ROGER SUTTON & CQ

- Chartered Accountants

TOPTERM INVESTMENTS LIMITED

FINANCIAL ACCOUNTS FOR THE YEAR ENDED 31st MARCH, 2001

Company Registration Number - 890714

AAA 12/12/01

Roger Sutton & C^Q

Chartered Accountants and Registered Auditors

79 High Street Teddington Middlesex TW11 8HG

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Directors' Report for the year ended 31st March 2001

The directors present their report and the financial statements for the year ended 31st March 2001.

Principal Activity

The principal activity of the company is that of property investment.

Directors and their Interests

The directors who served during the year and their interests in the company are as stated below:

	Ore	Ordinary shares		
	2001	2000 or date of appointment		
George Coker Judith Coker	2,000 2,000	2,000 2,000		

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 profit or loss of the company for that year. In preparing these the directors are required to:

- select suitable accounting policies and 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.

This report is prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

This report was approved by the Board on 1st December 2001 and signed on its behalf by

Kohen.

Judith Coker Secretary

Profit and Loss Account for the year ended 31st March 2001

		2001	2000
	Notes	£	£
Turnover	2	40,835	34,978
Administrative expenses		(27,465)	(18,410)
Operating profit	3	13,370	16,568
Interest receivable and similar income		230	19
Profit on ordinary activities before taxation		13,600	16,587
Tax on profit on ordinary activities	4	(885)	(3,000)
Profit on ordinary activities after taxation		12,715	13,587
Dividends		(7,000)	(12,000)
Retained profit for the year		5,715	1,587
Retained profit brought forward	rd	8,850	7,263
Retained profit carried forw	ard	14,565	8,850

Balance Sheet as at 31st March 2001

		200	1	200	0
	Notes	£	£	£	£
Fixed Assets					
Tangible assets	5		308,305		309,273
Current Assets					
Debtors	6	_		199	
Cash at bank and in hand		12,033		11,405	
		12,033		11,604	
Creditors: amounts falling					
due within one year	7	(11,770)		(18,024)	
Net Current Assets/(Liabilities)			263	 -	(6,420)
Total Assets Less Current					
Liabilities			308,568		302,853
Capital and Reserves					
Called up share capital	8		4,000		4,000
Revaluation reserve	9		290,003		290,003
Profit and loss account	9		14,565		8,850
Shareholders' Funds			308,568		302,853

The directors' statements required by Section 249B(4) are shown on the following page which forms part of this Balance Sheet.

Balance Sheet (continued)

Directors' statements required by Section 249B(4) for the year ended 31st March 2001

In approving these financial statements as directors of the company we hereby confirm:

- (a) that for the year stated above the company was entitled to the exemption conferred by Section 249A(1) of the Companies Act 1985;
- (b) that no notice has been deposited at the registered office of the company pursuant to Section 249B(2) requesting that an audit be conducted for the year ended 31st March 2001 and
- (c) that we acknowledge our responsibilities for:
- (1) ensuring that the company keeps accounting records which comply with Section 221, and
- (2) preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of the financial year and of its profit or loss for the year then ended in accordance with the requirements of Section 226 and which otherwise comply with the provisions of the Companies Act relating to financial statements, so far as applicable to the company.

These financial statements are prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and with the Financial Reporting Standard for Smaller Entities.

The financial statements were approved by the Board on 1st December 2001 and signed on its behalf by

George Coker h. a. Green

Director

The notes on pages 5 to 7 form an integral part of these financial statements.

Notes to the Financial Statements for the year ended 31st March 2001

1. Accounting Policies

1.1. Accounting convention

The financial statements are prepared under the historical cost convention modified to include the revaluation of certain fixed assets and in accordance with the Financial Reporting Standard for Smaller Entities (effective March 2000).

1.2. Turnover

Turnover represents the total invoice value, excluding value added tax, of sales made during the year.

1.3. Tangible fixed assets and depreciation

Depreciation is provided at rates calculated to write off the cost or valuation less residual value of each asset over its expected useful life, as follows:

Fixtures, fittings

and equipment

25% reducing balance method

No provision has been made for the depreciation of land and buildings held as investment properties. This is a departure from the requirements of the Companies Act 1985 to depreciate all fixed assets with a limited expected useful economic useful life. The directors believe that this departure is necessary for the accounts to show a true and fair view.

2. Turnover

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

3.	Operating profit	2001	2000
		£	£
	Operating profit is stated after charging:		
	Depreciation and other amounts written off tangible assets	1,101	1,425
4.	Taxation	2001	2000
		£	£
	UK current year taxation		
	UK Corporation Tax	885	3,000

No provision has been made for deferred taxation on the revaluation of investment properties.

Notes to the Financial Statements for the year ended 31st March 2001

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5.	Tangible fixed assets			
		Land and buildings freehold	Fixtures, fittings equipment	Total
		£	£	£
	Cost/revaluation At 1st April 2000 Additions	305,000	14,577 133	319,577 133
	At 31st March 2001	305,000	14,710	319,710
	Depreciation Charge for the year	-	1,101	1,101
	At 31st March 2001		11,405	11,405
	Net book values At 31st March 2001	305,000	3,305	308,305
	At 31st March 2000	305,000	4,273	309,273
6.	Debtors		2001 £	2000 £
	Prepayments and accrued income		<u>-</u>	199
7.	Creditors: amounts falling due within one year		2001 £	2000 £
	Corporation tax Directors' accounts Accruals and deferred income		885 9,651 1,234	3,000 13,851 1,173
			11,770	18,024

Notes to the Financial Statements for the year ended 31st March 2001

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8.	Share capital Authorised		2001 £	2000 £
	5,000 Ordinary shares of £1 each		5,000	5,000
	Allotted, called up and fully paid 4,000 Ordinary shares of £1 each		4,000	4,000
9.	Reserves	Revaluation reserve £	Profit and loss account £	Total £
	At 1st April 2000 Retained profit for the year	290,003	8,850 5,715	298,853 5,715
	At 31st March 2001	290,003	14,565	304,568