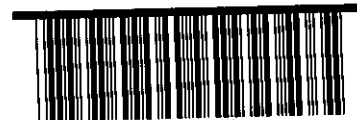


22-02

Company Registration No. 451454 (England and Wales)

**GREATCOAT PLC**  
**DIRECTORS' REPORT**  
**AND**  
**FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 MARCH 2003**

JOHN GORDON WALTON & CO.



A51 \*AKS6LOEF\* 0808  
COMPANIES HOUSE 16/09/03

# GREATCOAT PLC

## COMPANY INFORMATION

**Directors** T Barker FCA (Chairman)  
M A Joyce  
C J G Hall

**Secretary** M A Joyce

**Company number** 451454

**Registered office** Yorkshire House  
Greek Street  
Leeds  
LS1 5ST

**Auditors** John Gordon Walton & Co  
Yorkshire House  
Greek Street  
Leeds  
LS1 5ST

**Business address** Low Hall  
Curly Hill  
Middleton  
Ilkley  
LS29 0AQ

**Bankers** Clydesdale Bank Plc  
30 St Vincent Place  
Glasgow  
Scotland  
G1 2HL

# GREATCOAT PLC

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# GREATCOAT PLC

## CHAIRMAN'S STATEMENT FOR THE YEAR ENDED 31 MARCH 2003

I am pleased to present to you the accounts for the year ended 31 March 2003.

For the year ended 31 March 2003 the company made a profit before interest and taxation of £352,414 (2002: £15,367). This result includes a profit on the sale of the Dewsbury property of £341,389. Interest paid was £32,418 (2002: £39,723) leaving a profit for the year before tax of £319,996 (2002 :loss £4,356).

Your board is continuing to work on planning matters with a potential purchaser of thre Glossop site.



.....  
T Barker

Chairman

3 September 2003  
.....

# GREATCOAT PLC

## DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2003

The directors present their report and financial statements for the year ended 31 March 2003.

### Principal activities and review of the business

The principal activity of the company was that of property investment and development.

The results for the year and the financial position at the year end were considered satisfactory by the directors.

### Results and dividends

The results for the year are set out on page 5.

### Directors

The following directors have held office since 1 April 2002:

T Barker  
M A Joyce  
C J G Hall

In accordance with the company's Articles of Association, T Barker retires by rotation and, being eligible, offers himself for re-election.

### Directors' interests

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

	Ordinary shares of 10p each	
	31 March 2003	1 April 2002
T Barker	100,000	100,000
M A Joyce	6,536,488	6,536,488
C J G Hall	-	-

### Creditor payment policy

It is not the company's policy to follow any standard or code on payment practice. However, the company will continue to seek to settle the terms of payment with its suppliers when agreeing the terms of each transaction, ensure that those suppliers are made aware of the terms of payment and abide by the terms of payment.

### Auditors

In accordance with section 385 of the Companies Act 1985, a resolution proposing that John Gordon Walton & Co be reappointed as auditors of the company will be put to the Annual General Meeting.

# GREATCOAT PLC

## DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2003

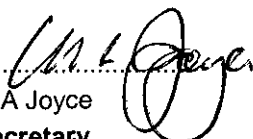
### Directors' responsibilities

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

  
.....  
M A Joyce  
**Secretary**  
..... 3/9/2003

# GREATCOAT PLC

## INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF GREATCOAT PLC

We have audited the financial statements of Greatcoat plc on pages 5 to 15 for the year ended 31 March 2003. These financial statements have been prepared under the historical cost convention (as modified by the revaluation of certain fixed assets) and 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 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 the opinions we have formed.

### Respective responsibilities of the directors and auditors

As described in the statement of directors' responsibilities on page 3 the company's directors are responsible for the preparation of the financial statements in accordance with applicable law and United Kingdom 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 the company's affairs as at 31 March 2003 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

*John Gordon Walton*  
John Gordon Walton & Co

*12 September*  
.....2003

**Chartered Accountants and  
Registered Auditors**

Yorkshire House  
Greek Street  
Leeds  
LS1 5ST

# GREATCOAT PLC

## PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2003

	Notes	2003 £	2002 £
Turnover	2	143,641	101,805
Cost of sales		(78,500)	(46,084)
<b>Gross profit</b>		<u>65,141</u>	<u>55,721</u>
Administrative expenses		(65,057)	(43,045)
<b>Operating profit</b>	3	84	12,676
Profit on sale of property		341,389	-
<b>Profit on ordinary activities before interest</b>		<u>341,473</u>	<u>12,676</u>
Investment income	4	-	2,489
Other interest receivable and similar income		10,941	203
Amounts written off investments		-	(1)
Interest payable and similar charges	5	(32,418)	(39,723)
<b>Profit/(loss) on ordinary activities before taxation</b>		<u>319,996</u>	<u>(24,356)</u>
Tax on profit/(loss) on ordinary activities	6	37,400	17,400
<b>Profit/(loss) on ordinary activities after taxation</b>	13	<u><u>357,396</u></u>	<u><u>(6,956)</u></u>

The profit and loss account has been prepared on the basis that all operations are continuing operations.

