

## Directors and Advisers

Directors  
B S E Freshwater  
(Chairman and Managing Director)  
D Davis  
S I Freshwater

Secretary  
C C Morse, F.C.I.S.

Registered and Head Office  
Freshwater House,  
158-162 Shaftesbury Avenue,  
London WC2H 8HR  
Registered in England  
No. 305105

Registrars  
Lloyds Bank Registrars,  
The Causeway,  
Worthing,  
West Sussex BN99 6DA

Auditors  
KPMG Peat Marwick,  
1 Puddle Dock,  
Blackfriars,  
London EC4V 3PD

Consulting Accountants  
Cohen, Arnold & Co.,  
13-17 New Burlington Place,  
London W1X 2JP

Principal Bankers  
Lloyds Bank Plc  
National Westminster Bank PLC  
Barclays Bank PLC

Stockbrokers  
Kleinwort Benson Securities Limited,  
20 Fenchurch Street,  
London EC3P 3DB

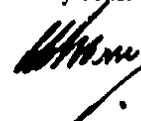


## *Notice of Meeting*

Notice is hereby given that the Fifty-ninth Annual General Meeting of Daejan Holdings PLC will be held at The Presidents' Committee Room, CBI, 1st Floor, Centre Point, New Oxford Street, London WC1, on Friday, 26th August 1994 at 12 noon, for the following purposes:-

1. To receive the Financial Statements for the year ended 31st March 1994 together with the Reports of the Directors and the Auditors. (Resolution 1).
2. To declare a final dividend. (Resolution 2).
3. To re-elect Mr S I Freshwater as a Director. (Resolution 3).
4. To re-appoint KPMG Peat Marwick as Auditors and to authorise the Directors to determine their remuneration. (Resolution 4).

By Order of the Board,

 **C C Morse,**  
Secretary

1st August 1994

A Member entitled to attend and vote may appoint one or more proxies to attend, and on a poll, to vote instead of him. A proxy need not be a Member of the Company. To be valid, forms of proxy must be received by the Company's Registrars at least 48 hours before the time fixed for the Meeting. The recommended final dividend will, if approved, be paid on 3rd October 1994 to Shareholders registered at the close of business on 2nd September 1994. No Director has a service contract which cannot be terminated by less than twelve months' notice.

## *Results at a glance*

	Year ended 31st March	
	1994	1993
	<b>£000</b>	<b>£000</b>
Pre-tax Profits	<b>19,457</b>	16,719
Net Profits	<b>13,990</b>	13,221
Earnings per share	<b>85.7p</b>	81.0p
Dividends per Share	<b>29.0p</b>	27.0p
Net Assets per Share (based on Balance Sheet values)	<b>£13.71</b>	£11.89
Final Dividend of 17p per share payable on 3rd October 1994		

## Chairman's Statement

It is now 35 years since Daejan's refloatation as a public property company in 1959. It then owned properties valued at \$4 million which produced annual profits in the region of £150,000. From those modest beginnings, the Group has expanded to its present position as one of the larger quoted property groups, with property assets with a market value well in excess of £325 million and a net worth in excess of £275 million. Throughout this long period, we have not been diverted from the original conservative policies, which have enabled us to achieve substantial profits each year despite the various recessions that the property industry has endured, culminating in the deep downturn of the early 1990s. Our dividend has been increased every year for the past 15 years and has grown by 26% over the last 4 years of recession. Our aim for the future is to continue to build upon our strengths so as to achieve sustained growth on a sound financial footing.

Turning to this year's results it is a pleasure to report a substantial improvement in profits before tax to £19.45 million. It is noteworthy to highlight the steady improvement in profits from net rental income, by which I mean the surplus arising after deducting from rental income all of the Group's outgoings including interest. For the first time this net income, which is independent of the profit regularly achieved from property sales, has exceeded £10 million. This income stream forms a substantial base upon which we expect to further build the future profitability of the Group.

This year's professional revaluation of our property investment portfolio revealed a surplus of £21 million. The properties held by trading subsidiaries are revalued quinquennially. The last valuation was in 1992 and this produced a surplus over book value of £58.9 million. However, in accordance with the relevant accounting principles, these properties appear in the accounts at original cost and, on that basis, the Balance Sheet shows net assets attributable to shareholders of £223.5 million. The Group's net asset value, incorporating the surplus on valuation of the trading stock, is estimated, before allowing for tax on realisation, at £277.2 million, which is equivalent to £17.01p per share.

The welcome improvement in property values is a reflection of the gradual strengthening of the UK economy over the past year. However, as far as the property sector is concerned, one cannot yet be sanguine that the market has returned to normality. There is still an enduring weakness in tenant demand for commercial premises and commercial rental values are, in many cases, still below previous levels. Of particular concern is the level of long term interest rates, which have a direct effect on the housing and investment markets. We have therefore adopted a cautious stance and have ensured that we retain substantial liquid and loan resources, so as to be insulated from any adverse market conditions. This healthy financial position will also enable us to confidently consider any substantial property acquisitions that meet our investment criteria.

During the current trading year, I am pleased to report that the improvement in rental income and residential sales has been maintained and, subject only to the economic recovery not losing momentum, I anticipate being able to report results for the year to 31st March 1995 that are comparable to those now before you.

There is one major asset that does not appear in any Balance Sheet and that is the skill, experience and loyalty of the Directors and staff of the Group and of its management company. I am sure that you will all wish to join me in expressing to them sincere appreciation for their continued support.

  
BSE Freshwater

## Directors' Report

The Directors have pleasure in presenting their Report together with Balance Sheets of the Company and of the Group as at 31st March 1994 and the Consolidated Profit and Loss Account of the Group for the year ended on that date.

### Principal Activities of the Group

Daejan Holdings PLC is a holding company whose principal activities, carried on through its subsidiary undertakings, are property investment and trading, with some development also being undertaken. The major part of the Group's property portfolio comprises commercial, industrial and residential premises throughout the United Kingdom. Some subsidiary undertakings are incorporated in the United States of America and carry out property investment and trading in that country.

### Properties

A professional revaluation of all the Group's United Kingdom investment property was carried out at 31st March 1994 by the Group's external valuers, Keith Cardale Groves (Commercial) Limited, Chartered Surveyors, and a copy of their report appears on page 26. The resultant figures have been included in the Financial Statements now presented and the increase of £21.0 million over previous book values has been transferred to Revaluation Reserve.

