

FAAC (UK) LIMITED
ABBREVIATED ACCOUNTS
FOR THE YEAR ENDED 31 DECEMBER 2002

Company Registration Number 1875607 (England and Wales)



FAAC (UK) LIMITED

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FAAC (UK) LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2002

The directors present their report and financial statements for the year ended 31 December 2002.

Principal activities and review of the business

The principal activity of the company continued to be that of marketing and distributing electrical operators for doors, gates and barriers.

The directors are pleased to report a satisfactory set of trading results following another year of growth. Results were consistent with expectation with advances in all product sectors.

Results and dividends

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

The directors recommend payment of an ordinary dividend amounting to £9 per share.

Future developments

New developments continue to strengthen the company's core product groups. Furthermore, the introduction of new models will create additional opportunities for the company for the year 2003.

Directors

The following directors have held office since 1 January 2002:

M Manini
V Vivanet

Directors' interests

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

	Ordinary shares of £ 1 each	
	31 December 2002	1 January 2002
M Manini	-	-
V Vivanet	-	-

Mr M Manini has interests in the share capital of the company by virtue of his shareholding in the ultimate parent company, FAAC SpA. These details are shown in the parent company's accounts.

Auditors

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

FAAC (UK) LIMITED

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2002

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 Manini

Director



2013/03

FAAC (UK) LIMITED

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS UNDER SECTION 247B OF THE COMPANIES ACT 1985

We have examined the abbreviated accounts set out on pages 4 to 14, together with the financial statements of the company for the year ended 31 December 2002 prepared under section 226 of the Companies Act 1985.

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of the directors and auditors

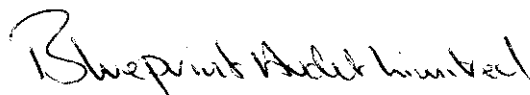
The directors are responsible for preparing the abbreviated accounts in accordance with section 246A of the Companies Act 1985. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts prepared in accordance with section 246A(3) of 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 14 are properly prepared in accordance with that provision.



Blueprint Audit Limited
Registered Auditor

Date: 4 April 2003

Clifton House
Bunnian Place
Basingstoke

FAAC (UK) LIMITED

ABBREVIATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2002

	Notes	2002 £	2001 £
Gross profit		2,067,173	1,893,876
Distribution costs		(363,907)	(353,358)
Administrative expenses		(688,811)	(615,632)
Operating profit	2	1,014,455	924,886
Other interest receivable and similar income		41,029	45,335
Profit on ordinary activities before taxation		1,055,484	970,221
Tax on profit on ordinary activities	3	(315,994)	(297,933)
Profit on ordinary activities after taxation		739,490	672,288
Dividends	4	(900,000)	(650,000)
Retained (loss)/profit for the year	13	(160,510)	22,288

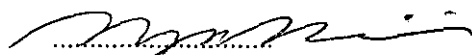
FAAC (UK) LIMITED

ABBREVIATED BALANCE SHEET AS AT 31 DECEMBER 2002

		2002		2001	
	Notes	£	£	£	£
Fixed assets					
Tangible assets	5		101,665		58,398
Current assets					
Stocks	7	388,351		349,223	
Debtors	8	1,152,859		1,058,606	
Investments	9	1,270,580		1,089,784	
Cash at bank and in hand		96,323		247,694	
		2,908,113		2,745,307	
Creditors: amounts falling due within one year	10	(1,958,439)		(1,591,856)	
Net current assets			949,674		1,153,451
Total assets less current liabilities			1,051,339		1,211,849
Capital and reserves					
Called up share capital	12	100,000		100,000	
Profit and loss account	13	951,339		1,111,849	
Shareholders' funds - equity interests	14	1,051,339		1,211,849	

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 20/3/03.


M Manini
Director

FAAC (UK) LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2002

	2002		2001	
	£	£	£	£
Net cash inflow from operating activities		1,010,467		975,538
Returns on investments and servicing of finance				
Interest received	41,029		45,335	
Net cash inflow for returns on investments and servicing of finance		41,029		45,335
Taxation		(315,303)		(286,048)
Capital expenditure				
Payments to acquire tangible assets	(68,068)		(46,450)	
Receipts from sales of tangible assets	11,300		6,000	
Net cash outflow for capital expenditure		(56,768)		(40,450)
Equity dividends paid		(650,000)		(300,000)
Net cash inflow before management of liquid resources and financing		29,425		394,375
Management of liquid resources				
Current asset investments	(180,796)		(289,784)	
		(180,796)		(289,784)
(Decrease)/increase in cash in the year		<u>(151,371)</u>		<u>104,591</u>