There are no recognised gains and losses other than those passing through the profit and loss account.



# GREATCOAT PLC

## NOTE OF HISTORICAL COST PROFITS AND LOSSES FOR THE YEAR ENDED 31 MARCH 2003

	2003 £	2002 £
Reported profit/(loss) on ordinary activities before taxation	319,996	(24,356)
Realisation of property revaluation gains of previous years	109,025	-
	<hr/>	<hr/>
Historical cost profit/(loss) on ordinary activities before taxation	<u>429,021</u>	<u>(24,356)</u>
Historical cost profit/(loss) for the year retained after taxation, extraordinary items and dividends	<u>466,421</u>	<u>(6,956)</u>

# GREATCOAT PLC

## BALANCE SHEET AS AT 31 MARCH 2003

	Notes	2003		2002	
		£	£	£	£
<b>Fixed assets</b>					
Tangible assets	7		910,670		1,744,782
Investments	8		1		1
			<u>910,671</u>		<u>1,744,783</u>
<b>Current assets</b>					
Debtors	9	57,680		63,892	
Cash at bank and in hand		362,605		394	
		<u>420,285</u>		<u>64,286</u>	
<b>Creditors: amounts falling due within one year</b>	10	(68,956)		(867,065)	
			<u>351,329</u>		<u>(802,779)</u>
<b>Net current assets/(liabilities)</b>					
			<u>1,262,000</u>		<u>942,004</u>
<b>Total assets less current liabilities</b>					
<b>Provisions for liabilities and charges</b>	11		-		(37,400)
			<u>1,262,000</u>		<u>904,604</u>
<b>Capital and reserves</b>					
Called up share capital	12		930,497		930,497
Share premium account	13		11,250		11,250
Revaluation reserve	13		40,776		149,801
Other reserves	13		10,000		10,000
Profit and loss account	13		269,477		(196,944)
			<u>1,262,000</u>		<u>904,604</u>
<b>Shareholders' funds - equity interests</b>	14		<u>1,262,000</u>		<u>904,604</u>

The financial statements were approved by the Board on 3/9/ 2003

  
M A Joyce  
Director

  
T Barker  
Director

# GREATCOAT PLC

## CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2003

	2003		2002	
	£	£	£	£
<b>Net cash inflow/(outflow) from operating activities</b>		11,476		(80,465)
<b>Returns on investments and servicing of finance</b>				
Interest received	10,941		203	
Interest paid	(32,418)		(39,723)	
Dividends received	-		2,489	
<b>Net cash outflow for returns on investments and servicing of finance</b>		(21,477)		(37,031)
<b>Capital expenditure</b>				
Payments to acquire tangible assets	(544)		(10,126)	
Receipts from sales of tangible assets	1,176,045		-	
<b>Net cash inflow/(outflow) for capital expenditure</b>		1,175,501		(10,126)
<b>Net cash inflow/(outflow) before management of liquid resources and financing</b>		1,165,500		(127,622)
<b>Financing</b>				
Repayment of amount due to connected company	(564,447)		(115,718)	
<b>Net cash outflow from financing</b>		(564,447)		(115,718)
<b>Increase/(decrease) in cash in the year</b>		<u>601,053</u>		<u>(243,340)</u>

# GREATCOAT PLC

## NOTES TO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2003

1 Reconciliation of operating profit to net cash inflow/(outflow) from operating activities	2003	2002
	£	£
Operating profit	84	12,676
Decrease/(increase) in debtors	6,212	(40,696)
Increase/(decrease) in creditors within one year	5,180	(52,445)
<b>Net cash inflow/(outflow) from operating activities</b>	<u>11,476</u>	<u>(80,465)</u>

2 Analysis of net funds/(debt)	1 April 2002	Cash flow	Other non- cash changes	31 March 2003
	£	£	£	£
Net cash:				
Cash at bank and in hand	394	362,211	-	362,605
Bank overdrafts	(238,842)	238,842	-	-
	<u>(238,448)</u>	<u>601,053</u>	<u>-</u>	<u>362,605</u>
Net (debt)/funds	<u>(238,448)</u>	<u>601,053</u>	<u>-</u>	<u>362,605</u>