The Group's trading portfolio in both the U.K. and U.S.A. was professionally valued in 1992 and, at that time, had a surplus over book value of £58.9 million which was not incorporated into the Financial Statements. The Board are satisfied that, at 31st March 1994, properties held for trading and development still had a value substantially in excess of their book value.

### Results and Dividend

The net earnings for the year, after all charges, amounted to £13,973,000. An Interim Dividend of 12p per share was paid on 15th March 1994 and the Directors now recommend the payment of a Final Dividend of 17p per share, making a total for the year of 29p per share, an increase of 2p over the previous year. The dividends will absorb £4,726,000 and will leave £9,247,000 to be added to retained profits.

A review of the activities of the Group is contained in the Chairman's Statement on page 3.

An analysis of the Group's turnover and profit before taxation for the year is as follows:-

	Turnover		Profit	
	U.K. \$000	U.S.A. \$000	U.K. \$000	U.S.A. \$000
Rents and Charges	35,732	2,819	18,659	436
Sales of Properties	13,374	39	9,131	39
Other Activities (including share of U.S.A. partnership profits)	—	—	70	20
	<u>\$49,106</u>	<u>\$2,858</u>	27,860	495
Financing Charges (net)			(4,109)	(70)
Administrative and Other Expenses			(4,502)	(217)
			19,249	<u>\$208</u>
			208	
Profit before taxation			<u>\$19,457</u>	

*Directors' Report (continued)*

**Directors**

The Directors who served throughout the year, and who are still in office, are:-

Mr B S E Freshwater

Mr D Davis

Mr S I Freshwater

The Director retiring by rotation is Mr S I Freshwater who, being eligible, offers himself for re-election.

Neither Mr D Davis or Mr S I Freshwater has a service contract.

A brief biography of the Directors is as follows:-

Mr B S E Freshwater – Joined the Board in December 1971 with primary responsibility for the Group's finances. In July 1976 he was appointed Managing Director and, additionally, became Chairman in July 1980.

Mr D Davis – A Chartered Accountant and member of the Institute of Taxation, was previously a partner in Cohen, Arnold & Co., the Group's consulting accountants. He relinquished his partnership in 1971 in order to devote more time to his numerous business and other interests. He has been a non-executive Director of the Company since December 1971.

Mr S I Freshwater – Directs the Group's operations in the U.S.A. and also has responsibility for the Group's U.K. sales division. He has been a Director of the Company since January 1986.

**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 the affairs of the Company and of the Group and of the profit or loss of the Company and of the Group 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;
- state whether applicable accounting standards have been followed, subject to any material departures being disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis where appropriate.

The Directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company and of the Group and 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 of the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

**Directors' Interests in Contracts**

Day-to-day management of the Group's properties in the United Kingdom is partly carried out by Highdorn Co. Limited and by Freshwater Property Management Limited. Mr B S E Freshwater and Mr S I Freshwater are Directors of both companies and are also interested in the share capital of Highdorn Co. Limited.

Mr B S E Freshwater and Mr D Davis are also Directors of the parent company of Freshwater Property Management Limited but have no beneficial interest in either company.

Mr B S E Freshwater and companies controlled by the Freshwater family and trusts have on occasions guaranteed borrowings of the Company and its subsidiaries.

The only other contracts in which Directors were interested were those entered into in the normal course of business.

## *Directors' Report (continued)*

### Interests of Directors and their families and trusts in shares of the Company

<i>Daejan Holdings PLC</i>	<i>31st March</i>	<i>31st March</i>
<i>Ordinary Shares</i>	<i>1994</i>	<i>1993</i>
D Davis	763 (notes 2 & 3)	763
B S E Freshwater	590,033 (notes 2, 3 & 4)	590,033
S I Freshwater	89,270 (notes 2, 3 & 4)	89,270

#### *Notes:*

1. All the above holdings were beneficially owned.
2. A further 4,363,116 shares (*31st March 1993 – 4,183,116*) were held by Freshwater family trusts and by charitable companies in which Mr B S E Freshwater, Mr S I Freshwater and Mr D Davis have a non-beneficial interest.
3. In addition to the holding shown in the table and in note 2 above, companies owned and controlled by Mr B S E Freshwater, Mr S I Freshwater and by their families, and family trusts, held at 31st March 1994 a total of 7,876,431 shares (*31st March 1993 – 8,156,431*). Mr D Davis has a non-beneficial interest in some of these shares as a Director of the companies concerned, or as a trustee.
4. Of these shares 89,270 are held by a company owned jointly by Mr B S E Freshwater and Mr S I Freshwater.
5. There have been no changes in any of the above interests since 31st March 1994.

#### *Substantial Interests*

At the date of this Report the Company had been notified that, other than Directors, the following shareholders held Ordinary Shares, as trustees or nominees only and with no beneficial interest, amounting to 3% or more of the Company's Issued Share Capital:

	<i>Shares</i>	<i>%</i>
Trustees of the B S E Freshwater Settlement (a)	1,705,000	10.5
Trustees of the S I Freshwater Settlement (a)	1,560,000	9.6

(a) These are part of the shares referred to in Note 2 above.

#### *Income and Corporation Taxes Act 1988*

The Directors are advised that the Company is a Close Company within the meaning of the Act.

#### *Capital Gains Tax*

For the purpose of computing Capital Gains Tax the market value of the Company's Shares was 185p on 31st March 1982.

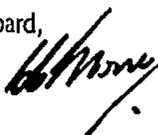
#### *Charitable Donations*

During the year the Group made charitable donations totalling \$60,000 net under Deed of Covenant.

#### *Auditors*

A resolution will be proposed at the Annual General Meeting to re-appoint KPMG Peat Marwick as Auditors and to authorise the Directors to determine their remuneration.

By Order of the Board,  
C C Morse,  
Secretary  
20th July 1994



## Corporate Governance

The Board is required by the Stock Exchange to report on the extent of its compliance since 1st July 1993 with specified provisions contained within the Code of Best Practice drawn up by the Cadbury Committee on Corporate Governance.

