

**Report of the Directors and
Financial Statements for the Year Ended 31 December 2000
for
W.E.Roberts (Holdings) Limited**

1812607



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for the Year Ended 31 December 2000**

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Company Information
for the Year Ended 31 December 2000

DIRECTORS: A W E Roberts
S W Roberts

SECRETARY: A.W.E.Roberts

REGISTERED OFFICE: 3 Boyne Park
Tunbridge Wells
Kent
TN4 8EN

REGISTERED NUMBER: 1812607

AUDITORS: Deeks Evans
Registered Auditors
Chartered Accountants
3 Boyne Park
Tunbridge Wells
Kent
TN4 8EN

**Report of the Directors
for the Year Ended 31 December 2000**

The directors present their report with the financial statements of the company for the year ended 31 December 2000.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of administering the activities of the companies within the group. The group's principal activity during the year was the manufacture and sale of cardboard packaging cases and associated items.

REVIEW OF BUSINESS

The results for the year and financial position of the company are as shown in the annexed financial statements.

DIVIDENDS

No dividends will be distributed for the year ended 31 December 2000.

DIRECTORS

The directors during the year under review were:

A W E Roberts
S W Roberts

The beneficial interests of the directors holding office on 31 December 2000 in the issued share capital of the company were as follows:

	31.12.00	1.1.00
Ordinary £1 shares		
A W E Roberts	1	1
S W Roberts	333	333

STATEMENT OF 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 those financial statements, the directors are required to

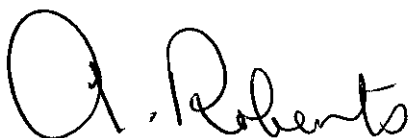
- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

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 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.

AUDITORS

The auditors, Deeks Evans, will be proposed for re-appointment in accordance with Section 385 of the Companies Act 1985.

ON BEHALF OF THE BOARD:



A.W.E.Roberts - SECRETARY

Dated: 14 January 2002

**Report of the Independent Auditors to the Shareholders of
W.E.Roberts (Holdings) Limited**

We have audited the financial statements of W.E.Roberts (Holdings) Limited for the year ended 31 December 2000 on pages four to thirteen. These financial statements have been prepared under the historical cost convention and the accounting policies set out therein.

Respective responsibilities of directors and auditors

As described on page two the company's directors are responsible for the preparation of financial statements in accordance with applicable law and United Kingdom 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 Report of the Directors 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 Report of the Directors and consider the implications for our report if we become aware of any apparent misstatements within it.

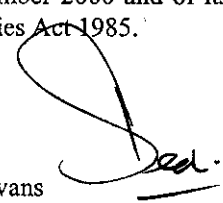
Basis of audit opinion

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 financial statements 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 the company's affairs as at 31 December 2000 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



Deeks Evans
Registered Auditors
Chartered Accountants
3 Boyne Park
Tunbridge Wells
Kent
TN4 8EN

Dated: 14 January 2002

**Profit and Loss Account
for the Year Ended 31 December 2000**

		2000	1999
	Notes	£	£
TURNOVER		-	-
Administrative expenses		3,500	16,508
OPERATING LOSS	2	(3,500)	(16,508)
Subsidiary debt provision	3	88,000	(200,000)
		84,500	(216,508)
Income from investments		176,930	-
		261,430	(216,508)
Interest payable and similar charges	4	461	304
PROFIT/(LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION		260,969	(216,812)
Tax on profit/(loss) on ordinary activities	5	(42)	-
PROFIT/(LOSS) FOR THE FINANCIAL YEAR AFTER TAXATION		261,011	(216,812)
Retained profit brought forward		189,590	406,402
RETAINED PROFIT CARRIED FORWARD		<u>£450,601</u>	<u>£189,590</u>

CONTINUING OPERATIONS

None of the company's activities were acquired or discontinued during the current and previous years.

TOTAL RECOGNISED GAINS AND LOSSES

The company has no recognised gains or losses other than the profit for the current year and the loss for the previous year.

