DTRECTORS' REPORT

AND

STATEMENT OF ACCOUNTS

30TH APRIL 1975

THORNTON BAKER & CO. Chartered Accountants

> 28 Kenwood Park Road, SHEFFIELD, 57 1NG.

Directors' Report

The directors submit their report together with accounts for the period ended 30th April 1975.

1. Principal activities

The company is principally engaged in the supply and manufacture of materials for the building and allied trades.

2. Exports

No goods were exported from the United Kingdom during the period.

3. Profit and dividends

The profit for the period after taxation amounted to £59,645 which together with the balance of £6,148 brought forward on profit and loss account amounts to £65,793. Your directors recommend a dividend absorbing £55,000 leaving £10,793 retained.

4. Directors

The directors in office at the end of the period are listed below.

G. H. Camamile

R. G. Henton

L. Collett

The directors had no interest in the shares of the ultimate holding company at 1st October 1974 or 30th April 1975.

On 17th October 1975 Mr. G. H. Camamile resigned from the board and Mr. D. Heimann and Mr. M. Mendelsohn were appointed in accordance with the article no. 7 of the Articles of Association.

5. Land and buildings

The directors are satisfied that the value of land and buildings is in excess of the net book amount shown in the Balance Sheet.

6. Share Capital

As a result of a special resolution passed at an extraordinary general meeting held on 10th September 1975 the following alterations have been made in the company's share capital:-

- (a) The existing issued shares of £1 each were converted into Deferred Shares.
- (b) Fifteen of the existing unissued shares of £1 each were converted into "A" shares of £1 each, and issued at par for cash.

6. Share capital (continued)

- (c) The distributable profits of the company shall belong to and be distributed amongst the holders of the "A" shares to the exclusion of the holders of the Deferred Shares.
- (d) On a return of assets on liquidation or otherwise the surplus assets remaining after payment of its liabilities shall be applied first in repaying to the holders of the "A" shares the amounts paid up on such shares and the balance of such assets shall be applied as to £15,000 in making payments to the holders of the Deferred Shares in proportion to the number of such shares held by them respectively and subject thereto shall belong to and be distributed amongst the holders of the "A" shares in proportion to the amounts paid up on such shares held by them respectively.
- (e) The Deferred Shares shall not confer on their holders any right to receive notice of or to attend and vote at General Meeting of the company.
- The Auditors, Thornton Baker & Co., continue in office in accordance with Section 159(2) of the Companies Act 1948.

BY ORDER OF THE BOARD

L. COLLETT

SECRETARY

Dolomite Quarry, Warmsworth Cliff Doncaster.

30th October 1975.

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LOCKWOOD BLAGDEN & CRAWSHAW LIMITED

REPORT OF THE AUDITORS TO THE MEMBERS OF LOCKWOOD BLAGDEN & CRAWSHAW LIMITED

In our opinion the accounts and notes thereon, in particular note 7, set out on pages 4 to 9 give a true and fair view of the state of affairs of the company at 30th April 1975 and of the profit for the period ended on that date and comply with the Companies Acts 1948 and 1967.

THORNTON BAKER & CO.

Sheffield. 30th October 1975.

Chartered Accountants

PROFIT AND LOSS ACCOUNT FOR THE PERIOD OF SEVEN MONTHS ENDED 30TH APRIL 1975

		<u>Note</u>			30th Se	ths ended pt. 1974
~			£	£	£	£
(, »	Turnover	2		331,413		276,964
	Trading profit for the period before taxation	3 .		110,688		138,788
	Deduct <u>Taxation</u>	5				
	Corporation tax		41,043		73,640	
	Deferred taxation		10,000		(1,000)	
				51,043		72,640
	Net profit after taxation			59,645		66,148
	Unappropriated profits brought forward			6,148		
	경기 : 1 : 1 : 1 : 1 : 1 : 1 : 1 : 1 : 1 :			65,793		66,148
(),	Deduct Dividends					
	Interim		55,000		_	
	Proposed final		-		60,000	
				55,000		60,000
	Retained Profit			£10,793		
0				210,793		£.6,148