Your Board supports fully the goal of better Corporate Governance which inspired the Cadbury Committee recommendations and we now comply with the majority of items in the code. However, in recent months there has been much comment on the code by the Chairmen and Boards of prominent companies and concerns have been raised over the value to shareholders of companies taking steps to comply with the letter of the code's requirements.

We do not comply with the code's recommendation in connection with non-executive representation on the Board, as we are doubtful that further extending non-executive participation at present would benefit our shareholders. We consider it vital that the principles of a unitary Board of Directors sharing responsibility for all facets of the Company's business should not be undermined by reserving areas of decision making solely for the non-executive directors. For this reason the matters which the code recommends should be reserved for audit and remuneration committees are dealt with by the whole Board and it is intended to continue this practice. In view of the fact that the Daejan Board comprises only three directors it is also not considered necessary to split the roles of Chairman and Chief Executive.

Changes should be made when they are appropriate and in the best interests of the Company, rather than for the sake of change itself. This Company has a successful track record and whilst your Board will continue to keep under review any proposals which may improve the efficiency of its operations, the current structure has stood the Company in good stead over many years and should continue to do so in the future.

Compliance with the Code of Best Practice during the period 1st July 1993 to 31 March 1994

The Board considers that the Company has complied with the Code of Best Practice with the exception of those paragraphs for which the necessary guidance is not yet available (paragraphs 4.5 (effectiveness of system of internal control) and 4.6 (report of going concern)) and the following other paragraphs:

<i>paragraph</i>	<i>subject</i>
1.2	division of responsibilities between chairman and chief executive
2.1	} selection, appointment and independence of non-executive directors
2.2	
2.3	
2.4	
3.3	} establishment of remuneration and audit committees
4.3	

Formal procedures for compliance with paragraph 1.4 (formal schedule of matters to be referred to the board) and 1.5 (procedure for directors to obtain independent advice) were not in operation during the period under review, but have been instituted since the balance sheet date.

*Report of the Auditors,  
KPMG Peat Marwick,  
to the Members of  
Daegan Holdings PLC*

We have audited the financial statements on pages 9 to 25.

**Respective responsibilities of Directors and Auditors**

As described on page 5 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.

**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 Group'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 and the Group as at 31st March 1994 and of the profit of the Group for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



**KPMG Peat Marwick**

Chartered Accountants

Registered Auditors

London

20th July 1994



*Consolidated Profit and Loss Account  
for the year ended 31st March 1994*

	Notes	1994 £000	1993 £000
Net Rental Income	2	19,095	16,392
Surplus on Sale of Trading Properties	2	7,890	6,422
Other Income	3	90	169
Gross Profit		<u>27,075</u>	<u>22,983</u>
Administrative and Other Expenses		<u>(4,719)</u>	<u>(4,461)</u>
Operating Profit from Continuing Operations		<u>22,356</u>	<u>18,522</u>
Surplus on Disposal of Subsidiary		—	2,528
Surplus on Sale of Investment Properties	2	1,289	727
Net Interest Payable	4	<u>(4,179)</u>	<u>(5,058)</u>
Profit on Ordinary Activities before Taxation	5	<u>19,457</u>	<u>16,719</u>
Taxation	6	<u>(5,467)</u>	<u>(3,498)</u>
Profit after Taxation	7	<u>13,990</u>	<u>13,221</u>
Minority Interests		(17)	(23)
Dividends: Interim		(1,955)	(1,955)
Final		<u>(2,771)</u>	<u>(2,445)</u>
Retained Profit for the Year	18	<u><u>£9,247</u></u>	<u><u>£8,798</u></u>
Earnings per Share	8	<u><u>85.7p</u></u>	<u><u>81.0p</u></u>

Movements in reserves are set out in note 18.

The notes on pages 14 to 25 form part of these financial statements.

*Consolidated Statement of  
Total Recognised Gains and Losses  
for the year ended 31st March 1994*

	1994	1993
	£000	£000
Profit for the year after taxation and minority interests	13,973	13,198
Unrealised surplus/(deficit) on revaluation of investment properties	20,865	(1,064)
Tax on realisation of revalued properties	(413)	(266)
Translation differences on foreign currency net investments	29	262
Total gains recognised relating to the year	<u>£34,454</u>	<u>£12,130</u>

*Note of Consolidated Historical Cost  
Profits or Losses  
for the year ended 31st March 1994*

	1994	1993
	£000	£000
Reported profit on ordinary activities before taxation	19,457	16,719
Realisation of investment property revaluation gains of previous years	1,959	1,204
Temporary diminution in value now realised	—	(4,120)
Historical cost profit on ordinary activities before taxation	<u>£21,416</u>	<u>£13,803</u>
Historical cost profit for the year retained in the profit and loss account after tax, minority interests and dividends	<u>£10,793</u>	<u>£5,616</u>

*Reconciliation of Movements  
in Consolidated Shareholders' Funds  
for the year ended 31st March 1994*

	1994	1993
	£000	£000
Profit for the year after taxation and minority interests	13,973	13,198
Dividends paid	(1,955)	(1,955)
Dividends proposed	(2,771)	(2,445)
Other recognised gains and losses relating to the year	20,481	(1,068)
Net increase in shareholders' funds	29,728	7,730
Shareholders' funds brought forward	193,730	186,000
Shareholders' funds carried forward	<u>£223,458</u>	<u>£193,730</u>

The notes on pages 14 to 25 form part of these financial statements.

