60405)

MERITYRE PROPERTIES LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 1999



COMPANY INFORMATION

Directors: N C Pope

J J Pope

JRW Pope

Secretary: G D Allen

Company Number 604053

Registered Office: West Way

Walworth Industrial Estate Andover, Hants

SP10 5JG

Accountant and R. J. Roper & Co Tax consultant 8 Dark Lane

8 Dark Lane Tilehurst Reading

RG31 6RA

BALANCE SHEET

AS AT 31ST MARCH 1999

| | <u>Notes</u> | <u>31.3.99</u> | <u>31.3.98</u> |
|---|--------------|-----------------|------------------|
| FIXED ASSETS | | | |
| Tangible fixed assets | 8 | 538,115 | 551,545 |
| CURRENT ASSETS | | | |
| Debtors Cash at bank & in hand | 9 | 1851 122,111 | 3,398 190,610 |
| | | 123,962 | 194,008 |
| CREDITORS: Amounts falling due within one year | 10 | 63,896 | 95,002 |
| Net current assets | | 60,066 | 99,006 |
| TOTAL ASSETS LESS CURRENT LIABILITIES | | 598,181 | 650,551 |
| CREDITORS: Amounts falling due after one year | 11 | 223,109 | 288,332 |
| NET ASSETS | | £375,072 | £362,219 |
| | | | |
| CAPITAL AND RESERVES | | | |
| Called up Share Capital Profit and Loss Account | 12 | 100 374,972 | 100 362,119 |
| EQUITY SHAREHOLDERS FUNDS | 14 | £375,072 | £362,219 |

The company is entitled to the exemption from audit conferred by section 249A(1) of the Companies Acct 1985. No notice has been deposited by members under section 249B(2) requiring an audit.

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 and which comply with the provisions of the Companies Act 1985. The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company 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 hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In preparing these unaudited financial statements advantage has been taken of the special exemptions conferred by Part 1 of Schedule 8 to the Companies Act 1985 on the grounds that in the directors' opinion the company is entitled to the benefit of those exemptions as a small company under the provisions of Sections 246 and 247 of the Act.

The Notes on pages 6 to 10 form an integral part of these financial statements

Approved by the Board of Directors on 16 July 1999, and signed on its behalf by:

.... N C Pope

Directors

NOTES TO THE FINANCIAL STATEMENTS - 31ST MARCH 1999

- 1. <u>ACCOUNTING POLICIES</u> the financial statements have been prepared in accordance with the Companies Act 1985 as amended, and with the applicable accounting standards.
 - a. <u>Basis of accounting</u>. The financial statements are prepared under the historical cost convention.
 - b. <u>Turnover</u> from continuing operations comprises sales of property, rents and consultancy fees received.
 - c. <u>Tangible Fixed Assets</u> are depreciated on a straight line basis over the following estimated useful lives:-

Life in years

Buildings, Warehouse and Offices

50

d. <u>Deferred taxation</u> Provision is made at current rates for taxation deferred by material timing differences to the extent that there is a reasonable probability that the liability will arise in the foreseeable future.

2. TURNOVER AND PROFIT

The turnover and profit before taxation are attributable to the one principal activity of the Company and relate wholly to trade in the United Kingdom.

3. OPERATING PROFIT

The operating profit is stated after charging:

| Continuing operations Depreciation of fixed assets Directors' Remuneration Accountancy Fees | 31.3.99 £ 13,430 30,252 1000 | 31.3.98 £ 13,430 13,619 1000 |
|---|--|--|
| 4. INTEREST PAYABLE Bank loan | £25,821 | £34,606 |
| 5. INTEREST RECEIVABLE Bank deposit interest Interest on Corporation Tax Interest on ACT | 9690 10 - £9,700 | 11,679 166 £11,845 |

Continued...

