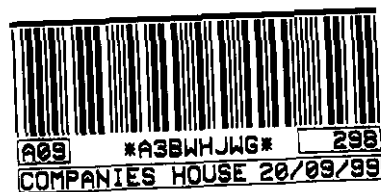


CHADWICK HOLDINGS LIMITED
FINANCIAL STATEMENTS
YEAR ENDED 30 NOVEMBER 1998



CHADWICK HOLDINGS LIMITED

YEAR ENDED 30 NOVEMBER 1998

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CHADWICK HOLDINGS LIMITED
YEAR ENDED 30 NOVEMBER 1998

COMPANY INFORMATION

Directors

M W Douglas
Chadwick House
6 Hallam Road
Clevedon
N Somerset BS21 7SF

S A Douglas
4 Garstons
Clevedon
N Somerset BS21 7SS

R J Douglas
Westholme
1 Orme Drive
Clevedon
N Somerset BS21 7HD

A A Douglas
8 Chattam Street
Machen
Gwent NP1 8SH

Secretary

J M Douglas
Chadwick House
6 Hallam Road
Clevedon
N Somerset BS21 7SF

Registered Office

Chadwick House
6 Hallam Road
Clevedon
N Somerset BS21 7SF

CHADWICK HOLDINGS LIMITED
DIRECTORS REPORT
FOR THE YEAR ENDED 30 NOVEMBER 1998

AUDITOR

The directors have taken advantage of the exemption conferred by Section 249A, Subsection (1) of The Companies Act 1985, to prepare unaudited Accounts.

REPORT OF THE DIRECTORS

The directors submit their report, together with accounts for the year ended 30 November 1998.

Statement of the 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 company's affairs and 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.

Principal Activities

The principal activities of the company are the ownership, management and letting of commercial properties.

Review of Business Developments

All units are currently let.

The directors are considering the disposal of the factory unit at Douglas Road and the unit at Cheltenham Road whilst reviewing the market for further investment opportunities.

Results and Dividends

The results for the period are set out in the Profit And Loss Account and show a net profit of £20,087 (1997 £66,526 including profits on disposal - £7,295 net loss).

The directors do not recommend the payment of a dividend.

Directors Interests

<u>Ordinary shares of £1 each</u>				
	30.11.98		30.11.97	
M W Douglas	230	Nil	230	Nil
S A Douglas	Nil	Nil		
R J Douglas	Nil	Nil		
A A Douglas	Nil	Nil		
R B Douglas	100	Nil	100	Nil

R B Douglas retires by rotation and being eligible offers himself for re-election at the Annual General Meeting

Fixed Assets

The movements in fixed assets during the year are set out in note 7 of the notes to the accounts. In the opinion of the directors the value of the company's fixed assets is not materially different from the book value included in these financial statements.

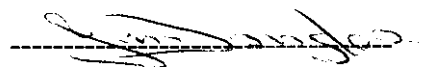
Small Companies

This report has been prepared taking advantage of the exemptions conferred by Part II of Schedule 8 of The Companies Act 1985 on the grounds that in the opinion of the directors the company is entitled to those exemptions as a small company.

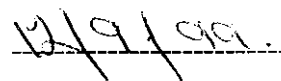
Close Company Status

The close company provisions of The Income And Corporation Taxes Act 1988 apply to the company.

By Order of The Board



Mrs J M Douglas
(Secretary)



Date

CHADWICK HOLDINGS LIMITED

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 30 NOVEMBER 1998

	<u>Note</u>	<u>1998</u>	<u>1997</u>
Rental Income	2	21159	27958
Direct Costs	3	<u>408</u>	<u>21170</u>
		20751	6788
Other Income	2	<u>6847</u>	<u>6843</u>
GROSS PROFIT		20751	13631
Administrative Expenses	4	<u>6847</u>	<u>(53405)</u>
NET OPERATING PROFIT		<u>13904</u>	<u>67036</u>
Interest Receivable		8059	1050
Interest Payable	5	<u>18</u>	<u>1560</u>
		<u>8041</u>	<u>(510)</u>
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		21945	66526
Tax on ordinary activities	6	<u>929</u>	<u>1829</u>
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		<u>21016</u>	<u>64697</u>
RETAINED PROFIT		<u>423901</u>	<u>402885</u>

There were no recognised gains or losses for the year

The attached notes form part of the financial statements

CHADWICK HOLDINGS LIMITED
BALANCE SHEET
AS AT 30 NOVEMBER 1998

	<u>Note</u>	<u>1998</u>	<u>1997</u>
FIXED ASSETS			
Tangible Fixed Assets	7	254300	222300
Investments	8	4000	4000
Loans – medium term	9	<u>53171</u>	<u>52328</u>
CURRENT ASSETS			
Short term loan	10	5906	2740
Cash at bank and in hand	11	<u>139307</u>	<u>131002</u>
		145213	133742
CURRENT LIABILITIES			
Amounts falling due for Payment within 1 year	12	<u>32033</u>	<u>8735</u>
NET CURRENT ASSETS		<u>113180</u>	<u>125007</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>424651</u>	<u>403635</u>
Financed by:			
CAPITAL AND RESERVES			
Called up share capital	14	750	750
Reserves		<u>423901</u>	<u>402885</u>
		<u>424651</u>	<u>403635</u>

The notes on the following pages form part of these financial statements.
This Balance Sheet continues on page 7.