*Consolidated Balance Sheet  
as at 31st March 1994*

	Notes	1994 £000	1993 £000
<b>FIXED ASSETS</b>			
Tangible Assets	9	234,150	215,128
Investments	10	658	657
		<u>234,808</u>	<u>215,785</u>
<b>CURRENT ASSETS</b>			
Properties held for Trading	11	44,600	45,762
Debtors: Due within one year	12	15,920	14,904
Due after one year	12	6,157	6,173
Investments	13	1,403	1,340
Cash at Bank		41,673	22,310
		<u>109,753</u>	<u>90,489</u>
Creditors: Amounts falling due within one year	14	(59,484)	(58,356)
Net Current Assets		<u>50,269</u>	<u>32,133</u>
Total Assets less Current Liabilities		<u>285,077</u>	<u>247,918</u>
Creditors: Amounts falling due after more than one year	15	(59,852)	(52,809)
Provision for liabilities and charges	16	(1,150)	(919)
Net Assets		<u><u>£224,075</u></u>	<u><u>£194,190</u></u>
<b>CAPITAL AND RESERVES</b>			
Called up Share Capital	17	4,074	4,074
Share Premium Account	18	555	555
Revaluation Reserve	18	114,955	96,049
Other Reserves	18	4,528	4,499
Profit and Loss Account	18	90,340	88,553
Shareholders' funds		<u>223,458</u>	<u>193,730</u>
Minority Interests		<u>617</u>	<u>460</u>
		<u><u>£224,075</u></u>	<u><u>£194,190</u></u>

The Financial Statements on pages 9 to 25 were approved by the Board of Directors on 20th July 1994 and were signed on its behalf by:

**BSE Freshwater**

*[Signature]*  
Directors

**D Davis**

The notes on pages 14 to 25 form part of these financial statements.

# *Balance Sheet* as at 31st March 1994

	Notes	1994 £000	1993 £000
<b>FIXED ASSETS</b>			
Investment in subsidiaries	19	258,350	230,656
<b>CURRENT ASSETS</b>			
Debtors: Due within one year	12	21	74
Due after one year	12	4,776	4,816
Cash at Bank		—	996
		<u>4,797</u>	<u>5,886</u>
Creditors: Amounts falling due within one year	14	<u>(35,724)</u>	<u>(37,650)</u>
Net Current Liabilities		<u>(30,927)</u>	<u>(31,764)</u>
Total Assets less Current Liabilities		<u>227,423</u>	<u>198,892</u>
Creditors: Amounts falling due after more than one year	15	<u>(3,965)</u>	<u>(5,162)</u>
Net Assets		<u><u>£223,458</u></u>	<u><u>£193,730</u></u>
<b>CAPITAL AND RESERVES</b>			
Called up Share Capital	17	4,074	4,074
Share Premium Account	18	555	555
Revaluation Reserve	18	195,436	174,140
Profit and Loss Account	18	23,393	14,961
		<u><u>£223,458</u></u>	<u><u>£193,730</u></u>

The Financial Statements on pages 9 to 25 were approved by the Board of Directors on 20th July 1994 and were signed on its behalf by:

**BSE Freshwater**

Director

**D Davis**

The notes on pages 14 to 25 form part of these financial statements.

*Cash Flow Statement*  
*for the year ended*  
*31st March 1994*

		1994		1993
	£000	£000	£000	£000
Net cash inflow from operating activities (note 20(i))		24,055		21,968
Returns on investments and servicing of finance				
Interest received	2,023		1,313	
Interest paid	(6,495)		(6,149)	
Dividends paid	(4,400)		(4,073)	
Net cash outflow from returns on investments and servicing of finance		(8,872)		(8,909)
Taxation				
U.K. Corporation tax paid	(4,084)		(10,480)	
Overseas tax paid	(9)		(21)	
		(4,093)		(10,501)
Investing activities				
Purchase of investment properties	(182)		—	
Sale of investment properties	3,413		1,706	
Collateral endowment policy - matured	—		274	
Net cash inflow from investing activities		3,231		1,980
Net cash inflow before financing		<u>£14,321</u>		<u>£4,538</u>
Financing				
New mortgage loans	(9,860)		(15,855)	
Repayment of mortgage loans	2,311		1,395	
Repayment of Unsecured loan stock	24		20	
Repayment of Debenture stock	500		—	
Net cash inflow from financing (note 20(iv))		(7,025)		(14,440)
Increase in cash and cash equivalents (note 20(ii))		<u>21,346</u>		<u>18,978</u>
		<u>£14,321</u>		<u>£4,538</u>

*Notes to the Financial Statements*

**1. PRINCIPAL ACCOUNTING POLICIES**

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the Group's Financial Statements.

**(a) Basis of Accounting**

The Financial Statements are prepared in accordance with applicable accounting standards and under the historical cost convention as adjusted by the policy of accounting for investment properties referred to in note 1(g) and the policy of accounting for investments in subsidiary undertakings referred to in note 1(k).

**(b) Consolidation**

The Financial Statements of certain subsidiary undertakings have not been consolidated (see note 19). A separate profit and loss account dealing with the results of the Company only has not been presented, in accordance with Section 230(4), Companies Act 1985.

**(c) Income Available for Distribution**

Under the Articles of Association of certain Group investment undertakings, realised capital surpluses are not available for distribution as dividends and these surpluses are transferred from Consolidated Profit and Loss Account to Other Non-Distributable Reserves.

**(d) Depreciation**

In accordance with Statement of Standard Accounting Practice No. 19 investment properties are revalued annually and the aggregate surplus or deficit is transferred to a revaluation reserve, and no depreciation or amortisation is provided in respect of freehold investment properties and leasehold investment properties with over 20 years to run.

This treatment, as regards certain of the Company's investment properties, may be a departure from the requirements of the Companies Act concerning depreciation of fixed assets. However, these properties are not held for consumption but for investment and the Directors consider that systematic annual depreciation would be inappropriate. The accounting policy adopted is therefore necessary for the financial statements to give a true and fair view. Depreciation or amortisation is only one of the many factors reflected in the annual valuation and the amount which might otherwise have been shown cannot be separately identified or quantified.

Leases having an unexpired term of less than 20 years are amortised evenly over the remaining period of the lease.

**(e) Acquisitions and Disposals of Properties**

Acquisitions and disposals are accounted for at the date of legal completion.

**(f) Deferred Taxation**

Deferred taxation is the taxation attributable to timing differences between profits computed for taxation purposes and profits as stated in the accounts, and is calculated on the liability method. Provision is made for deferred taxation in respect of those timing differences which are expected to crystallize in the foreseeable future.

*Notes to the Financial Statements*

*( continued )*

**(g) Properties**

**(i) Investment Properties**

Investment properties are included in the Balance Sheet either at professional valuation, carried out at regular intervals, or at Directors' valuation carried out in the intervening years. The aggregate surplus is transferred to a revaluation reserve and on realisation is transferred to Cumulative Consolidated Profit and Loss Account.

**(ii) Trading Properties**

These properties are stated at the lower of cost and net realisable value.