The notes on pages 6 to 9 form part of these accounts

BALANCE SHEET - 30TH APRIL 1975

<u>Note</u>	£	£	30th Septe €	ember 1974 £
Fixed assets 6		794,821		165,217
Goodwill 7		585,000		585,000
Current assets				3.7 4 5
Stock Debtors and prepayments Amount due from St. Clements	3,926 96,649		3,428 94,244	
Estates Ltd. Cash at bank and in hand	372 17,207		120,187	
그림 경기를 보는 사람이 되는 것이다. 경험 경기를 보고 있는 것이다.	118,154		217,859	
Current liabilities				
Creditors and accrued charges Amount due to:	53,086		36,674	
Eastminster Management Services				
Eastminster Ltd. Eastminster Securities Ltd. St. Clements Estates	21,779 47,522			
(Yorkshire Ltd.)	1,470		2,214	
Taxation 5	53,742		228,040	
Proposed dividend	55,000		60,000	
(요.)) (1) 왕조왕(2) (2) (2) (1) (2) (2) (2) (3) (2) (2) (2) (2) (2) (2) (2) (2) (2) (2	242,182		326,928	
<u>Net current assets</u>		(124,028)		(109,069
<u>Net assets</u>		£655,793		£641,148
Financed by:				
Share capital 8		15,000		15,000
Reserves		409,500		409,500
Profit and Loss Account		10,793		6,148
Total of share capital and reserv	es	435,293		430,648
Deferred taxation		220,500		210,500
(1985년 - 1985년 - 1985년 - 1985년 - 1985		£655,793		£641,148
	THIS IS		REPUTAL	79 11

L. COLLETT)

Directors

R. G. HENTON)

The notes on pages 6 to 9 form part of these accounts

NOTES TO THE ACCOUNTS 30TH APRIL 1975

Accounting Policies

The principal accounting policies of the company which have been applied in these accounts consistently throughout the period under review are summarised below -

(a) Stock

With the exception of oils, which are valued at cost, other stocks which are not a substantial figure have been included at a value estimated by the Managing Director.

(b) Depreciation

The cost of plant and machinery etc. is written off by annual instalments over their estimated useful lives. No depreciation is provided on the freehold property. The valuation of the leasehold property at 30th September 1973 is being written off by equal annual instalments over the period of the lease.

(c) Deferred taxation

The deferred taxation account represents corporation tax at 52% on the excess of the net book amount of the plant and machinery over the corresponding tax written down values, and in respect of the unrealised capital gains arising on the revaluation of land and buildings and the creation of goodwill, after adjustment for corporation tax on expenditure not immediately allowable for tax purposes.

2. Turnover

This represents the net amounts invoiced to customers for goods supplied in the course of the company's business.

Tradin profit The trading profit has been arrived at	7 months ended 30th April 1975 £	6 months ended 30th September 1974 £
After crediting: Rents receivable Interest receivable Profit on sale of fixed assets	80 3,811 2,190	70 1,742 —
After charging: Depreciation Auditors remuneration and expenses Provision for special payment to the pension scheme	23,178 100 12,500	13,859 500

Directors' emoluments		1
	7 months ended	6 months ended
	30th April	30th September
	1975 £	197 <u>4</u> £
	Nil	Nil
Other emoluments (including pension contributions)	4,344	Ni1
Chairman's Remuneration	200	Nil
Highest paid director	4,000	Nil
	Numb	<u>er</u>
Other directors up to £2,500	1	1

5. Taxation

United Kingdom corporation tax is charged at 52% for the period (52%) and amounts to:

일시를 잃었다면 없는 하는 하는 것이 되는 것이 없는 것이다.	7 months ended	6 months ended
	30th April	30th September
지, 제, 존재 (백), 계요 나를 다니면 살아 있는데 이렇다.	1975	1974
일루 : [18] 10 : 10 : 10 : 10 : 10 : 10 : 10 : 10	3	£
On the profits of the period	46,000	75,000
Deduct		
Overprovision in respect of a		
previous period	4,957	1,360
선택 등을 살아가고 있다고 보다 되는 것이다.		
	41,043	73,640
Deferred taxation (note 9)	10,000	(1,000)
	£51,043	£72,640
맛있다니다 그 아들은 아들은 이 이어를		
Taxation shown in the balance sheet		
represents:		
Corporation tax payable currently		13,040
Corporation tax payable 1.9.74 and		23,020
1.1.75	7,742	140,000
Corporation tax payable 1.7.75	,,,,,,,	75,000
Corporation tax payable 1.2.76	46,000	
경영하다 하다는 사람들이 하는 사람이 되었다.	£. 53,742	£228,040
발생하네요. 그리고 됐다고 하네 그는 아이는 그리고 있다.		

