### REPORT OF THE DIRECTORS AND

### FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2004

### **FOR**

# THE SHROPSHIRE AND TELFORD & WREKIN CONNEXIONS PARTNERSHIP LIMITED

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# COMPANY INFORMATION for the year ended 31st March 2004

**DIRECTORS:** K A Bradshaw

M J Lowe C A Davies R K Austin L Nicholson J E Jones I Yarroll P Taylor P Harrison P J Corston N C Phillips

**SECRETARY:** H W Bailes

**REGISTERED OFFICE:** First Floor, Victoria House

Victoria Quay Welsh Bridge Shrewsbury Shropshire SY1 1HH

**REGISTERED NUMBER:** 2993054 (England and Wales)

AUDITORS: Howard Worth

Chartered Accountants and

Registered Auditors The Heysoms 163 Chester Road Northwich

Cheshire CW8 4AQ

**BANKERS:** The Co-operative Bank

42 Greengate Street

Stafford Staffordshire ST16 2BU

## REPORT OF THE DIRECTORS for the year ended 31st March 2004

The directors present their report with the financial statements of the company for the year ended 31st March 2004.

#### PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of the provision of impartial support and advice on health, employment, lifestyle, housing, finance and learning to young people and adults, and support services to schools, colleges, employers and training suppliers in Shropshire, Telford and Wrekin.

#### **REVIEW OF BUSINESS**

The results for the year and financial position of the company are as shown in the annexed financial statements.

#### DIVIDENDS

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No dividends will be distributed for the year ended 31st March 2004.

#### DIRECTORS

The directors during the year under review were:

K A Bradshaw

- appointed 17/11/2003

M J Lowe

C A Davies

R K Austin

L Nicholson

J E Jones

I Yarroll

P Taylor

P Harrison

P J Corston

N C Phillips

S J Jackson

- resigned 20/6/2003

The directors holding office at 31st March 2004 did not hold any beneficial interest in the issued share capital of the company at 1st April 2003 (or date of appointment if later) or 31st March 2004.

### STATEMENT OF DIRECTORS' RESPONSIBILITIES

Company law requires the directors to prepare financial statements for each financial year which 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 those 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.

# REPORT OF THE DIRECTORS for the year ended 31st March 2004

### **AUDITORS**

The auditors, Howard Worth, will be proposed for re-appointment in accordance with Section 385 of the Companies Act 1985.

### ON BEHALF OF THE BOARD:

K A Bradshaw - Director

8th July 2004

### REPORT OF THE INDEPENDENT AUDITORS TO THE SHAREHOLDERS OF THE SHROPSHIRE AND TELFORD & WREKIN CONNEXIONS PARTNERSHIP LIMITED

We have audited the financial statements of The Shropshire and Telford & Wrekin Connexions Partnership Limited for the year ended 31st March 2004 on pages five to sixteen. These financial statements have been prepared under the historical cost convention (as modified by the revaluation of certain fixed assets) and the accounting policies set out therein.

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

#### Respective responsibilities of directors and auditors

As described on page two the company's directors are responsible for the preparation of financial statements in accordance with applicable law and United Kingdom Accounting Standards.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

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 Report of the Directors 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 information specified by law regarding directors' remuneration and transactions with the company is not disclosed.

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

#### Basis of audit opinion

We conducted our audit in accordance with United Kingdom 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 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.

#### **Opinion**

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 31st March 2004 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Howard Worth

Chartered Accountants and

Saul Wes

Registered Auditors

The Heysoms

163 Chester Road

Northwich

Cheshire

CW8 4AQ

8th July 2004

# PROFIT AND LOSS ACCOUNT for the year ended 31st March 2004

Ŋ	Notes	31.3.04 £	31.3.03 £
TURNOVER		6,251,188	5,660,131
Cost of sales		5,244,655	4,651,284
GROSS PROFIT		1,006,533	1,008,847
Administrative expenses		980,930	1,089,810
OPERATING PROFIT/(LOSS)	3	25,603	(80,963)
Interest receivable and similar income		89,686	62,311
PROFIT/(LOSS) ON ORDINARY ACTIV BEFORE TAXATION	TITIES	115,289	(18,652)
Tax on profit/(loss) on ordinary activities	4	17,040	11,314
PROFIT/(LOSS) FOR THE FINANCIAL AFTER TAXATION	YEAR	98,249	(29,966)
RETAINED PROFIT/(DEFICIT) FOR THE YEAR		98,249	(29,966)

### **CONTINUING OPERATIONS**

None of the company's activities were acquired or discontinued during the current and previous years.