FAAC (UK) LIMITED

NOTES TO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2002

1	Reconciliation of operating profit to net cash inflow from operating activities	2002 £	2001 £
	Operating profit	1,014,455	924,886
	Depreciation of tangible assets	31,294	35,212
	Profit/(loss) on disposal of tangible assets	992	(6,000)
	Increase in stock	(39,128)	(49,446)
	Increase in debtors	(94,253)	(35,638)
	Increase in creditors within one year	97,107	106,524
	Net cash inflow from operating activities	1,010,467	975,538

2	Analysis of net funds	1 January 2002 £	Cash flow £	Other non-cash changes £	31 December 2002 £
	Net cash:				
	Cash at bank and in hand	247,694	(151,371)	-	96,323
	Liquid resources:				
	Short-term investments	1,089,784	180,796	-	1,270,580
	Net funds	1,337,478	29,425	-	1,366,903

3	Reconciliation of net cash flow to movement in net funds	2002 £	2001 £
	(Decrease)/increase in cash in the year	(151,371)	104,591
	Cash outflow from increase in liquid resources	180,796	289,784
	Movement in net funds in the year	29,425	394,375
	Opening net funds	1,337,478	943,103
	Closing net funds	1,366,903	1,337,478

- 4 **Liquid resources**
Liquid resources comprise term deposits of less than one year with bankers.

FAAC (UK) LIMITED

NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2002

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention.

The company has taken advantage of the exemption within Financial Reporting Standard No 8 not to disclose details of intra-group trading, on the grounds that it is a wholly owned subsidiary and group accounts are publicly available.

1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable accounting standards.

1.3 Turnover

Turnover represents sales invoiced to customers less credit notes, trade and financial discounts, and is stated excluding Value Added Tax.

1.4 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 & machinery	25% to 40% Straight line
Fixtures, fittings & equipment	25% to 33% Straight line
Motor vehicles	25% to 33% Straight line

1.5 Leasing

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

1.6 Investments

Investments representing term deposit balances are included at cost.

1.7 Stock

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

1.8 Pensions

The company makes defined contributions to employee's personal pension plans. The costs charged in the financial statements represent the contributions payable by the company during the year.

1.9 Deferred taxation

The accounting policy in respect of deferred tax has been changed to reflect the requirements of FRS19 - Deferred tax. Deferred tax is provided in full in respect of taxation deferred by timing differences between the treatment of certain items for taxation and accounting purposes. The deferred tax balance has not been discounted.

The above amounts to a change in accounting policy. The previous policy was to provide deferred tax only to the extent that it was probable that liabilities would crystallise in the foreseeable future.

The adoption of the standard has not required a prior period adjustment.

1.10 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 the profit and loss account.

FAAC (UK) LIMITED

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2002

2	Operating profit	2002	2001
		£	£
	Operating profit is stated after charging:		
	Depreciation of tangible assets	31,294	35,212
	Loss on disposal of fixed assets	992	(6,000)
	Operating lease rentals	61,424	45,000
	Auditors' remuneration	4,100	4,000
	Exchange losses	1,058	5,892
		<u> </u>	<u> </u>
	The directors received no emoluments from this company.		
3	Taxation	2002	2001
		£	£
	Domestic current year tax		
	U.K. corporation tax	315,994	297,947
	Adjustment for prior years	-	(14)
		<u> </u>	<u> </u>
	Current tax charge	315,994	297,933
		<u> </u>	<u> </u>
	Factors affecting the tax charge for the year		
	Profit on ordinary activities before taxation	1,055,484	970,221
		<u> </u>	<u> </u>
	Profit on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 30.00% (2001 : 30.00%)	316,645	291,066
		<u> </u>	<u> </u>
	Effects of:		
	Non deductible expenses	2,766	1,976
	Depreciation	9,388	8,764
	Capital allowances	(13,981)	(10,238)
	Other tax adjustments	1,176	6,365
		<u> </u>	<u> </u>
		(651)	6,867
		<u> </u>	<u> </u>
	Current tax charge	315,994	297,933
		<u> </u>	<u> </u>
4	Dividends	2002	2001
		£	£
	Ordinary final proposed of £9 per share (2001 - £6.50 per share)	900,000	650,000
		<u> </u>	<u> </u>

