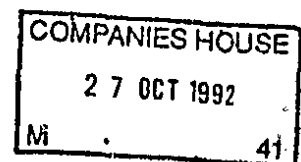


SYSTEM 2000 STOREFRONTS LIMITED
AND ITS SUBSIDIARY COMPANIES
REPORT AND FINANCIAL STATEMENTS
31st December 1991
Registered No. 2431663



SYSTEM 2000 STOREFRONTS LIMITED

DIRECTORS' REPORT

31st December 1991

The directors present their report and the audited financial statements of the group for the year ended 31st December 1991.

Principal activity

The trade and activities of Freelance Door Services Limited were transferred to System 2000 Storefronts Limited on 1st January 1991 and the principal activity of the group remained the manufacture, installation and repair of industrial and commercial doors and equipment.

Review of business

The results for the year are shown in the consolidated profit and loss account on page 4. The directors recommend that no dividend is paid and the retained profit is to be transferred to reserves.

Directors and shareholdings

The following were directors of the company at 31st December 1991

J.E. Rowley
A.E. Rowley
S.V. Rathbone

The directors' shareholdings are as follows

Director	Ordinary shares of £1 each 1991 and 1990
J.E. Rowley	980
A.E. Rowley	10
S.V. Rathbone	10

Fixed assets

The movements in fixed assets during the year are set out in note 8 to the financial statements.

SYSTEM 2000 STOREFRONTS LIMITED

DIRECTORS' REPORT

31st December 1991
(continued)

Close company provisions

The company is a close company within the meaning of the Income and Corporation Taxes Act 1988.

Auditors

The auditors, Kidsons Impey, being eligible, offer themselves for re-election. A resolution to re-appoint Kidsons Impey as the company's auditors will be proposed at the Annual General Meeting.

By order of the board

 J.E. Rowley

Secretary

39/41 Wood End Lane
Birmingham
B24 8AN

23rd April 1992

SYSTEM 2000 STOREFRONTS LIMITED

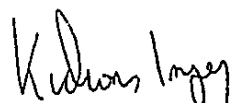
AUDITORS' REPORT

Auditors' report to the members of System 2000 Storefronts Limited

We have audited the financial statements on pages 4 to 14 in accordance with Auditing Standards.

In our opinion these financial statements give a true and fair view of the state of affairs of the group at 31st December 1991 and of the results for the year and have been properly prepared in accordance with the Companies Act 1985.

Without qualifying our opinion above we draw attention to the fact that the financial statements do not show the manner in which the operations of the company have been financed or in which its financial resources have been used during the period as required by Statement of Standard Accounting Practice No. 10.



Kidsons Impey

Registered Auditor

Chartered Accountants

Birmingham

23rd April 1992

SYSTEM 2000 STOREFRONTS LIMITED
AND ITS SUBSIDIARY COMPANIES
CONSOLIDATED PROFIT AND LOSS ACCOUNT
for the year ended 31st December 1991

	Note	1991 £	1990 £
Turnover	2	769,436	838,163
Cost of sales		(383,708)	(440,867)
Gross profit		385,728	397,296
Distribution costs		(82,834)	(87,586)
Administrative expenses		(245,471)	(250,402)
Operating profit	3	57,423	59,308
Interest payable	6	(38,763)	(45,237)
Profit on ordinary activities before taxation		18,660	14,071
Taxation	7	(6,500)	(4,019)
Retained profit for the year	16	<u>12,160</u>	<u>10,052</u>

SYSTEM 2000 STOREFRONTS LIMITED
AND ITS SUBSIDIARY COMPANIES
CONSOLIDATED BALANCE SHEET

at 31st December 1991

	Note	1991 £	1990 £
Fixed assets			
Tangible assets	8	431,824	456,046
Current assets			
Stocks	10	142,766	127,884
Debtors	11	229,409	260,248
Cash at bank and in hand		<u>79</u>	<u>21</u>
		372,254	388,153
Creditors: amounts falling due within one year	12	(191,556)	(338,408)
Net current assets		<u>180,698</u>	<u>49,745</u>
Total assets less current liabilities		612,522	505,791
Creditors: amounts falling due in more than one year	13	(201,208)	(104,937)
Provision for liabilities and charges			
Deferred tax	14	(1,800)	(3,500)
Net assets		409,514	397,354
Capital and reserves			
Called up share capital	15	1,000	1,000
Share premium		239,002	239,002
Revaluation reserve		20,000	20,000
Capital reserve		127,300	127,300
Profit and loss account	16	<u>22,212</u>	<u>10,052</u>
		409,514	397,354