Balance Sheet
31 December 2000

		2000		1999	
	Notes	£	£	£	£
FIXED ASSETS:					
Investments	6		1,136		1,136
CURRENT ASSETS:					
Debtors	7	568,715		413,827	
CREDITORS: Amounts falling due within one year	8	<u>6,250</u>		<u>24,373</u>	
NET CURRENT ASSETS:			<u>562,465</u>		<u>389,454</u>
TOTAL ASSETS LESS CURRENT LIABILITIES:			563,601		390,590
PROVISIONS FOR LIABILITIES AND CHARGES:	9		<u>112,000</u>		<u>200,000</u>
			<u>£451,601</u>		<u>£190,590</u>
CAPITAL AND RESERVES:					
Called up share capital	10		1,000		1,000
Profit and loss account			<u>450,601</u>		<u>189,590</u>
SHAREHOLDERS' FUNDS:	13		<u>£451,601</u>		<u>£190,590</u>

ON BEHALF OF THE BOARD:



A W E Roberts - DIRECTOR

Approved by the Board on 14 January 2002

Cash Flow Statement
for the Year Ended 31 December 2000

		2000	1999
	Notes	£	£
Net cash outflow from operating activities	1	(2,500)	(15,008)
Returns on investments and servicing of finance	2	176,469	39,970
Taxation		(14,869)	-
		<u>159,100</u>	<u>24,962</u>
Financing	2	(159,100)	(24,962)
Increase in cash in the period		<u>-</u>	<u>-</u>
Reconciliation of net cash flow to movement in net debt	3		
Increase in cash in the period		-	-
Change in net debt resulting from cash flows		-	-
Movement in net debt in the period		-	-
Net debt at 1 January		-	-
Net debt at 31 December		<u>-</u>	<u>-</u>

The notes form part of these financial statements

**Notes to the Cash Flow Statement
for the Year Ended 31 December 2000**

1. RECONCILIATION OF OPERATING LOSS TO NET CASH OUTFLOW FROM OPERATING ACTIVITIES

	2000 £	1999 £
Operating loss	(3,500)	(16,508)
Increase in creditors	<u>1,000</u>	<u>1,500</u>
Net cash outflow from operating activities	<u><u>(2,500)</u></u>	<u><u>(15,008)</u></u>

2. ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THE CASH FLOW STATEMENT

	2000 £	1999 £
Returns on investments and servicing of finance		
Interest received	-	40,274
Interest paid	(461)	(304)
Dividends received	<u>176,930</u>	<u>-</u>
Net cash inflow for returns on investments and servicing of finance	<u><u>176,469</u></u>	<u><u>39,970</u></u>
Financing		
Movement in inter company debt	<u>(159,100)</u>	<u>(24,962)</u>
Net cash outflow from financing	<u><u>(159,100)</u></u>	<u><u>(24,962)</u></u>

3. ANALYSIS OF CHANGES IN NET DEBT

	At 1.1.00 £	Cash flow £	At 31.12.00 £
Net cash:			
Cash at bank and in hand	<u>-</u>	<u>-</u>	<u>-</u>

**Notes to the Financial Statements
for the Year Ended 31 December 2000**

1. ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared under the historical cost convention.

Deferred taxation

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

2. OPERATING LOSS

The operating loss is stated after charging:

	2000	1999
	£	£
Auditors' remuneration	<u>3,000</u>	<u>3,250</u>
Directors' emoluments	<u>-</u>	<u>-</u>

3. EXCEPTIONAL ITEMS

An indemnity has been granted by the company to WE Roberts (Corrugated) Limited in respect of any shortfall to that company on a fellow subsidiary debt. Based upon the latest accounts of the creditor company it is estimated that approximately £112,000 would not be covered by the formal debenture in place to secure the debt.