### TOTAL RECOGNISED GAINS AND LOSSES

The company has no recognised gains or losses other than the profit for the current year and the loss for the previous year.

### BALANCE SHEET 31st March 2004

		31.3,0	04	31.3.0	3
	Notes	£	£	£	£
FIXED ASSETS					
Tangible assets	5		132,682		190,062
CURRENT ASSETS					
Debtors	6	924,604		653,243	
Cash at bank and in hand		2,235,585		1,866,237	
		3,160,189		2,519,480	
CREDITORS					
Amounts falling due within one year	7	2,364,452		1,928,973	
NET CURRENT ASSETS			795,737		590,507
TOTAL ASSETS LESS CURRENT LIABILITIES			928,419		780,569
CREDITORS Amounts falling due after more than year	one 8		_		(30,154)
BDOVICIONS FOR LIABIT THES					
PROVISIONS FOR LIABILITIES AND CHARGES	10		(79,755)		-
			848,664		750,415
CAPITAL AND RESERVES					
Called up share capital	11		2,000		2,000
Share premium	12		199,000		199,000
Revaluation reserve	12		23,500		23,500
Working capital fund	12		58,000		58,000
Profit and loss account	12		566,164		467,915
SHAREHOLDERS' FUNDS	15		848,664		750,415

ON BEHALF OF THE BOARD:

K A Bradshaw - Director

Approved by the Board on 8th July 2004

# CASH FLOW STATEMENT for the year ended 31st March 2004

	Notes	31.3.04 £	31.3.03 £
Net cash inflow			
from operating activities	1	303,345	454,012
Returns on investments and			
servicing of finance	2	89,686	62,311
Taxation		(11,839)	(9,830)
Capital expenditure	2	(11,844)	(56,547)
Increase in cash in the period		369,348	449,946
Reconciliation of net cash flow to movement in net funds	3		
Increase in cash in the period		369,348	449,946
Change in net funds resulting from cash flows		369,348	449,946
Movement in net funds in the perio	d	369,348	449,946
Net funds at 1st April		1,866,237	1,416,291
Net funds at 31st March		2,235,585	1,866,237

# NOTES TO THE CASH FLOW STATEMENT for the year ended 31st March 2004

# 1. RECONCILIATION OF OPERATING PROFIT/(LOSS) TO NET CASH INFLOW FROM OPERATING ACTIVITIES

	31.3.04	31.3.03
	£	£
	25,603	(80,963)
	69,224	85,935
	(271,361)	401,463
	479,879	47,577
	303,345	454,012
ETTED IN THE CASH	FLOW STAT	EMENT
	21.2.04	31.3.03
		£
	89,686	62,311
ing of finance	89,686	62,311
	(11,844)	(56,547)
	(11,844)	(56,547)
		At
		31/3/04
t	t	£
1,866,237	369,348	2,235,585
<del></del>		
	ang of finance  At 1/4/03	£  25,603 69,224 (271,361) 479,879 303,345  ETTED IN THE CASH FLOW STATE  31.3.04 £  89,686 89,686  (11,844) (11,844) (11,844)  £  At 1/4/03 £  Cash flow £

1,866,237

369,348

2,235,585

2.

3.

Total

## NOTES TO THE FINANCIAL STATEMENTS for the year ended 31st March 2004

#### 1. ACCOUNTING POLICIES

#### Accounting convention

The financial statements have been prepared under the historical cost convention modified to include the revaluation of freehold properties.

#### Turnover

Turnover represents the invoiced value, net of value added tax, of goods sold and services provided to customers.