The financial statements on pages 4 to 14
were approved by the board of directors
on 23rd April 1992

J.E. Rowley Director



SYSTEM 2000 STOREFRONTS LIMITED

BALANCE SHEET

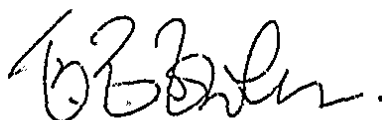
at 31st December 1991

	Note	1991 £	1990 £
Fixed assets			
Tangible assets	8	431,824	-
Investment in subsidiaries	9	<u>240,003</u>	<u>240,000</u>
		671,827	240,000
Current assets			
Stocks	10	142,766	-
Debtors	11	229,409	2
Cash at bank and in hand		<u>79</u>	<u>-</u>
		372,254	2
Creditors: amounts falling due within one year	12	<u>(588,911)</u>	<u>-</u>
Net current (liabilities)/assets		(216,657)	<u>2</u>
Total assets less current liabilities		455,170	240,002
Creditors: amounts falling due in more than one year	13	(201,208)	-
Provision for liabilities and charges			
Deferred tax	14	<u>(1,800)</u>	<u>-</u>
Net assets		<u>252,162</u>	<u>240,002</u>
Capital and reserves			
Called up share capital	15	1,000	1,000
Share premium		239,002	239,002
Profit and loss account	16	<u>12,160</u>	<u>-</u>
		<u>252,162</u>	<u>240,002</u>

The financial statements on pages 4 to 14
were approved by the board of directors
on 23rd April 1992

J.E. Rowley

Director



SYSTEM 2000 STOREFRONTS LIMITED

AND ITS SUBSIDIARY COMPANIES

NOTES ON FINANCIAL STATEMENTS

31st December 1991

1 Principal accounting policies

Basis of accounting

The financial statements have been prepared under the historical cost convention except for freehold property which is stated at valuation and in accordance with applicable accounting standards.

Depreciation

Depreciation is provided on a basis calculated to write off the relevant assets over their expected useful lives. The principal annual rates used for this purpose are

Buildings	1%	Straight line
Plant and machinery	15%	Reducing balance
Fixtures and fittings -		
Computers	15%-20%	Straight line
Others	15%	Reducing balance
Motor vehicles	25%	Reducing balance

Stocks

Stocks of raw materials have been valued at the lower of cost and net realisable value.

Deferred taxation

Deferred taxation is calculated on the liability method in respect of timing differences between profits as stated in the financial statements and as computed for tax purposes.

Hire purchase and leasing

Fixed assets acquired under hire purchase and finance lease agreements are capitalised and the corresponding liability is included in creditors. Depreciation is calculated to write off the cost of the asset over the shorter of its useful economic life and the term of the lease. Rentals paid under operating leases are charged to income as incurred.

SYSTEM 2000 STOREFRONTS LIMITED

AND ITS SUBSIDIARY COMPANIES

NOTES ON FINANCIAL STATEMENTS

31st December 1991

(continued)

Turnover

Turnover represents the invoiced value excluding value added tax of goods sold and services provided to customers and is attributable to the principal activities of the trading company, being the manufacture and installation of commercial roller shutter doors.

Turnover relates entirely to trade in the United Kingdom.