NOTES TO THE FINANCIAL STATEMENTS - 31ST MARCH 1999 (continued)

6. TAXATION

The tax charge on the profit on ordinary activities for the year was as follows:-

| Corporation tax on profits at 21% (1998 - 21%) Adjustment for previous year | <u>31.3.99</u> 7308 7700 | 31.3.98 10,300 (162) |
|--|---------------------------------------|----------------------------|
| | [392] | £10,138 |

There is no need to provide a provision for Deferred Taxation as there is no liability arising from timing differences.

7. **DIVIDENDS**

| | <u>31.3.99</u> | <u>31.3.98</u> |
|--|----------------|----------------|
| Proposed dividend of £100 per Ordinary share | | |
| (1998: £100) | £10,000 | £10,000 |

8. FIXED ASSETS

| | Long Leasehold | |
|---------------------------------|--------------------------|-------------------|
| Cost | Warehouse and Offices | TOTAL |
| As at 1.4.98 Additions | 671,471 - | 671,471 - |
| As at 31.3.99 | 671,471 | 671,471 |
| <u>Depreciation</u> | | |
| As at 1.4.98 Charge for year | 119,926 13,430 | 119,926 13,430 |
| As at 31.3.99 | 133,356 | 133,356 |
| Net Book Values | | |
| As at 31.3.99 | £538,115 | £538,115 |
| As at 31.3.98 | £551,545 | £551,545 |

Continued...

NOTES TO THE FINANCIAL STATEMENTS - 31ST MARCH 1999 (continued)

9. DEBTORS

| | <u>31.3.99</u> | <u>31.3.98</u> |
|---------------|----------------|----------------|
| Other debtors | | 2,500 |
| Prepayments | 1,851 | 898 |
| | £1851 | £3,398 |
| | | |

Other debtors includes ACT of £NIL (1998: £2,500).

10. CREDITORS

Amounts falling due within one year:

| | <u>31.3.99</u> | <u>31.3.98</u> |
|-------------------------------|----------------|----------------|
| Social Security & other taxes | 6,097 | 589 |
| Accruals | 3,791 | 5,095 |
| Corporation tax | 7308 | 10,300 |
| Directors' loan | 2,000 | 2,426 |
| Dividend | 10,000 | 10,000 |
| Bank loan | 34,700 | 34,700 |
| Rent received in advance | - | 31,892 |
| | £63,896 | £95,002 |
| | | |

11. CREDITORS

Amounts falling due after more than one year:

| | <u>31.3.99</u> | <u>31.3.98</u> |
|-----------|----------------|----------------|
| Bank loan | £223,109 | £288,332 |
| | | |

The bank loan is secured by Mortgage over Leasehold property situated on the Walworth Industrial Estate, Andover, and is repayable in monthly instalments over fifteen years commencing 13th August 1990. Interest on £200,000 is fixed at a rate of 9.4625% per annum, the balance at floating rate.

12. CALLED UP SHARE CAPITAL

| A | <u>31.3.99</u> | <u>31.3.98</u> |
|---|----------------|----------------|
| Authorised 100 Ordinary shares of £1 | £100 | £100 |
| Allotted, issued and fully paid 100 Ordinary shares of £1 each | £100 | £100 |
| | | |

Continued...

NOTES TO THE FINANCIAL STATEMENTS - 31ST MARCH 1999 (continued)

13. **COMMITMENTS**

The Company has the following annual commitments in respect of leasehold property:

| | <u>31.3.99</u> | <u>31.3.98</u> |
|---|----------------|----------------|
| Expiring 10.11.97 Subject to review 8.5.2003 | 250 38,760 | 250 34,000 |
| | | |

14. EQUITY SHAREHOLDERS FUNDS

| | <u>31.3.99</u> | <u>31.3.98</u> |
|-------------------------------|----------------|----------------|
| Opening Shareholders funds | 362,219 | 346,609 |
| Profit for the financial year | 12,450 | 25,610 |
| Dividend | (10,000) | (10,000) |
| | | |
| Closing Shareholders funds | £364,669 | £362,219 |
| | | |