

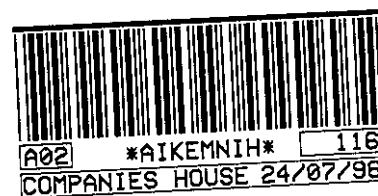
COMPANY NUMBER 617841

REGISTRAR OF COMPANIES

HENRY MORRIS (1958) LIMITED

REPORT AND FINANCIAL STATEMENTS

YEAR ENDED 31ST DECEMBER 1995



HENRY MORRIS (1958) LIMITED
REPORT AND FINANCIAL STATEMENTS
YEAR ENDED 31ST DECEMBER 1995

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HENRY MORRIS (1958) LIMITED
OFFICERS AND PROFESSIONAL ADVISERS
YEAR ENDED 31ST DECEMBER 1995

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 1995

The directors present their annual report and the audited financial statements for the year ended 31st December 1995.

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:-

	31.12.95 Number	1.1.95 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:-

	31.12.95 Number	1.1.95 Number
B. G. Meredith	5,149	5,149
M. C. Meredith	5,150	5,150

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 1995

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.

Approved by the board of directors and signed on behalf of the board.



M. C. MEREDITH
SECRETARY

24th June 1996

REPORT OF THE AUDITORS TO THE MEMBERS OF

HENRY MORRIS (1958) LIMITED

YEAR ENDED 31ST DECEMBER 1995

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 7.

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 1995 and of its profit 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

24th June 1996

HENRY MORRIS (1958) LIMITED

PROFIT AND LOSS ACCOUNT

YEAR ENDED 31ST DECEMBER 1995

	Note	1995 £	1994 £
Turnover		296,036	317,766
Cost of sales		(163,156)	(162,714)
Gross profit		132,880	155,052
Distribution and administrative expenses	2	(165,396)	(211,662)
Other operating income	3	(32,516)	(56,610)
Interest payable and similar charges		40,138	42,376
		(179)	-
Profit/(loss) on ordinary activities before taxation		7,443	(14,234)
Taxation	5	(4,686)	379
Profit/(loss) for the financial year		2,757	(13,855)
		=====	=====

There are no recognised gains or losses other than the profit 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 1995

	Note	1995 £	1994 £
FIXED ASSETS			
Tangible fixed assets	6	89,050	97,801
Investments	7	1,850	1,850
		<u>90,900</u>	<u>99,651</u>
CURRENT ASSETS			
Stocks	8	25,924	25,649
Debtors	9	157,044	139,899
Cash at bank and in hand		134	16,380
		<u>183,102</u>	<u>181,928</u>
CREDITORS : Amounts falling due within one year	10	(49,270)	(59,604)
NET CURRENT ASSETS		<u>133,832</u>	<u>122,324</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>224,732</u>	<u>221,975</u>
PROVISION FOR LIABILITIES AND CHARGES	11	-	-
NET ASSETS		<u>224,732</u>	<u>221,975</u>
CAPITAL AND RESERVES			
Share capital	14	10,000	10,000
Revaluation reserve	13	62,454	63,315
Profit and loss account	13	152,278	148,660
SHAREHOLDERS' FUNDS	15	<u>224,732</u>	<u>221,975</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 24th June 1996.

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 1995

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 1995

2. DISTRIBUTION AND ADMINISTRATIVE EXPENSES	1995 £	1994 £
Distribution costs	13,721	13,143
Administrative expenses	151,675	198,519
	<u>165,396</u>	<u>211,662</u>
Administrative expenses include:-		
Depreciation	8,751	8,759
Auditors remuneration	3,500	4,000
Profit on sale of fixed assets	(70)	-
	<u></u>	<u></u>
3. OTHER OPERATING INCOME		
Sundry operating trading income	40,116	42,225
Bank and other interest receivable	22	151
	<u>40,138</u>	<u>42,376</u>
4. INFORMATION REGARDING DIRECTORS		
Directors' emoluments consist of:		
Remuneration for management services	5,400	17,126
Directors' pension schemes	14,975	16,013
Benefits in kind	27,000	30,000
	<u>47,375</u>	<u>63,139</u>
5. TAXATION		
U.K. Corporation tax payable/(recoverable)	<u>4,686</u>	<u>(379)</u>