**(h) Foreign Currencies**

Foreign currency borrowings and the assets, liabilities and results of the overseas subsidiary undertakings are translated into sterling at the rates of exchange ruling at the Balance Sheet date. Differences on exchange arising from the translation of opening balance sheets of overseas companies at year end rates and on foreign currency borrowings used to finance long term foreign equity investments are taken directly to Non-Distributable Reserves. Other differences on exchange are dealt with in the Profit and Loss Account.

**(i) Sales of Investment Properties**

It is Group policy to sell, as individual units, flats in residential blocks which have been held as investments but which are now considered uneconomic to retain. Occasionally there are sales of residential and commercial investment blocks. Since such sales of all types of investment property are expected to continue, the resulting surplus based on the excess of sales proceeds over valuation is included within the Group profit on ordinary activities, and taxation applicable thereto is shown as part of the taxation charge.

**(j) Repairs**

The cost of repairs is written off to Profit and Loss Account in the year in which the expenditure is incurred.

**(k) Investments in Subsidiary Undertakings**

Investments in subsidiary undertakings are included in the Company Balance Sheet at Directors' valuation carried out at regular intervals and based on net asset value.

# Notes to the Financial Statements

(continued)

## 2. GROUP TURNOVER

An analysis of the main sources of property income and their respective contribution towards the profit for the year is as follows:

	1994			1993		
	Turnover	Cost of	Gross	Turnover	Cost of	Gross
	£000	turnover	profit	£000	turnover	profit
		£000	£000		£000	£000
Rents and service charges receivable (see (i) below)	38,551	(19,456)	19,095	37,108	(20,716)	16,392
Trading property sales	9,782	(1,892)	7,890	8,544	(2,122)	6,422
Investment property sales	3,631	(2,351)	1,280	880	(153)	727
	<u>£51,964</u>	<u>(£23,699)</u>	<u>£28,265</u>	<u>£46,532</u>	<u>(£22,991)</u>	<u>£23,541</u>

The geographical analysis of turnover, profit and net assets is as follows:

	1994			1993		
	U.K.	U.S.A.	Total	U.K.	U.S.A.	Total
	£000	£000	£000	£000	£000	£000
Turnover	<u>£49,106</u>	<u>£2,858</u>	<u>£51,964</u>	<u>£43,734</u>	<u>£2,798</u>	<u>£46,532</u>
Profit before financing charges	23,358	278	23,636	19,271	2,506	21,777
Financing charges	<u>(4,109)</u>	<u>(70)</u>	<u>(4,179)</u>	<u>(4,871)</u>	<u>(187)</u>	<u>(5,058)</u>
Profit on ordinary activities before taxation	<u>19,249</u>	<u>208</u>	<u>19,457</u>	<u>14,400</u>	<u>2,319</u>	<u>16,719</u>
Net assets	<u>£214,064</u>	<u>£10,011</u>	<u>£224,075</u>	<u>£183,986</u>	<u>£10,204</u>	<u>£194,190</u>

(i) Cost of rents and service charges receivable includes:

	1994	1993
	£000	£000
Wages and salaries	1,056	1,149
Social security costs	95	98
	<u>£1,151</u>	<u>£1,247</u>

These figures relate only to portage staff of whom an average number of 128 (1993 - 136) were employed during the year.



## Notes to the Financial Statements

(continued)

## 3. OTHER INCOME

	1994	1993
	£000	£000
Share of U.S.A. partnerships' results	20	26
Sundry income	68	46
Surplus on redemption of collateral endowment policy	2	97
	<u>£90</u>	<u>£169</u>

## 4. NET INTEREST PAYABLE

	1994	1993
	£000	£000
Interest payable on bank loans and overdrafts:		
Repayable within 5 years	3,170	2,735
Repayable in more than 5 years	2,997	3,632
	<u>6,167</u>	<u>6,367</u>
Less: Interest receivable	<u>(1,988)</u>	<u>(1,309)</u>
	<u>£4,179</u>	<u>£5,058</u>

## 5. PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

	1994	1993
	£000	£000
Profit on ordinary activities before taxation is stated after charging the following:		
Auditors' remuneration: Audit services	254	247
Non-audit services	4	4
Pension paid to widow of former managing director	60	58
Directors' emoluments (see below)		
Fees	11	11
Other remuneration (including pension contributions)	593	588
	<u>£238,500</u>	<u>£223,500</u>
Chairman and highest paid Director – remuneration		
– pension contributions	<u>£144,078</u>	<u>£140,078</u>

## Directors' remuneration (excluding pension contributions)

	Number	Number
£5,001 to £10,000	1	1
£220,001 to £225,000	—	2
£235,001 to £240,000	2	—
	<u>3</u>	<u>3</u>

	1994	1993
	£000	£000
Staff costs:		
Salaries	2,156	2,084
Pensions contributions	105	86
Social Security costs	200	186
	<u>£2,461</u>	<u>£2,356</u>

These figures are the Group's proportion of Administrative Staff costs and are equivalent to an average of 146 employees (1993 – 140 employees).

## Notes to the Financial Statements

(continued)

### 6. TAXATION ON PROFIT ON ORDINARY ACTIVITIES

(a) Taxation based on the profit for the year of the Company and its subsidiaries:	1994	1993
U.K. corporation tax at 33% (1993 - 33%)	£000	£000
Overseas taxation	5,712	4,786
Deferred taxation	10	(1)
	296	(45)
	<u>6,018</u>	<u>4,740</u>
Prior year over provision	(551)	(1,242)
	<u>£5,467</u>	<u>£3,498</u>

#### (b) Deferred Taxation Asset

	The Group		The Company	
	1994	1993	1994	1993
	£000	£000	£000	£000
Advance corporation tax recoverable	1,260	1,362	1,260	1,362
Short term timing differences	44	121	21	74
	<u>£1,304</u>	<u>£1,483</u>	<u>£1,281</u>	<u>£1,436</u>

Apart from the above items there was at 31st March 1994 a potential liability for deferred taxation in respect of Industrial Building Allowances of £1,182,000 (1993 - £1,201,000). No provision has been made in these Financial Statements in respect of this liability as it is not expected to crystallise in the foreseeable future.

