

FOWLERS OF BRISTOL LIMITED

Company number

711079

ABBREVIATED ACCOUNTS

FOR THE YEAR ENDED 31 DECEMBER 1994

INDEX

PAGE

Report of the directors

1 – 2

Special report of the auditors

3 – 4

Accounting policies

5 – 6

Abbreviated profit and loss account

7

Abbreviated balance sheet

8

Cash flow statement

9

Notes to the abbreviated accounts

10 – 17



FOWLERS OF BRISTOL LIMITED

REPORT OF THE DIRECTORS

The directors present their report together with financial statements for the year ended 31 December 1994.

Principal activities

The company is principally engaged in the selling and repairing of motorcycles and the selling of motorcycle spares and accessories.

Business review

The business has continued to trade profitably and the directors expect this level of trading to continue. The directors consider the financial position at the year end to be satisfactory.

There was a profit for the year after taxation amounting to £519,558. The directors do not recommend payment of a dividend and the profit has therefore been retained.

Directors

The directors in office at the end of the year are listed below. All the directors served throughout the year.

Mr D W Goodger – Browne and Mr F Cokayne retired from the Board on 1 April 1994 and 31 October 1994 respectively.

The interests of the directors in the shares of the company at 1 January 1994 and at 31 December 1994 were as follows:—

	'A' Ordinary Shares 1994 and 1993	'B' Ordinary Shares 1994 and 1993
H C Fowler	376	—
E F Fowler	374	100
H C Fowler and E F Fowler as trustees	—	6,000
L D Fowler	75	—
F R Hart	75	999
S L Fowler	225	1,350

Directors' responsibilities for the financial statements

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, for safeguarding the assets of the company and for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Auditors

Grant Thornton offer themselves for reappointment as auditors in accordance with section 385 of the Companies Act 1985.

ON BEHALF OF THE BOARD

A handwritten signature in dark ink, appearing to read 'H.C. Fowler', followed by a horizontal line.

H C Fowler
Director

28 September 1995

REPORT OF THE AUDITORS TO THE DIRECTORS OF FOWLERS OF BRISTOL LIMITED
PURSUANT TO PARAGRAPH 24 OF SCHEDULE 8
TO THE COMPANIES ACT 1985

We have examined the abbreviated accounts on pages 5 to 17 together with the full financial statements of Fowlers of Bristol Limited prepared under section 226 of the Companies Act 1985 for the year ended 31 December 1994.

Respective responsibilities of directors and auditors

The directors are responsible for preparing the abbreviated accounts in accordance with Schedule 8 to the Companies Act 1985. It is our responsibility to form an independent opinion as to the company's entitlement to the exemptions claimed in the directors' statement on page 8 and whether the abbreviated accounts have been properly prepared in accordance with that Schedule.

Basis of opinion

We have carried out the procedures we considered necessary to confirm, by reference to the audited financial statements, that the company is entitled to the exemptions and that the abbreviated accounts have been properly prepared from those financial statements. The scope of our work for the purpose of this report does not include examining or dealing with events after the date of our report on the full financial statements.

Opinion

In our opinion the company is entitled under sections 246 to 249 of the Companies Act 1985 to the exemptions conferred by Section B of Part III of Schedule 8 to that Act, in respect of the year ended 31 December 1994, and the abbreviated accounts on pages 5 to 17 have been properly prepared in accordance with that Schedule.

On 28 September 1995 we reported, as auditors of Fowlers of Bristol Limited, to the members on the full financial statements prepared under section 226 of the Companies Act 1985 for the year ended 31 December 1994 and our report was as follows:

"We have audited the financial statements on pages 4 to 16 which have been prepared under the accounting policies set out on pages 4 and 5.

Respective responsibilities of directors and auditors

As described on page 2 the company's directors are responsible for the preparation of financial statements. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

REPORT OF THE AUDITORS TO THE DIRECTOR OF FOWLERS OF BRISTOL LIMITED

PURSUANT TO PARAGRAPH 24 OF SCHEDULE 8

TO THE COMPANIES ACT 1985 (CONTINUED)

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 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 31 December 1994 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985."



