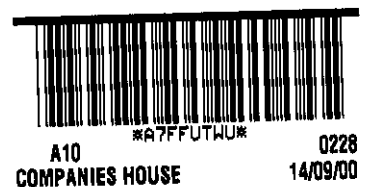


**Wesco Aircraft United Kingdom
Limited
(Formerly Wesco (U.K.) Limited)**

**Abbreviated Accounts
For The Year Ended 31 January 2000**



WESCO AIRCRAFT UNITED KINGDOM LIMITED
(FORMERLY WESCO (U.K.) LIMITED)
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WESCO AIRCRAFT UNITED KINGDOM LIMITED
(FORMERLY WESCO (U.K.) LIMITED)
DIRECTORS' REPORT
FOR THE YEAR ENDED 31 JANUARY 2000

The directors present their report and financial statements for the year ended 31 January 2000.

Principal activities and review of the business

The principal activity of the company is that of the supply of parts to the aircraft industry.

The directors are satisfied with the results for the year and are confident about future prospects.

Results and dividends

The results for the year are set out on page 4.

The directors do not recommend payment of a dividend.

It is proposed that the retained profit of £284,362 is transferred to the reserves.

Year 2000

The company did not encounter any operational or administrative problems as a result of the change of the millennium. The directors are confident that no year 2000 incidents will occur in the foreseeable future.

Directors

The following directors have held office since 1 February 1999:

M Beck
R Snyder
G Hess

Directors' interests

The directors' beneficial interests in the shares of the company were as stated below:

	Ordinary shares of £ 1 each	
	31 January 2000	1 February 1999
M Beck	-	-
R Snyder	-	-
G Hess	-	-

As the directors are also directors of Flintbrook Limited, this company's parent company their interests are not required to be recorded in this company's register of directors interests.

Auditors

In accordance with section 385 of the Companies Act 1985, a resolution proposing that Garbutt & Elliott be reappointed as auditors of the company will be put to the Annual General Meeting.

WESCO AIRCRAFT UNITED KINGDOM LIMITED
(FORMERLY WESCO (U.K.) LIMITED)
DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 JANUARY 2000

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.

On behalf of the board



M Beck

Director

8 September 2000

**WESCO AIRCRAFT UNITED KINGDOM LIMITED
(FORMERLY WESCO (U.K.) LIMITED)
AUDITORS' REPORT TO WESCO AIRCRAFT UNITED KINGDOM LIMITED
UNDER SECTION 247B OF THE COMPANIES ACT 1985**

We have examined the abbreviated accounts set out on pages 4 to 15, together with the financial statements of the company for the year ended 31 January 2000 prepared under section 226 of the Companies Act 1985.

Respective responsibilities of directors and auditors

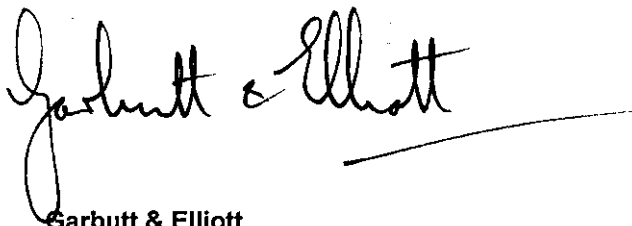
The directors are responsible for preparing the abbreviated accounts in accordance with section 246A of the Companies Act 1985. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts prepared in accordance with section 246A(3) of the Act to the registrar of companies and whether the accounts to be delivered are properly prepared in accordance with that provision and to report our opinion to you.

Basis of opinion

We have carried out the procedures we considered necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts to be delivered are properly prepared. The scope of our work for the purpose of this report did not include examining or dealing with events after the date of our report on the financial statements.

Opinion

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with section 246A(3) of the Companies Act 1985, and the abbreviated accounts on pages 4 to 15 are properly prepared in accordance with that provision.



