

COMPANY NO. 427013

SECURON (AMERSHAM) LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

31ST DECEMBER 2007



CALDWELL & BRAHAM
Chartered Accountants
5 Bream's Buildings
London
EC4A 1DY

SECURON (AMERSHAM) LIMITED

COMPANY INFORMATION

Directors	R A. Proctor A A. Proctor T A. Proctor W.D. John V M. Adams P C Gent S. Etienne
Secretary	T A. Proctor
Company Number	427013 (England and Wales)
Registered Office	Winchmore Hill Amersham Buckinghamshire HP7 0NZ
Auditors	CALDWELL & BRAHAM Chartered Accountants Registered Auditors 5 Bream's Buildings London EC4A 1DY

SECURON (AMERSHAM) LIMITED

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SECURON (AMERSHAM) LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31ST DECEMBER 2007

The directors present their report and the financial statements for the year ended 31st December 2007

Statement of directors' responsibilities

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). The financial statements are required by law to 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 these 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.

Statement of disclosure of information to auditors

The directors of the company who held office at the date of approval of this annual report confirm that

- so far as the directors are aware, there is no relevant audit information (information needed by the company's auditors in connection with preparing their report) of which the company's auditors are unaware, and
- each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Principal activities and review of business

The principal activity of the company continued to be manufacture and assembly of motor vehicle components and accessories.

The directors consider that the results for the year, which are set out in the profit and loss account on page 5, are satisfactory but they do not recommend the payment of a dividend on the ordinary share capital.

The company has taken advantage of the exemption available to medium sized companies concerning key performance indicators.

SECURON (AMERSHAM) LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31ST DECEMBER 2007 (continued)

Future developments

No change in the principal activity of the company is anticipated in the foreseeable future

Fixed assets

Movements in fixed assets are set out in note 7 to the financial statements

Holding company

The ultimate holding company at 31st December 2007 was Securon Manufacturing Limited, a company incorporated in England

Directors

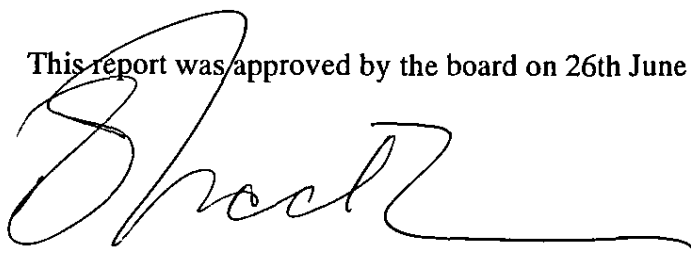
The directors who served during the year were as follows -

R A Proctor
A A Proctor
T A Proctor
W D John
V M Adams
P. C. Gent
S Etienne

Auditors

The auditors, Messrs Caldwell & Braham, Chartered Accountants, will be proposed for re-appointment at the Annual General Meeting in accordance with s 385 of the Companies Act 1985.

This report was approved by the board on 26th June 2008 and signed on its behalf.



R. A PROCTOR
Chairman

Winchmore Hill
Amersham
Bucks
HP7 0NZ

SECURON (AMERSHAM) LIMITED**INDEPENDENT AUDITORS' REPORT****TO THE SHAREHOLDERS OF SECURON (AMERSHAM) LIMITED**

We have audited the financial statements of Securon (Amersham) Limited for the year ended 31st December 2007 on pages 5 to 13. These financial statements have been prepared under the historical cost convention and the accounting policies set out on page 7.

This report is made solely to the company's members, as a body, in accordance with s 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters that we are required to state to them in an auditors' 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, or the opinions we have formed.

