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Company Registration No. SC94191

GOODWIN ANTIQUES LIMITED

Report and Financial Statements

30 June 2003



Deloitte & Touche LLP
Edinburgh

REPORT AND FINANCIAL STATEMENTS 2003

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REPORT AND FINANCIAL STATEMENTS 2003

OFFICERS AND PROFESSIONAL ADVISERS

DIRECTORS

R R Goodwin
Mrs K A Goodwin
B R Goodwin
J Goodwin

SECRETARY

R R Goodwin

REGISTERED OFFICE

Saltire Court
20 Castle Terrace
Edinburgh
EH1 0BR

BANKERS

Clydesdale Bank plc
29 George Street
Edinburgh
EH2 2YN

SOLICITORS

Dundas & Wilson
Saltire Court
20 Castle Terrace
Edinburgh
EH1 2EN

ACCOUNTANTS

Deloitte & Touche LLP
Chartered Accountants
Edinburgh

DIRECTORS' REPORT

The directors present their annual report and financial statements for the year ended 30 June 2003.

DIRECTORS' REPORT - ACCOUNTS FOR MEMBERS

This report has been prepared in accordance with the special provisions relating to small companies under section 246 of the Companies Act 1985.

ACTIVITIES

The company's principal activity is retailing antiques and jewellery.

DIRECTORS AND THEIR INTERESTS

The directors who served throughout the year, together with their interests in the share capital of the company, are as follows:

Ordinary shares	
As at 30 June 2003 No.	As at 1 July 2002 No.

R R Goodwin	1	1
Mrs K A Goodwin	1	1
B R Goodwin	2,499	2,499
J Goodwin	2,499	2,499

Approved by the Board of Directors
and signed on behalf of the Board



28 November 2003

INDEPENDENT ACCOUNTANTS' REPORT ON THE UNAUDITED ACCOUNTS TO THE DIRECTORS OF GOODWIN ANTIQUES LIMITED

As described on the balance sheet, you are responsible for the preparation of the accounts for the year ended 30 June 2003, comprising the profit and loss account, the balance sheet and the related notes 1 to 14, and you consider that the company is exempt from an audit. In accordance with your instructions, we have compiled these unaudited accounts in order to assist you to fulfil your statutory responsibilities, from the accounting records and information and explanations supplied to us.

Deloitte & Touche LLP

Deloitte & Touche LLP

Chartered Accountants

Edinburgh

3 December 2003

PROFIT AND LOSS ACCOUNT Year ended 30 June 2003

	Note	2003 £	2002 £
TURNOVER	2	938,818	970,374
Cost of sales		(520,554)	(669,142)
Gross profit		<u>418,264</u>	<u>301,232</u>
Administrative expenses		(259,535)	(272,346)
OPERATING PROFIT	4	<u>158,729</u>	<u>28,886</u>
Interest payable and similar charges		(18,180)	(17,104)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		<u>140,549</u>	<u>11,782</u>
Tax on profit on ordinary activities	5	(27,063)	834
PROFIT FOR THE FINANCIAL YEAR		<u>113,486</u>	<u>12,616</u>
Dividends	6	(30,000)	(80,000)
RETAINED PROFIT/(LOSS) FOR THE FINANCIAL YEAR		<u>83,486</u>	<u>(67,384)</u>
Retained profit brought forward		<u>314,363</u>	<u>381,747</u>
Retained profit carried forward		<u><u>397,849</u></u>	<u><u>314,363</u></u>

BALANCE SHEET 30 June 2003

	Note	2003 £	2002 £
FIXED ASSETS			
Tangible assets	7	279,711	285,419
CURRENT ASSETS			
Stocks		596,353	477,257
Prepayments & accrued income		2,900	2,900
		599,253	480,157
CREDITORS: amounts falling due within one year	8	(421,103)	(335,986)
NET CURRENT ASSETS		178,150	144,171
TOTAL ASSETS LESS CURRENT LIABILITIES		457,861	429,590
CREDITORS: amounts falling due after more than one year	9	(55,012)	(110,227)
NET ASSETS		402,849	319,363
CAPITAL AND RESERVES			
Called up share capital	11	5,000	5,000
Profit and loss account		397,849	314,363
TOTAL EQUITY SHAREHOLDERS' FUNDS		402,849	319,363

BALANCE SHEET (continued)
30 June 2003

These accounts have been prepared in accordance with the special provisions relating to small companies under section 246 of the Companies Act 1985 and with the Financial Reporting Standard for Smaller Entities (effective June 2002).

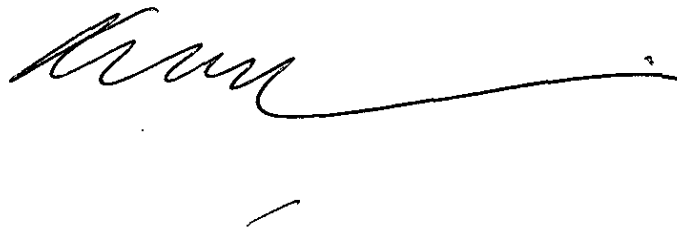
These accounts have not been audited because the company is entitled to an exemption provided by section 249A(1) of the Companies Act 1985 and its members have not required the company to obtain an audit of these accounts in accordance with section 249B(2).