Garbutt & Elliott

Chartered Accountants
Registered Auditors

8 September 2000

Monkgate House
44 Monkgate
York
YO31 7HF

WESCO AIRCRAFT UNITED KINGDOM LIMITED
(FORMERLY WESCO (U.K.) LIMITED)
ABBREVIATED PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 JANUARY 2000

	Notes	2000 £	1999 £
Gross profit		1,682,093	1,241,904
Administrative expenses		(1,225,854)	(902,474)
Operating profit	2	456,239	339,430
Other interest receivable and similar income		381	103
Interest payable and similar charges	3	(35,991)	(16,241)
Profit on ordinary activities before taxation		420,629	323,292
Tax on profit on ordinary activities	4	(136,267)	(120,500)
Profit on ordinary activities after taxation	13	284,362	202,792

The profit and loss account has been prepared on the basis that all operations are continuing operations.

There are no recognised gains and losses other than those passing through the profit and loss account.

WESCO AIRCRAFT UNITED KINGDOM LIMITED
(FORMERLY WESCO (U.K.) LIMITED)
ABBREVIATED BALANCE SHEET
AS AT 31 JANUARY 2000

	Notes	2000 £	£	1999 £	£
Fixed assets					
Tangible assets	5		300,978		234,052
Current assets					
Stocks	6	3,052,842		1,497,512	
Debtors	7	2,083,296		1,498,173	
Cash at bank and in hand		3,524		7,082	
		<u>5,139,662</u>		<u>3,002,767</u>	
Creditors: amounts falling due within one year	8	<u>(4,524,109)</u>		<u>(2,609,253)</u>	
Net current assets			615,553		393,514
Total assets less current liabilities			<u>916,531</u>		<u>627,566</u>
Creditors: amounts falling due after more than one year	9		(60,978)		(57,150)
Provisions for liabilities and charges	10		<u>(19,125)</u>		<u>(18,350)</u>
			<u>836,428</u>		<u>552,066</u>
Capital and reserves					
Called up share capital	12		10,000		10,000
Profit and loss account	13		826,428		542,066
Shareholders' funds - equity interests	14		<u>836,428</u>		<u>552,066</u>

These abbreviated accounts have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to medium-sized companies.

The financial statements were approved by the Board on 8 September 2000

Michael Beck

M Beck
Director

WESCO AIRCRAFT UNITED KINGDOM LIMITED
(FORMERLY WESCO (U.K.) LIMITED)
CASH FLOW STATEMENT
FOR THE YEAR ENDED 31 JANUARY 2000

	2000 £	1999 £
Net cash outflow from operating activities	(68,246)	(12,383)
Returns on investments and servicing of finance		
Interest received	381	103
Interest paid	(35,991)	(16,241)
Net cash outflow for returns on investments and servicing of finance	(35,610)	(16,138)
Taxation	(115,169)	(59,099)
Capital expenditure		
Payments to acquire tangible assets	(73,470)	(94,076)
Receipts from sales of tangible assets	6,500	19,999
Net cash outflow for capital expenditure	(66,970)	(74,077)
Net cash outflow before management of liquid resources and financing	(285,995)	(161,697)
Financing		
Other new long term loans	-	29,133
Repayment of other long term loans	(8,727)	(1,976)
Capital element of hire purchase contracts	(35,957)	(37,925)
Net cash outflow from financing	(44,684)	(10,768)
Decrease in cash in the year	(330,679)	(172,465)

WESCO AIRCRAFT UNITED KINGDOM LIMITED
(FORMERLY WESCO (U.K.) LIMITED)
NOTES TO THE CASH FLOW STATEMENT
FOR THE YEAR ENDED 31 JANUARY 2000

1	Reconciliation of operating profit to net cash outflow from operating activities	2000	1999
		£	£
	Operating profit	456,239	339,430
	Depreciation of tangible assets	69,756	42,282
	Loss on disposal of tangible assets	3,209	25,158
	Increase in stocks	(1,555,330)	(964,741)
	Increase in debtors	(585,123)	(855,716)
	Increase in creditors within one year	1,543,003	1,401,204
	Net cash outflow from operating activities	(68,246)	(12,383)

