

REGISTRAR

REGISTERED NUMBER

2836051

England and Wales

TRIANGLE CABLES (UK) LIMITED

ANNUAL REPORT AND ACCOUNTS

FOR THE YEAR ENDED 31ST MARCH 1997



TRIANGLE CABLES (UK) LIMITED

Directors	-	A Greenfield
	-	M Mahdavi

Secretary	-	J Milligan
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Registered Office -	62 Beresford Street Woolwich London SE18 6BG
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Auditors	-	Simpson Wreford & Co 62 Beresford Street Woolwich London SE18 6BG
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TRIANGLE CABLES (UK) LIMITED
ANNUAL REPORT AND ACCOUNTS
FOR THE YEAR ENDED 31ST MARCH 1997

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The following page does not form part
of the statutory accounts:

- 11. Detailed trading and profit
and loss account

TRIANGLE CABLES (UK) LIMITED

REPORT OF THE DIRECTORS

The directors present their annual report with the accounts of the company for the year ended 31st March 1997.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was importers and distributors of cables.

DIRECTORS

The directors in office in the year and their beneficial interest in the company's issued ordinary share capital were as follows:

	1997	1996
A Greenfield	-	-
M Mahdavi	-	-

DIRECTORS' RESPONSIBILITIES

Company law requires the directors to prepare accounts for each financial period which give a true and fair view of the state of affairs of the company as at the end of the financial period and of the profit or loss of the company for that period. In preparing these 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 a 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 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.

TRIANGLE CABLES (UK) LIMITED

REPORT OF THE DIRECTORS
(Continued)

POLITICAL AND CHARITABLE CONTRIBUTIONS

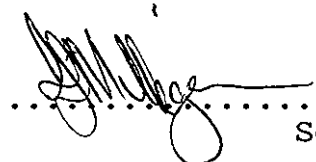
During the year the company did not make any political or charitable contributions.

AUDITORS

The auditors, Messrs Simpson Wreford & Co will be proposed for re-appointment in accordance with Section 385 of the Companies Act 1985.

In preparing the above report, the directors have taken advantage of special exemptions applicable to small companies provided by part II of schedule 8 to the Companies Act 1985.

Signed on behalf of the board of directors.


..... Secretary

Approved by the board: 23rd July 1997

**AUDITORS' REPORT TO THE SHAREHOLDERS OF
TRIANGLE CABLES (UK) LIMITED**

We have audited the accounts on pages 4 to 10 which have been prepared in accordance with the accounting policies set out on page 6.

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS

As described on page 1 the company's directors are responsible for the preparation of accounts. It is our responsibility to form an independent opinion, based on our audit, on those accounts and to report our opinion to you.

BASIS OF OPINION

We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the accounts. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the accounts, 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 accounts are free from material misstatements, 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 accounts.

OPINION

In our opinion the accounts give a true and fair view of the state of the company's affairs as at 31st March 1997 and of its loss for the year then ended and have been properly prepared in accordance with the provisions of the Companies Act 1985, applicable to small companies.

62 Beresford Street
Woolwich
London
SE18 6BG

SIMPSON WREFORD & CO



Registered Auditors
Chartered Accountants

4th November 1997

TRIANGLE CABLES (UK) LIMITED

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31ST MARCH 1997

	Notes	1997 £	Period from 1st July 1995 to 31st March 1996 £
TURNOVER	2	336421	267977
Cost of sales		(246027)	(202852)
GROSS PROFIT		90394	65125
Other operating income		-	-
Distribution costs		(102432)	(60208)
Administrative expenses		(32911)	(23774)
OPERATING (LOSS)	3	(44949)	(18857)
Loss on disposal of fixed assets		-	-
Income from investments		-	-
Interest payable		<u>-</u>	<u>-</u>
(LOSS) on ordinary activities before taxation		(44949)	(18857)
TAXATION	4	<u>5507</u>	<u>4714</u>
(LOSS) on ordinary activities after taxation		(39442)	(14143)
DIVIDENDS paid or proposed		<u>-</u>	<u>-</u>
RETAINED (LOSS) for the financial period		(39442)	(14143)
RETAINED PROFIT at 1st July 1996		<u>16519</u>	<u>30662</u>
RETAINED (LOSS) PROFIT at 31st March 1997		<u>£(22923)</u>	<u>£ 16519</u>

CONTINUING OPERATIONS

None of the company's activities were acquired or discontinued during the above two financial periods.