3 Reconciliation of net cash flow to movement in net funds/(debt)	2003	2002
	£	£
Increase/(decrease) in cash in the year	601,053	(243,340)
<b>Movement in net funds/(debt) in the year</b>	<u>601,053</u>	<u>(243,340)</u>
Opening net (debt)/funds	(238,448)	4,892
<b>Closing net funds/(debt)</b>	<u>362,605</u>	<u>(238,448)</u>

# GREATCOAT PLC

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2003

### 1 Accounting policies

#### 1.1 Group accounts

The financial statements present information about the company as an individual undertaking and not about its group. The subsidiary undertaking has not traded during the year and are not material to the financial statements (note 8).

#### 1.2 Accounting convention

The financial statements are prepared under the historical cost convention modified to include the revaluation of freehold land and buildings.

#### 1.3 Turnover

Turnover represents rents and service charges receivable net of VAT.

#### 1.4 Tangible fixed assets and depreciation

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

Motor vehicle	25% straight line
---------------	-------------------

Investment properties are included in the balance sheet at their open market value. Depreciation is provided only on those investment properties which are leasehold and where the unexpired lease term is less than 20 years.

Although this accounting policy is in accordance with the applicable accounting standard, SSAP 19, Accounting for investment properties, it is a departure from the general requirement of the Companies Act 1985 for all tangible assets to be depreciated. In the opinion of the directors compliance with the standard is necessary for the financial statements to give a true and fair view. Depreciation or amortisation is only one of many factors reflected in the annual valuation and the amount of this which might otherwise have been charged cannot be separately identified or quantified.

#### 1.5 Investments

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

#### 1.6 Deferred taxation

The accounting policy in respect of deferred tax reflects the requirements of FRS19 - Deferred tax. 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. The deferred tax balance has not been discounted.

### 2 Turnover

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

# GREATCOAT PLC

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2003

<b>3</b>	<b>Operating profit</b>	<b>2003</b>	<b>2002</b>
		£	£
	Operating profit is stated after charging:		
	Auditors' remuneration	3,200	3,200
		<u>          </u>	<u>          </u>
	and after crediting:		
	Rents receivable	100,652	72,502
	Government grants	42,989	29,303
		<u>          </u>	<u>          </u>
<b>4</b>	<b>Investment income</b>	<b>2003</b>	<b>2002</b>
		£	£
	Income from shares in group undertakings	-	2,489
		<u>          </u>	<u>          </u>
		-	2,489
		<u>          </u>	<u>          </u>
<b>5</b>	<b>Interest payable</b>	<b>2003</b>	<b>2002</b>
		£	£
	On bank loans and overdrafts	18,763	5,441
	Other interest	13,655	34,282
		<u>          </u>	<u>          </u>
		32,418	39,723
		<u>          </u>	<u>          </u>

# GREATCOAT PLC

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2003

<b>6</b>	<b>Taxation</b>	<b>2003</b>	<b>2002</b>
	<b>Current tax charge</b>	-	-
	<b>Deferred tax</b>		
	Deferred tax credit current year	(37,400)	(17,400)
		<u>                    </u>	<u>                    </u>
	<b>Factors affecting the tax charge for the year</b>		
	Profit/(loss) on ordinary activities before taxation	319,996	(24,356)
		<u>                    </u>	<u>                    </u>
	Profit/(loss) on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 30.00 % (2002 : 30.00 %)	95,999	(7,307)
		<u>                    </u>	<u>                    </u>
	Effects of:		
	Non deductible expenses	5,124	1,517
	Capital allowances	(1,703)	(3,783)
	Capital gain not taxable	(101,178)	-
	Dividends and distributions received	-	(747)
	Other tax adjustments	1,758	10,320
		<u>                    </u>	<u>                    </u>
		(95,999)	7,307
		<u>                    </u>	<u>                    </u>
	<b>Current tax charge</b>	-	-
		<u>                    </u>	<u>                    </u>

<b>7</b>	<b>Tangible fixed assets</b>	<b>Investment properties</b>	<b>Motor vehicle</b>	<b>Total</b>
		<b>£</b>	<b>£</b>	<b>£</b>
	<b>Cost or valuation</b>			
	At 1 April 2002	1,744,782	12,000	1,756,782
	Additions	544	-	544
	Disposals	(834,656)	-	(834,656)
		<u>                    </u>	<u>                    </u>	<u>                    </u>
	At 31 March 2003	910,670	12,000	922,670
		<u>                    </u>	<u>                    </u>	<u>                    </u>
	<b>Depreciation</b>			
	At 1 April 2002 & at 31 March 2003	-	12,000	12,000
		<u>                    </u>	<u>                    </u>	<u>                    </u>
	<b>Net book value</b>			
	At 31 March 2003	910,670	-	910,670
		<u>                    </u>	<u>                    </u>	<u>                    </u>
	At 31 March 2002	1,744,782	-	1,744,782
		<u>                    </u>	<u>                    </u>	<u>                    </u>

The freehold properties are held for investment purposes and the directors consider that the net book value is equivalent to open market value.