#### Tangible fixed assets

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

Freehold land and buildings - 2% on cost
Leasehold improvements - 20% on cost
Fixtures, fittings and equipment - 25% on cost and
20% on cost

#### **Retirement Benefits**

The company operates a defined benefit pension scheme. The regular pension cost is charged to the profit and loss account and is based on the expected pension costs over the service life of the employees. The current pension deficit is spread in the profit and loss account over the remaining service lives of current employees.

#### **Revaluation of Properties**

The freehold property was professionally revalued on an existing use open market value basis, in accordance with the Statement of Assets Valuation Practice No 4 and the Guidance Notes of the Royal Institution of Chartered Surveyors.

The freehold property is professionally revalued every five years with an interim valuation in year three.

#### Government grants

Grants received relating to capital expenditure are credited to the profit and loss account over a period equivalent to the estimated useful economic lives of the assets to which they relate, as in accordance with SSAP 4. Grants received relating to revenue expenditure are credited to the profit and loss account in the year relating to the associated expenditure.

#### Leasing commitments

Rentals paid under operating leases are charged to the profit and loss account as incurred.

#### 2. STAFF COSTS

	31.3.04	31,3.03
	£	£
Wages and salaries	3,459,636	3,161,985
Social security costs	240,725	185,335
Other pension costs	222,942	200,874
	3,923,303	3,548,194
The average monthly number of employees during the year was as follows:		
	31.3.04	31.3.03
Office and management	167	162 ====

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# NOTES TO THE FINANCIAL STATEMENTS - continued for the year ended 31st March 2004

### 3. **OPERATING PROFIT/(LOSS)**

4.

The operating profit (2003 - operating loss) is stated after charging:

	31.3.04	31.3.03
Depreciation - owned assets	£ 69,224	£ 85,935
Auditors remuneration	6,000	12,000
Operating lease rentals	111,202	112,045
	<del></del>	
Directors' emoluments	37,291	58,000
	<del></del>	
The number of directors to whom retirement benefits were accruing was as follows	3:	
Defined benefit schemes	1	1
	==	
TAXATION		
Analysis of the tax charge  The tax charge on the profit on ordinary activities for the year was as follows:		
The tax charge on the profit on ordinary activities for the year was as follows.	31.3.04	31.3.03
	£	£
Current tax: UK corporation tax	17,040	11,839
Over/under provision of corporation tax in prior	17,010	11,033
years		(525)
Total current tax	17,040	11,314
Tax on profit/(loss) on ordinary activities	17,040	11,314
Tail on promit (1000) on ordinary activities	=====	
Factors affecting the tax charge		
The tax assessed for the year is lower than the standard rate of corporation tax	in the UK. Th	e difference is
explained below:		
	31.3.04	31.3.03
	£	£
Profit/(loss) on ordinary activities before tax	115,289	(18,652)
Profit/(loss) on ordinary activities		
multiplied by the standard rate of corporation tax	21.005	(2.544)
in the UK of 19% (2003 - 19%)	21,905	(3,544)
Effects of:		. =
Non taxable items Over/under provision in prior years	(4,865)	15,383 (525)
Over/under provision in prior years	· <del></del>	(323)
Current tax charge	17,040	11,314

# NOTES TO THE FINANCIAL STATEMENTS - continued for the year ended 31st March 2004

### 5. TANGIBLE FIXED ASSETS

	Freehold land and buildings £	Leasehold improvements £	Fixtures, fittings and equipment £	Totals £
COST OR VALUATION				
At 1st April 2003	63,500	31,814	270,778	366,092
Additions		<del>_</del>	11,844	11,844
At 31st March 2004	63,500	31,814	282,622	377,936
DEPRECIATION				
At 1st April 2003	3,500	16,227	156,303	176,030
Charge for year	1,250	5,943	62,031	69,224
At 31st March 2004	4,750	22,170	218,334	245,254
NET BOOK VALUE				
At 31st March 2004	58,750	9,644	64,288	132,682
At 31st March 2003	60,000	15,587	114,475	190,062

Cost or valuation at 31st March 2004 is represented by:

			Fixtures,	
	Freehold		fittings	
	land and	Leasehold	and	
	buildings	improvements	equipment	Totals
	£	£	£	£
Valuation in 2001	23,500	-	-	23,500
Cost	40,000	31,814	282,622	354,436
	63,500	31,814	282,622	377,936

If freehold land and buildings had not been revalued they would have been included at the following historical cost:

	31.3.04	31.3.03
	£	£
Cost	40,000	40,000
	<del></del>	<del></del>
Aggregate depreciation	3,200	2,400

Freehold land and buildings were valued on an open market basis on 23rd April 2001 by Bowen Son and Watson, Chartered Surveyors.

