H DAVENPORT & SONS LIMITED ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2004

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DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2004

The directors present their report and financial statements for the year ended 31 December 2004.

Principal activities and review of the business

The principal activity of the company continued to be that of the manufacture of cut keys, key blanks and key cutting equipment.

There has been no significant change in the activities of the company during the period.

Results and dividends

The results for the year are set out on page 4.

The directors do not recommend payment of an ordinary dividend.

Market value of land and buildings

In the opinion of the directors the market value of land and buildings at the balance sheet date was not substantially different from its book value.

Future developments

No major alterations to the company's present position are foreseen.

Directors

The following directors have held office since 1 January 2004:

J Davenport
Mrs J Davenport

S Davenport

Mrs S C Davenport

Directors' interests

The directors' interests in the shares of the company were as stated below:

	Ordinary shares of £ 1 each		
	31 December 2004	1 January 2004	
J Davenport	2,875	2,875	
Mrs J Davenport	-	-	
S Davenport	2,875	2,875	
Mrs S C Davenport	-	-	
Charitable donations	2004	2003	
	£	£	
During the year the company made the following payments:			
Charitable donations	505	-	
		===	

Auditors

In accordance with section 385 of the Companies Act 1985, a resolution proposing that Price Pearson be reappointed as auditors of the company will be put to the Annual General Meeting.

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2004

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.

On behalf of the board

J Davenport

Director 20.0.0

INDEPENDENT AUDITORS' REPORT TO H DAVENPORT & SONS LIMITED UNDER SECTION 247B OF THE COMPANIES ACT 1985

We have examined the abbreviated accounts set out on pages 4 to 18, together with the financial statements of the company for the year ended 31 December 2004 prepared under section 226 of the Companies Act 1985.

This report is made solely to the company's members, as a body, in accordance with Section 247B 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 auditor's 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

The directors are responsible for preparing the abbreviated accounts in accordance with section 246A of the Companies Act 1985. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts prepared in accordance with section 246A(3) of the Act to the Registrar of Companies and whether the accounts to be delivered are properly prepared in accordance with that provision and to report our opinion to you.

Basis of audit opinion

We have carried out the procedures we considered necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts to be delivered are properly prepared. The scope of our work for the purpose of this report did not include examining or dealing with events after the date of our report on the financial statements.

Opinion

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with section 246A(3) of the Companies Act 1985, and the abbreviated accounts on pages 4 to 18 are properly prepared in accordance with that provision.

Price Pearson

21 October 2005

Chartered Accountants
Registered Auditor

Pin Com.

Finch House 28-30 Wolverhampton Street Dudley West Midlands DY1 1DB

ABBREVIATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2004

	Notes	2004 £	2003 £
Gross profit		1,681,290	1,479,233
Distribution costs Administrative expenses		(155,942) (1,148,030)	(150,468) (1,279,795)
Operating profit	2	377,318	48,970
Investment income Other interest receivable and similar	3	8,364	(10,193)
income Interest payable and similar charges	4	45,890 (99,763)	24,176 (2,591)
Profit on ordinary activities before taxation		331,809	60,362
Tax on profit on ordinary activities	5	(22,458)	(16,000)
Profit on ordinary activities after taxation	15	309,351	44,362

ABBREVIATED BALANCE SHEET AS AT 31 DECEMBER 2004

		20	004	2	003
	Notes	£	£	£	£
Fixed assets					
Tangible assets	6		1,227,483		1,253,540
Investments	7		1,318,698 		1,303,454
			2,546,181		2,556,994
Current assets					
Stocks	8	1,094,147		1,125,385	
Debtors	9	1,002,525		1,424,148	
Cash at bank and in hand		2,004,799		1,153,128	
		4,101,471		3,702,661	
Creditors: amounts falling due within one year	10	(3,684,828)		(3,564,803)	
Net current assets			416,643		137,858
Total assets less current liabilities			2,962,824		2,694,852
Creditors: amounts falling due after more than one year	11		(8,290)		(11,169)
Provisions for liabilities and charges	12		(113,000)		(151,500)
			2,841,534		2,532,183
Capital and reserves					
Called up share capital	14		6,500		6,500
Profit and loss account	15		2,835,034		2,525,683
Shareholders' funds - equity interests	16		2,841,534		2,532,183

These abbreviated accounts have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to medium-sized companies.