3	Operating profit	1991 £	1990 £
	Operating profit is stated after charging		
	Amortisation - deferred development expenditure	5,000	5,000
	Depreciation - owned assets	18,017	14,632
	- leased assets	7,777	15,103
	Directors' emoluments (see note 4)	70,325	62,859
	Auditors' remuneration	5,000	4,500
	Loss on sale of fixed assets	-	1,189
4	Directors' emoluments		
	Directors' emoluments	70,325	62,859
	Emoluments, excluding pension contributions are analysed as follows:		
	Chairman and highest paid director	25,056	24,904
	Other directors	Number	Number
	£10,001 - £15,000	-	1
	£15,001 - £20,000	2	1
		-	-

SYSTEM 2000 STOREFRONTS LIMITED

AND ITS SUBSIDIARY COMPANIES

NOTES ON FINANCIAL STATEMENTS

31st December 1991

(continued)

5 Staff numbers and costs

The average number of persons, including directors, employed by the group during the year was

	1991 Number	1990 Number
Production	14	18
Administration	<u>11</u>	<u>11</u>
	25	29
	<u> </u>	<u> </u>

The aggregate costs of employment were as follows

	£	£
Wages and salaries	275,041	286,689
Social security costs	30,157	27,685
Pension costs	<u>11,796</u>	<u>6,287</u>
	316,994	320,661
	<u> </u>	<u> </u>

6 Interest payable

Bank interest	31,352	36,187
Hire purchase interest	2,721	9,050
Other interest	<u>4,690</u>	<u> </u>
	38,763	45,237
	<u> </u>	<u> </u>

7 Taxation

Corporation tax on profit on ordinary activities at 25%	8,200	6,500
Deferred taxation	<u>(1,700)</u>	<u>(2,500)</u>
	6,500	4,000
Corporation tax underprovided in previous years 1988	<u> </u>	<u>19</u>
	6,500	4,019
	<u> </u>	<u> </u>

SYSTEM 2000 STOREFRONTS LIMITED

AND ITS SUBSIDIARY COMPANIES

NOTES ON FINANCIAL STATEMENTS

31st December 1991
(continued)

8	Tangible assets	Freehold property £	Plant & Machinery £	Fixtures & fittings £	Motor vehicles £	Total £
	Group					
	Cost or valuation					
	31st December 1990	345,000	108,928	21,471	121,365	596,764
	Additions	-	-	1,922	-	1,922
	Disposals	-	-	(350)	-	(350)
	31st December 1991	345,000	108,928	23,043	121,365	598,336
	Depreciation					
	31st December 1990	-	67,869	14,974	57,875	140,718
	Charge for year	2,350	6,159	1,420	15,865	25,794
	31st December 1991	2,350	74,028	16,394	73,740	166,512
	Net book value					
	31st December 1991	342,650	34,900	6,649	47,625	431,824
	31st December 1990	345,000	41,059	6,497	63,490	456,046
	Company					
	Cost or valuation					
	31st December 1990	-	-	-	-	-
	Transfers from subsidiaries	345,000	108,928	21,471	121,365	596,764
	Additions	-	-	1,922	-	1,922
	Disposals	-	-	(350)	-	(350)
	31st December 1991	345,000	108,928	23,043	121,365	598,336
	Depreciation					
	31st December 1990	-	-	-	-	-
	Transfers from subsidiaries	-	67,869	14,974	57,875	140,718
	Charge for year	2,350	6,159	1,420	15,865	25,794
	31st December 1991	2,350	74,028	16,394	73,740	166,512
	Net book value					
	31st December 1991	342,650	34,900	6,649	47,625	431,824
	31st December 1990	-	-	-	-	-

SYSTEM 2000 STOREFRONTS LIMITED
AND ITS SUBSIDIARY COMPANIES
NOTES ON FINANCIAL STATEMENTS

31st December 1991
(continued)

8	Tangible assets (continued)	1991 £	1990 £
	i. Cost or valuation comprises		
	Property at 1990 valuation	345,000	345,000
	Other assets at cost	<u>253,336</u>	<u>251,764</u>
		<u>598,336</u>	<u>596,764</u>
	ii. On an historical cost basis, properties would have been included at		Freehold properties £
	Cost at 31st December 1991		325,000
	Accumulated depreciation at 31st December, 1991		<u>2,350</u>
	Net book value 31st December 1991		<u>322,650</u>
	iii. Included in motor vehicles are hired and leased assets amounting to £23,331 (1990 £45,311).		
9	Investments	1991 £	1990 £
	Shares at cost		
	Shares in subsidiary companies	<u>240,003</u>	<u>240,000</u>

The following were wholly owned subsidiaries at the year end.