HENRY MORRIS (1958) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

YEAR ENDED 31ST DECEMBER 1995

6. TANGIBLE FIXED ASSETS

	Freehold land and buildings £	Motor vehicles £	Plant and equipment £	Total £
Cost or valuation				
At 1st January 1995	99,000	40,702	32,375	172,077
Additions	-	-	-	-
Disposals	-	(8,502)	-	(8,502)
At 31st December 1995	99,000	32,200	32,375	163,575
Accumulated depreciation				
At 1st January 1995	13,860	28,822	31,594	74,276
Charges	1,980	6,440	331	8,751
Disposals	-	(8,502)	-	(8,502)
At 31st December 1995	15,840	26,760	31,925	74,525
NET BOOK VALUE				
At 31st December 1995	83,160	5,440	450	89,050
At 31st December 1994	85,140	11,880	781	97,801

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 1995 was £21,146 (1994 - £22,265).

7. INVESTMENTS

	Investments £	Total £
Cost at 1st January 1995 and 31st December 1995	1,850	1,850

All the above investments are unlisted.

The investments were valued at 31st December 1995 by the directors at £4,000 (1994 - £4,000).

HENRY MORRIS (1958) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

YEAR ENDED 31ST DECEMBER 1995

8. STOCK	1995 £	1994 £
Stock for resale	25,924	25,649
9. DEBTORS		
Trade debtors	37,989	30,584
Due from group undertaking	73,919	73,919
Other debtors	6,978	9,239
Prepayments	3,692	2,911
Corporation tax recoverable	5,753	2,463
Directors loan accounts	28,713	20,783
	157,044	139,899
The aggregate amount of debtors included above and due in more than one year	49,819	57,819

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 1994. 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 £28,713.

10. CREDITORS : AMOUNTS FALLING DUE WITHIN ONE YEAR	1995 £	1994 £
Bank overdraft	442	-
Trade creditors	29,913	25,101
Taxation and social security	9,235	9,766
Accruals	4,994	24,737
Corporation tax	4,686	-
	49,270	59,604

11. PROVISION FOR LIABILITIES AND CHARGES

PROVISION FOR LIABILITY IN GROUP UNDERTAKING

At 1st January 1995	-	29,765
Movement for year - written off	-	(29,765)
At 31st December 1995	-	-

HENRY MORRIS (1958) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

YEAR ENDED 31ST DECEMBER 1995

12. DEFERRED TAXATION

The amounts of deferred tax provided at 25% (1994 - 25%) and unprovided in the financial statements are:-

	Provided		Unprovided	
	1995	1994	1995	1994
	£	£	£	£
Surplus on revaluation	4,451	3,663	2,391	4,028
Accelerated capital allowances	(1,187)	(399)	-	-
Unabsorbed losses	(3,264)	(3,264)	-	-
	<u>-</u>	<u>-</u>	<u>2,391</u>	<u>4,028</u>

13. MOVEMENT IN RESERVES

	Profit and Loss Account		Revaluation Reserve	
	1995	1994	1995	1994
	£	£	£	£
At 1st January 1995	148,660	161,654	63,315	64,176
Profit/(loss) for the year	2,757	(13,855)	-	-
Transfer of amount equivalent to additional depreciation on revalued assets	861	861	(861)	(861)
At 31st December 1995	<u>152,278</u>	<u>148,660</u>	<u>62,454</u>	<u>63,315</u>

14. CALLED UP SHARE CAPITAL

	Authorised	Allotted and fully paid	
		1995	1994
	£	£	£
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

	1995	1994
	£	£
Profit/(loss) for the financial year	<u>2,757</u>	<u>(13,855)</u>
Net addition/reduction in shareholders' funds	<u>2,757</u>	<u>(13,855)</u>
Opening shareholders' funds	221,975	235,830
Closing shareholders' funds	<u>224,732</u>	<u>221,975</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.