


RATCLIFFS (GREAT BRIDGE) LIMITED

Report and Financial Statements

31 December 2002

Company Number: 127286

 ERNST & YOUNG



A81  
COMPANIES HOUSE

\*R11MWOZC\*

0851  
07/10/03

# Ratcliffs (Great Bridge) Limited

---

## DIRECTORS' REPORT

### DIRECTOR

M J Glover

### SECRETARY

Newhall Nominees Limited

### REGISTERED OFFICE

Senator House, Queen Victoria Street, London EC4V 4JL.

### PRINCIPAL ACTIVITIES AND REVIEW OF BUSINESS DEVELOPMENTS

The company ceased its manufacturing operations on 21 December 1989. From that date it traded as European selling agent for Ratcliffs/Severn Limited - (a company based in Canada). The agency agreement was terminated on 31 March 1996. The remaining activity of the company is the resolution of certain issues relating to its former manufacturing operation.

### RESULTS AND DIVIDENDS

The loss for the year amounts to £7,000 (2001 - nil). No dividend is proposed leaving a deficit of £7,000 (2001 - nil) to be transferred to reserves.

### DIRECTORS AND THEIR INTERESTS

The director of the company during the year ended 31 December 2002 is shown above.

The director has no interests in the shares of the company or of any other group company.

### AUDITORS

Ernst & Young LLP have expressed their willingness to continue in office as auditors and a resolution proposing their reappointment will be submitted at the annual general meeting.

On behalf of the Board



M J Glover  
Director

25 September 2003

## Ratcliffs (Great Bridge) Limited

---

### STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF 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 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.

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF RATCLIFFS (GREAT BRIDGE) LIMITED**

We have audited the company's financial statements for the year ended 31 December 2002 which comprise the Profit and Loss Account, Balance Sheet and the related notes 1 to 10. These financial statements have been prepared on the basis of 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 in the Statement of Directors' Responsibilities the company's directors are responsible for the preparation of the financial statements in accordance with applicable United Kingdom law and 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 Directors' Report 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 Directors' Report 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 affairs of the company as at 31 December 2002 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



Ernst & Young LLP  
Registered Auditor  
Birmingham

25 September 2003

# Ratcliffs (Great Bridge) Limited

## PROFIT AND LOSS ACCOUNT for the year ended 31 December 2002

	<i>Note</i>	2002 £'000	2001 £'000
Administrative expenses		9	5
<b>OPERATING LOSS</b>	2	<u>(9)</u>	<u>(5)</u>
Bank interest receivable		2	5
<b>LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		<u>(7)</u>	<u>-</u>
Taxation charge on ordinary activities	4	-	-
<b>LOSS FOR THE YEAR</b>		<u>(7)</u>	<u>-</u>
<b>PROFIT AND LOSS ACCOUNT</b>			
At 31 December 2001		(13)	(13)
Loss for the year		(7)	-
At 31 December 2002		<u>(20)</u>	<u>(13)</u>

Loss before interest and taxation relates entirely to discontinued operations.

### RECOGNISED GAINS AND LOSSES

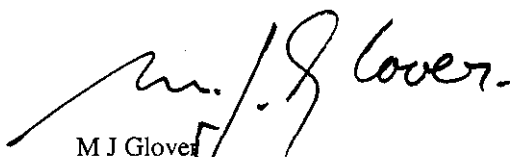
There are no recognised gains or losses other than the loss attributable to shareholders of the company of £7,000 in the year ended 31 December 2002.

# Ratcliffs (Great Bridge) Limited

## BALANCE SHEET at 31 December 2002

	Note	2002 £'000	2001 £'000
<b>CURRENT ASSETS</b>			
Debtors	5	1,870	1,838
Cash at bank and in hand		176	213
		<u>2,046</u>	<u>2,051</u>
<b>CREDITORS:- amounts falling due within one year</b>	6	(6)	(4)
<b>NET CURRENT ASSETS</b>		<u>2,040</u>	<u>2,047</u>
<b>TOTAL ASSETS LESS LIABILITIES</b>		<u>2,040</u>	<u>2,047</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	7	2,060	2,060
Profit and loss account		(20)	(13)
	8	<u>2,040</u>	<u>2,047</u>
<b>SHAREHOLDERS' FUNDS</b>			
Equity interests		1,150	1,157
Non-equity interests	7	890	890
		<u>2,040</u>	<u>2,047</u>

**ERNST & YOUNG**

  
M J Glover  
Director

25 September 2003

# Ratcliffs (Great Bridge) Limited

## NOTES ON THE FINANCIAL STATEMENTS

at 31 December 2002

### 1. ACCOUNTING POLICIES

#### *Basis of preparation*

The financial statements are prepared under the historical cost convention.

