

REGISTERED NUMBER
3315708

GREENS CHEMIST (UK) LIMITED
ABBREVIATED ACCOUNTS
YEAR ENDED 31 MAY 2002



GREENS CHEMIST (UK) LIMITED
ANNUAL REPORT AND ACCOUNTS
YEAR ENDED 31 MAY 2002

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GREENS CHEMIST (UK) LIMITED
OFFICERS AND ADVISORS
YEAR ENDED 31 MAY 2002

DIRECTORS

M H Chauhan Esq

SECRETARY

Mrs D Chauhan

REGISTERED OFFICE

1-3 St Mary's Road
Shoreham By Sea
West Sussex BN43 5ZA

REGISTERED NUMBER

3315708

AUDITORS

R K Raja & Co.
Registered Auditors
Chartered Accountants
21 Whitehouse Way
London N14 7LX

GREENS CHEMIST (UK) LIMITED

DIRECTORS' REPORT

YEAR ENDED 31 MAY 2002

The director presents his annual report, together with the audited accounts of the company for the year ended 31 May 2002.

PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The company's principal activities during the year consisted of retail chemists and wholesale of pharmaceutical goods.

The director is hopeful of achieving a profit in the ensuing year.

RESULTS AND DIVIDENDS

The trading results of the year are shown in the attached accounts.

Interim dividend of £20,000 was paid during the year for the year ended 31 May 2002 (2001: £15,000).

DIRECTOR AND HIS INTERESTS

The director who served during the year and his interests including family interests in the share capital of the company were as follows:

	At 31 May 2002 Ordinary shares of £1 each.	At 31 May 2001 Ordinary shares of £1 each.
M H Chauhan Esq	100	100

DIRECTORS' RESPONSIBILITIES

Company law requires the directors to prepare accounts 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 accounts, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- follow applicable accounting standards, subject to any material departures disclosed and explained in the accounts;
- prepare the accounts 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 accounts 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.

GREENS CHEMIST (UK) LIMITED

DIRECTORS' REPORT

YEAR ENDED 31 MAY 2002

SIGNIFICANT CHANGES IN FIXED ASSETS

Details of changes in fixed assets of the company are shown in note 5 to the accounts.

AUDITORS

In accordance with Section 385 of the Companies Act 1985, a resolution proposing the re-appointment of Messrs R K Raja & Co as auditors of the company will be put to the annual general meeting.

Signed on behalf of the board of directors

REGISTERED OFFICE:

**1-3 ST MARY'S ROAD
SHOREHAM BY SEA
WEST SUSSEX BN43 5ZA**

DATED: - 2 MAY 2003

BY ORDER OF THE BOARD

**MRS D CHAUHAN
SECRETARY**



INDEPENDENT AUDITORS' REPORT TO
GREENS CHEMIST (UK) LIMITED
UNDER SECTION 247B OF THE COMPANIES ACT 1985
YEAR ENDED 31 MAY 2002

We have examined the abbreviated accounts set out on pages 5 to 15, together with the full statutory accounts of the company for the year ended 31 May 2002 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 of 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 consider necessary to confirm, by reference to the accounts, 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 full statutory accounts.

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 5 to 15 are properly prepared in accordance with that provision.

R K Raja & Co.

DATED: - 2 MAY 2003

R K RAJA & CO
REGISTERED AUDITORS
CHARTERED ACCOUNTANTS
21 WHITEHOUSE WAY
LONDON N14 7LX

GREENS CHEMIST (UK) LIMITED
 PROFIT AND LOSS ACCOUNT
 YEAR ENDED 31 MAY 2002

	NOTE	2002	2001
		£	£
GROSS PROFIT		411180	557271
Distribution costs	3780		19380
Administrative expenses	276806		229677
		<u>280586</u>	<u>249057</u>
Operating profit/(loss)		130594	308214
Other interest receivable and similar income		4528	7361
		<u>135122</u>	<u>315575</u>
Interest payable and similar charges	2	9760	5687
PROFIT/(LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION	1	125362	309888
Taxation	4	<u>23598</u>	<u>69947</u>
PROFIT/(LOSS) ON ORDINARY ACTIVITIES AFTER TAXATION		101764	239941
Dividends		<u>20000</u>	<u>15000</u>
Retained profit/(loss) for year		81764	224941
PROFIT/(LOSS) BROUGHT FORWARD		<u>463487</u>	<u>238546</u>
PROFIT/(LOSS) CARRIED FORWARD		<u><u>545251</u></u>	<u><u>463487</u></u>

All amounts relate to continuing activities.

All recognised gains and losses are included in the profit and loss account.

The notes on pages 9 to 15 form part of these accounts.

