C. Meredith	Nil	Nil

The interest of the directors in the shares of the holding company were as follows:-

	31.12.94 Number	1.1.94 Number
B. G. Meredith	5,149	5,149
M. C. Meredith	5,150	5,150

No director had an interest in the shares of any subsidiary company during the year.

DIRECTORS RESPONSIBILITIES

Company Law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing 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 when it is appropriate 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.

HENRY MORRIS (1958) LIMITED
DIRECTORS' REPORT (CONTINUED)
YEAR ENDED 31ST DECEMBER 1994

AUDITORS

A resolution to re-appoint Stephen Brown & Co. as auditors will be proposed at the forthcoming Annual General Meeting.

EXEMPTION FOR SMALL COMPANY

Advantage is taken in the preparation of the directors' report of the special exemptions applicable to small companies conferred by Part II of Schedule 8 to the Companies Act 1985.

Signed for and on behalf of the board

A handwritten signature in cursive script, appearing to read 'M. C. Meredith'.

M. C. MEREDITH
SECRETARY

12th July 1995

REPORT OF THE AUDITORS TO THE MEMBERS OF

HENRY MORRIS (1958) LIMITED

YEAR ENDED 31ST DECEMBER 1994

We have audited the financial statements on pages 5 to 11 which have been prepared under the historical cost convention (as modified by the revaluation of certain fixed assets) and the accounting policies set out on page 8.

Respective Responsibilities of Directors and Auditors

As described on page 2, the company directors are responsible for the preparation of financial statements. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

Basis of Opinion

We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material mis-statement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 31st December 1994 and of its loss for the year then ended and have been properly prepared in accordance with those provisions of the Companies Act 1985 that are applicable to small companies.

Stephen Brown & Co.

Stephen Brown & Co.,
Chartered Accountants and Registered Auditors,
16 Gold Tops,
NEWPORT,
Gwent.
NP9 4PH

12th July 1995

HENRY MORRIS (1958) LIMITED

PROFIT AND LOSS ACCOUNT

YEAR ENDED 31ST DECEMBER 1994

	Note	1994 £	1993 £
Turnover		317,766	319,907
Cost of sales		(162,714)	(167,673)
Gross profit		155,052	152,234
Distribution and administrative expenses	2	(211,662)	(194,336)
Other operating income	3	(56,610)	(42,102)
Interest payable and similar charges		42,376	40,481
		-	203
Loss on ordinary activities before taxation		(14,234)	(1,418)
Taxation	5	379	314
Loss for the financial year		(13,855)	(1,104)

There are no recognised gains or losses other than the loss for the year and no discontinued or acquired activities.

The notes on pages 7 to 11 form part of these financial statements.

HENRY MORRIS (1958) LIMITED

BALANCE SHEET

AT 31ST DECEMBER 1994

	Note	1994 £	1993 £
FIXED ASSETS			
Tangible fixed assets	6	97,801	106,560
Investments	7	1,850	2,250
		<u>99,651</u>	<u>108,810</u>
CURRENT ASSETS			
Stocks	8	25,649	24,223
Debtors	9	139,899	175,887
Cash at bank and in hand		16,380	487
		<u>181,928</u>	<u>200,597</u>
CREDITORS : Amounts falling due within one year	10	<u>(59,604)</u>	<u>(43,812)</u>
NET CURRENT ASSETS		<u>122,324</u>	<u>156,785</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>221,975</u>	<u>265,595</u>
PROVISION FOR LIABILITIES AND CHARGES	11	<u>-</u>	<u>(29,765)</u>
NET ASSETS		<u>221,975</u>	<u>235,830</u>
CAPITAL AND RESERVES			
Share capital	14	10,000	10,000
Revaluation reserve	13	63,315	64,176
Profit and loss account	13	148,660	161,654
SHAREHOLDERS' FUNDS	15	<u>221,975</u>	<u>235,830</u>

Advantage is taken in the preparation of the financial statements of the special exemptions applicable to small companies conferred by Part I of Schedule 8 to the Companies Act 1985. In the directors' opinion the company is entitled to those exemptions as a small company.

