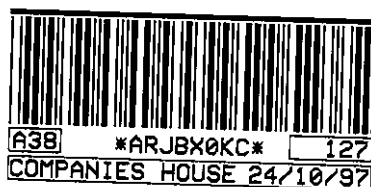


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Report of the Directors and
Financial Statements for the Year Ended 31 October 1996
for
Century Engineering & Refrigeration Installations Ltd;



Century Engineering & Refrigeration Installations Ltd;

Index to the Financial Statements
for the Year Ended 31 October 1996

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Century Engineering & Refrigeration Installations Ltd;

Company Information
for the Year Ended 31 October 1996

DIRECTORS: J L Hazelton
Mrs N A J Hazelton

SECRETARY: Mrs N A J Hazelton

REGISTERED OFFICE: Unit 7, Monaco Works
Station Road
Kings Langley
HERTS.
WD4 8LQ

REGISTERED NUMBER: 1921649 (England and Wales)

AUDITOR: Paul Barnes
Registered Auditor
Chartered Certified Accountant
The Studio
14 Deep Acres
Amersham
Bucks HP6 5NX

Century Engineering & Refrigeration Installations Ltd;

Report of the Directors
for the Year Ended 31 October 1996

The directors present their report with the financial statements of the company for the year ended 31 October 1996.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of refrigeration, air conditioning and installation engineers.

DIRECTORS

The directors during the year under review were:

J L Hazelton
Mrs N A J Hazelton

The beneficial interests of the directors holding office on 31 October 1996 in the issued share capital of the company were as follows:

	31.10.96	1.11.95
Ordinary £1.00 shares		
J L Hazelton	1	1
Mrs N A J Hazelton	1	1

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 judgments 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.

AUDITOR

The auditor, Paul Barnes, will be proposed for re-appointment in accordance with Section 385 of the Companies Act 1985.

In preparing this report, the directors have taken advantage of special exemptions applicable to small companies conferred by Part II of Schedule 8 to the Companies Act 1985.

ON BEHALF OF THE BOARD:

.....
- DIRECTOR

Dated: 14 JUNE 1997

Century Engineering & Refrigeration Installations Ltd;

Report of the Auditor to the Shareholders of
Century Engineering & Refrigeration Installations Ltd;

I have audited the financial statements on pages four to eleven which have been prepared under the historical cost convention, as modified by the revaluation of certain fixed assets, and the accounting policies set out on page seven.

Respective responsibilities of directors and auditor

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


Basis of opinion

I conducted my 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 financial statements. It also includes an assessment of the significant estimates and judgments 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.

I planned and performed my audit so as to obtain all the information and explanations which I considered necessary in order to provide me 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 my opinion I also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In my opinion the financial statements give a true and fair view of the state of the company's affairs as at 31 October 1996 and of its profit for the year then ended and have been properly prepared in accordance with the provisions of the Companies Act 1985 applicable to small companies.


Paul Barnes
Registered Auditor
Chartered Certified Accountant
The Studio
14 Deep Acres
Amersham
Bucks HP6 5NX

Dated: 14 JUL 97

Century Engineering & Refrigeration Installations Ltd;

Profit and Loss Account
for the Year Ended 31 October 1996

		31.10.96	31.10.95
	Notes	£	£
TURNOVER	2	868,601	827,039
Cost of sales		698,708	620,570
		-----	-----
GROSS PROFIT		169,893	206,469
Administrative expenses		104,341	106,683
		-----	-----
OPERATING PROFIT	3	65,552	99,786
Interest receivable and similar income	4	3,321	4,438
		-----	-----
		68,873	104,224
Interest payable and similar charges		2,084	3,806
		-----	-----
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		66,789	100,418
Tax on profit on ordinary activities	5	19,760	27,612
		-----	-----
PROFIT FOR THE FINANCIAL YEAR AFTER TAXATION		47,029	72,806
Dividends	6	18,000	18,000
		-----	-----
		29,029	54,806
Retained profit brought forward		251,917	197,111
		-----	-----
RETAINED PROFIT CARRIED FORWARD		£280,946	£251,917
		=====	=====

CONTINUING OPERATIONS

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

The notes form part of these financial statements

Century Engineering & Refrigeration Installations Ltd;

Statement of Total Recognised Gains and Losses
for the Year Ended 31 October 1996

	31.10.96	31.10.95
	-----	-----
	£	£
PROFIT FOR THE FINANCIAL YEAR	47,029	72,806
revaluation of freehold property	(15,000)	-
	-----	-----
TOTAL RECOGNISED GAINS AND LOSSES	£32,029	£72,806
RELATING TO THE YEAR	=====	=====

NOTE OF HISTORICAL COST PROFITS AND LOSSES
for the Year Ended 31 October 1996

	31.10.96	31.10.95
	-----□□	-----□□
	£	£
REPORTED PROFIT		
ON ORDINARY ACTIVITIES BEFORE TAXATION	66,789	100,418
revaluation of freehold property	15,000	-
	-----	-----
HISTORICAL COST PROFIT		
ON ORDINARY ACTIVITIES BEFORE TAXATION	£81,789	£100,418
	=====	=====
Historical cost profit		
for the year retained after taxation		
and dividends	£29,029	£54,806
	=====	=====