The financial statements were approved by the Board on .. 2.0 .. 10 .. 15

J Davenport

Director

S Davenport **Director**

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2004

	20(£)4 £	200 £	03 £
	τ.	-	L	•
Net cash inflow from operating activities		997,413		996,487
Returns on investments and servicing of				
inance				
nterest received	45,890		24,176	
nterest paid	(99,763)		(2,591)	
Dividends received	21,563		20,844	
Net cash (outflow)/inflow for returns on				
nvestments and servicing of finance		(32,310)		42,429
Taxation		(28,958)		50,500
Capital expenditure and financial investment				
Payments to acquire tangible assets	(37,866)		(478,688)	
Payments to acquire investments	(100,234)		(54,789)	
Receipts from sales of tangible assets	-		1,200	
Receipts from sales of investments	74,791		41,489	
Net cash outflow for capital expenditure		(63,309)		(490,788
Acquisitions and disposals				
Purchase of subsidiary undertakings (net of cash				
acquired)	(3,000)		(600,000)	
Net cash outflow for acquisitions and				
disposals		(3,000)		(600,000
Not each inflow//autflow) before management				
Net cash inflow/(outflow) before management of liquid resources and financing		869,836		(1,372
or inquita resources and initiationing		009,030		(1,372
Management of líquid resources				
Bank deposits	(52,987)		(102,261)	
				
		(52,987)		(102,261
Financing				
Repayment of other short term loans	2,390		(7,134)	
Capital element of hire purchase contracts	(20,738)		(19,419)	
Net cash outflow from financing		(18,348)		(26,553
				
Increase/(decrease) in cash in the year		798,501		

NOTES TO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2004

1	Reconciliation of operating profit to net ca	ash inflow from o	perating	2004	2003
				£	£
	Operating profit			377,318	48,970
	Depreciation of tangible assets			59,054	36,234
	Loss on disposal of tangible assets			4,869	2,566
	Decrease/(increase) in stocks			31,238	(364,177)
	Decrease/(increase) in debtors			421,623	(468,763)
	Increase in creditors within one year			103,311	1,741,657
	Net cash inflow from operating activities			997,413	996,487
2	Analysis of net funds	1 January 2004	Cash flow	Other non- cash changes	31 December 2004
		£	£	£	£
	Net cash:				
	Cash at bank and in hand	1,050,867	798,684	-	1,849,551
	Bank overdrafts	-	(183)		(183)
		1,050,867	798,501	-	1,849,368
	Liquid resources:				
	Bank deposits	102,261	52,987		155,248
	Debt:				
	Finance leases	(31,907)	20,738	_	(11,169)
	Debts falling due within one year	(1,398)	(2,390)	-	(3,788)
		(33,305)	18,348		(14,957)
	Net funds	1,119,823	869,836	-	1,989,659

NOTES TO THE CASH FLOW STATEMENT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2004

3	Reconciliation of net cash flow to movement in net funds	2004	2003
		£	£
	Increase/(decrease) in cash in the year	798,501	(130,186)
	Cash outflow from increase in liquid resources	52,987	102,261
	Cash outflow from decrease in debt and lease financing	18,348	26,553
	Change in net debt resulting from cash flows	869,836	(1,372)
	New finance lease	_	(23,829)
	Movement in net funds in the year	869,836	(25,201)
	Opening net funds	1,119,823	1,145,024
	Closing net funds	1,989,659	1,119,823

NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2004

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention.

1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable accounting standards.

1.3 Turnover

Turnover represents amounts receivable for goods and services net of VAT and trade discounts.

1.4 Tangible fixed assets and depreciation

Tangible fixed assets, other than freehold land, are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Land and buildings freehold

Nil

Land and buildings leasehold

Straight line over the term of the lease

Plant and machinery

15% p.a. reducing balance basis 15% p.a. reducing balance basis

Fixtures, fittings & equipment

250/ n.a. roducina holonoo hooio

Motor vehicles

25% p.a. reducing balance basis

No depreciation is provided on the company's property since in the opinion of the directors, the expected useful life is sufficiently long, and the estimated residual values are sufficiently high, that any such depreciation would be immaterial. This policy is in accordance with Financial Reporting Standard No 15.

1.5 Leasing and hire purchase commitments

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible assets and depreciated over the shorter of the lease term and their useful lives. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

Rentals payable under operating leases are charged against income on a straight line basis over the lease term.

1.6 Investments

Fixed asset investments are stated at cost less provision for diminution in value.

1.7 Stock and work in progress

Stock and work in progress are valued at the lower of cost and net realisable value as follows:

Raw materials, consumables and goods for resale - Purchase cost on a first-in, first-out basis.

Work in progress - Cost of direct materials.

1.8 Pensions

The pension costs charged in the financial statements represent the contributions payable by the company during the year in accordance with FRS 17.