In the event of a realisation of the Group's investment properties and of the Company's investment in subsidiaries at an amount equal to the valuation recorded in the Financial Statements, a liability to corporation tax on chargeable gains would arise estimated at not more than £10.6m and £8.8m respectively (1993 - £6.1m and £7.9m) and for which no provision has been made in these Financial Statements.

	The Group	The Company
The movement on the Deferred Taxation Asset is as follows:	£000	£000
At 1st April 1993	1,483	1,436
Released in the year	(1,439)	(1,415)
Advance corporation tax recoverable	1,260	1,260
At 31st March 1994	<u>£1,304</u>	<u>£1,281</u>

Note 16 sets out the Group's deferred taxation provision.

### 7. PROFIT FOR THE YEAR

Of the Group profit for the year after taxation a surplus of £13,158,000 (1993 - £9,632,000) is dealt with in the accounts of the holding company.

### 8. EARNINGS PER SHARE

Earnings per share is calculated on earnings, after taxation and minority interests, of £13,973,000 (1993 - £13,198,000) and the average number of shares in issue during the year of 16,295,357 shares (1993 - 16,295,357).

## Notes to the Financial Statements

(continued)

## 9. TANGIBLE ASSETS—INVESTMENT PROPERTIES

	Freehold	Long Leasehold	Short Leasehold	Total 1994	Total 1993
	£000	£000	£000	£000	£000
At Valuation 1st April 1993	180,405	22,017	12,706	215,128	220,185
Transfer to trading stock	—	—	—	—	(161)
Reclassification	(345)	96	249	—	—
Additions	182	—	—	182	286
Disposals	(1,780)	(306)	(80)	(2,166)	(4,127)
Revaluation	19,312	1,615	79	21,006	(1,055)
At Valuation 31st March 1994	<u>£197,774</u>	<u>£23,422</u>	<u>£12,954</u>	<u>£234,150</u>	<u>£215,128</u>

The historical cost of investment properties is £113,979,000 (1993 – £114,186,000).

A professional revaluation of all the Group's United Kingdom investment properties was carried out at 31st March 1994 by Keith Cardale Groves (Commercial) Limited, Chartered Surveyors. The revalued figures are based on open market values in accordance with the RICS Statements of Asset Valuation Practice and Guidance Notes. (See report on page 26.)

## 10. INVESTMENTS HELD AS FIXED ASSETS

	1994	1993
	£000	£000
Interest in syndicates holding industrial buildings	617	617
Collateral endowment policies at cost (see note below)	41	40
	<u>£658</u>	<u>£657</u>

Note:

Surrender values – £48,000 (1993 – £46,000).

## 11. PROPERTIES HELD FOR TRADING

	U.K.	U.S.A.	1994 Total	U.K.	U.S.A.	1993 Total
	£000	£000	£000	£000	£000	£000
At the lower of cost and net realisable value	<u>£25,235</u>	<u>£19,365</u>	<u>£44,600</u>	<u>£26,597</u>	<u>£19,165</u>	<u>£45,762</u>

£6,406,000 (1993 – £6,462,000) of the properties held for trading in the U.S.A. are held through shares in Co-operative Corporations.

# Notes to the Financial Statements

continued

## 12. DEBTORS

	The Group		The Company	
	1994	1993	1994	1993
	£000	£000	£000	£000
Rents and service charges	11,184	10,319	—	—
Other debtors and prepayments	4,692	4,464	—	—
Short term timing differences (note 6(b))	44	121	21	74
Mortgages granted repayable after one year	4,897	4,811	3,516	3,454
ACT recoverable after one year (note 6(b))	1,260	1,362	1,260	1,362
	<u>£22,077</u>	<u>£21,077</u>	<u>£4,797</u>	<u>£4,890</u>

## 13. INVESTMENTS HELD AS CURRENT ASSETS

	1994	1993
	£000	£000
Investments in U.S.A. partnerships (see note below)	1,268	1,212
Mortgages granted	12	12
Listed securities at the lower of cost and net realisable value (Market value £143,000 (1993 - £134,000))	123	116
	<u>£1,403</u>	<u>£1,340</u>
	1994	1993
	£000	£000
Note: Net Assets of U.S.A. partnerships comprise:		
Shares in Co-operative Corporations	1,296	2,777
Mortgages granted	682	2,333
Cash and other assets	174	247
	<u>2,152</u>	<u>5,357</u>
Less: Creditors repayable within one year	(260)	(137)
Creditors repayable after one year and provisions	—	(3,389)
	<u>£1,892</u>	<u>£1,831</u>
Group share of net assets including premium on acquisition	<u>£1,268</u>	<u>£1,212</u>

## 14. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	The Group		The Company	
	1994	1993	1994	1993
	£000	£000	£000	£000
Debenture stock 1988-93 (8¼%)	—	500	—	—
Mortgage advances (7%-12¼%)	1,307	622	216	510
Bank loans and overdrafts (see note below)	30,448	32,444	29,402	31,273
Rents and service charges charged in advance	7,648	6,904	—	—
Other creditors and accruals	7,688	7,215	1,289	1,429
Taxation	9,622	8,226	2,046	1,993
Proposed dividend	2,771	2,445	2,771	2,445
	<u>£59,484</u>	<u>£58,356</u>	<u>£35,724</u>	<u>£37,650</u>

Note: Bank loans and overdrafts of the Group of £30,448,000 (1993 - £31,046,000) and of the Company of £29,402,000 (1993 - £29,944,000) are secured on certain of the Group's properties.