The notes form part of these financial statements

Century Engineering & Refrigeration Installations Ltd;

Balance Sheet
31 October 1996

		31.10.96		31.10.95	
	Notes	£	£	£	£
FIXED ASSETS:					
Tangible assets	7		83,823		105,096
CURRENT ASSETS:					
Stocks	8	23,410		65,202	
Debtors	9	303,377		114,315	
Cash at bank and in hand		43,812		220,589	
		<u>370,599</u>		<u>400,106</u>	
CREDITORS: Amounts falling due within one year	10	228,192		293,001	
		<u>228,192</u>		<u>293,001</u>	
NET CURRENT ASSETS:			142,407		107,105
			<u>142,407</u>		<u>107,105</u>
TOTAL ASSETS LESS CURRENT LIABILITIES:			£226,230		£212,201
			<u>£226,230</u>		<u>£212,201</u>
CAPITAL AND RESERVES:					
Called up share capital	11		2		2
Revaluation reserve	12		(54,718)		(39,718)
Profit and loss account			280,946		251,917
			<u>280,946</u>		<u>251,917</u>
Shareholders' funds	15		£226,230		£212,201
			<u>£226,230</u>		<u>£212,201</u>

In preparing these financial statements, the directors have taken advantage of special exemptions applicable to small companies conferred by Part I of Schedule 8 to the Companies Act 1985. The directors have done so on the grounds that, in their opinion, the company is entitled to the benefit of those exemptions because it meets the qualifying conditions for small companies as stated in Section 247 of the Companies Act 1985.

ON BEHALF OF THE BOARD

.....
- DIRECTOR

.....
- DIRECTOR

Approved by the Board on 4 June '97

The notes form part of these financial statements

Century Engineering & Refrigeration Installations Ltd;

Notes to the Financial Statements
for the Year Ended 31 October 1996

1. **ACCOUNTING POLICIES**

Accounting convention

The financial statements have been prepared under the historical cost convention as modified by the revaluation of certain assets.

Financial Reporting Standard Number 1

Exemption has been taken from preparing a cash flow statement on the Grounds that the company qualifies as a small company.

Turnover

Turnover represents net invoiced sales of goods, excluding value added tax.

Tangible fixed assets

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

Stocks

Stock is valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

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.

2. **TURNOVER**

The turnover and profit before taxation are attributable to the one principal activity of the company.

3. **OPERATING PROFIT**

The operating profit is stated after charging:

	31.10.96	31.10.95
	£	£
Hire of plant and machinery	-	2,934
Removal of Rubbish	719	-
Depreciation - owned assets	6,273	9,518
Auditor's remuneration	1,800	2,375
	=====	=====
Directors' emoluments	-	-
	===	===

4. **INTEREST RECEIVABLE AND SIMILAR INCOME**

	31.10.96	31.10.95
	£	£
Deposit account interest	1,378	3,073
Building Society Interest	1,943	1,365
	-----	-----
	3,321	4,438
	=====	=====

Century Engineering & Refrigeration Installations Ltd;

Notes to the Financial Statements
for the Year Ended 31 October 1996

5. **TAXATION**
The tax charge on the profit on ordinary activities for the year was as follows:

	31.10.96	31.10.95
	£	£
	19,760	27,612
	=====	=====

Dividend

UK Corporation tax has been charged at 24.5% (1995 - 25%)

6. **DIVIDENDS**

Equity shares:
Dividend

	31.10.96	31.10.95
	£	£
	18,000	18,000
	=====	=====

7. **TANGIBLE FIXED ASSETS**

COST OR VALUATION:
At 1 November 1995
Deficit on revaluation

At 31 October 1996

DEPRECIATION:
At 1 November 1995
Charge for year

At 31 October 1996

NET BOOK VALUE:
At 31 October 1996

At 31 October 1995

Land and buildings	Plant and machinery etc	Totals
£	£	£
80,000	48,861	128,861
(15,000)	-	(15,000)
65,000	48,861	113,861
-	23,765	23,765
-	6,273	6,273
-	30,038	30,038
65,000	18,823	83,823
80,000	25,096	105,096
=====	=====	=====

Century Engineering & Refrigeration Installations Ltd;

Notes to the Financial Statements
for the Year Ended 31 October 1996

6. **TANGIBLE FIXED ASSETS - continued**

Cost or valuation at 31 October 1996 is represented by:

	Land & Buildings

	£
Freehold land and building - At cost	119,718
Deficit on valuation in 1996 (cumulative)	(54,718)

	65,000
	=====

During the year under review the directors' have determined that the Company's freehold property assets should be revalued to reflect current realisable values.

