DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 JULY 2002

REGISTRATION NUMBER 3408261

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COMPANY INFORMATION

Directors

G Churchill

C Terry

S E Churchill T C Terry

Secretary

Mr G Churchill

Company Number

3408261

Accountants

Wagstaffs

Richmond House Walkern Road Stevenage Herts SG1 3QP

Business Address

10 Riding Close West Bromwich

West Midlands

CONTENTS

	Page
Directors' Report	1
Accountants' Report	2
Profit and Loss Account	3
Balance Sheet	4 - 5
Notes to the Financial Statements	6 - 9

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 JULY 2002

The directors present their report and the financial statements for the year ended 31 July 2002.

Principal Activity

The principal activity of the company during the year was power plant engineering.

Directors and their Interests

The directors who served during the year and their interests in the company are as stated below:

	Ordinar	Ordinary A shares		Ordinary B shares	
	2002	2001	2002	2001	
G Churchill	25	25	-	-	
C Terry	25	25	-	_	
S E Churchill	-	-	24	24	
T C Terry	-	-	24	24	

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 the affairs of the company and of the profit or loss of the company for that year. In preparing these the directors are required to:

- select suitable accounting policies and apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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.

This report is prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

This report was approved by the Board on 27/12/22..... and signed on its behalf by

Mr G Churchill Secretary 9.

ACCOUNTANTS' REPORT TO THE DIRECTORS OF

CHURCHILL HANDLEY LTD

As described on the Balance Sheet you are responsible for the preparation of the financial statements for the year ended 31 July 2002 set out on pages 3 to 9 and you consider that the company is exempt from an audit. In accordance with your instructions we have compiled these unaudited financial statements, in order to assist you to fulfil your statutory responsibilities, from the accounting records and information supplied to us.

Wagstaffs

Richmond House Walkern Road Stevenage Herts SG1 3OP

Date: 16th Jany 2003

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31 JULY 2002

		2002	2001
	Notes	£	£
Turnover	2	307,291	286,971
Cost of sales		(124,491)	(136,062)
Gross profit		182,800	150,909
Administrative expenses		(98,165)	(97,546)
Operating profit	3	84,635	53,363
Interest receivable and similar income		922	1,750
Profit on ordinary activities before taxation		85,557	55,113
Tax on profit on ordinary activities	6	(16,618)	(10,947)
Profit on ordinary activities after taxation		68,939	44,166
Dividends	7	(65,320)	(49,080)
Retained profit/(loss) for the	year	3,619	(4,914)
Retained profit brought forward		47,485	52,399
Retained profit carried forwa	rd	51,104	47,485

BALANCE SHEET

AS AT 31 JULY 2002

	2002		2001		
	Notes	£	£	£	£
Fixed Assets					
Tangible assets	8		1,666		1,534
Current Assets					
Stocks		6,000		6,000	
Debtors	9	36,602		41,150	
Cash at bank and in hand		45,401		39,712	
		88,003		86,862	
Creditors: amounts falling					
due within one year	10	(38,465)		(40,811)	
Net Current Assets			49,538		46,051
Total Assets Less Current					
Liabilities			51,204		47,585
Capital and Reserves					======
Called up share capital	11		100		100
Profit and loss account			51,104		47,485
Shareholders' Funds			51,204		47,585
					

The directors' statements required by Section 249B(4) are shown on the following page which forms part of this Balance Sheet.

BALANCE SHEET (CONTINUED)

DIRECTORS' STATEMENTS REQUIRED BY SECTION 249B(4)

In approving these financial statements as directors of the company we hereby confirm:

- (a) that for the year stated above the company was entitled to the exemption conferred by Section 249A(1) of the Companies Act 1985;
- (b) that no notice has been deposited at the registered office of the company pursuant to Section 249B(2) requesting that an audit be conducted for the year ended 31 July 2002 and
- (c) that we acknowledge our responsibilities for:
- (1) ensuring that the company keeps accounting records which comply with Section 221, and
- (2) preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of the financial year and of its profit or loss for the year then ended in accordance with the requirements of Section 226 and which otherwise comply with the provisions of the Companies Act relating to financial statements, so far as applicable to the company.

These financial statements are prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and in accordance with the Financial Reporting Standard for Smaller Entities (effective March 2000).

The financial statements were approved by the Board on $\frac{29}{12}$ and signed on its behalf by

G Churchill Director 9. 60.0

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 JULY 2002

1. Accounting Policies

1.1. Accounting convention

The financial statements are prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective March 2000).

1.2. Turnover

Turnover represents the total invoice value, excluding value added tax, of sales made during the year.

1.3. Tangible fixed assets and depreciation

Depreciation is provided at rates calculated to write off the cost less residual value of each asset over its expected useful life, as follows:

Computer equipment

33.33% Straight Line

1.4. Stock

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

1.5. Pensions

The pension costs charged in the financial statements represent the contribution payable by the company during the year.

The regular cost of providing retirement pensions and related benefits is charged to the profit and loss account over the employees' service lives on the basis of a constant percentage of earnings.

1.6. Deferred taxation

Provision is made for deferred taxation using the liability method to take account of timing differences between the incidence of income and expenditure for taxation and accounting purposes except to the extent that the directors consider that a liability to taxation is unlikely to materialise.

2. Turnover

The total turnover of the company for the year has been derived from its principal activity wholly undertaken in the UK.

3.	Operating profit	2002	2001
		£	£
	Operating profit is stated after charging:		
	Depreciation and other amounts written off tangible assets	1,217	767

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 JULY 2002

4	Directors' emolum	onte
4.	Directors emolum	ents

	2002	2001
	£	£
Remuneration and other benefits	55,215	55,178

5. Pension costs

The company operates a defined contribution pension scheme in respect of the directors. The scheme and its assets are held by independent managers. The pension charge represents contributions due from the company and amounted to £7,943 (2001 - £7,943).

6.	Taxation	2002	2001
	UV avvent man togetion	£	£
	UK current year taxation		
	UK Corporation Tax	16,618	10,755
	Prior years		
	UK Corporation Tax	-	192
		16,618	10,947
7.	Dividends	2002	2001
		£	£
	Ordinary dividends paid	65,320	49,080
	^		-

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 JULY 2002

8.	Tangible fixed assets		
		Fixtures, fittings equipment	Total
		£	£
	Cost		
	At 1 August 2001	2,301	2,301
	Additions	1,349	1,349
	At 31 July 2002	3,650	3,650
	Depreciation		
	At 1 August 2001	767	767
	Charge for the year	1,217	1,217
	At 31 July 2002	1,984	1,984
	Net book values		
	At 31 July 2002	1,666	1,666
	At 31 July 2001	1,534	1,534
9.	Debtors		
		2002	2001
		£	£
	Trade debtors	36,602	41,050
	Other debtors	-	100
		36,602	41,150

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 JULY 2002

10.	Creditors: amounts falling due within one year	2002 £	2001 £
	Trade creditors	12,694	10,490
	Corporation tax	16,618	10,755
	Other taxes and social security costs	5,864	6,403
	Directors' accounts	2,089	11,963
	Accruals and deferred income	1,200	1,200
		38,465	40,811
11.	Share capital	2002 £	2001 £
	Authorised	500	500
	500 Ordinary A shares of £1 each	500	
	500 Ordinary B shares of £1 each	500	500
		<u>1,000</u>	
	Allotted, called up and fully paid		
	52 Ordinary A shares of £1 each	52	52
	48 Ordinary B shares of £1 each	48	48
		100	100
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