The company is a close company within the terms of Section 282 of the Income and Corporation Taxes Act 1970.

In the opinion of the directors no apportionment of income under the provisions of Section 94 of the Finance Act 1972 will arise.

6. Fixed assets

<u>Fixed assets</u>	.	Land and I		
Cost or Valuation	Plant and Machinery £	Freehold £	Leasehold Short term £	Total
At 30th September 1974 Additions in period	388,818 50,441	2,000 -	78,836 5,648	469,654 56,089
Carried forward	7 - 439,259	2,000	84,484	525,743

				14
6. Fixed assets (continued)				1/1
2 ************************************		Land and B		
	Plant and		Leasehold	m - 1 - 3
	Machinery	Freehold £	Short term	Total £
	£	· 	- 14 T	
Brought forward	439,259	2,000	84,484	525,743
Disposals in period	14,050	_		14,050
At 30th April 1975	£425,209	£2,000	£84,484	£511,693
Depreciation				
At 30th September 1974 Depreciation on assets	299,803		4,634	304,437
disposed of in period	(10,743)	· · · _ ·	_	(10,743)
Charge for the period	20,137	y in Ex	3,041	23,178
At 30th April 1975	£309,197		£7,675	£316,872
Net book amounts		n de la companya de La companya de la co		
At 30th April 1975	£116,012	£2,000	£76,809	£194,821
At 30th September 1974	£89,015	£2,000	£74,°52	£165,217
[개발] [11] [20] 그렇나는 그 그는 그 그 그 그 그 그 그 그 그 그 그 그 그 그 그 그				

The group's interests in land and buildings were professionally valued on 30th September 1973.

7. Goodwill

This represents the difference between the net book amount of the tangible assets and the value of £600,000 attributed to the company's share capital at 31st January 1974 by the directors of St. Clements Estates Limited.

This valuation is based on the assumption that there would be no material change in the terms and circumstances of the company's trade.

Shares of £1 each	£20,000			
		£15,000	£20,000	£15,000
9. Deferred taxation				£
At 30th September 1974 Increase for the period				210,500 10,000

10. Capital commitments

30th April 1975 30th September 1974

Contracted for but not provided in these accounts £78,000 £59,000 Authorised by the directors but not contracted for

Nil Nil

11. Ultimate holding company

In the opinion of the directors the ultimate holding company at 30th April 1975 was St. Clements Estates Limited, a company incorporated in England. Since that date the ultimate holding company has become Suregain Securities Limited, a company incorporated in Northern Irelend.

DIRECTORS' REPORT

AND

STATEMENT OF ACCOUNTS

19TH SEPTEMBER 1975

THORNTON BAKER & CO. Chartered Accountants

28 Fenwood Park Road, SHEFFIELD, S7 1NG

Directors' Report

The directors submit their report together with accounts for the period ended 19th September 1975.

1. Principal activities

The company is principally engaged in the supply and manufacture of materials for the building and allied trades.

2. Exports

No goods were exported from the United Kingdom during the year.

3. Profit and dividends

The profit for the period after taxation amounted to £26,903 which together with the balance of £10,793 brought forward amounts to £37,696. Your directors recommend dividends absorbing £31,548 leaving £6,148 retained.

4. Directors

The directors in office at the end of the period are listed below. All served on the Board throughout the period.

G. H. Camamile R. G. Henton

L. Collett

The directors had no interest in the shares of the ultimate holding company at 1st May 1975 or 19th September 1975.

On 17th October 1975 Mr. G. H. Camamile resigned from the board and Mr. D. Heimann and Mr. M. Mendelsohn were appointed in accordance with article No. 7 of the articles of association.

