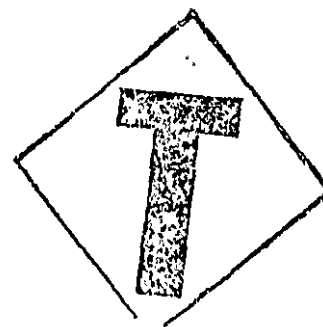


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DOBBIE & CO. LIMITED



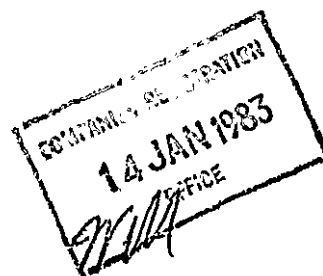
REPORT AND ACCOUNTS

31ST JULY 1981

ARNOLD HILL & CO.

Craven House,
16, Northumberland Avenue,
London WC2N 5AP.

CHARTERED ACCOUNTANTS



DOBBIE & CO. LIMITED
REPORT OF THE DIRECTORS

The Directors have pleasure in presenting their Report, together with the audited Accounts for the year ended 31st July 1981.

1. PRINCIPAL ACTIVITIES

The Company carries on the business of Nurseymen and Landscape Contractors.

2. PROFIT AND LOSS ACCOUNT

The Company made a trading profit before and after taxation of £17,208.

3. DIVIDEND

The Directors do not recommend the payment of a dividend.

4. HOLDING COMPANY

The Company is a wholly owned subsidiary of John Waterer Sons & Crisp Limited (Incorporated in England) which is the ultimate holding company.

5. DIRECTORS

The Directors who have served during the year are shown below, together with their interests in the share capital of John Waterer Sons & Crisp Limited at 1st August 1980 and 31st July 1981.

	<u>31st July 1981</u>		<u>1st August 1980</u>	
	<u>Ordinary Shares of £1 each</u>			
	<u>BENEFICIAL</u>	<u>NON BENEFICIAL</u>	<u>BENEFICIAL</u>	<u>NON BENEFICIAL</u>
Sir Michael Colman, Bart., (Chairman)	15,000	-	15,000	-
J.D.K. Barnes	50,000	-	50,000	-
M.F. Fane (died 14.1.1981)			15,000	35,000

In accordance with the Company's Articles of Association, Captain J.D.K. Barnes retires by rotation and, being eligible, offers himself for re-election.

6. INCOME AND CORPORATION TAXES ACT 1970

The Company is a close company within the meaning of the Income and Corporation Taxes Act 1970 as subsequently amended.

7. FIXED ASSETS

The Directors are of the opinion that the market value of the Company's Freehold Land and Buildings is in excess of the cost.

8. AUDITORS

Messrs. Arnold Hill & Co., Chartered Accountants, will continue in office subject to Section 14 (1) of the Companies Act 1976.

BY ORDER OF THE BOARD

C.W.J. BALLARD

Secretary.

19th April, 1982

REPORT OF THE AUDITORS TO THE MEMBERS OF
DOBBIE & CO. LIMITED

We have examined the accounts set out on pages 3 to 7 which have been prepared under the historical cost convention. Our audit has been carried out in accordance with the approved auditing standards. In our opinion the accounts give a true and fair view of the state of affairs of the company at 31st July 1981 and of the profit and statement of source and application of funds for the year ended on that date and comply with the Companies Acts 1948 to 1980.

ARNOLD HILL & CO.

CHARTERED ACCOUNTANTS

Craven House,
16, Northumberland Avenue,
London WC2N 5AP.

19th April, 1982

DOBBIE & CO. LIMITEDBALANCE SHEET

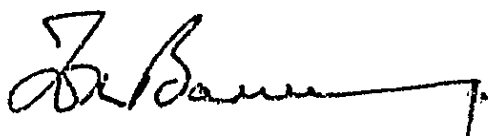
	NOTES	31ST JULY 1981	31ST JULY 1980
		£	£
Stock	1	395,865	286,962
Debtors and Prepayments		90,212	102,490
Cash in Hand		1,638	1,293
CURRENT ASSETS		487,715	390,745
Creditors and Accrued Charges		257,064	181,224
Bank Overdraft (Secured)		106,786	52,503
CURRENT LIABILITIES		363,850	233,727
NET CURRENT ASSETS		123,865	157,018
FIXED ASSETS	2	160,450	112,621
Amounts owing by Group Companies	3	4,514	1,982
ASSETS EMPLOYED		£288,829	£271,621
 SHARE CAPITAL	4	 50,000	 50,000
RESERVES	5	238,829	176,661
		288,829	226,661
DEFERRED TAXATION		-	44,960
CAPITAL EMPLOYED		£288,829	£271,621

ON BEHALF OF THE BOARD



SIR MICHAEL COLMAN, BART.

DIRECTORS



J.D.K. BARNES

The Notes on Pages 5 and 6 form part of these Accounts

DOBBIE & CO. LIMITED
PROFIT AND LOSS ACCOUNT

	<u>NOTES</u>	<u>YEAR ENDED</u> <u>31ST JULY 1981</u>	<u>YEAR ENDED</u> <u>31ST JULY 1980</u>
		<u>£</u>	<u>£</u>
TURNOVER	1	<u>£1,221,059</u>	<u>£1,175,104</u>
TRADING PROFIT before Taxation		17,208	104,098
DEFERRED TAXATION Written Back	7	44,960	(44,960)
PROFIT after adding back Deferred Tax		62,168	59,138
REVENUE RESERVES brought forward		76,859	17,721
REVENUE RESERVES carried forward		<u>£ 139,027</u>	<u>£ 76,859</u>

The Notes on pages 5 and 6 form part of the Accounts.