2	Analysis of net debt	1 February 1999	Cash flow	Other non-cash changes	31 January 2000
		£	£	£	£
	Net cash:				
	Cash at bank and in hand	7,082	(3,558)		3,524
	Bank overdrafts	(187,040)	(327,121)		(514,161)
		<u>(179,958)</u>	<u>(330,679)</u>		<u>(510,637)</u>
	Debt:				
	Finance leases	(64,478)	35,957	(72,921)	(101,442)
	Debts falling due within one year	(8,726)	-	-	(8,726)
	Debts falling due after one year	(18,431)	8,727	-	(9,704)
		<u>(91,635)</u>	<u>44,684</u>	<u>(72,921)</u>	<u>(119,872)</u>
	Net debt	(271,593)	(285,995)	(72,921)	(630,509)

3	Reconciliation of net cash flow to movement in net debt	2000	1999
		£	£
	Decrease in cash in the year	(330,679)	(172,465)
	Cash outflow from decrease in debt and lease financing	44,684	10,768
	Change in net debt resulting from cash flows	(285,995)	(161,697)
	New finance lease	(72,921)	(61,826)
	Movement in net debt in the year	(358,916)	(223,523)
	Opening net debt	(271,593)	(48,070)
	Closing net debt	(630,509)	(271,593)

4	Major non-cash transactions
	During the year the company entered into hire purchase contracts in respect of assets with a total capital value at the inception of the contracts of £72,921 (1999 - £61,826).

WESCO AIRCRAFT UNITED KINGDOM LIMITED
(FORMERLY WESCO (U.K.) LIMITED)
NOTES TO THE ABBREVIATED ACCOUNTS
FOR THE YEAR ENDED 31 JANUARY 2000

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention.

1.2 Turnover

Turnover represents amounts receivable for goods and services net of VAT and trade discounts.

1.3 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Plant and machinery	15% Reducing balance
Fixtures, fittings & equipment	15% Reducing balance / 25% straight line
Motor vehicles	25% Reducing balance

1.4 Leasing and hire purchase commitments

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible assets and depreciated in accordance with the policy stated above. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

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

1.5 Stock

Stock is valued at the lower of cost and net realisable value.

1.6 Pensions

The pension costs charged in the financial statements represent the contributions payable by the company during the year.

1.7 Deferred taxation

Deferred taxation is provided at appropriate rates on all timing differences using the liability method only to the extent that, in the opinion of the directors, there is a reasonable probability that a liability or asset will crystallise in the foreseeable future.

1.8 Foreign currency translation

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All differences are taken to profit and loss account.

WESCO AIRCRAFT UNITED KINGDOM LIMITED
(FORMERLY WESCO (U.K.) LIMITED)
NOTES TO THE ABBREVIATED ACCOUNTS
FOR THE YEAR ENDED 31 JANUARY 2000

2	Operating profit	2000	1999
		£	£
	Operating profit is stated after charging:		
	Depreciation of tangible assets	69,756	42,282
	Operating lease rentals		
	- Plant and machinery	8,790	6,039
	- Other assets	56,247	39,479
	Auditors' remuneration	9,500	9,500
		<u> </u>	<u> </u>
3	Interest payable	2000	1999
		£	£
	On bank loans and overdrafts	23,789	9,678
	On other loans wholly repayable within 5 years	4,862	1,556
	Hire purchase interest	7,340	5,007
		<u> </u>	<u> </u>
		35,991	16,241
		<u> </u>	<u> </u>
4	Taxation	2000	1999
		£	£
	U.K. current year taxation		
	U.K. corporation tax at 30% (1999 - 31%)	141,144	120,000
	Deferred taxation	775	500
		<u> </u>	<u> </u>
		141,919	120,500
	Prior years		
	U.K. corporation tax	(5,652)	-
		<u> </u>	<u> </u>
		136,267	120,500
		<u> </u>	<u> </u>

WESCO AIRCRAFT UNITED KINGDOM LIMITED
(FORMERLY WESCO (U.K.) LIMITED)
NOTES TO THE ABBREVIATED ACCOUNTS
FOR THE YEAR ENDED 31 JANUARY 2000