#### *Deferred Taxation*

Deferred taxation is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date, that will result in an obligation to pay more, or a right to pay less or to receive more, tax, with the following exceptions:

- Provision is made for tax on gains arising from the revaluation (and similar fair value adjustments) of fixed assets, and gains on disposal of fixed assets that have been rolled over into replacement assets, only to the extent that, at the balance sheet date, there is a binding agreement to dispose of the assets concerned. However, no provision is made where, on the basis of all available evidence at the balance sheet date, it is more likely than not that the taxable gain will be rolled over into replacement assets and charged to tax only where the replacement assets are sold;
- Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

#### *Cash flow statement*

No cash flow statement has been prepared in accordance with the exemption allowed by FRS 1 (revised) as the company qualifies as a small company under section 246 of the Companies Act.

### 2. OPERATING LOSS

This is stated after charging:

	2002	2001
	£'000	£'000
Auditors' remuneration - audit services	2	1
- other services	1	1
	<u>          </u>	<u>          </u>

The company had no employees during the year or the preceding year.

### 3. DIRECTORS' EMOLUMENTS

	2002	2001
	£'000	£'000
Fees paid to employer of director	5	4
	<u>          </u>	<u>          </u>

# Ratcliffs (Great Bridge) Limited

## NOTES ON THE FINANCIAL STATEMENTS at 31 December 2002

### 4. TAXATION

(a) *Tax on loss on ordinary activities*

There is no corporation tax or deferred tax charge in the year (2001: nil).

(b) *Reconciliation of current tax charge*

	2002 £'000	2001 £'000
Loss on ordinary activities before tax	(7)	-
Loss on ordinary activities multiplied by the standard rate of corporation tax in the UK of 30% (2001: 30%)	(2)	-
Effects of: Unutilised trading losses	2	-
Total current tax (note 4(a))	-	-

(c) *Factors affecting the tax charge for the year and future years*

The company's taxation charge will remain nil due to tax losses carried forward and group relief available from the ultimate parent undertaking.

### 5. DEBTORS

	2002 £'000	2001 £'000
Amounts due from group undertakings	1,869	1,837
Other debtors and prepayments	1	1
	1,870	1,838

### 6. TRADE AND OTHER CREDITORS

	2002 £'000	2001 £'000
Accrued charges	4	4

# Ratcliffs (Great Bridge) Limited

## NOTES ON THE FINANCIAL STATEMENTS at 31 December 2002

### 7. CALLED UP SHARE CAPITAL

	<i>Authorised</i> £'000	<i>Allotted and fully paid</i> £'000
<i>Equity interests:</i>		
4,680,000 Ordinary Shares of 25p each	1,170	1,170
<i>Non-equity interests:</i>		
4.2% Cumulative First Preferences Shares of £1 each	500	500
5.6% Cumulative Second Preference Shares of £1 each	390	390
Unclassified Shares of 25p each	190	-
	<u>1,080</u>	<u>890</u>
	<u>2,250</u>	<u>2,060</u>

There has been no change in the authorised or allotted share capital during the year.

The First Preference Shares and Second Preference Shares have prior claims in respect of unpaid dividends and redemption of share capital. These shares have no equity voting rights. The preference shareholders have waived their rights to dividends.

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

	<i>2002</i> £'000	<i>2001</i> £'000
Shareholders' funds at 31 December 2001	2,047	2,047
Loss for the year	(7)	-
	<u>2,040</u>	<u>2,047</u>

### 9. RELATED PARTY TRANSACTIONS

The company has taken advantage of the exemption in paragraph 3(c) of FRS 8 from disclosing transactions with related parties that are part of the Severn Group or investees of the Group.

### 10. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The director regards the ultimate parent undertaking and controlling party to be Severn Limited, a company registered in England and Wales. The results of the company are included within the group financial statements prepared by Severn Limited.

Copies of the financial statements of Severn Limited may be obtained from the Registrar of Companies, Companies House, Crown Way, Cardiff, CF14 3UZ.