These financial statements were approved by the board of directors on 12th July 1995

B. G. MEREDITH 
DIRECTOR

The notes on pages 7 to 11 form part of these financial statements.

HENRY MORRIS (1958) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31ST DECEMBER 1994

1. ACCOUNTING POLICIES

The financial statements have been prepared under the historical cost convention as modified by the revaluation of land and buildings and are in accordance with applicable accounting standards. The following accounting policies have been applied:-

Turnover

Turnover represents sales to outside customers at invoiced amount less V.A.T.

Depreciation

Depreciation is provided to write off the cost or the revalued amount in equal annual instalments over the estimated useful lives of the assets. The rates of depreciation are as follows:-

Freehold buildings	:	2% per annum
Motor vehicles	:	15% - 25% per annum
Plant and equipment	:	10% - 25% per annum

Investments

Shares in group companies and other unlisted investments are stated at cost, less provision for permanent diminution in value.

Stocks

Stocks are stated at the lower of cost and net realisable value and consist of goods for resale. Cost is based on purchase price on a first in, first out basis. Net realisable value relates to the anticipated selling price less further costs to disposal.

Connected undertakings

Connected undertakings are companies in which Mr. B. G. Meredith and Mrs. M. C. Meredith have an interest.

Deferred taxation

Deferred taxation is provided at current tax rates on differences arising from the inclusion of income and expenditure in taxation computations in periods different from those in which they are included in the financial statements, except where the tax reduction is expected to continue for the foreseeable future.

Pension costs

The company operates a defined contribution pension scheme with the charge for the year being the actual amount paid.

HENRY MORRIS (1958) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

YEAR ENDED 31ST DECEMBER 1994

2. DISTRIBUTION AND ADMINISTRATIVE EXPENSES

	1994 £	1993 £
Distribution costs	13,143	14,251
Administrative expenses	198,519	180,085
	<u>211,662</u>	<u>194,336</u>

Administrative expenses include:-

Depreciation	8,759	8,772
Auditors remuneration	4,000	3,050
Profit on sale of fixed assets	-	580
	<u></u>	<u></u>

3. OTHER OPERATING INCOME

Sundry operating trading income	42,225	40,340
Bank and other interest receivable	151	141
	<u>42,376</u>	<u>40,481</u>

4. INFORMATION REGARDING DIRECTORS

Directors' emoluments consist of:

Remuneration for management services	17,126	29,557
Directors' pension schemes	16,013	16,979
Benefits in kind	30,000	13,000
	<u>63,139</u>	<u>59,536</u>

5. TAXATION

U.K. Corporation tax recoverable	<u>379</u>	<u>314</u>
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HENRY MORRIS (1958) LIMITED
NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
YEAR ENDED 31ST DECEMBER 1994

6. TANGIBLE FIXED ASSETS

	Freehold land and buildings £	Motor vehicles £	Plant and equipment £	Total £
Cost or valuation				
At 1st January 1994	99,000	40,702	32,375	172,077
Additions	-	-	-	-
Disposals	-	-	-	-
	<u>99,000</u>	<u>40,702</u>	<u>32,375</u>	<u>172,077</u>
At 31st December 1994	99,000	40,702	32,375	172,077
Accumulated depreciation				
At 1st January 1994	11,880	22,382	31,255	65,517
Charges	1,980	6,440	339	8,759
Disposals	-	-	-	-
	<u>13,860</u>	<u>28,822</u>	<u>31,594</u>	<u>74,276</u>
At 31st December 1994	13,860	28,822	31,594	74,276
NET BOOK VALUE				
At 31st December 1994	<u>85,140</u>	<u>11,880</u>	<u>781</u>	<u>97,801</u>
At 31st December 1993	<u>87,120</u>	<u>18,320</u>	<u>1,120</u>	<u>106,560</u>

Freehold land and buildings were valued at 31st December 1987 at £100,000 by the directors. All other assets are stated at cost less depreciation to date.

The net book value of the company's freehold land and buildings under the historical cost convention at 31st December 1994 was £22,265 (1993 - £23,384).