GRANT THORNTON
REGISTERED AUDITORS
CHARTERED ACCOUNTANTS
BRISTOL

28 September 1995

FOWLERS OF BRISTOL LIMITED

PRINCIPAL ACCOUNTING POLICIES

The financial statements have been prepared in accordance with applicable accounting standards and under the historical cost convention.

The principal accounting policies of the company have remained unchanged from the previous year and are set out below.

Turnover

Turnover is the total amount receivable by the company for goods supplied and services provided, excluding VAT and trade discounts.

Depreciation

Depreciation is calculated to write down the cost less the estimated residual values of all tangible fixed assets other than freehold land by equal annual instalments over their expected useful lives.

The rates generally applicable are: –

Freehold buildings	2 %
Long leasehold premises	2 %
Plant and equipment	15 %
Motor vehicles	25 %
Computer	20 %

Stock

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

Deferred taxation

Deferred taxation is provided for under the liability method using the tax rates estimated to arise when the timing differences reverse and is accounted for to the extent that it is probable that a liability or asset will crystallise. Unprovided deferred tax is disclosed as a contingent liability.

Foreign currencies

Transactions in foreign currencies are translated at the exchange rate ruling at the date of the transaction. Monetary assets and liabilities in foreign currencies are translated at the rates of exchange ruling at the balance sheet date.

Leased assets

Assets held under finance leases and hire purchase contracts are capitalised in the balance sheet and depreciated over their expected useful lives. The interest element of the leasing payments represents a constant proportion of the capital balance outstanding and is charged to the profit and loss account over the period of the lease.

All other leases are regarded as operating leases and the payments made under them are charged to the profit and loss account on a straight-line basis over the lease term.

Contributions to pension funds

Defined Contribution Scheme

The pension costs charged against profits represent the amount of the contributions payable to the scheme in respect of the accounting period.

FOWLERS OF BRISTOL LIMITED

ABBREVIATED PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31 DECEMBER 1994

	Note	1994 £	1993 £
Gross profit		3,403,996	2,986,996
Other operating charges	2	<u>(2,559,729)</u>	<u>(2,358,723)</u>
Operating profit	16	844,267	628,273
Interest payable and similar charges	3	<u>(92,193)</u>	<u>(96,401)</u>
Profit on ordinary activities before taxation	1	752,074	531,872
Tax on profit on ordinary activities	5	<u>(232,516)</u>	<u>(183,000)</u>
Profit transferred to reserves		<u>519,558</u>	<u>348,872</u>
Statement of retained profits			
At 1 January 1994		3,107,917	2,759,045
Transferred to reserves		<u>519,558</u>	<u>348,872</u>
At 31 December 1994		<u>3,627,475</u>	<u>3,107,917</u>

There were no recognised gains or losses other than the profit for the financial year.

The accompanying accounting policies and notes form an integral part of these abbreviated accounts.

FOWLERS OF BRISTOL LIMITED

ABBREVIATED BALANCE SHEET AT 31 DECEMBER 1994

	Note	£	1994 £	1993 £
Fixed assets				
Tangible assets	6		1,520,777	<u>1,582,798</u>
Current assets				
Stocks	8	3,569,060		2,297,901
Debtors	9	1,630,133		1,597,460
Cash at bank and in hand		<u>19,619</u>		<u>5,366</u>
		5,218,812		3,900,727
Creditors: amounts falling due within one year	10	<u>(2,840,970)</u>		<u>(1,954,413)</u>
Net current assets			<u>2,377,842</u>	<u>1,946,314</u>
Total assets less current liabilities			3,898,619	3,529,112
Creditors: amounts falling due after more than one year	11		(233,994)	(370,045)
Provisions for liabilities and charges	13		<u>(25,000)</u>	<u>(39,000)</u>
			<u>3,639,625</u>	<u>3,120,067</u>
Capital and reserves				
Called up share capital	14		12,150	12,150
Profit and loss account			<u>3,627,475</u>	<u>3,107,917</u>
Shareholders' funds			<u>3,639,625</u>	<u>3,120,067</u>

In preparing these abbreviated accounts, we have relied on the exemptions for individual financial statements conferred by Section B of Part III of Schedule 8 of the Companies Act 1985, on the grounds that the company is entitled to the benefit of those exemptions as a medium-sized company.