4. INTEREST PAYABLE AND SIMILAR CHARGES

	2000	1999
	£	£
Interest on Corporation Tax	461	-
Loan Interest	<u>-</u>	<u>304</u>
	<u>461</u>	<u>304</u>

5. TAXATION

The tax credit on the profit on ordinary activities for the year was as follows:

	2000	1999
	£	£
Overprovided in prior years	<u>(42)</u>	<u>-</u>

UK corporation tax has been charged at 21% (1999 - 21%).

Notes to the Financial Statements
for the Year Ended 31 December 2000

6. FIXED ASSET INVESTMENTS

		£
COST:		
At 1 January 2000		
and 31 December 2000		1,136
NET BOOK VALUE:		
At 31 December 2000		1,136
At 31 December 1999		1,136
	2000	1999
	£	£
Unlisted investments	1,136	1,136

The company's investments at the balance sheet date in the share capital of unlisted companies include the following:

W.E.Roberts(Corrugated) Ltd

Nature of business: Manufacture & Sale of cardboard packaging cases

	%
Class of shares:	holding
Ordinary	100.00

	2000	1999
	£	£
Aggregate capital and reserves	665,873	808,945
(Loss)/Profit for the year	(143,072)	172,491

W.E.Roberts (Packing Supplies) Ltd

Nature of business: Sale of ancillary packing materials

	%
Class of shares:	holding
Ordinary	100.00

	2000	1999
	£	£
Aggregate capital and reserves	1,000	157,584
Profit for the year	20,096	14,957

TOWER PALLETS & CASES LIMITED

Nature of business: Manufacture and supply of packing cases & pallets

	%
Class of shares:	holding
Ordinary	75.00

	2000	1999
	£	£
Aggregate capital and reserves	(331,492)	(408,503)
Profit/(Loss) for the year	77,111	(79,195)

**Notes to the Financial Statements
for the Year Ended 31 December 2000**

**7. DEBTORS: AMOUNTS FALLING
DUE WITHIN ONE YEAR**

	2000 £	1999 £
Amounts Due From Subsidiaries.	<u>568,715</u>	<u>413,827</u>

**8. CREDITORS: AMOUNTS FALLING
DUE WITHIN ONE YEAR**

	2000 £	1999 £
Amounts owed to Subsidiaries	-	4,212
Taxation	-	14,911
Accrued Expenses	<u>6,250</u>	<u>5,250</u>
	<u>6,250</u>	<u>24,373</u>

9. PROVISIONS FOR LIABILITIES AND CHARGES

	2000 £	1999 £
Provision against debt due to group by subsidiary	<u>112,000</u>	<u>200,000</u>
	<u>112,000</u>	<u>200,000</u>

10. CALLED UP SHARE CAPITAL

Authorised, allotted, issued and fully paid:

Number:	Class:	Nominal value:	2000 £	1999 £
1,000	Ordinary	£1	<u>1,000</u>	<u>1,000</u>

11. CONTINGENT LIABILITIES

The company acts as legal surety in respect of a lease granted to WE Roberts (Corrugated) Limited, a subsidiary company. Any liability will therefore depend upon the performance by the subsidiary of its obligations under the terms of the lease.

12. RELATED PARTY DISCLOSURES

The company is controlled by the members.

During the year the company undertook the following related party transactions with its subsidiaries and other related parties:

WE Roberts (Corrugated) Limited: An indemnity was granted in respect of any losses incurred on inter company loans to Tower Pallets and Cases Limited.

At the balance sheet date the following amounts were due (to)/from related parties:

WE Roberts (Corrugated) Limited £395,996. WE Roberts (Packing Supplies) Limited £172,719.

**Notes to the Financial Statements
for the Year Ended 31 December 2000**

13. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	2000 £	1999 £
Profit/(Loss) for the financial year	261,011	(216,812)
Net addition/(reduction) to shareholders' funds	261,011	(216,812)
Opening shareholders' funds	190,590	407,402
Closing shareholders' funds	451,601	190,590
Equity interests	451,601	190,590