Respective responsibilities of directors and auditors

The directors' responsibilities for the preparation of the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the Directors' Report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if the information specified by law regarding directors' remuneration and transactions with the company is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

SECURON (AMERSHAM) LIMITED

INDEPENDENT AUDITORS' REPORT

TO THE SHAREHOLDERS OF SECURON (AMERSHAM) LIMITED (continued)

Opinion

In our opinion

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities, of the state of the company's affairs at 31st December 2007 and of its profit for the year then ended,
- the financial statements have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the Directors' Report is consistent with the financial statements

Caldwell + Braham

CALDWELL & BRAHAM
Chartered Accountants and Registered Auditor

5 Bream's Buildings
London
EC4A 1DY

26th June 2008

SECURON (AMERSHAM) LIMITED**PROFIT AND LOSS ACCOUNT****FOR THE YEAR ENDED 31ST DECEMBER 2007**

	<u>Note</u>	<u>2007</u> £	<u>2006</u> £
<u>TURNOVER</u>	2	1,971,596	1,948,144
<u>Less:</u> Cost of sales	3(a)	1,079,847	1,094,090
		<hr/>	<hr/>
<u>GROSS PROFIT</u>		891,749	854,054
<u>Less:</u> Distribution costs and administrative expenses	3(b)	515,791	446,024
		<hr/>	<hr/>
<u>OPERATING PROFIT</u>		375,958	408,030
Taxation on profit on ordinary activities	6	(102,324)	(127,248)
		<hr/>	<hr/>
<u>PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION</u>		273,634	280,782
Dividend		-	-
		<hr/>	<hr/>
<u>PROFIT FOR THE FINANCIAL YEAR</u>		<u>£ 273,634</u>	<u>£ 280,782</u>

STATEMENT OF RETAINED PROFITS

Retained profit brought forward	2,155,178	1,874,396
Profit for the financial year	273,634	280,782
	<hr/>	<hr/>
Retained profit carried forward	<u>£2,428,812</u>	<u>£2,155,178</u>

None of the company's activities were acquired or discontinued during the year and there were no recognised gains or losses for the current or previous accounting periods other than those included in the profit and loss account.

The notes on pages 7 to 13 form part of these financial statements

SECURON (AMERSHAM) LIMITED**BALANCE SHEET AS AT 31ST DECEMBER 2007**

	<u>Note</u>	<u>£</u> <u>2007</u>	<u>£</u> <u>2006</u>
<u>FIXED ASSETS</u>			
Tangible assets	7	182,455	153,046
<u>CURRENT ASSETS</u>			
Stock	8	647,348	643,362
Debtors	9	2,115,867	1,909,013
		<u>2,763,215</u>	<u>2,552,375</u>
<u>Less:</u>			
<u>CREDITORS</u>			
Amounts falling due within one year	10	511,534	544,919
		<u>2,251,681</u>	<u>2,007,456</u>
<u>NET CURRENT ASSETS</u>			
		<u>£2,434,136</u>	<u>£2,160,502</u>
<u>NET ASSETS</u>			
<u>CAPITAL AND RESERVES</u>			
Called up share capital	12	5,324	5,324
Profit and loss account		2,428,812	2,155,178
		<u>£2,434,136</u>	<u>£2,160,502</u>
<u>SHAREHOLDERS' FUNDS</u>	13		

Shareholders' funds are all equity interests.

The financial statements were approved by the board on 26th June 2008 and signed on its behalf

R. A. PROCTOR  Director

The notes on pages 7 to 13 form part of these financial statements

SECURON (AMERSHAM) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST DECEMBER 2007

1. ACCOUNTING POLICIES

Basis of presentation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards.

As permitted by FRS8, transactions between group companies have not been disclosed.

Depreciation

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

Plant, machinery, office equipment	-	reducing balance at 15% p a.
Motor vehicles	-	reducing balance at 25% p.a.
Tools - major	-	straight line basis over five years
- other	-	in year of purchase
Computer equipment	-	straight line basis over three years

Stocks

Stocks of materials, components, finished goods and work-in-progress are stated at the lower of cost and net realisable value. Cost, where appropriate, includes a proportion of overhead expenditure.

Deferred Taxation

The charge for taxation takes into account taxation deferred as a result of timing differences between the treatment of certain items for taxation and accounting purposes. In general, deferred taxation is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date. However deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Deferred taxation is measured on a non-discounted basis at the average tax rates that would apply when the timing differences are expected to reverse, based on tax rates and laws that have been enacted by the balance sheet date.