A valuation will take place in the summer of 2004 in line with FRS 15.

# NOTES TO THE FINANCIAL STATEMENTS - continued for the year ended 31st March 2004

6. <b>DEBTORS</b>
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O.	DEDIUKS		
		31.3.04	31.3.03
		£	£
	Amounts falling due within one year:		
	Trade debtors	525,240	279,406
	Other debtors	50,352	39,504
	Prepayments and accrued income	348,012	333,333
	Trophyments and average moonie		
		923,604	652,243
	Amounts falling due after more than one year:		
	Called up share capital not paid	1,000	1,000
	Cancu up snare capital not paid	====	====
	A garagete emerints	024.604	652.242
	Aggregate amounts	924,604	653,243
7.	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
7.	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	21.2.04	21.2.02
		31.3.04	31.3.03
	m 1 4.	£	£
	Trade creditors	188,184	256,327
	Taxation	17,040	11,839
	Social security and other taxes	369,566	298,383
	Other creditors	800,061	464,914
	Accruals and deferred income	989,601	897,510
		2,364,452	1,928,973
8.	CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR		
	# PAR PAR	31.3.04	31.3.03
		£	£
	Accruals and deferred income	_	30,154
			=

### 9. OBLIGATIONS UNDER LEASING AGREEMENTS

The following payments are committed to be paid within one year:

### Operating leases

	Land and buildings		Other	
	31.3.04 £	31.3.03 £	31.3.04 £	31.3.03 £
Expiring:				
Within one year	28,721	-	-	843
Between one and five years	22,800	51,521	-	_
In more than five years	59,400	59,400		
	110,921	110,921	-	843

### NOTES TO THE FINANCIAL STATEMENTS - continued for the year ended 31st March 2004

10.	PROVISION FOR LIABILITIES AND CHARGES

	31.3.04 £	31.3.03 £
Other provisions	79,755	-
	<b>===</b>	
CALLED UP SHARE CAPITAL		

### 11.

Authorised:				
Number:	Class:	Nominal	31.3.04	31.3.03
		value:	£	£
1,480	'A' Ordinary	£1	1,480	1,480
520	'B' Ordinary	£1	520	520
			2,000	2,000
				===
Allotted and	issued:			
Number:	Class:	Nominal	31.3.04	31.3.03
		value:	£	£
1,480	'A' Ordinary	£1	1,480	1,480
520	'B' Ordinary	£1	520	520
			2,000	2,000
				===

500 'A' ordinary shares of £1 each and 500 'B' ordinary shares of £1 each have been fully paid.

#### DECEDVES 12.

At 1st April 2003 Retained profit for the year	Profit and loss account £ 467,915 98,249	Share premium £ 199,000	Revaluation reserve £ 23,500	Working capital fund £ 58,000	Totals £ 748,415 98,249
At 31st March 2004	566,164	199,000	23,500	58,000	846,664
Profit and loss account excluding pension liability Pension reserve	566,164 (1,677,000)				
Profit and loss account	(1,110,836)				

The working capital fund may only be used to support the Connexions grant funded work and is repayable to the Department of Education and Skills in the event of the company being wound up.