5. Land and buildings

The directors are satisfied that the value of land and buildings is in excess of the net book amount shown in the balance sheet.

6. Share capital

As a result of a special resolution passed at an extraordinary general meeting held on 10th September 1975 the following alterations have been made in the company's share capital:-

- (a) The existing issued shares of £1 each were converted into deferred
- (b) Fifteen of the existing unissued shares of £1 each were converted into "A" shares of £1 each, and issued at par for cash.
- The distributable profits of the company shall belong to and be distributed amongst the holders of the "A" shares to the exclusion (c) of the holders of the deferred shares.

6. Share capital (continued)

- (d) On a return of assets on liquidation or otherwise the surplus assets remaining after payment of its liabilities shall be applied first in repaying to the holders of the "A" shares the amounts paid up on such shares and the balance of such assets shall be applied as to £15,000 in making payments to the holders of the deferred shares in proportion to the number of such shares held by them respectively and subject thereto shall belong to and be distributed amongst the holders of the "A" shares in proportion to the amounts paid up on such shares held by them respectively.
- (e) The deferred shares shall not confer on their holders any right to receive notice of or to attend and vote at the General Meeting of the company.

7. Anditors

The auditors, Thornton Baker & Co., continue in office in accordance with Section 159(2) of the Companies Act 1948.

BY ORDER OF THE BOARD,

L. COLLETT

30th October 1975

Secretary.

Dolomite Quarry, Warmsworth Cliff, Doncaster.

REPORT OF THE AUDITORS TO THE MEMBERS OF LOCKWOOD BLAGDEN & CRAWSHAW LIMITED

In our opinion the accounts and notes thereon, in particular note 7, set out on pages 4 to 9 give a true and fair view of the state of affairs of the company at 19th September 1975 and of the profit for the period ended on that date and comply with the Companies Acts 1948 and 1967.

THORNTON BAKER & CO.

30th October 1975 Sheffield.

Chartered Accountants

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PROFIT AND LOSS ACCOUNT FOR THE PERIOD ENDED 19TH SEPTEMBER 1975

		Note				chs ended oril 1975
		11000	£	£	£	£
<u>Turnover</u>		2		199,105		331,413
<u>Trading profit</u> for before taxation		3		64,653		110,688
Deduct <u>Taxation</u>		5				
Corporation tax			19,250		41,043	
Deferred taxati	on		18,500		10,000	
				37,750		51,043
<u>Net profit</u> after	taxation			26,903		59,645
Unappropriated pr forward	ofits brought			10,793		6,148
<u> </u>				37,696		65,793
Deduct <u>Dividends</u>						
Interim			15,000		55,000	
Proposed final			16,548			
				31,548		55,000
Retained profit				£ 6,148		£10,793

The notes on pages 6 to 9 form part of these accounts

LOCKW	OOD BLAGDEN 8	crawsha	W LIMITED		24
1 Lpx 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	CE SHEET - 19				
	<u>Note</u>	£	£	30th Apri	1 1975 £
Fixed assets	6		224,278		194,821
Goodwill	7		585,000		585,000
					de de la companyon de la compa
Current assets		0.005		3,926	Taylor De Park
Stock		3,605		96,649	
Debtors and prepayments		74,036		30,043	
Amount due from:- St. Clements Estates (Yorkshire) Ltd. St. Clements Estates Nowgate Guarantee Ltd	•	802 - 15 14,703		372 17,207	
. Cash at bank and in han	u	. ———		330 354	
		93,161		118,154	
<u>Current liabilities</u>				E2 086	
Creditors and accrued of Amount due to:- St. Clements Estates St. Clements Estates		82,978 68,000		53,086	
(Yorkshire) Ltd. Eastminster Managemer Eastminster Limited Eastminster Securitie Taxation		62,856		1,470 9,583 21,779 47,522 53,742 55,000	
Proposed dividend		16 548		242,182	
Not current assets		232,776	(139,615)	242,100	(124,028)
			£669,663		£655 , 793
<u>Net assets</u>					
Financed by:	8		15,015		15,000
Share capital	ð		409,500		409,500
Reserves			6,148		10,793
Profit and Loss Accoun					435,293
Total of share capital	and reserves		430,663		220,500
Deferred taxation			239,000		
			£669,663		£655,793
				1	$\sqrt{-2}$
L. COLLETT)) Director	<u>s</u>		- lu	month.
R. G. HENTO	\	The second of	FIRILATE "B"	4	bout

The notes on pages 6 to 9 form part of these accounts

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THIS IS THE COORD ASSESSED TO IN THE ANNEXED CORSIGNATE "B!