5 Tangible fixed assets

	Plant and machinery	Fixtures, fittings & equipment	Motor vehicles	Total
	£	£	£	£
Cost				
At 1 February 1999	63,522	151,573	110,303	325,398
Additions	24,783	36,425	85,183	146,391
Disposals	-	-	(20,909)	(20,909)
At 31 January 2000	88,305	187,998	174,577	450,880
Depreciation				
At 1 February 1999	35,710	33,780	21,856	91,346
On disposals	-	-	(11,200)	(11,200)
Charge for the year	7,964	29,173	32,619	69,756
At 31 January 2000	43,674	62,953	43,275	149,902
Net book value				
At 31 January 2000	44,631	125,045	131,302	300,978
At 31 January 1999	27,812	117,793	88,447	234,052

Included above are assets held under finance leases or hire purchase contracts as follows:

	Motor vehicles £
Net book values	
At 31 January 2000	131,302
At 31 January 1999	88,447
Depreciation charge for the year	
31 January 2000	30,818
31 January 1999	16,292

6 Stocks

	2000 £	1999 £
Finished goods and goods for resale	3,052,842	1,497,512

WESCO AIRCRAFT UNITED KINGDOM LIMITED
(FORMERLY WESCO (U.K.) LIMITED)
NOTES TO THE ABBREVIATED ACCOUNTS
FOR THE YEAR ENDED 31 JANUARY 2000

7 Debtors	2000	1999
	£	£
Trade debtors	1,735,528	1,189,707
Amounts owed by parent and fellow subsidiary undertakings	269,072	287,890
Other debtors	47,444	10,956
Prepayments and accrued income	31,252	9,620
	<u>2,083,296</u>	<u>1,498,173</u>

Amounts falling due after more than one year and included in the debtors above are:

	2000	1999
	£	£
Amounts owed by group undertakings	<u>74,457</u>	<u>74,457</u>

8 Creditors: amounts falling due within one year	2000	1999
	£	£
Bank loans and overdrafts	514,161	187,040
Net obligations under hire purchase contracts	50,168	25,759
Trade creditors	987,853	751,393
Amounts owed to participating interests	2,657,603	1,463,083
Corporation tax	140,323	120,000
Other taxes and social security costs	68,289	16,949
Other creditors	8,726	8,726
Accruals and deferred income	96,986	36,303
	<u>4,524,109</u>	<u>2,609,253</u>

The bank overdrafts are secured by a fixed and floating charge over all company assets.

Net obligations under finance lease and hire purchase contracts are secured against the assets to which they relate.

WESCO AIRCRAFT UNITED KINGDOM LIMITED
(FORMERLY WESCO (U.K.) LIMITED)
NOTES TO THE ABBREVIATED ACCOUNTS
FOR THE YEAR ENDED 31 JANUARY 2000

9 Creditors: amounts falling due after more than one year	2000	1999
	£	£
Other loans	9,704	18,431
Net obligations under hire purchase contracts	51,274	38,719
	<u>60,978</u>	<u>57,150</u>
Analysis of loans		
Wholly repayable within five years	18,430	27,157
	<u>18,430</u>	<u>27,157</u>
Included in current liabilities	(8,726)	(8,726)
	<u>9,704</u>	<u>18,431</u>
Loan maturity analysis		
Between one and two years	8,726	8,726
Between two and five years	978	9,704
	<u>9,704</u>	<u>18,431</u>
Net obligations under hire purchase contracts		
Repayable within one year	56,745	25,759
Repayable between one and five years	54,211	41,357
	<u>110,956</u>	<u>67,116</u>
Finance charges and interest allocated to future accounting periods	(9,514)	(2,638)
	<u>101,442</u>	<u>64,478</u>
Included in liabilities falling due within one year	(50,168)	(25,759)
	<u>51,274</u>	<u>38,719</u>

Net obligations under finance lease and hire purchase contracts are secured against the assets to which they relate.

WESCO AIRCRAFT UNITED KINGDOM LIMITED
(FORMERLY WESCO (U.K.) LIMITED)
NOTES TO THE ABBREVIATED ACCOUNTS
FOR THE YEAR ENDED 31 JANUARY 2000

10 Provisions for liabilities and charges

	£
Balance at 1 February 1999	18,350
Profit and loss account	775
Balance at 31 January 2000	19,125

Deferred tax is provided at 30% (1999 - 31%) analysed over the following timing differences:

	Fully provided 2000 £	1999 £
Accelerated capital allowances	19,125	18,350

11 Pension costs

The company operates pension arrangements for the benefit of certain employees which are in the nature of a defined contribution scheme.