The financial statements were approved by the Board of Directors on 28 September 1995.

H C Fowler



DIRECTORS

S L Fowler



The accompanying accounting policies and notes form an integral part of these abbreviated accounts.

FOWLERS OF BRISTOL LIMITED

CASH FLOW STATEMENT

FOR THE YEAR ENDED 31 DECEMBER 1994

	Note	£	1994 £	1993 £
Net cash inflow from operating activities	16		546,715	<u>680,075</u>
Returns on investments and servicing of finance				
Interest paid		(91,721)		(96,232)
Finance lease interest paid		<u>(472)</u>		<u>(169)</u>
Net cash outflow from returns on investments and servicing of finance			<u>(92,193)</u>	<u>(96,401)</u>
			454,522	583,674
Taxation				
Corporation tax paid			<u>(167,947)</u>	<u>(187,500)</u>
			286,575	<u>396,174</u>
Investing activities				
Purchase of tangible fixed assets		(41,269)		(447,534)
Sale of tangible fixed assets		<u>18,468</u>		<u>7,000</u>
Net cash outflow from investing activities			<u>(22,801)</u>	<u>(440,534)</u>
Net cash inflow / (outflow) before financing			263,774	<u>(44,360)</u>
Financing				
Receipts from borrowing		—		250,000
Repayments of borrowing		(134,770)		(107,765)
Capital element of finance lease rentals		<u>(5,316)</u>		<u>(3,546)</u>
Net cash (outflow) / inflow from financing	17		<u>(140,086)</u>	<u>138,689</u>
Increase in cash and cash equivalents	18		<u>123,688</u>	<u>94,329</u>

The accompanying accounting policies and notes form an integral part of these abbreviated accounts.

FOWLERS OF BRISTOL LIMITED

NOTES TO THE ABBREVIATED ACCOUNTS

FOR THE YEAR ENDED 31 DECEMBER 1994

1 . Profit on ordinary activities before taxation

The profit before taxation is attributable to the selling and repairing of motorcycles and the selling of motorcycle spares and accessories.

The profit on ordinary activities is stated after:

	1994	1993
	£	£
Auditors' remuneration	7,500	7,500
Depreciation of tangible fixed assets	<u>101,414</u>	<u>112,189</u>

2 . Other operating charges

	1994	1993
	£	£
Distribution costs	110,866	166,210
Administrative expenses	<u>2,448,863</u>	<u>2,192,513</u>
	<u>2,559,729</u>	<u>2,358,723</u>

3 . Interest payable and similar charges

	1994	1993
	£	£
On bank loans, overdrafts and other loans:		
Repayable within 5 years, otherwise than by instalments	61,015	63,307
Repayable within 5 years, by instalments	30,706	32,925
Finance charges in respect of finance leases	<u>472</u>	<u>169</u>
	<u>92,193</u>	<u>96,401</u>

4. Directors and employees

Staff costs during the year were as follows:

	1994	1993
	£	£
Wages and salaries	1,622,386	1,416,759
Social security costs	151,418	137,577
Other pension costs	63,990	59,720
	<u>1,837,794</u>	<u>1,614,056</u>

The average number of employees of the company during the year was 125 (1993: 121).

Remuneration in respect of directors was as follows:

	1994	1993
	£	£
Management remuneration	288,921	196,513
Payments to third parties for directors' services	5,729	4,167
	<u>294,650</u>	<u>200,680</u>

The emoluments of the directors, excluding pension contributions, were as follows:

	1994	1993
	£	£
The chairman	<u>45,040</u>	<u>7,705</u>
The highest paid director	<u>74,355</u>	<u>49,206</u>

The emoluments of the directors, excluding pension contributions, fell within the following ranges:

	1994	1993
	Number	Number
£ 0 to £ 5,000	1	2
£ 5,001 to £10,000	1	2
£15,001 to £20,000	1	—
£20,001 to £25,000	—	1
£40,001 to £45,000	—	1
£45,001 to £50,000	2	1
£70,001 to £75,000	<u>2</u>	<u>—</u>