7. INVESTMENTS

	Shares in Group Undertakings £	Other Investments £	Total £
Cost at 1st January 1994	400	1,850	2,250
Amounts written off	(400)	-	(400)
	<u>-</u>	<u>-</u>	<u>-</u>
Cost at 31st December 1994	<u>-</u>	<u>1,850</u>	<u>1,850</u>

All the above investments are unlisted.

Shares in group undertakings

These shares relate to Waste Oil Collection (Western) Limited, a subsidiary company, which was dissolved during the year.

Other investments were valued at 31st December 1994 by the directors at £4,000 (1993 - £4,400).

HENRY MORRIS (1958) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

YEAR ENDED 31ST DECEMBER 1994

8. STOCK	1994 £	1993 £
Stock for resale	25,649	24,223

9. DEBTORS

Trade debtors	30,584	36,632
Due from group undertaking	73,919	117,284
Other debtors	9,339	9,110
Prepayments	2,911	3,323
Corporation tax recoverable	2,363	2,398
Directors loan accounts	20,783	7,140
	<u>139,899</u>	<u>175,887</u>
The aggregate amount of debtors included above and due in more than one year	<u>57,819</u>	<u>59,919</u>

The amount due from a group undertaking, M.G.M. Partners Limited, comprises an original loan of £81,818. This loan is being repaid by 10 annual instalments of £8,000 and one thereafter of £1,818 which commenced 1st April 1993. Default on any instalment results in the loan becoming repayable on demand.

The amounts owed by directors are unsecured and interest free, the maximum amount outstanding during the year was £20,783.

10. CREDITORS	1994 £	1993 £
AMOUNTS FALLING DUE WITHIN ONE YEAR		
Trade creditors	25,101	22,187
Taxation and social security	9,766	16,884
Accruals	24,737	4,741
	<u>59,604</u>	<u>43,812</u>

11. PROVISION FOR LIABILITIES AND CHARGES

PROVISION FOR LIABILITY IN GROUP UNDERTAKING

At 1st January 1994	29,765	29,765
Movement for year - written off	(29,765)	-
At 31st December 1994	<u>-</u>	<u>29,765</u>

HENRY MORRIS (1958) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

YEAR ENDED 31ST DECEMBER 1994

12. DEFERRED TAXATION

The amounts of deferred tax provided at 25% (1993 - 25%) and unprovided in the financial statements are:-

	Provided		Unprovided	
	1994	1993	1994	1993
	£	£	£	£
Surplus on revaluation	3,663	2,956	4,028	5,642
Accelerated capital allowances	(399)	208	-	-
Unabsorbed losses	(3,264)	(3,164)	-	-
	<u>-</u>	<u>-</u>	<u>4,028</u>	<u>5,642</u>

13. MOVEMENT IN RESERVES

	Profit and Loss Account		Revaluation Reserve	
	1994	1993	1994	1993
	£	£	£	£
At 1st January 1994	161,654	161,897	64,176	65,037
Loss for the year	(13,855)	(1,104)	-	-
Transfer of amount equivalent to additional depreciation on revalued assets	861	861	(861)	(861)
At 31st December 1994	<u>148,660</u>	<u>161,654</u>	<u>63,315</u>	<u>64,176</u>

14. CALLED UP SHARE CAPITAL

	Authorised	Allotted and fully paid	
	£	1994	1993
		£	£
10,000 ordinary shares of £1 each	<u>10,000</u>	<u>10,000</u>	<u>10,000</u>

15. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS FUNDS

	1994	1993
	£	£
Loss for the financial year	(13,855)	(1,104)
Net reduction in shareholders' funds	(13,855)	(1,104)
Opening shareholders' funds	<u>235,830</u>	<u>236,934</u>
Closing shareholders' funds	<u>221,975</u>	<u>235,830</u>

16. CAPITAL COMMITMENTS

Capital expenditure contracted for but not provided in the financial statements	<u>Nil</u>	<u>Nil</u>
Capital expenditure authorised but not contracted for	<u>Nil</u>	<u>Nil</u>

17. ULTIMATE HOLDING COMPANY

The company is a subsidiary of M.G.M. Partners Limited, a company incorporated in the U.K.