Pensions

The company contributes to employees' personal pension plans and the pension charge consists of amounts paid for the year

SECURON (AMERSHAM) LIMITED**NOTES TO THE FINANCIAL STATEMENTS** (continued)**FOR THE YEAR ENDED 31ST DECEMBER 2007****2. TURNOVER**

Turnover represents the invoiced value of goods sold stated net of value added tax

The turnover and pre-tax profit is attributable to the manufacture and assembly of motor vehicle components and accessories. An analysis of turnover by area is given below -

	<u>2007</u> £	<u>2006</u> £
United Kingdom	1,971,596	1,948,144
Export	-	-
	<hr/>	<hr/>
	£1,971,596	£1,948,144
	<hr/>	<hr/>

3 PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

The profit is stated after charging -

Depreciation of tangible fixed assets		
- owned by the company	58,696	103,662
Operating lease rentals - land and buildings	114,500	114,500
Auditors' remuneration		
Audit fees	11,150	11,150
Other services - UK	15,350	19,750
	<hr/>	<hr/>

SECURON (AMERSHAM) LIMITED**NOTES TO THE FINANCIAL STATEMENTS** (continued)**FOR THE YEAR ENDED 31ST DECEMBER 2007**

	<u>2007</u>	<u>2006</u>
	<u>£</u>	<u>£</u>
4 <u>STAFF COSTS</u>		
Staff costs, including directors' remuneration, were as follows:		
Wages and salaries	1,614,294	1,685,644
Social security costs	163,606	166,428
Other pension costs	7,836	9,979
	<u>£1,785,736</u>	<u>£1,862,051</u>

The average monthly number of employees, including directors, during the year was as follows-

	<u>Number</u>	<u>Number</u>
Management and office	8	9
Production	60	71
Selling and distribution	7	8
	<u>75</u>	<u>88</u>

5. **DIRECTORS' REMUNERATION**

Emoluments, including taxable benefits,	402,929	335,180
Contributions under money purchase pension schemes	7,234	7,977
	<u>£410,163</u>	<u>£343,157</u>

During the year retirement benefits were accruing to 2 directors (2006 - 3) in respect of money purchase schemes

Remuneration was paid as follows -

Chairman	<u>£ Nil</u>	<u>£ Nil</u>
Highest paid director	<u>£ 86,537</u>	<u>£ 77,230</u>

SECURON (AMERSHAM) LIMITED**NOTES TO THE FINANCIAL STATEMENTS** (continued)**FOR THE YEAR ENDED 31ST DECEMBER 2007**5. **DIRECTORS' REMUNERATION** (continued)

	<u>Number</u>	<u>Number</u>
Other directors, excluding pension contributions, in scale:-		
£20,001 - £25,000	-	1
£40,001 - £45,000	-	1
£50,001 - £55,000	2	-
£55,001 - £60,000	1	1
£60,001 - £65,000	-	1
£65,001 - £70,000	1	-
£75,001 - £80,000	-	1
£80,001 - £85,000	1	-
	<hr/>	<hr/>
	<u>2007</u>	<u>2006</u>
	<u>£</u>	<u>£</u>

6. **TAXATION**

UK corporation tax - current year	101,662	121,115
- prior year	662	6,133
	<hr/>	<hr/>
Total current tax charge	<u>£102,324</u>	<u>£127,248</u>

The tax assessed for the year is higher than the standard rate of UK taxation applicable to the company of 30%. The differences are explained below.

Profit on ordinary activities before tax	375,958	£408,030
	<hr/>	<hr/>
Profit on ordinary activities multiplied by standard rate of 30%	112,787	122,409
Expenses not deductible for tax purposes	6,284	5,952
Difference between depreciation and capital allowances	(7,706)	1,477
Adjustment to tax charge in respect of prior years	662	6,133
Marginal relief	(9,703)	(8,723)
	<hr/>	<hr/>
Current tax charge for the year	<u>£102,324</u>	<u>£127,248</u>

SECURON (AMERSHAM) LIMITED**NOTES TO THE FINANCIAL STATEMENTS** (continued)**FOR THE YEAR ENDED 31ST DECEMBER 2007**7 **FIXED ASSETS****Tangible Assets**