The notes on pages 6 to 9 form part of these

NOTES TO THE ACCOUNTS 19TH SEPTEMBER 1975

1. Accounting policies

The principal accounting policies of the company which have been applied in these accounts consistently throughout the period under review are summarised below -

(a) Stock

With the exception of oils, which are valued at cost, other stocks which are not a substantial figure, have been included at a value estimated by the managing director.

(b) Depreciation

The cost of plant and machinery etc. is written off by annual instalments over their estimated useful lives. No depreciation is provided on the freehold property. The valuation of the leasehold property at 30th September 1973 is being written off by equal annual instalments over the period of the lease.

(c) Deferred taxation

The deferred taxation account represents corporation tax at 52% on the excess of the net book amount of the plant and machinery over the corresponding tax written down values, and in respect of the unrealised capital gains arising on the revaluation of land and buildings and the creation of goodwill, after adjustment for corporation tax on expenditure not immediately allowable for tax purposes.

2. Turnover

3.

This represents the net amounts invoiced to customers for goods supplied in the course of the company's business.

Trading profit	Period ended	7 months ended
	19th September	30th April
	1975	1975
The trading profit has been arrived at -	£	3
After crediting:		
Rents receivable	57	80
Interest receivabl:	727	3,811
Profit on sale of fixed assets	466	2,190
After charging:		
Depreciation	18,375	23,178
Auditors' remuneration and expenses	750	100

Directors' emoluments	Period ended 19th September 1975	7 months exceed Z 6 30th April
	£	£
Fees	Nil	Nil
Other emoluments (including pension contributions)	3,200	4,344
Chairman's remuneration Highest paid director	50 3,034	200 4,000
	Number	Number.
Other directors up to £2,500	1	1

5. Taxation

United Kingdom corporation tax is charged at 52% for the period (52%) and amounts to:

	Period ended 19th September 1975 £	7 months ended 30th April 1975
On the profits of the period Deduct	19,250	46,000
Overprovision in respect of a previous period	<u> </u>	4,957
	19,250	41,043
Deferred taxation (Note 9)	18,500	10,000
	£37,750	£51,043
Taxation shown in the balance sheet		
represents:		
Corporation tax (recoverable)/payable Corporation tax payable 1.2.76 Corporation tax payable 1.7.76	(2,394) 46,000 19,250	7,742 46,000 —
못하고 하는 경험 하다 하는 일을 일었다.	£62,856	£53,742

The company is a close company within the terms of Section 282 of the Income and Corporation Taxes Act 1970.

In the opinion of the directors no apportionment of income under the provisions of Section 94 of the Finance Act 1972 will arise.

6. Fixed assets	Land and Buildings Plant and Leasehold				
Cost or Valuation	Machinery £	Freehold £	Short term £	<u>Total</u> £	
At 30th April 1975 Additions in period	425,209 50,285	2,000	84,484 391	511,693 50,676	
Disposals in period	475,494 3,709	2,000	84,875	562,369 3,709	
At 19th September 1975	£471,785	£2,000	£84,875	£558,660	

Fixed assets (continued)		Land and Buildings			
<u>Depreciation</u>	Plant and Machinery £	Freehold £	Leasehold Short term	Total	
At 30th April 1975 Depreciation on assets disposed of in period Charge for the period	309,197 (865) 16,332	- - -	7,675 - 2,043	316,872 (865) 18,375	
At 19th September 1975	£324,664	£ _	£9,718	£334,382	
Net book amounts At 19th September 1975	£147,121	£2,000	£75,157	£224,278	
At 30th April 1975	£116,012	£2,000	£76,809	£194,821	

The group's interests in land and buildings were professionally valued on 30th September 1973.