8. **STOCKS**

	31.10.96	31.10.95
	£	£
Stock	23,410	65,202
	=====	=====

8. **DEBTORS: AMOUNTS FALLING
DUE WITHIN ONE YEAR**

	31.10.96	31.10.95
	£	£
Sales Ledger Control Account	297,527	105,315
Debtors & Prepayments	1,350	-
Adv. Corp Tax Recoverable	4,500	9,000
	-----	-----
	303,377	114,315
	=====	=====

9. **CREDITORS: AMOUNTS FALLING
DUE WITHIN ONE YEAR**

	31.10.96	31.10.95
	£	£
Bank loans and overdrafts (see note 10)	34,483	124,953
Directors current accounts	3,989	4,321
CER Intercompany Account	-	(1,775)
Creditors & Accruals	118,514	84,315
Bad Debts Provision	6,000	6,000
Bank Loan	1,334	4,924
Dividend proposed	33,474	33,474
V.A.T.	8,148	4,799
Taxation	17,750	27,490
ACT Payable	4,500	4,500
	-----	-----
	228,192	293,001
	=====	=====

Century Engineering & Refrigeration Installations Ltd;

Notes to the Financial Statements
for the Year Ended 31 October 1996

10. **LOANS AND OVERDRAFTS**

An analysis of the maturity of loans and overdrafts is given below:

Amounts falling due within one year or on demand:
Bank overdrafts

31.10.96	31.10.95
£	£
34,483	124,953
=====	=====

11. **CALLED UP SHARE CAPITAL**

Authorised:
Number: Class:

100 Ordinary

Nominal
value:
£1.00

31.10.96	31.10.95
£	£
100	100
=====	=====

Allotted, issued and fully paid:
Number: Class:

2 Ordinary

Nominal
value:
£1.00

31.10.96	31.10.95
£	£
2	2
==	==

12. **REVALUATION RESERVE**

Brought forward
additions

31.10.96	31.10.95
£	£
(39,718)	(39,718)
(15,000)	-
-----	-----
(54,718)	(39,718)
=====	=====

13. **TRANSACTIONS WITH DIRECTORS**

Mr J L Hazelton, a director of the Company, is the sole proprietor of CERCO an unincorporated business which supplies, at arms length and on full commercial terms, consultancy services to the Company. During the course of the year under review the Company was invoiced £123,662 (1995 - £94,220).

14. **RELATED PARTY TRANSACTIONS**

J L Hazelton is the proprietor of CERCO; an unincorporated business which supplies professional services at arms length to the Company. During the year under review the value of such services amounted to £123,641 (1995 - £93,027).

Century Engineering & Refrigeration Installations Ltd;

Notes to the Financial Statements
for the Year Ended 31 October 1996

15. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	31.10.96	31.10.95
	£	£
Profit for the financial year	47,029	72,806
Dividends	(18,000)	(18,000)
	-----	-----
	29,029	54,806
Other recognised gains and losses		
revaluation reserve - freehold property	(15,000)	-
	-----	-----
NET ADDITION TO SHAREHOLDERS' FUNDS	14,029	54,806
Opening shareholders' funds	212,201	157,395
	-----	-----
CLOSING SHAREHOLDERS' FUNDS	226,230	212,201
	=====	=====
 Equity interests	 226,230	 212,201
	=====	=====

Century Engineering & Refrigeration Installations Ltd;

Trading and Profit and Loss Account
for the Year Ended 31 October 1996

	31.10.96	31.10.95
	£	£
	868,601	827,039
Sales		
Cost of sales:		
Opening stock	65,202	30,202
Purchases	487,708	527,989
Consumables	15,572	14,566
Travel & Expenses	29,128	15,623
Consultancy	123,662	94,220
Computer Operation Costs	-	2,934
Protective Clothing	846	238
	722,118	685,772
	(23,410)	(65,202)
Closing stock	698,708	620,570
	169,893	206,469
GROSS PROFIT		
Other income:		
Deposit account interest	1,378	3,073
Building Society Interest	1,943	1,365
	3,321	4,438
	173,214	210,907
Expenditure:		
Wages	49,056	54,296
Office Costs	2,481	620
Telephone	12,066	9,187
Printing, Postage & Stationary	1,803	7,204
Motor & Travel	6,265	4,826
Professional Subscriptions	648	177
Removal of Rubbish	719	-
Sundry expenses	156	2,172
Auditors remuneration	1,800	2,375
Accountancy	1,876	417
Legal fees	235	1,635
Advertising	7,790	5,682
Entertainment	5,012	1,358
Rates & water	3,361	3,076
Insurance	2,658	2,863
Light & heat	1,053	1,082
Repairs	1,089	645
	98,068	97,615
	75,146	113,292
Carried forward		

This page does not form part of the statutory financial statements

Century Engineering & Refrigeration Installations Ltd;

Trading and Profit and Loss Account
for the Year Ended 31 October 1996

	31.10.96	31.10.95
	£	£
Brought forward	75,146	113,292
Finance costs:		
Bank Interest	2,084	3,806
Bank Charges	—	(450)
	2,084	3,356
	73,062	109,936
Depreciation:		
Motor vehicles	5,864	7,817
Office Equipment	409	1,701
	6,273	9,518
	£66,789	£100,418
NET PROFIT		