## Notes to the Financial Statements

(continued)

## 15. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	The Group		The Company	
	1994	1993	1994	1993
	£000	£000	£000	£000
Debentures	2,200	2,200	—	—
Unsecured Loan Stocks	3,008	3,032	—	—
Mortgage advances	54,644	47,577	1,944	3,250
Amounts due to subsidiary undertakings	—	—	2,021	1,912
	<u>59,852</u>	<u>52,809</u>	<u>3,965</u>	<u>5,162</u>

Analysis of creditors falling due after more than one year

	Interest Rate	The Group		The Company	
		1994	1993	1994	1993
		£000	£000	£000	£000
Amounts repayable after 1st April 1999		—	—	—	—
Unsecured Loan Stock 2002-07	8¼%	1,889	1,913	—	—
Mortgages 1990-2001	7%-10½%	42,787	34,776	—	—
Amounts due to subsidiary undertakings		—	—	2,021	1,912
		<u>44,676</u>	<u>36,689</u>	<u>2,021</u>	<u>1,912</u>
Amounts repayable between 1st April 1996 and 31st March 1999					
Unsecured Loan Stock 1991-96	7¼%	1,119	1,119	—	—
Mortgages	7%-11%	9,913	11,497	1,944	3,250
Debenture Stock 1992-97	7¼%	550	550	—	—
Debenture Stocks 1990-95	6½%-6¾%	—	1,650	—	—
		<u>11,582</u>	<u>14,816</u>	<u>1,944</u>	<u>3,250</u>
Amounts repayable between 1st April 1995 and 31st March 1996					
Mortgages	7%-11%	1,944	1,304	—	—
Debenture Stock 1990-95	6½%-6¾%	1,650	—	—	—
		<u>3,594</u>	<u>1,304</u>	<u>—</u>	<u>—</u>
Total amount of Long Term Loans		<u>59,852</u>	<u>52,809</u>	<u>3,965</u>	<u>5,162</u>
Amount of Long Term Loans secured on certain of the Group's properties		<u>56,771</u>	<u>49,777</u>	<u>1,944</u>	<u>3,250</u>

*Notes to the Financial Statements*  
( continued )

16. PROVISION FOR LIABILITIES AND CHARGES

	The Group \$000
Deferred taxation:	
Balance at 1st April 1993	919
Foreign exchange movement	11
Increase during the year	220
Balance at 31st March 1994	<u><u>£1,150</u></u>

17. SHARE CAPITAL

	Number	1994 \$000	1993 \$000
Authorised:			
Ordinary shares of 25 pence per share	18,722,596	<u>£4,681</u>	<u>£4,681</u>
Allotted, called up and fully paid:			
Ordinary shares of 25 pence per share	16,295,357	<u>£4,074</u>	<u>£4,074</u>

18. RESERVES

	The Group \$000	\$000	The Company \$000	\$000
Share Premium Account:				
At 1st April 1993 and 31st March 1994		<u>£555</u>		<u>£555</u>
Revaluation Reserve:				
At 1st April 1993	96,049		174,140	
Transfer to profit and loss account of revaluation surplus on investment properties now realised	(1,959)		—	
Fixed asset revaluation	<u>20,865</u>		<u>21,296</u>	
		<u>£114,955</u>		<u>£195,436</u>
Other Non-Distributable Reserves:				
At 1st April 1993	4,499			
Translation differences on foreign currency net investments	<u>29</u>			
		<u>£4,528</u>		<u>\$nil</u>
Profit and Loss Account:				
At 1st April 1993	88,553		14,961	
Revaluation reserve realised on disposal	1,959		—	
Tax on revaluation reserve realised	(413)		—	
Retained for the year	<u>9,247</u>		<u>8,432</u>	
		<u>£99,346</u>		<u>£23,393</u>

The revaluation reserves arise from the revaluation of investment properties and investment in subsidiary undertakings in the Group and Company respectively.

## Notes to the Financial Statements

(continued)

### 19. INVESTMENT IN SUBSIDIARY UNDERTAKINGS

	Shares at valuation £000	Loans £000	Total £000
At 1st April 1993	183,707	46,949	230,656
Effect of foreign exchange differences	151	—	151
Additions	—	6,247	6,247
Revaluation	21,296	—	21,296
At 31st March 1994	<u>£205,154</u>	<u>£53,196</u>	<u>£258,350</u>

The historical cost of shares in subsidiary undertakings is £9,567,000 (1993 – £9,567,000).

Shares in subsidiary undertakings have been valued by the Directors at 31st March 1994 based on the underlying net asset values of the subsidiary undertakings.

There have been excluded from the Consolidated Financial Statements the results of certain subsidiary undertakings acquired at a cost of £146,000 and valued by the Directors at £nil (1993 – £nil). The combined profits since acquisition attributable to the Company as indicated by their financial statements amounted to £40,000 (1993 – £40,000) and their aggregate liabilities at 31st March 1994 were £54,000 (1993 – £54,000). The inclusion of these undertakings would not materially affect the consolidated financial statements.

### 20. CASH FLOW STATEMENT

(i) Reconciliation of operating profit to net cash inflow from operating activities.

	1994 £000	1993 £000
Operating profit	22,356	18,522
Share of US partnership profit	(20)	(26)
Surplus on redemption of collateral endowment policy	(2)	(97)
Decrease in properties held for trading	1,488	2,873
(Increase)/decrease in debtors	(1,010)	3,380
Increase/(decrease) in creditors	1,191	(3,045)
(Increase)/decrease in investments held as current assets	(46)	50
Effect of other deferrals and accruals of operating activity cash flow	98	311
Net cash inflow from operating activities	<u>£24,055</u>	<u>£21,968</u>

# *Notes to the Financial Statements*

*continued*

(ii) Analysis of changes in cash and cash equivalents during the year.

	£000
Balance at 1st April 1993	(10,134)
Net cash inflow before adjustment for foreign exchange rate changes	21,346
Effect of foreign exchange differences	13
Balance at 31st March 1994	<u>£11,225</u>

(iii) Analysis of the balances of cash and cash equivalents as shown on the balance sheet.

	1994	1993	Change in year
	£000	£000	£000
Cash at bank and in hand	41,673	22,310	19,363
Bank loans and overdrafts	(30,448)	(32,444)	1,996
	<u>£11,225</u>	<u>(£10,134)</u>	<u>£21,359</u>

(iv) Analysis of changes in financing during the year.

	Share capital (including premium) £000	Loans and mortgages £000
Balance at 1st April 1993	4,629	53,931
Effect of foreign exchange differences	—	203
Cash inflows from financing (net)	—	7,025
Balance at 31st March 1994	<u>£4,629</u>	<u>£61,159</u>

## 21. DIRECTORS' INTERESTS IN CONTRACTS

Day-to-day management of the Group's properties in the United Kingdom is partly carried out by Highdorn Co. Limited and by Freshwater Property Management Limited. Mr B S E Freshwater and Mr S I Freshwater are Directors of both companies and are also interested in the share capital of Highdorn Co. Limited.

Mr B S E Freshwater and Mr D Davis are also Directors of the parent company of Freshwater Property Management Limited but have no beneficial interest in either company.