7. Goodwill

This represents the difference between the net book amount of the tangible assets and the value of £600,000 attributed to the company's share capital at 31st January 1974 by the directors of St. Clements Estates

This valuation is based on the assumption that there would be no material change in the terms and circumstances of the company's trade.

8. <u>Share capital</u>	19th Septe	mber 1975 Issued and Fully paid	30th April 1975 Issued and Authorised Fully paid		
Shares of £1 each	£20,000		£20,000	15,000	
Deferred shares "A" Ordinary shares		15,000 15			
		£15,015		£15,000	

As a result of a special resolution at an extraordinary general meeting held on 10th September 1975 the following alterations were made to the share capital:-

- (a) the existing issued shares of £1 each were converted into deferred
- (b) fifteen of the existing unissued shares of £1 each were converted into "A" shares of £1 each, and issued at par for cash.

9. Deferred taxation		
At 30th April 1975		220,500
Increase for the period		18,500
At 19th September 1975		£239,000

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Capital commitments

30th April 1975 '9th September 1975 Contracted for but not provided £78,000 £30,000 in these accounts Authorised by the directors but not contracted for Nil Ni.1

11. Ultimate holding company

In the opinion of the directors the ultimate holding company is Suregain Securities Limited, a company incorporated in Northern Ireland.

R.G. HENTON
LIST OF DIRECTORSHIPS

Camamile Associates Lockwood Blagden Crawshaw Limited William Reed and Sons Limited William Reed Weaving Ltd William Reed Trust Company Ltd William Reed Nominees Ltd Century Dyeworks (Elland) Ltd Randall & Company (Ribbons) Ltd Qualitex Fabrics Ltd Rayondale Fabrics Ltd T. Hill & Company Ltd John Pattison (Congleton) Ltd K. Hardy & Company Ltd Matthew Newton (Textiles) Ltd John Pattison & Company Ltd John Pattison (Ramsbottom) Ltd John White (Wigan) -ttd Vitraseal Ltd Denby Dale Cloths Ltd

Henry Kay & Co. Ltd

MET OF DIRECTORGRIPS:

DAVID HEIMANN, 121 Mury Street, 100000.SM14 902.

Andre Deutsch Ltd.
Aries Investments Ltd.
Causevalian Properties Ltd.
Grendland Investments Ltd.
Kennerbrig Ltd.
Schlesinger Ltd.
United Kingdom Property Co. Ltd.
Suregain Securities Ltd.
The Gloucester & Cheltenham Greyhounds Ltd.
Andes Emmagement Services Ltd.

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Crembill Properties Ltd.

Bener Investments (Rimingham) Ltd.

Bener Properties (Ridlands) Ltd.

K.Scott Properties Ltd.

Stapleside Investments Ltd. Tisteris Ltd. Auchgeng Ltd. Sageless Ltd. Archalade Ltd. Follmount Ltd. Peachnore Ltd. Piero Investments Ltd. Pagofield Ltd. Prosess Investments Ltd. Rival Investments Ltd. Lodgewell Ltd. Kilcadona Ltd. Rowlands Ltd. Kerel Idd. Grangebrook Litd. Forndyk Ltd. Fairtower Ltd. Crestusum Ltd. Eushtonowill Ltd. Bushpark Ltd. Busheralg Ltd. E.Doutsen Investments Ltd. Perseastle Ltd. Glenhall Inventments Ltd. Morinal Lin. Paratrand Ltd. Ponchdale Ltd. Pikenere Investments Ltd. Poolthorpe Investments Ltd. Raytide Ltd. Sandstoke Ltd. Stilltower Ltd. Somena Investments Ltd. Steadcourt Ltd. Teleting Ltd. Youldke Investments Ltd. Mainiment Properties Ltd.

Lowgate & General Investments Ld.
Dowgate & General (U.V.)Ltd.
Dowgate Scientific Developments Ld.
Dowgate Securities Ltd.
Dowgate Guarantee Ltd.
Eirningham & Midland Counties
Trust Ltd.
St. Clements Estates Ltd.