The assets of the scheme are held separately from those of the company, being invested with an insurance company.

The charge to the profit and loss account represents contributions payable by the company and amounted to £18,188 (1999 - £7,235).

12 Share capital

	2000 £	1999 £
Authorised		
10,000 Ordinary shares of £ 1 each	10,000	10,000
Allotted, called up and fully paid		
10,000 Ordinary shares of £ 1 each	10,000	10,000

13 Statement of movements on profit and loss account

	Profit and loss account £
Balance at 1 February 1999	542,066
Retained profit for the year	284,362
Balance at 31 January 2000	826,428

WESCO AIRCRAFT UNITED KINGDOM LIMITED
(FORMERLY WESCO (U.K.) LIMITED)
NOTES TO THE ABBREVIATED ACCOUNTS
FOR THE YEAR ENDED 31 JANUARY 2000

14 Reconciliation of movements in shareholders' funds	2000	1999
	£	£
Profit for the financial year	284,362	202,792
Opening shareholders' funds	552,066	349,274
Closing shareholders' funds	<u>836,428</u>	<u>552,066</u>

15 Contingent liabilities

There is an H M Customs and Excise guarantee liability of £30,000.

There is a bank unlimited cross guarantee with this company's parent company, Flintbrook Limited, which at the year end amounted to £nil (1999 - £nil).

16 Financial commitments

At 31 January 2000 the company had annual commitments under non-cancellable operating leases as follows:

	Land and buildings			
	2000	1999	2000	Other
	£	£	£	1999
Expiry date:				£
Within one year	-	-	-	997
Between two and five years	17,250	22,250	8,790	3,490
	<u>17,250</u>	<u>22,250</u>	<u>8,790</u>	<u>4,487</u>

17 Directors' emoluments	2000	1999
	£	£
Emoluments for qualifying services	53,657	66,594
Company pension contributions to money purchase schemes	3,815	1,519
	<u>57,472</u>	<u>68,113</u>

The number of directors for whom retirement benefits are accruing under money purchase pension schemes amounted to 1 (1999 - 1).

WESCO AIRCRAFT UNITED KINGDOM LIMITED
(FORMERLY WESCO (U.K.) LIMITED)
NOTES TO THE ABBREVIATED ACCOUNTS
FOR THE YEAR ENDED 31 JANUARY 2000

18 Employees

Number of employees

The average monthly number of employees (including directors) during the year was:

	2000 Number	1999 Number
Administration	14	9
Sales	4	2
Warehouse	15	7
	<u>33</u>	<u>18</u>

Employment costs

	£	£
Wages and salaries	611,481	398,872
Social security costs	61,478	33,794
Other pension costs	18,188	7,235
	<u>691,147</u>	<u>439,901</u>

19 Control

The ultimate parent company is Flintbrook Limited, a company controlled by R Snyder, a director.

20 Related party transactions

During the financial year the company entered into transactions with related parties as stated below.

Flintbrook Limited

Flintbrook Limited, this company's ultimate parent company, repaid loans amounting to £nil (1999 - £92,735) leaving a balance at the year end of £74,457, (1999 - £74,457), which is included in debtors as amounts owed by group undertakings.

Wesco Aircraft

Wesco Aircraft, a company registered in the USA is controlled by R Snyder a director of Wesco Aircraft United Kingdom Limited. During the year Wesco Aircraft purchased £50,293 (1999 - £147,311) of aircraft parts from, and sold £1,424,690 (1999 - £1,599,355) of aircraft parts to Wesco Aircraft United Kingdom Limited on an arms length basis. In addition Wesco Aircraft sold £112,937 (1999 - £224,282) of aircraft parts to Wesco Aircraft United Kingdom Limited under a direct line feed (DLF) agreement on which commissions are earned. Total commission paid to Wesco Aircraft United Kingdom Limited including DLF commissions amounted to £107,841 (1999 - £154,432). At the balance sheet date £194,615 (1999 - £213,433) was due from Wesco Aircraft and included in debtors and £2,657,603 (1999 - £1,463,083) was due to Wesco Aircraft and included in creditors, amounts owed to related undertakings.