	<u>Total</u>	<u>Plant and</u>	<u>Office</u>	<u>Motor</u>	<u>Tools</u>
	<u>£</u>	<u>Machinery</u>	<u>Equipment</u>	<u>Vehicles</u>	<u>£</u>
<u>Cost</u>		<u>£</u>	<u>£</u>	<u>£</u>	
1st January 2007	818,580	504,150	136,660	114,224	63,546
Additions	92,050	28,450	7,363	35,660	20,577
(Disposals)	(39,777)	-	-	(39,777)	-
Fully depreciated assets	(66,836)	-	(3,290)	-	(63,546)
31st December 2007	<u>£804,017</u>	<u>£532,600</u>	<u>£140,733</u>	<u>£110,107</u>	<u>£20,577</u>

Depreciation

1st January 2007	665,534	414,582	101,047	86,359	63,546
Charge for year	58,696	17,702	15,302	14,895	10,797
(Disposals)	(35,832)	-	-	(35,832)	-
Fully depreciated assets	(66,836)	-	(3,290)	-	(63,546)
31st December 2007	<u>£621,562</u>	<u>£432,284</u>	<u>£113,059</u>	<u>£ 65,422</u>	<u>£ 10,797</u>

Net Book Value

31st December 2007	<u>£182,455</u>	<u>£100,316</u>	<u>£ 27,674</u>	<u>£ 44,685</u>	<u>£ 9,780</u>
31st December 2006	<u>£153,046</u>	<u>£ 89,568</u>	<u>£ 35,613</u>	<u>£ 27,865</u>	<u>£ -</u>

SECURON (AMERSHAM) LIMITED**NOTES TO THE FINANCIAL STATEMENTS** (continued)**FOR THE YEAR ENDED 31ST DECEMBER 2007**

	<u>2007</u> £	<u>2006</u> £
8. <u>STOCK</u>		
Raw materials	533,299	503,577
Finished goods	114,049	139,785
	<hr/> £ 647,348	<hr/> £ 643,362
	<hr/>	<hr/>
9 <u>DEBTORS</u>		
Trade debtors	729,156	699,255
Other debtors	-	-
Prepayments	68,737	68,147
Due from holding company	1,317,974	1,141,611
	<hr/> £2,115,867	<hr/> £1,909,013
	<hr/>	<hr/>
10 <u>CREDITORS</u>		
Amounts falling due within one year		
Trade creditors	220,415	270,572
Corporation tax	101,662	127,248
Other taxation and social security	72,608	35,639
Accruals	116,849	111,410
	<hr/> £ 511,534	<hr/> £ 544,919
	<hr/>	<hr/>
11. <u>DEFERRED TAXATION</u>		
No liability to deferred taxation arises.		
12 <u>CALLED UP SHARE CAPITAL</u>		
<u>Authorised</u>		
6,000 shares of £1 each	£ 6,000	£ 6,000
	<hr/>	<hr/>
<u>Allotted, issued and fully paid</u>		
5,324 shares of £1 each	£5,324	£5,324
	<hr/>	<hr/>

SECURON (AMERSHAM) LIMITED**NOTES TO THE FINANCIAL STATEMENTS** (continued)**FOR THE YEAR ENDED 31ST DECEMBER 2007****13. SHAREHOLDERS' FUNDS**

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

14. CAPITAL COMMITMENTS

	<u>2007</u> <u>£</u>	<u>2006</u> <u>£</u>
Contracted for but not provided in these financial statements	£ Nil	£ Nil
	<hr/>	<hr/>

15. RELATED PARTIES

Securon Manufacturing Limited is the company's immediate and ultimate parent undertaking and Mr R.A Proctor, who controls 75% of the shares in Securon Manufacturing Limited, is the company's ultimate controlling party. Intra-group balances at the accounting date are as disclosed in the notes to the financial statements.

Mr. T A. Proctor and Miss A.A. Proctor were each paid rent of £44,250 (2006 - £44,250) in respect of occupation by the group of premises which they own.