### NOTES TO THE FINANCIAL STATEMENTS - continued for the year ended 31st March 2004

#### 13. PENSION COMMITMENTS

The company operates a defined benefit scheme in the UK. A full actuarial valuation was carried out at 31st March 2001 and updated to 31st March 2004 by a qualified independent actuary. The major assumptions used by the actuary were:

	31/3/04	31/3/03	31/3/02
Rate of increase in salaries	4.3%	4%	4%
Rate of increase in pensions in payment	2.8%	2.5%	2.5%
Discount rate for scheme liabilities	6.3%	5.4%	6%
Inflation assumption	2.8%	2.5%	2.5%

The assets in the scheme and the expected rate of return were:

	Long-term rate of return expected at 31/3/04	Value at 31/3/04 f.	Long-term rate of return expected at 31/3/03	Value at 31/3/03 £	Long-term rate of return expected at 31/3/02	Value at 31/3/02 £
Equities	7.5%	4,388,000	7.5%	3,263,000	8%	4,154,800
Bonds	4.7%	191,000	4.5%	941,000	6%	998,400
Property	6.5%	382,000	6.5%	323,000	0%	46,800
Other	4%	63,000	3.7%	18,000	4%	-
Other bonds	5.5%	1,335,000	5.4%		0%	
Total market value of assets	3	6,359,000		4,545,000		5,200,000
Present value of scheme lia	bilities	(8,036,000)		(6,428,000)		(4,800,000)
Deficit in scheme		(1,677,000)		(1,883,000)		400,000
Net pension (liability)/asset		(1,677,000)		(1,883,000)		400,000

### Analysis of the amount that will be included within operating profit under FRS 17

	31.3.04 £	31.3.03 £
Current service cost Past service cost	447,000 15,000	339,000
Total operating charge	462,000	339,000

### Analysis of the amount that will be included as other finance income under FRS 17

	31.3.04 £	31.3.03 £
Expected return on pension scheme assets Interest on pension scheme liabilities	332,000 (372,000)	413,000 (307,000)
Net return	(40,000)	106,000

### NOTES TO THE FINANCIAL STATEMENTS - continued for the year ended 31st March 2004

### 13. PENSION COMMITMENTS - continued

Analysis of amount that will be included within the statement of total recognised gains and losses under FRS 17

Actual return less expected return on pension scheme assets Changes in assumptions underlying the present value of the scheme liabilities	31.3.04 £ 789,000 (304,000)	31.3.03 £ (1,553,000) (698,000)
Actuarial gain/(loss)	485,000	(2,251,000)
Movement in deficit during the year	31.3.04 £	
Deficit in scheme at start of year  Movement in year:	(1,883,000)	
Current service cost Contributions Past service costs Other finance costs Actuarial gain  Deficit in scheme at end of year	(447,000) 223,000 (15,000) (40,000) 485,000 (1,677,000)	
History of experience gains and losses	31.3.04	31.3.03
Difference between the expected and actual return on scheme assets: amount (£) percentage of scheme assets	789,000 12%	(1,553,000) (34)%
Experience gains and losses on scheme liabilities: amount (£) percentage of the present value of the scheme liabilities	0	0 -
Total actuarial gain or loss: amount (£) percentage of the present value of the scheme liabilities	485,000 6%	(2,251,000) (35)%

#### 14. RELATED PARTY DISCLOSURES

The company is controlled by Shropshire County Council (SCC), Telford & Wrekin Council (TWC), and Shropshire Chamber of Commerce Training and Enterprise Limited (SCCTE), each of which own 37%, 37%, and 26% respectively of the company's issued share capital. M J Lowe and S L Holmes, both directors of The Shropshire and Telford & Wrekin Connexions Partnership Limited, are also directors of SCCTE.

During the year the company purchased services from SCC totalling £292,598 in respect of consultancy, administrative and printing services, and also made sales for services to them totalling £60,122. In addition, £14,821 is included in trade debtors at the year end. At the year end the company also owed SCC £998,511 in relation to payroll costs.

During the year, the company made sales for services to TWC totalling £30,534. Amounts owed from TWC were £26,825 at the year end.

# NOTES TO THE FINANCIAL STATEMENTS - continued for the year ended 31st March 2004

### 15. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	31.3.04 £	31.3.03 £
Profit/(Loss) for the financial year	98,249	(29,966)
Net addition/(reduction) to shareholders' funds Opening shareholders' funds	98,249 750,415	(29,966) 780,381
Closing shareholders' funds	848,664	750,415
Equity interests	848,664	750,415

### 16. CONTROLLING PARTY

There is no controlling party of the company.