# GREATCOAT PLC

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2003

### 8 Fixed asset investments

Cost or valuation	Shares in subsidiary undertakings £
At 1 April 2002 & at 31 March 2003	1

Company	Country of registration or incorporation	Class	Shares held %
Jarrow Enterprise Zone Developments Ltd (Dormant)	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 reserves	Profit/(loss) for the year
Jarrow Enterprise Zone Developments Ltd (Dormant)	1	-

The subsidiary company had no trading activity during the year, and is in the process of being struck off. No consolidated accounts have been prepared on the basis that this company is immaterial to the group.

9 Debtors	2003 £	2002 £
Trade debtors	51,680	49,675
Amounts owed by subsidiary undertakings	-	5,579
Other debtors	6,000	8,638
	<u>57,680</u>	<u>63,892</u>

10 Creditors: amounts falling due within one year	2003 £	2002 £
Bank loans and overdrafts (secured)	-	238,842
Trade creditors	3,196	6,609
Amounts owed to connected companies	-	564,447
Taxes and social security costs	5,653	6,487
Other creditors	25,895	25,000
Accruals and deferred income	34,212	25,680
	<u>68,956</u>	<u>867,065</u>



# GREATCOAT PLC

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2003

### 11 Provisions for liabilities and charges

	Deferred tax liability £
Balance at 1 April 2002	37,400
Profit and loss account	(37,400)
	<hr/>
Balance at 31 March 2003	-
	<hr/> <hr/>

Deferred tax is provided at 30 % (2002 - 30 %) analysed over the following timing differences:

	Fully provided	
	2003	2002
	£	£
Accelerated capital allowances	-	37,400
	<hr/>	<hr/>

No provision has been made for deferred tax on gains recognised on revaluing property to its market value as the company does not intend to sell the revalued assets. However the directors estimate that if the properties were to be sold a capital gain of £111,250 (2002: £112,400) would arise.

### 12 Share capital

	2003	2002
	£	£
<b>Authorised</b>		
10,000,000 Ordinary shares of 10p each	1,000,000	1,000,000
	<hr/>	<hr/>
<b>Allotted, called up and fully paid</b>		
9,304,975 Ordinary shares of 10p each	930,497	930,497
	<hr/>	<hr/>

### 13 Statement of movements on reserves

	Share premium account £	Revaluation reserve £	Capital redemption reserve £	Profit and loss account £
Balance at 1 April 2002	11,250	149,801	10,000	(196,944)
Retained profit for the year	-	-	-	357,396
Transfer from revaluation reserve to profit and loss account	-	(109,025)	-	109,025
	<hr/>	<hr/>	<hr/>	<hr/>
Balance at 31 March 2003	11,250	40,776	10,000	269,477
	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>

# GREATCOAT PLC

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2003

14 Reconciliation of movements in shareholders' funds	2003	2002
	£	£
Profit/(Loss) for the financial year	357,396	(6,956)
Opening shareholders' funds	904,604	911,560
	<hr/>	<hr/>
Closing shareholders' funds	1,262,000	904,604
	<hr/> <hr/>	<hr/> <hr/>

### 15 Employees

#### Number of employees

There were no employees during the year apart from the directors.

### 16 Control

The ultimate controlling party is M A Joyce, who has a beneficial interest in 6,536,488 shares.

### 17 Related party transactions

- (a) During the year Rockwood (a company owned by C J G Hall) rendered charges at arms length in connection with management services amounting to £18,050 (2002: £4,800).
- (b) During the year Alpha Consolidated Holdings Limited (a company partly owned by T Barker) rendered charges at arms length in connection with management services amounting to £6,000 (2002: £7,500). A balance of £1,500 remains outstanding at the year end (2002: £nil)
- (c) During the year Micklegate Special Projects Limited provided Greatcoat plc with an interest bearing cash flow loan of £nil (2002: £360,114) which was outstanding at the year end. Interest was charged on this at commercial rates.