Name of company	Principal activity
Freelance Door Services Limited	Dormant company
Securidoor Limited	Dormant company

On 1st January 1991 the company acquired the share capital of Securidoor Limited from Freelance Door Services Limited.

SYSTEM 2000 STOREFRONTS LIMITED

AND ITS SUBSIDIARY COMPANIES

NOTES ON FINANCIAL STATEMENTS

31st December 1991
(continued)

10 Stocks	1991		1990	
	Group	Company	Group	Company
	£	£	£	£
Raw materials	134,458	102,434	-	-
Work in progress	<u>8,308</u>	<u>25,450</u>	=	=
	142,766	127,884	-	-

11 Debtors	1991		1990	
	Group	Company	Group	Company
	£	£	£	£
Amounts falling due within one year				
Trade debtors	218,015	248,038	-	-
Other debtors (note)	6,422	11,803	2	2
Prepayments and accrued income	<u>4,972</u>	<u>407</u>	=	=
	229,409	260,248	2	2

Note

Included in group other debtors is £5,000 relating to deferred development expenditure for the "System 3000" project. This amount is being written off over three years in equal instalments and commenced in 1989.

12 Creditors: Group amounts falling due within one year	1991		1990	
	Group	Company	Group	Company
	£	£	£	£
Element of medium term loan (at variable rate of interest) payable within one year (note 13(1))	-	-	3,107	-
Bank overdraft (note 13(1))	24,052	24,052	145,185	-
Trade creditors	85,657	85,657	94,730	-
Amounts due to subsidiary undertakings	-	397,355	-	-
Taxation	18,915	18,915	15,550	-
Other taxes and social security	31,527	31,527	36,750	-
Other creditors	2,890	2,890	-	-
Hire purchase and leasing obligations	9,325	9,325	21,066	-
Accruals	<u>19,190</u>	<u>19,190</u>	<u>22,020</u>	=
	191,556	588,911	338,408	-

SYSTEM 2000 STOREFRONTS LIMITED

AND ITS SUBSIDIARY COMPANIES

NOTES ON FINANCIAL STATEMENTS

31st December 1991
(continued)

13	Creditors: Group amounts falling due in more than one year	Group & Company £	£	£
	Element of medium term loan (as in note 12)	200,000	92,796	-
	payable in more than one year (note 1)	<u>1,208</u>	<u>12,141</u>	=
	Hire purchase and leasing obligations	201,208	104,937	-
		<u> </u>	<u> </u>	=

Notes

- i. The medium term loan and the group overdraft are secured by a first legal mortgage over the company's freehold property and a debenture from the company dated 2nd January 1980, and a life assurance policy on J.E. Rowley, which is in the name of Freelance Door Service Limited.
- ii. The bank loan of £200,000 is repayable in more than five years.
- iii. The company overdraft is the subject of a cross guarantee with its subsidiary.

14	Provision for liabilities and charges	1991 Group & Company £	1990 Group & Company £	£
	The provision for deferred tax includes the following			
	Accelerated capital allowances	<u>1,800</u>	<u>3,500</u>	-

There is a potential charge to capital gains tax if the properties were to be sold at their book values however this has not been quantified as the directors have no intention of selling at the present time.

SYSTEM 2000 STOREFRONTS LIMITED

AND ITS SUBSIDIARY COMPANIES

NOTES ON FINANCIAL STATEMENTS

31st December 1991
(continued)

15	Called up share capital	Number of shares	£
	Authorised		
	Ordinary shares of £1 each	50,000	50,000
	Issued and fully paid		
	Ordinary shares of £1 each	1,000	1,000
16	Profit and loss account	Group £	Company £
	Balance 31st December 1990	10,052	-
	Retained profit for the year	<u>12,160</u>	<u>12,160</u>
	Balance 31st December 1991	<u>22,212</u>	<u>12,160</u>
17	Capital commitments		
	There were no capital commitments authorised or contracted at 31st December 1991.		