FAAC (UK) LIMITED

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2002

5 Tangible fixed assets

	Plant & machinery	Fixtures, fittings & equipment	Motor vehicles	Total
	£	£	£	£
Cost				
At 1 January 2002	43,251	65,953	83,745	192,949
Additions	43,527	26,326	17,000	86,853
Disposals	(22,019)	(15,929)	(41,384)	(79,332)
	<u>64,759</u>	<u>76,350</u>	<u>59,361</u>	<u>200,470</u>
At 31 December 2002				
Depreciation				
At 1 January 2002	41,472	56,494	36,585	134,551
On disposals	(22,019)	(15,929)	(29,092)	(67,040)
Charge for the year	4,101	6,774	20,419	31,294
	<u>23,554</u>	<u>47,339</u>	<u>27,912</u>	<u>98,805</u>
At 31 December 2002				
Net book value				
At 31 December 2002	<u>41,205</u>	<u>29,011</u>	<u>31,449</u>	<u>101,665</u>
At 31 December 2001	<u>1,779</u>	<u>9,459</u>	<u>47,160</u>	<u>58,398</u>

FAAC (UK) LIMITED

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2002

6 Fixed asset investments

	£
Cost	
At 1 January 2002 & at 31 December 2002	-

Holdings of more than 20%

The company holds more than 20% of the share capital of the following:

Company	Country of registration or incorporation	Class	Shares held %
Subsidiary undertakings			
Gate Express Limited	England and Wales	Ordinary	100

The aggregate amount of capital and reserves and the results of the above for the last relevant financial year were as follows:

	Capital and reserves	Profit for the year
Gate Express Limited	1	-

Gate Express Limited is dormant.

7	Stocks	2002 £	2001 £
	Finished goods and goods for resale	388,351	349,223

8	Debtors	2002 £	2001 £
	Trade debtors	1,116,321	1,015,140
	Prepayments and accrued income	36,538	43,466
		1,152,859	1,058,606

9	Current asset investments	2002 £	2001 £
	Term bank deposits	1,270,580	1,089,784

FAAC (UK) LIMITED

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2002

10 Creditors: amounts falling due within one year	2002 £	2001 £
Trade creditors	71,916	108,969
Amounts owed to group undertakings	502,340	416,831
Corporation tax	171,385	170,694
Other taxes and social security costs	221,671	203,857
Other creditors	4,222	3,201
Accruals and deferred income	86,905	38,304
Proposed dividend	900,000	650,000
	<u>1,958,439</u>	<u>1,591,856</u>

11 Pension costs

Defined contribution

The company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund. All contributions were paid in the year.

	2002 £	2001 £
Contributions payable by the company for the year	<u>21,807</u>	<u>19,725</u>

12 Share capital

	2002 £	2001 £
Authorised		
100,000 Ordinary shares of £ 1 each	<u>100,000</u>	<u>100,000</u>
Allotted, called up and fully paid		
100,000 Ordinary shares of £ 1 each	<u>100,000</u>	<u>100,000</u>

13 Statement of movements on profit and loss account

	Profit and loss account £
Balance at 1 January 2002	1,111,849
Retained loss for the year	(160,510)
Balance at 31 December 2002	<u>951,339</u>

FAAC (UK) LIMITED

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2002

14 Reconciliation of movements in shareholders' funds	2002 £	2001 £
Profit for the financial year	739,490	672,288
Dividends	(900,000)	(650,000)
Net (depletion in)/addition to shareholders' funds	(160,510)	22,288
Opening shareholders' funds	1,211,849	1,189,561
Closing shareholders' funds	1,051,339	1,211,849

15 Financial commitments

At 31 December 2002 the company had annual commitments under non-cancellable operating leases as follows:

	Land and buildings		Other	
	2002 £	2001 £	2002 £	2001 £
Expiry date:				
Within one year	-	45,000	-	469
Between two and five years	112,125	-	-	-
	112,125	45,000	-	469

FAAC (UK) LIMITED

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2002

16 Employees

Number of employees

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

	2002 Number	2001 Number
Commercial	7	7
Technical	5	3
Administration	5	4
	<u>17</u>	<u>14</u>

Employment costs

	£	£
Wages and salaries	433,722	379,263
Social security costs	44,638	41,196
Other pension costs	21,807	19,725
	<u>500,167</u>	<u>440,184</u>

17 Control

The directors consider that the ultimate parent company is FAAC SpA., which is registered in Italy, and the immediate parent undertaking is FAAC Overseas Holding S.A., registered in Luxembourg.

The ultimate parent company lodges group accounts with Camera di Commercio Industria Agricoltura e Artigianato, Ufficio imprese, Piazza della Costituzione, 40100 Bologna, Italy.

The ultimate controlling party is Mr M Manini, by virtue of his majority shareholding in FAAC SpA.