TOTAL RECOGNISED GAINS AND LOSSES

The company has no recognised gains or losses other than the profit or loss for the above two financial periods.

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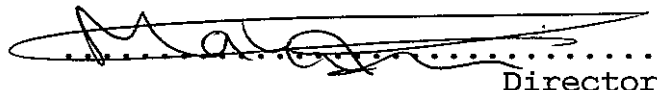
TRIANGLE CABLES (UK) LIMITED

BALANCE SHEET AT 31ST MARCH 1997

	Notes	1997	1996
		£	£
FIXED ASSETS	5	18563	2161
CURRENT ASSETS			
Stocks	6	72733	14188
Debtors	7	148372	153804
Cash at bank and in hand		<u>15892</u>	<u>41793</u>
		<u>236997</u>	<u>209785</u>
CREDITORS: - amounts falling due within one year	8	<u>267156</u>	<u>195425</u>
NET CURRENT (LIABILITIES) ASSETS		(<u>30159</u>)	<u>14360</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		(11596)	16521
CREDITORS: - amounts falling due after more than one year	9	(<u>11325</u>)	-
		£(22921)	£ 16521
CAPITAL AND RESERVES			
Called up share capital	10	2	2
Profit and loss account		(<u>22923</u>)	<u>16519</u>
Shareholders funds	11	£(22921)	£ 16521

The directors have taken advantage of special exemptions conferred by part 1 of schedule 8 to the Companies Act 1985 applicable to small companies in the preparation of the accounts and have done so on the grounds that, in our opinion, the company is entitled to those exemptions.

Signed on behalf of the board of directors.


.....
Director

Approved by the board

23rd July 1997

TRIANGLE CABLES (UK) LIMITED**NOTES TO THE ACCOUNTS****FOR THE YEAR ENDED 31ST MARCH 1997****1. ACCOUNTING POLICIES****BASIS OF ACCOUNTING**

The accounts have been prepared under the historical cost convention.

CASH FLOW

The accounts do not include a cash flow statement because the company, as a small reporting entity, is exempt from the requirement to prepare such a statement under Financial Reporting Standard 1 'Cash flow statements'.

TURNOVER

Turnover represents net invoiced sales of goods, excluding VAT.

TANGIBLE FIXED ASSETS

Depreciation is provided, at the following annual rates in order to write off each asset over its estimated useful life:

Office Equipment	- 25% on written down value
Motor Vehicles	- 25% on written down value

STOCKS

Stocks and work-in-progress are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items. Cost includes all direct expenditure and an appropriate proportion of fixed and variable overheads.

DEFERRED TAXATION

Provision is made at current rates for taxation deferred in respect of all material timing differences except to the extent that, in the opinion of the directors, there is reasonable probability that the liability will not arise in the foreseeable future.

FOREIGN CURRENCIES

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of the transaction. Exchange differences are taken into account in arriving at the operating profit (loss).

LEASING ASSETS

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against profit as incurred.

Assets held under finance leases and hire purchase contracts are capitalised and depreciated over their useful lives. The corresponding lease or hire purchase obligation is treated in the balance sheet as a liability. The interest element of rental obligations is charged to profit and loss account over the period of the lease at a constant proportion of the outstanding balance of capital repayments.

TRIANGLE CABLES (UK) LIMITED

NOTES TO THE ACCOUNTS

FOR THE YEAR ENDED 31ST MARCH 1997

2. TURNOVER

Turnover attributable to the Australian market amounted to £90621 during the year. (1996 - £8188).