FOWLERS OF BRISTOL LIMITED

NOTES TO THE ABBREVIATED ACCOUNTS

Continued

FOR THE YEAR ENDED 31 DECEMBER 1994

5. Tax on profit on ordinary activities

The tax charge is based on the profit for the year and represents:

	1994	1993
	£	£
Corporation tax @ 33% (1993: 33%)	246,516	170,500
Deferred tax (note 13)	(14,000)	12,500
	<u>232,516</u>	<u>183,000</u>

6. Tangible fixed assets

	Freehold land and buildings £	Long leasehold land and buildings £	Plant and equipment £	Motor vehicles £	Total £
Cost					
At 1 January 1994	245,965	1,314,117	757,554	255,092	2,572,728
Additions	—	10,763	15,112	27,914	53,789
Disposals	—	—	—	(66,605)	(66,605)
At 31 December 1994	<u>245,965</u>	<u>1,324,880</u>	<u>772,666</u>	<u>216,401</u>	<u>2,559,912</u>
Depreciation					
At 1 January 1994	6,000	226,838	612,260	144,832	989,930
Provided in the year	3,000	26,499	45,674	26,241	101,414
Disposals	—	—	—	(52,209)	(52,209)
At 31 December 1994	<u>9,000</u>	<u>253,337</u>	<u>657,934</u>	<u>118,864</u>	<u>1,039,135</u>
Net book amount at 31 December 1994	<u>236,965</u>	<u>1,071,543</u>	<u>114,732</u>	<u>97,537</u>	<u>1,520,777</u>
<i>Net book amount at 31 December 1993</i>	<u>239,965</u>	<u>1,087,279</u>	<u>145,294</u>	<u>110,260</u>	<u>1,582,798</u>

7. Fixed asset investments

The company owns 100% of the issued share capital of Artdeans Limited which is registered in England and Wales. The directors do not believe that consolidation of the undertaking is material for the purpose of giving a true and fair view and have taken advantage of the exemption available to them under s229(2) of the Companies Act 1985.

Artdeans Limited was dormant throughout the year. Its net assets at 31 December 1994 were £1,000 (1993: £1,000).

FOWLERS OF BRISTOL LIMITED**NOTES TO THE ABBREVIATED ACCOUNTS***Continued***FOR THE YEAR ENDED 31 DECEMBER 1994****8 . Stocks**

	1994	1993
	£	£
Work in progress	4,063	16,762
Finished goods and goods for resale	3,564,997	2,281,139
	<u>3,569,060</u>	<u>2,297,901</u>

There were no significant differences between the replacement cost and the values disclosed for stock.

9 . Debtors

	1994	1993
	£	£
Trade debtors	1,054,204	938,403
Other debtors	190,971	286,150
Prepayments and accrued income	384,958	372,907
	<u>1,630,133</u>	<u>1,597,460</u>

Included in trade and other debtors is £Nil (1993: £143,678) due from a company which has certain directors and shareholders in common with this company.

10 . Creditors: amounts falling due within one year

	1994	1993
	£	£
Bank loans	131,013	126,324
Bank overdraft	728,820	838,255
Trade creditors	1,448,615	633,066
Corporation tax	255,000	151,000
Social security and other taxes	10,710	71,575
Accruals and deferred income	88,545	82,784
Other creditors	170,291	47,229
Amounts due under finance leases	7,976	4,180
	<u>2,840,970</u>	<u>1,954,413</u>

The bank loans and overdraft are secured by a fixed and floating charge over all the assets of the company.

Included in other creditors is £29,966 (1993: £Nil) due to a company which has certain directors and shareholders in common with this company.

FOWLERS OF BRISTOL LIMITED

NOTES TO THE ABBREVIATED ACCOUNTS

Continued

FOR THE YEAR ENDED 31 DECEMBER 1994

11 . Creditors: amounts falling due after more than one year

	1994	1993
	£	£
Bank loans	222,564	362,023
Amounts due under finance leases	11,430	8,022
	<u>233,994</u>	<u>370,045</u>

The bank loans are secured by a fixed and floating charge over all the assets of the company and are repayable by equal monthly instalments before January 2000.