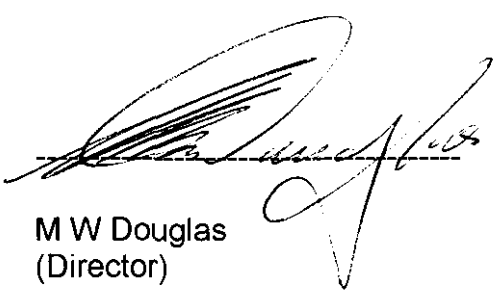
CHADWICK HOLDINGS LIMITED

BALANCE SHEET CONTINUED

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

1. that for the year ended 30 November 1998, the company was entitled to the exemption conferred by Section 249A(1) of The Companies Act 1985
2. that no notice has been deposited by 10% of the company's issued share capital at the registered office of the company requiring the company to acquire an audit of its accounts for the financial year pursuant to Section 259B(2)
3. that we acknowledge our responsibilities for
 - (a) ensuring that the company keeps accounting records which comply with Section 221 of The Companies Act 1985and
 - (b) preparing accounts which give a true and fair view of the state of company's affairs as at 30 November 1998 and of its profit for the year then ended and which otherwise comply with the provision of The Companies Act 1985 relating to accounts so far as is applicable to the company.

On behalf of the board


M W Douglas
(Director)

12/9/99.
Date

CHADWICK HOLDINGS LIMITED

NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 30 NOVEMBER 1998

1 ACCOUNTING POLICIES

1.1 Basis of Accounts

The accounts have been prepared in accordance with accounting standards and under the historic cost convention and include the results of the company's operations which are described in the directors report and all of which are continuing.

Exemption has been taken from preparing a Statement Of Source And Application Of Funds on the grounds that the company qualifies as a small company

1.2 Freehold Land and Buildings

Freehold land and buildings are at cost and the directors reasonable assumptions that this represents current market values of similar properties and current net rentals.

1.3 Depreciation of Fixed Assets

The directors have chosen not to depreciate buildings. The company has no other fixed assets.

1.4 Deferred Taxation

In the opinion of the directors no provision for deferred taxation is required.

2. RENTAL AND OTHER INCOME

	<u>1998</u>	<u>1997</u>
Rental income	21159	27958
Management Fees		11843
Less direct costs		5000
	<u>21159</u>	<u>34801</u>

2 DIRECT PROPERTY COSTS

	<u>1998</u>	<u>1997</u>
Costs to property	408	21170

4 NET OPERATING PROFIT

Stated after charging:

Non audit accountancy fees	267	650
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6 TAXATION

Corporation Tax payable on ordinary activities	1692	1806
overprovision 1997	<u>(763)</u>	
	929	

7 TANGIBLE FIXED ASSETS

	<u>1998</u>	<u>1997</u>
Freehold Land And Buildings		
Brought forward	<u>222300</u>	<u>307077</u>
Disposal at cost		32880
Disposal revaluation		<u>51897</u>
		<u>84777</u>
Addition	<u>32000</u>	
Value 30.11.98 (97)	<u>254300</u>	<u>222300</u>
Value 30.11 97 (96)	<u>222300</u>	<u>307077</u>

8 INVESTMENTS

Shares in Locheil Design Services Limited	4000
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9	LOANS		
	Locheil Design Services Limited		12488
	Locheil Development Company Limited		6833
	Locheil Development (Edinburgh) Limited		5510
	Cadentrend Limited		163
	Chadwick House Limited		4675
	Riverlynx Limited		<u>22350</u>
			53171
10	SHORT TERM LOAN		
	Loan in favour of Locheil Development Co Ltd		2740
	Directors Current Account		<u>3166</u>
			5906
12	CREDITORS		
	Expenses creditor		1371
	Net wages MWD		170
	Corporation tax		1692
	Balance purchase Woodlands Hall		<u>28800</u>
			32033
14	CALLED UP SHARE CAPITAL		
		<u>1998</u>	<u>1997</u>
	Authorised ordinary shares of £1	<u>1000</u>	<u>1000</u>
	Issued and Fully Paid	<u>750</u>	<u>750</u>
15	RESERVES		
	Balance at 01.12.97 (96)	402885	338188
	Retained Profits for Year	<u>21016</u>	<u>64697</u>
		<u>423901</u>	<u>402885</u>
		424651	403635