3. OPERATING (LOSS)

The operating loss (1996 loss) is stated after charging:

	1997 £	1996 £
Auditors' remuneration	2000	2000
Depreciation	6353	498
	<u> </u>	<u> </u>

4. TAXATION

	£	£
UK Corporation tax at 25%	-	-
Corporation tax at 25% refundable	<u>5507</u>	<u>4714</u>
	5507	4714
	<u> </u>	<u> </u>

5. FIXED ASSETS

	Office equipment £	Motor vehicles £	TOTAL £
Cost			
At 1st April 1996	2659	-	2659
Additions	<u>-</u>	<u>22755</u>	<u>22755</u>
Balance at 31st March 1997	<u>2659</u>	<u>22755</u>	<u>25414</u>
Depreciation			
At 1st April 1996	498	-	498
Charge for the year	<u>665</u>	<u>5688</u>	<u>6353</u>
Balance at 31st March 1997	<u>1163</u>	<u>5688</u>	<u>6851</u>
Net Book Value			
At 31st March 1997	<u>1496</u>	<u>17067</u>	<u>18563</u>
At 31st March 1996	<u>2161</u>	<u>-</u>	<u>2161</u>

The motor vehicle detailed above is held under a finance lease agreement.

TRIANGLE CABLES (UK) LIMITED

NOTES TO THE ACCOUNTS

FOR THE YEAR ENDED 31ST MARCH 1997

6. STOCKS	£	£
Finished goods	72733	14188
	<u> </u>	<u> </u>
7. DEBTORS	1997	1996
	£	£
Trade debtors	100608	122116
Corporation tax	10221	4714
Holding company	32874	25980
Prepayments	<u>4669</u>	<u>994</u>
	<u>148372</u>	<u>153804</u>

All debtors are due within one year. Included in trade debtors is £651 due from Triangle Cables Pty, the holding company.

8. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	£	£
Trade creditors	231096	149323
Taxation and social security	2563	7498
Corporation tax	-	10221
Loan with holding company	19967	16367
Accruals	7709	12016
Hire purchase	<u>5821</u>	<u>-</u>
	<u>267156</u>	<u>195425</u>

Included in trade creditors is £211381 due to Triangle Cables Pty, the holding company.

9. CREDITORS: AMOUNTS FALLING DUE AFTER
MORE THAN ONE YEAR

	£	£
Hire purchase (all due between two and five years)	11325	-
	<u> </u>	<u> </u>

10. CALLED UP SHARE CAPITAL

	£	£
Authorised 100 ordinary shares of £1 each	100	100
	<u> </u>	<u> </u>
Allotted called up and fully paid 2 ordinary shares of £1 each	2	2
	<u> </u>	<u> </u>

TRIANGLE CABLES (UK) LIMITED

NOTES TO THE ACCOUNTS

FOR THE YEAR ENDED 31ST MARCH 1997

11. RECONCILIATION OF MOVEMENTS ON SHAREHOLDERS FUNDS

	1997 £	1996 £
(Loss) for the financial year after taxation	(39442)	(14143)
Opening shareholders' funds at 1st April 1996	<u>16521</u>	<u>30664</u>
Closing shareholders' funds at 31st March 1997	<u>(22921)</u>	<u>16521</u>

12. CONTINGENT LIABILITIES

There were no contingent liabilities at 31st March 1997.
(1996 - £Nil).

13. COMMITMENTS

CAPITAL COMMITMENTS

There were no capital commitments either contracted for or authorised by the directors but not contracted for at 31st March 1997. (1996 - £Nil).

14. ULTIMATE HOLDING COMPANY

The company's ultimate holding company is Triangle Cables Pty which is incorporated in Australia.

15. POST BALANCE SHEET EVENTS

There were no significant post balance sheet events.

16. RELATED PARTY TRANSACTIONS

The company is a wholly owned subsidiary of Triangle Cables Pty, a company incorporated in Australia.

Several trading transactions took place during the year between the company and Triangle Cables Pty, which can be analysed as follows:-

	£
Sales to: Triangle Cables Pty	90621
	<u> </u>
Sales ledger balance at 31st March 1997	651
	<u> </u>
Purchases from Triangle Cables Pty	310333
	<u> </u>
Purchase ledger balance at 31st March 1997	211381
	<u> </u>

(10)

TRIANGLE CABLES (UK) LIMITED

NOTES TO THE ACCOUNTS

FOR THE YEAR ENDED 31ST MARCH 1997

16. RELATED PARTY TRANSACTIONS (Continued)

£

Nominal ledger:

Debtor at 31st March 1997

32874

Creditor at 31st March 1997

19967

All transactions took place at arms length and under normal trading circumstances.