12 . Borrowings

Borrowings are repayable as follows:

	1994	1993
	£	£
Within one year		
Bank loans and overdrafts	859,833	964,579
Finance leases	7,976	4,180
After one and within two years		
Bank loans	83,347	127,963
Finance leases	11,430	8,022
After two and within five years		
Bank loans	135,584	164,828
After five years		
Bank loans	3,633	69,232
	<u>1,101,803</u>	<u>1,338,804</u>

Borrowings repayable partly after five years comprise:

	1994	1993
	£	£
Bank loans repayable by instalments at 1.75% over bank base rate	<u>229,607</u>	<u>274,802</u>

FOWLERS OF BRISTOL LIMITED**NOTES TO THE ABBREVIATED ACCOUNTS***Continued***FOR THE YEAR ENDED 31 DECEMBER 1994****13 . Deferred taxation**

Deferred taxation is provided for in full in the financial statements using a tax rate of 33%.

	1994	1993
	£	£
Accelerated capital allowances	<u>25,000</u>	<u>39,000</u>

14 . Share capital

	1994 and 1993
	£
Authorised	
1,350 'A' ordinary shares of £1 each	1,350
10,900 'B' ordinary shares of £1 each	<u>10,900</u>
	<u>12,250</u>
Allotted, called up and fully paid	
1,350 'A' ordinary shares of £1 each	1,350
10,800 'B' ordinary shares of £1 each	<u>10,800</u>
	<u>12,150</u>

Share rights:

For any meeting of the company, on a show of hands every Member present in person shall have one vote and on a poll every Member shall have 100 votes for each 'A' share and one vote for each 'B' share of which they are a holder. All other rights are the same for both class of shares.

15 . Reconciliation of movements in shareholders' funds

	1994	1993
	£	£
Profit for the financial year	519,558	348,872
Shareholders' funds at 1 January 1994	<u>3,120,067</u>	<u>2,771,195</u>
Shareholders' funds at 31 December 1994	<u>3,639,625</u>	<u>3,120,067</u>

FOWLERS OF BRISTOL LIMITED

NOTES TO THE ABBREVIATED ACCOUNTS

Continued

FOR THE YEAR ENDED 31 DECEMBER 1994

16 . Net cash inflow from operating activities

	1994	1993
	£	£
Operating profit	844,267	628,273
Depreciation	101,414	112,189
Profit on sale of tangible fixed assets	(4,072)	(5,904)
(Increase) / decrease in stocks	(1,271,159)	127,684
Increase in debtors	(7,242)	(115,009)
Increase/(decrease) in creditors	883,507	(67,158)
Net cash inflow from operating activities	<u>546,715</u>	<u>680,075</u>

17 . Analysis of changes in financing

	Share capital		Loans and amounts due under finance leases	
	1994	1993	1994	1993
	£	£	£	£
Balance at 1 January 1994	12,150	12,150	500,549	348,210
Net cash (outflow) / inflow from financing	—	—	(140,086)	138,689
Inception of finance leases	—	—	12,520	13,650
At 31 December 1994	<u>12,150</u>	<u>12,150</u>	<u>372,983</u>	<u>500,549</u>

18 . Analysis of cash and cash equivalents

Cash and cash equivalents comprise:

	1994	1993	1992	Change in 1994	Change in 1993
	£	£	£	£	£
Cash at bank and in hand	19,619	5,366	143,061	14,253	(137,695)
Bank overdrafts	(728,820)	(838,255)	(1,070,279)	109,435	232,024
	<u>(709,201)</u>	<u>(832,889)</u>	<u>(927,218)</u>	<u>123,688</u>	<u>94,329</u>

19 . Capital commitments

The company had no capital commitments at 31 December 1994 or at 31 December 1993.

20 . Contingent liabilities

There were no contingent liabilities at 31 December 1994 or 31 December 1993, except that the company has provided an unlimited guarantee for the banking facilities available to a company which has certain shareholders and directors in common with this company. The facilities utilised at 31 December 1994 amounted to £Nil (1993: £Nil).

21 . Pensions

Defined Contribution Scheme

The company operates a defined contribution pension scheme for the benefit of the employees. The assets of the scheme are administered by trustees in a fund independent from those of the company.