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2004

1 Accounting policies

(continued)

1.9 Deferred taxation

Deferred tax is provided in full in respect of taxation deferred by timing differences between the treatment of certain items for taxation and accounting purposes.

1.10 Foreign currency translation

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All differences are taken to profit and loss account.

1.11 Group accounts

The financial statements present information about the company as an individual undertaking and not about its group. The company and its subsidiary undertaking comprise a medium-sized group. The company has therefore taken advantage of the exemptions provided by section 248 of the Companies Act 1985 not to prepare group accounts.

2	Operating profit	2004	2003
		£	£
	Operating profit is stated after charging:		
	Depreciation of tangible assets	59,054	36,234
	Loss on disposal of tangible assets	4,869	2,566
	Operating lease rentals		
	- Other assets	4,400	-
	Auditors' remuneration	6,000	6,000
	and after crediting:		
	Management charges received	-	30,660
3	Investment income	2004	2003
		£	£
	Income from listed investments	21,563	20,844
	Loss on disposal of listed investments	(13,199)	(31,037)
		8,364	(10,193)
			====
4	Interest payable	2004	2003
		£	£
	On other loans wholly repayable within 5 years	98,296	-
	Hire purchase interest	1,467	2,591
		99,763	2,591

Adjustment for prior years (1,042) Current tax charge 60,958 10 Deferred tax Deferred tax charge/credit current year (38,500) 6 Exactors affecting the tax charge for the year Profit on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 19.59% (2003: 19.00%) 65,001 1: Effects of: Non deductible expenses 178 Depreciation add back 11,566	0,000 - 0,000
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Non deductible expenses 178 Depreciation add back 11,566	,469
Depreciation add back 11,566	
·	,498
Capital allowances (18 774) (19	3,884
Capital allowallocs (10,174)	,400)
Tax losses utilised -	(54)
Adjustments to previous periods (1,042)	-
Chargeable disposals 2,585	,897
Dividends and distributions received (4,223)	3,500)
Other tax adjustments 5,667	206
(4,043)	,469)
Current tax charge 60,958 10	

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2004

6	Tangible fixed assets						
		Land and buildings freehold	Land and buildings leasehold	Plant and machinery	Fixtures, fittings & equipment	Motor vehicles	Total
		£	£	£	£	£	£
	Cost						
	At 1 January 2004	697,461	241,484	499,657	238,126	28,101	1,704,829
	Additions	-	-	34,669	3,197	-	37,866
	Disposals	-		(5,728)	_		(5,728)
	At 31 December 2004	697,461	241,484	528,598	241,323	28,101	1,736,967
	Depreciation						
	At 1 January 2004	_	-	223,925	211,608	15,756	451,289
	On disposals	_	-	(859)	-	-	(859)
	Charge for the year	-	2,367	44,819	8,782	3,086	59,054
	At 31 December 2004	-	2,367	267,885	220,390	18,842	509,484
	Net book value						
	At 31 December 2004	697,461	239,117	260,713	20,933	9,259	1,227,483
	At 31 December 2003	697,461	241,484	275,732	26,518	12,345	1,253,540

Included above are assets held under finance leases or hire purchase contracts as follows:

	Plant and machinery	Fixtures, fittings & equipment	Total
	£	£	£
Net book values			
At 31 December 2004	25,498		25,498
At 31 December 2003	29,998	3,755	33,753
Depreciation charge for the year			
At 31 December 2004	4,500		4,500
At 31 December 2003	3,803	14,861	18,664
			

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2004

7 Fixed asset investments

	Listed investments	Shares in group undertakings £	Total £
Cost	_	~	
At 1 January 2004	681,835	627,307	1,309,142
Additions	100,234	3,000	103,234
Disposals	(87,990)		(87,990)
At 31 December 2004	694,079	630,307	1,324,386
Provisions for diminution in value			
At 1 January 2004 & at 31 December 2004		5,688	5,688
Net book value			
At 31 December 2004	694,079	624,619	1,318,698
At 31 December 2003	681,836	621,618	1,303,454
			
	Market value		Market value
	£		£
At 31 December 2004	689,423		689,423
At 31 December 2003	 598,422		598,422

Holdings of more than 20%

The company holds more than 20% of the share capital of the following companies:

Company	Country of registration or	Shares held	
	incorporation	Class	%
Subsidiary undertakings			
Wadco Engineering Limited	England	Ordinary	100
B Burgess & Sons Limited	England	Ordinary	100

The aggregate amount of capital and reserves and the results of these undertakings for the last relevant financial year were as follows:

	Capital and	Profit for the
	reserves	year
	2004	2004
	£	£
Wadco Engineering Limited	701,896	-
B Burgess & Sons Limited	21,618	-

8	Stocks and work in progress	2004 £	2003 £
	Work in progress	60,539	78,531
	Finished goods and goods for resale	1,033,608	1,046,854
		1,094,147	1,125,385
	The current replacement cost of stocks is not materially different from the his	torical cost.	
9	Debtors	2004	2003
		£	£
	Trade debtors	945,830	1,237,098
	Other debtors	1,567	138,511
	Prepayments and accrued income	55,128	48,539
		1,002,525	1,424,148
10	Creditors: amounts falling due within one year	2004 £	2003 £
	Bank loans and overdrafts	183	-
	Net obligations under hire purchase contracts Trade creditors	2,879	20,738
	Amounts owed to subsidiary undertakings	708,720 723,514	718,694 723,514
	Corporation tax	62,000	30,000
	Other taxes and social security costs	499,819	558,258
	Directors' current accounts	1,571,788	1,498,587
	Other creditors	7,785	4,223
	Accruals and deferred income	108,140	10,789
		3,684,828	3,564,803
	Debt due in one year or less		1,398

		 ————————————————————————————————	
11	Creditors: amounts falling due after more than one year	2004 £	2003 £
	Net obligations under hire purchase contracts	8,290	11,169
	Net obligations under hire purchase contracts Repayable within one year	8,745	22,145
	Repayable between one and five years	2,915	11,660
	Finance charges and interest allocated to future accounting periods	11,660 (491)	33,805 (1,898)
	Included in liabilities falling due within one year	11,169 (2,879)	31,907 (20,738)
		8,290	11,169
	The hire purchase liabilities are secured upon the assets acquired.		
12	Provisions for liabilities and charges		
		C	eferred tax liability £
	Balance at 1 January 2004 Profit and loss account		151,500 (38,500)
	Balance at 31 December 2004		113,000
	The deferred tax liability is made up as follows:		
		2004 £	2003 £
	Accelerated capital allowances	113,000	151,500
13	Pension costs		
	Defined contribution		
		2004 £	2003 £
	Contributions payable by the company for the year	26,829	21,392

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2004

14	Share capital	2004 £	2003 £
	Authorised	~	
	10,000 Ordinary shares of £1 each	10,000	10,000
	Allotted, called up and fully paid		
	6,500 Ordinary shares of £1 each	6,500 ———	6,500 ======
15	Statement of movements on profit and loss account		
			Profit and loss account £
	Balance at 1 January 2004		2,525,683
	Retained profit for the year		309,351
	Balance at 31 December 2004		2,835,034
16	Reconciliation of movements in shareholders' funds	2004 £	2003 £
	Profit for the financial year	309,351	44,362
	Opening shareholders' funds	2,532,183	2,487,821
	Closing shareholders' funds	2,841,534	2,532,183

17 Financial commitments

At 31 December 2004 the company had annual commitments under non-cancellable operating leases as follows:

	Land and buildings			Other
	2004	2003	2004	2003
	£	£	£	£
Expiry date:				
Within one year	-	-	9,415	395
Between two and five years	4,400	4,400	8,392	23,126
	4,400	4,400	17,807	23,521

18	Directors' emoluments	2004 £	2003 £
	Emoluments for qualifying services Company pension contributions to money purchase schemes	397,003 7,387	687,452 7,386
		404,390	694,838
	The number of directors for whom retirement benefits are accruing under schemes amounted to 4 (2003-4).	money purch	ase pension
	Emoluments disclosed above include the following amounts paid to the highest paid director:		
	Emoluments for qualifying services	127,500	294,424
	Company pension contributions to money purchase schemes	360	396
19	Employees		
	Number of employees The average monthly number of employees (including directors) during the year was:		
		2004 Number	2003 Number
	Management	9	10
	Production and sales staff	32	32
		<u>41</u>	42
	Employment costs		
		£	£
	Wages and salaries	1,119,842	1,164,233
	Social security costs	114,158	128,382
	Other pension costs	26,829 ———	21,392
		1,260,829	1,314,007

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2004

19 Directors' Interests in Contracts

During the year the company purchased and sold goods to Automotive Technical Marketing Limited, a company controlled by two of the sons of the directors in the sums of £135,991 and £66,519 respectively. At the balance sheet date £168,131 was due from that company. The company has made a reserve of £94,000 against that balance leaving £74,131 as a debtor at the balance sheet date.

The above transactions have been undertaken at arms length on normal commercial terms.

There are no other interests in contracts which are required to be disclosed under the Companies Act 1985.