The directors acknowledge their responsibilities for ensuring that the company keeps accounting records that comply with section 221 of the Companies Act 1985. The directors also acknowledge their responsibilities for preparing accounts which give a true and fair view of the state of affairs of the company as at the end of the financial year and of its profit or loss for the financial year in accordance with section 226 of the Companies Act 1985, and which otherwise comply with the requirements of that Act relating to accounts, so far as applicable to the company.

These financial statements were approved by the Directors on 28 November 2003 and we confirm that we have made available all relevant records and information for their preparation.

Signed on behalf of the Board of Directors

Director

A handwritten signature in black ink, consisting of a series of loops and a long horizontal stroke, positioned below the 'Director' label.

NOTES TO THE ACCOUNTS Year ended 30 June 2003

1 ACCOUNTING POLICIES

The financial statements are prepared in accordance with applicable accounting standards. The particular accounting policies adopted are described below.

Accounting convention

The financial statements are prepared under the historical cost convention.

Tangible fixed assets

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual value, over their expected useful lives on the following bases:

Fixtures & fittings	15% reducing balance
Computer equipment	33% straight line
Motor vehicles	25% reducing balance

Freehold property is not depreciated as, in the opinion of the directors, the amounts involved are not material.

Stocks

Stocks are stated at the lower of cost and net realisable value. Net realisable value has been assessed by the directors.

Leases

Assets obtained under finance leases and hire purchase contracts are capitalised at their fair value on acquisition and depreciated over their estimated useful lives. The finance charges are allocated over the period of the lease rentals in proportion to the capital element outstanding.

Operating lease rentals are charged to income in equal amounts over the lease term.

Pensions

The company operates a defined contribution scheme in respect of employees. Contributions are charged to the profit and loss account as incurred.

2 TURNOVER

Turnover represents amounts derived from the provision of goods and services which fall within the company's ordinary activities after deduction of trade discounts and value added tax.

The turnover, which arises in the United Kingdom, is attributable to the company's principal activity.

3 INFORMATION REGARDING DIRECTORS

	2003 £	2002 £
Directors' remuneration		
Emoluments	66,392	66,628

NOTES TO THE ACCOUNTS Year ended 30 June 2003

3 INFORMATION REGARDING DIRECTORS (continued)

	2003 No.	2002 No.
The number of directors who:		
▪ are members of a money purchase pension scheme	<u>2</u>	<u>2</u>

4 OPERATING PROFIT

	2003 £	2002 £
Operating profit is after charging:		
Depreciation	<u>7,505</u>	<u>8,731</u>

5 TAX ON PROFIT ON ORDINARY ACTIVITIES

Tax charge/(credit) for the year

	2003 £	2002 £
Current taxation		
United Kingdom corporation tax at 19% (2002 - 20%)	<u>27,063</u>	<u>(834)</u>

6 DIVIDENDS

	2003 £	2002 £
Ordinary shares		
Interim paid - £6.00 per Ordinary share		
(2002 - £16.00 per Ordinary share)	<u>30,000</u>	<u>80,000</u>

NOTES TO THE ACCOUNTS Year ended 30 June 2003

7 TANGIBLE FIXED ASSETS

	Freehold property £	Fixtures & fittings £	Computer equipment £	Motor vehicles £	Total £
Cost					
At 1 July 2002	245,985	91,145	885	39,460	377,475
Additions in year	-	-	1,797	-	1,797
At 30 June 2003	245,985	91,145	2,682	39,460	379,272
Accumulated depreciation					
At 1 July 2002	-	62,377	295	29,384	92,056
Charge in year	-	4,315	671	2,519	7,505
At 30 June 2003	-	66,692	966	31,903	99,561
Net book value					
At 30 June 2003	245,985	24,453	1,716	7,557	279,711
At 30 June 2002	245,985	28,768	590	10,076	285,419

8 CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2003 £	2002 £
Bank loan and overdraft (secured) (note 10)	364,474	294,135
Other creditors	48,662	22,642
Other taxes and social security	7,967	19,209
	421,103	335,986

9 CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	2003 £	2002 £
Bank loans (note 10)	55,012	110,227

NOTES TO THE ACCOUNTS Year ended 30 June 2003

10 BORROWINGS

	2003 £	2002 £
Bank loans and overdrafts	419,486	404,362
The maturity of the above amounts is as follows:		
In one year or less, or on demand	364,474	294,135
In more than two years but not more than five years	55,012	110,227
	419,486	404,362

11 CALLED UP SHARE CAPITAL

	2003 £	2002 £
Authorised		
10,000 Ordinary shares of £1.00 each	10,000	10,000
Called up, allotted and fully paid		
5,000 Ordinary shares of £1.00 each	5,000	5,000

12 OPERATING LEASE COMMITMENTS

At 30 June 2003 the company was committed to making the following payments during the next year in respect of operating leases:

	Land and buildings 2003 £	Land and buildings 2002 £
Leases which expire:		
Within one year	17,750	17,750

13 PENSION SCHEMES

The company operates a defined contribution pension scheme, the assets of which are held separately from those of the company in an independently administered fund.

NOTES TO THE ACCOUNTS
Year ended 30 June 2003**14 RELATED PARTY TRANSACTIONS**

Included within other creditors is a loan of £35 (2002 - £725) from B R Goodwin, a director, a loan of £11,535 (2002 - £12,225) from J Goodwin, a director, and a loan of £550 (2002 - £550) from the Goodwin Antiques Executive Benefits Plan. These loans are interest free and have no set terms for repayment.

The company paid rent of £15,000 to the Goodwin Antiques Executive Benefits Plan during the year.