GREENS CHEMIST (UK) LIMITED
ABBREVIATED BALANCE SHEET AT
31 MAY 2002

	NOTE	2002	2001
		£	£
FIXED ASSETS			
Tangible assets	5	43459	42500
Intangible assets	5	77000	88000
CURRENT ASSETS			
Stocks	9	600342	682481
Debtors	6	1558500	1983499
Cash at bank and in hand		3361	10485
		<u>2162203</u>	<u>2676465</u>
CREDITORS (Amounts falling due within one year)	7	<u>1706907</u>	<u>2306927</u>
NET CURRENT ASSETS/(LIABILITIES)		<u>455296</u>	<u>369538</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>575755</u>	<u>500038</u>
CREDITORS (Amounts falling due after more than one year)	7	<u>30404</u>	<u>36451</u>
TOTAL NET ASSETS/(LIABILITIES)		<u>545351</u>	<u>463587</u>
CAPITAL AND RESERVES			
Called up share capital	8	100	100
Profit and loss account		545251	463487
		<u>545351</u>	<u>463587</u>

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

Signed on behalf of the board of directors

M H CHAUHAN ESQ
DIRECTOR

DATED: - 2 MAY 2003

GREENS CHEMIST (UK) LIMITED

CASH FLOW STATEMENT

YEAR ENDED 31 MAY 2002

	NOTE	2002	2001
		£	£
Net cash inflow from operating activities	10	175827	(172135)
Returns on investments and servicing of finance			
Interest received		4528	7361
Loan interest paid		(3512)	(2881)
Interest paid		(6248)	(2806)
Capital expenditure	11	(4128)	(10855)
		<u>166467</u>	<u>(181316)</u>
Corporation tax paid		(65688)	
Equity dividends paid		(20000)	(15000)
		<u>80779</u>	<u>(196316)</u>
Financing	11	(6047)	(6678)
INCREASE/(DECREASE) IN CASH	12	<u>74732</u>	<u>(202994)</u>
Reconciliation of net cash flow to movement in net debt			
Increase/(Decrease) in cash in the period		74732	(202994)
Net debt at 1.6.2001		(80604)	122390
Net fund at 31.5.2002	12	<u>(5872)</u>	<u>(80604)</u>

GREENS CHEMIST (UK) LIMITED

ACCOUNTING POLICIES

YEAR ENDED 31 MAY 2002

The accounts have been prepared in accordance with the applicable accounting standards. The particular policies adopted are described below :

(a) Accounting convention

The accounts have been prepared under the historical cost convention.

(b) Turnover

Turnover represents the invoiced amounts of goods and services provided, net of value added tax.

(c) Depreciation

Depreciation is provided on all tangible assets at rates calculated to write off the cost or valuation of each asset over its expected useful life as follows:

Fixtures and fittings	- 15% per annum - reducing balance basis
Motor vehicles	- 25% per annum - reducing balance basis
Leasehold premises	- over the term of the lease.

The cost of goodwill is written off at an equal amount each year over a period of ten years from the date of acquisition.

(d) Stock

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

(e) Deferred taxation

Provision is made for deferred taxation using the full provision method to take account of timing differences between the incidence of income and expenditure for taxation and accounting purposes.

(f) Pension costs

Contributions in respect of the company's money purchase self administered pension scheme are charged to the profit and loss account in the year in which they are paid. The company paid contributions of £25,000 during the year (2001: £Nil).

GREENS CHEMIST (UK) LIMITED

NOTES TO THE ACCOUNTS

YEAR ENDED 31 MAY 2002

1. TURNOVER AND PROFIT/(LOSS) ON ORDINARY
ACTIVITIES BEFORE TAXATION

Profit/(Loss) on ordinary activities before
taxation is stated after charging

	2002	2001
	£	£
Depreciation of fixed assets: Charge for the year	19569	21425
Auditors' remuneration	<u>8675</u>	<u>5040</u>

2. INTEREST PAYABLE AND SIMILAR CHARGES

	2002	2001
	£	£
Bank loans, overdrafts and other loans repayable within 5 years:		
By instalments	3512	2881
Not by instalments	<u>6248</u>	<u>2806</u>
	<u>9760</u>	<u>5687</u>

GREENS CHEMIST (UK) LIMITED

NOTES TO THE ACCOUNTS

YEAR ENDED 31 MAY 2002

3. DIRECTORS AND EMPLOYEES

Staff costs:

	2002	2001
	£	£
Wages and salaries	113818	119067
Social security costs	7281	8859
Pension contributions	25000	-
	<u>146099</u>	<u>127926</u>

The average number of persons employed by the company was:

	2002	2001
Selling and administration	<u>8</u>	<u>8</u>

Staff costs include the following remuneration in respect of a director:

	2002	2001
	£	£
Emoluments for services as director	<u>25,000</u>	<u>20,835</u>

4. TAXATION

	2002	2001
	£	£
Corporation tax	<u>23598</u>	<u>69947</u>

GREENS CHEMIST (UK) LIMITED

NOTES TO THE ACCOUNTS

YEAR ENDED 31 MAY 2002

5. TANGIBLE ASSETS

	Leasehold premises	Motor vehicle	Fixtures and fittings	Total
	£	£	£	£
Cost or valuation				
At 1 June 2001	12161	22054	29098	63313
Additions	2388	-	15240	17628
Disposals	-	(14400)	-	(14400)
At 31 May 2002	<u>14549</u>	<u>7654</u>	<u>44338</u>	<u>66541</u>
Depreciation:				
At 1 June 2001	4228	9649	6936	20813
Charge for year	1883	1076	5610	8569
On disposals	-	(6300)	-	(6300)
At 31 May 2002	<u>6111</u>	<u>4425</u>	<u>12546</u>	<u>23082</u>
Net written down				
At 31 May 2002	<u>8438</u>	<u>3229</u>	<u>31792</u>	<u>43459</u>
At 31 May 2001	<u>7933</u>	<u>12405</u>	<u>22162</u>	<u>42500</u>

GREENS CHEMIST (UK) LIMITED

NOTES TO THE ACCOUNTS

YEAR ENDED 31 MAY 2002

5. INTANGIBLE ASSETS

	Goodwill	Total
	2002	2002
	£	£
COST		
At 1.6.2001 and at 31.5.2002	110,000	110,000
AMORTISATION		
At 1.6.2001	22,000	22,000
Charge for year	11,000	11,000
At 31.5.2002	33,000	33,000
NET BOOK VALUE		
At 31.5.2002	77,000	77,000
At 31.5.2001	88,000	88,000

6. DEBTORS

	2002	2001
	£	£
Trade debtors	1546156	1926689
Other debtors	-	23778
Prepayments and accrued income	12344	33032
	1558500	1983499

GREENS CHEMIST (UK) LIMITED

NOTES TO THE ACCOUNTS

YEAR ENDED 31 MAY 2002

7. CREDITORS

	2002	2001
	£	£
Amounts falling due within one year		
Bank overdraft	9233	91089
Bank loan	9559	9559
Trade creditors	1439198	1941939
Corporation taxation	95235	137325
Other taxes and social security costs	27818	18982
Director's loan account	107036	99156
Accruals and deferred income	18828	8877
	<u>1706907</u>	<u>2306927</u>
	2002	2001
	£	£
Amounts falling due after more than one year		
Bank loan	30404	36451
	<u>30404</u>	<u>36451</u>

The bank loan and overdraft is secured by way of a mortgage debenture dated 17 August 1999, creating a fixed and floating charge over the assets of the company.

8. SHARE CAPITAL

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

GREENS CHEMIST (UK) LIMITED

NOTES TO THE ACCOUNTS

YEAR ENDED 31 MAY 2002

9. STOCK

	2002	2001
	£	£
Goods for resale	600342	682481
	<u>600342</u>	<u>682481</u>

10. RECONCILIATION OF OPERATING PROFIT TO
NET CASH INFLOW FROM OPERATING ACTIVITIES

	2002	2001
	£	£
Operating profit	130594	308214
Depreciation charges	14169	21425
Decrease/(Increase) in stock	82139	(364344)
Decrease/(Increase) in debtors	424999	(1461663)
(Decrease)/Increase in creditors	(476074)	1324233
Net cash inflow from operating activities	<u>175827</u>	<u>(172135)</u>

11. CAPITAL EXPENDITURE

	2002	2001
	£	£
Payment to acquire tangible fixed assets	(17628)	(10855)
Receipt from sales of tangible fixed assets	13500	
	<u>(4128)</u>	<u>(10855)</u>

11. FINANCING

Loan repaid	<u>(6047)</u>	<u>(6678)</u>
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12. ANALYSIS OF CHANGES IN NET DEBT

	2002	2001
	£	£
Balance at 1 June 2001	(80604)	122390
Net cash inflow	74732	(202994)
Balance at 31 May 2002	<u>(5872)</u>	<u>(80604)</u>

GREENS CHEMIST (UK) LIMITED

NOTES TO THE ACCOUNTS

YEAR ENDED 31 MAY 2002

13. MOVEMENT OF SHAREHOLDERS FUND STATEMENT

A separate movement of shareholders funds statement is not provided as there are no changes for the current or previous year other than the retained profit in the profit and loss account.

14. RELATED PARTY TRANSACTIONS

Transactions involving directors

During the year the company paid rent of £27,000 (2001: £14,500) to Mr and Mrs Chauhan in respect of leases of warehouse units. The director purchased motor car from the company for £13,500 at market value.

Interests of directors

During the year the company sold goods to the value of £1,064,195 and received £35,000 for warehousing and distribution services provided to Genplus Limited, a company in which the director owns 49% of the issued ordinary share capital.

The company purchased goods to the value of £423,211 from Genplus Limited.

The above transactions were made on a normal trading basis.

The amounts receivable and payable to Genplus Limited as at 31 May 2002 amount to £697,443 and £166,132 respectively.

Controlling party

Mr M H Chauhan together with his wife control the company.