DOBBIE & CO. LIMITEDNOTES TO THE ACCOUNTS1. ACCOUNTING POLICIES

STOCK - Stock is valued at the lower of cost and net realisable value.

DEPRECIATION - Freehold land and buildings are no longer depreciated. All other fixed assets are depreciated on a straight line basis to write off the assets over their estimated useful life. A full year's depreciation is charged in the year of acquisition.

TURNOVER - The turnover of the Company is the amount received for goods and services rendered excluding VAT.

2. FIXED ASSETS

	Freehold Land and Buildings	Leasehold Land and Buildings (short lease)	Plant and Machinery	Motor Vehicles	Fixtures and Fittings	TOTAL
<u>COST</u>	£	£	£	£	£	£
At 1st August 1980	61,064	19,960	37,401	45,405	12,334	176,164
Additions during year	5,397	34,014	10,792	18,875	1,881	70,959
Less Disposals	-	-	-	(7,821)	-	(7,821)
At 31st July 1981	66,461	53,974	48,193	56,459	14,215	239,302
<u>DEPRECIATION</u>						
At 1st August 1980	10,820	7,260	22,010	16,533	6,920	63,543
Provided during year	-	4,967	2,994	10,878	2,843	21,682
Eliminated on Disposal	-	-	-	(6,373)	-	(6,373)
At 31st July 1981	10,820	12,227	25,004	21,038	9,763	78,852
<u>NET BOOK VALUE</u>						
At 31st July 1981	55,641	41,747	23,189	35,421	4,452	160,450
At 31st July 1980	50,244	12,700	15,391	28,872	5,414	112,621

There is a charge on the Freehold land and Buildings in favour of the Bank of Scotland

DOBBIE & CO. LIMITEDNOTES TO THE ACCOUNTS

(Continued)

3. AMOUNTS OWING TO GROUP COMPANIES

	<u>31ST JULY 1981</u>	<u>31ST JULY 1980</u>
	£	£
Owing (to)/by Holding Company	2,102	2,360
Owing by/(to) Fellow Subsidiary Companies	2,412	(378)
	<u>£4,514</u>	<u>£1,982</u>

4. SHARE CAPITAL

Authorised, Issued and Fully Paid 50,000 Ordinary shares of £1 each	<u>£50,000</u>	<u>£50,000</u>
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5. RESERVES

Capital Reserve	99,802	99,802
Revenue Reserves	<u>139,027</u>	<u>76,859</u>
	<u>£238,829</u>	<u>£176,661</u>

6. TRADING PROFIT

Trading profit is arrived at after charging:

Directors' Emoluments	17,597	11,221
Hire of Plant Machinery	20,780	18,768
Hire Purchase Charges	4,659	2,202
Depreciation	21,682	15,834
Auditors Remuneration	3,126	2,500
Bank Interest and Charges	25,596	14,053
Loss/(Profit) on Sale of Fixed Assets	276	(174)
	<u></u>	<u></u>

7. TAXATION

Transferred from/(to) Deferred Taxation	<u>£44,960</u>	<u>£(44,960)</u>
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The transfer from Deferred Taxation has arisen because of the changed stock relief measures incorporated in the Finance Act 1980.

8. CONTINGENT LIABILITY

The Company has guaranteed the Bank Overdrafts of the following Group Companies:-

John Waterer Sons and Crisp Limited
Sunningdale Nurseries Limited

9. CAPITAL COMMITMENTS

Capital Expenditure authorised by the Board but not contracted for amounts to:	<u>£ NIL</u>	<u>£25,000</u>
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DOBBIE & CO. LIMITEDSTATEMENT OF SOURCE AND APPLICATION OF FUNDS

SOURCE OF FUNDS	YEAR ENDED 31ST JULY 1981		YEAR ENDED 31ST JULY 1980	
	£	£	£	£
Profit before taxation		17,208		104,098
Adjustment for items not involving the movement of funds:				
Depreciation	21,683		15,834	
Loss/(Profit) on sale of Fixed Assets	<u>277</u>		<u>(174)</u>	
		<u>21,960</u>		<u>15,660</u>
TOTAL GENERATED FROM TRADING OPERATIONS		39,168		119,758
FUNDS FROM OTHER SOURCES				
Advances from Group Companies	-		345	
Proceeds from sale of Fixed Assets	<u>1,171</u>		<u>1,275</u>	
		<u>1,171</u>		<u>1,620</u>
TOTAL FROM ALL SOURCES		<u>£40,339</u>		<u>£121,378</u>
APPLICATION OF FUNDS				
Purchase of Fixed Assets	70,959		64,135	
Advances to Group Companies	<u>2,532</u>		<u>-</u>	
		73,491		64,135
INCREASE/(DECREASE) IN WORKING CAPITAL				
Stocks	108,903		113,211	
Debtors and prepayments	(12,278)		(5,143)	
Creditors and accrued charges	<u>(75,840)</u>		<u>(33,904)</u>	
		20,785		74,164
MOVEMENT IN NET LIQUID FUNDS		<u>(53,937)</u>		<u>(16,921)</u>
		<u>£40,339</u>		<u>£121,378</u>