The amounts paid for the provision of management services charged for at normal commercial rates were:

Highdorn Co. Ltd		Freshwater Property Management Ltd	
1994	1993	1994	1993
£000	£000	£000	£000
<u>£1,600</u>	<u>£1,876</u>	<u>£983</u>	<u>£956</u>



## *Notes to the Financial Statements*

*(continued)*

### 22. CONTINGENT LIABILITIES

The Company has guaranteed bank and mortgage indebtedness and unsecured loan stock of certain subsidiaries which at 31st March 1994 amounted to £41.1m (1993 – £31.7m).

The Group is from time to time party to legal actions arising in the ordinary course of business. The Directors are advised that there are no actions current which could have a material adverse effect on the financial position of the Group.

### 23. PRINCIPAL SUBSIDIARY UNDERTAKINGS

Except where otherwise indicated the following are wholly owned property companies included in the consolidated financial statements.

All subsidiaries operate in their country of incorporation.

*Incorporated in Great Britain and registered in England and Wales*

Astral Estates (London) Limited	Daejan (Kingston) Limited
Bampton Holdings Limited	Daejan Properties Limited
Bampton (B&B) Limited	Daejan (Reading) Limited
Bampton (Redbridge) Limited (75%)	Daejan Securities Limited – <i>Share Dealer</i>
Brickfield Properties Limited	Daejan (Taunton) Limited
City and Country Properties Limited	Daejan (Warwick) Limited
City & Country Properties (Birmingham) Limited	Daejan (Worcester) Limited
City and Country Properties (Camberley) Limited	Hampstead Way Investments Limited
City and Country Properties (Midlands) Limited	Limebridge Co. Limited
Chilon Investments Co. Limited	Pegasus Investment Company Limited
Daejan (Brighton) Limited	Rapid 7533 Limited
Daejan Developments Limited	Rosebel Holdings Limited
Daejan (Dartford) Limited	Seaglen Investments Limited
Daejan (Durham) Limited	St. Leonards Properties Limited
Daejan Estates Limited	The Bampton Property Group Limited
Daejan (High Wycombe) Limited	The Cromlech Property Co. Limited
Daejan Investments Limited	The Halliard Property Co. Limited
Daejan Investments (Grove Hall) Limited	
Daejan Investments (Harrow) Limited	
Daejan Investments (Park) Limited	

*Incorporated in the U.S.A.*

Daejan Holdings (U.S.) Inc.  
Daejan (N.Y.) Limited  
Daejan Enterprises Inc.

*Report of the Valuers  
to the Directors of Daejan Holdings PLC*

As instructed we have valued for the purpose of your Company's balance sheet the investment properties owned by your Company and its subsidiaries in the United Kingdom. The properties are listed in our separate detailed schedules.

We have not had access to Title Deeds and our valuation is on the basis of the information supplied to us as to tenure and occupancy and other relevant information.

The properties have been valued individually on the basis of open market value in accordance with the Statements of Asset Valuation Practice and Guidance Notes prepared by the Assets Valuation Standards Committee of the Royal Institution of Chartered Surveyors.

No allowance has been made for expenses of realisation or for any taxation which may arise, and our valuations are expressed exclusive of any Value Added Tax that may become chargeable.

Our valuations assume that the properties are free from any undisclosed onerous burdens, outgoings or restrictions. We have not seen planning consents and have assumed that the properties have been erected and are being occupied and used in accordance with all requisite consents.

We have not carried out Structural Surveys of the properties nor have we tested the services. Our valuations assume that the buildings contain no deleterious materials.

We confirm that the valuations have been carried out by us as External Valuers qualified for the purpose of the valuation.

The valuation is made with the benefit of the Schedule of Standard Assumptions, Caveats, Limitations and Basis of Valuation provided to you and in accordance with instructions, the properties are inspected on a 3 yearly cycle, one-third by value being inspected each year.

Having regard to the foregoing we are of the opinion that the aggregate of the values of your Company's interests as at 31st March 1994 is £234,150,000 (Two Hundred and Thirty Four Million One Hundred and Fifty Thousand Pounds).

In accordance with our standard practice, we must state that this valuation is for the use only of the party to whom it is addressed and no responsibility is accepted to any third party for the whole or any part of its contents.

**Keith Cardale Groves (Commercial) Limited**  
Chartered Surveyors  
1 Lumley Street  
London W1Y 1TW

20th June 1994

*Five Year Record*

	1990	1991	1992	1993	1994
	£000	£000	£000	£000	£000
Net Rental Income	14,340	14,158	15,276	16,392	19,095
Surplus on Sale of Trading Properties	6,514	7,137	6,444	6,422	7,890
Other Income	272	68	326	169	90
	<u>21,126</u>	<u>21,363</u>	<u>22,046</u>	<u>22,983</u>	<u>27,075</u>
Group Profit before Taxation	16,325	15,000	13,940	16,719	19,457
Taxation	2,192	5,843	5,317	3,498	5,467
Minority Interests	31	35	12	23	17
Available Surplus	<u>14,102</u>	<u>9,122</u>	<u>8,611</u>	<u>13,198</u>	<u>13,973</u>
Earnings: p. per share	86.5	56.0	52.8	81.0	85.7
Dividends: p. per share	<u>23.0</u>	<u>24.0</u>	<u>25.0</u>	<u>27.0</u>	<u>29.0</u>
Gross Assets	282,813	281,495	289,908	306,274	344,561
Net Assets	217,017	206,818	186,000	193,730	223,458
Net Asset: £ per share	<u>13.32</u>	<u>12.69</u>	<u>11.41</u>	<u>11.89</u>	<u>13.71</u>
Represented by:					
Share Capital	4,074	4,074	4,074	4,074	4,074
Reserves and Retained Profit	<u>212,943</u>	<u>202,744</u>	<u>181,926</u>	<u>189,656</u>	<u>219,384</u>
Shareholders' Funds	<u><u>£217,017</u></u>	<u><u>£206,818</u></u>	<u><u>£186,000</u></u>	<u><u>£193,730</u></u>	<u><u>£223,458</u></u>

The results for 1993 and 1994 have been prepared under FRS3 and the corresponding amounts for the years 1990 to 1992 have been restated on this basis.