(INCORPORATED IN ENGLAND)

REGISTERED NUMBER 901187

DIRECTORS' REPORT AND ACCOUNTS
FOR THE YEAR ENDED

31**ST MARCH** 2002

AQUE@GT7

A40 COMPANIES HOUSE

0617 17/12/02

REPORT OF THE DIRECTORS

The directors have pleasure in submitting their report together with the accounts for the year ended 31st March 2002.

ACTIVITIES AND TRADING REVIEW

The principal activity of the company continues to be that of an investment company. The results for the year are shown in the attached profit and loss account.

DIVIDENDS

The directors recommend a dividend of £200 per share for the year.

DIRECTORS' RESPONSIBILITIES

We are required under company law to prepare accounts 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 these accounts we are required to:

- select suitable accounting policies and apply them consistently
- make reasonable and prudent judgements and estimates
- state whether accounting standards have been followed and give details of any departures
- prepare the accounts on a going concern basis unless in our view the company will be unable to continue in business

We are also responsible for:

- keeping proper accounting records
- safeguarding the company's assets
- taking reasonable steps for the prevention and detection of fraud.

DIRECTORS

The directors and their beneficial interests in the issued ordinary share capital throughout the year were as follows:-

N.B.Primost

50

Mrs D.Primost

50

Signed on behalf of the Board

D.Primost

Secretary

22nd November 2002

BALANCE SHEFT AS AT 31ST MARCH 2002

			2002		2001
	Notes	£	£	£	£
Tangible fixed assets	4		201,900		207,668
Current assets					
Debtors	5	1,654		793	
Cash at bank and in hand		46,362		34,406	
		48,016		35,199	
Creditors - amounts falling		,		•	
due within one year	6	(12,123)		(7,409)	
Net current assets			35,893		27,790
NET ASSETS			237,793		239,398
			====		
CAPITAL AND RESERVES					
Share capital	7		100		100
Revaluation reserve	8		235,036		235,036
Profit and loss account			2,657		322
	9		237,793		235,458
	•		=====		=====

The directors have taken advantage of the exemption conferred by subsection 1 of section 249A of the Companies Act 1985 as the company was entitled to this exemption for the year in question. No notice has been deposited under subsection 2 of section 249B in relation to its accounts for the financial year.

The directors acknowledge their responsibilities for-

- i) Ensuring that the company keeps accounting records which comply with section 221, and
- ii) Preparing accounts 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 financial year in accordance with the requirements of section 226, and which otherwise comply with the requirements of this Act relating to accounts, so far as applicable to the company.

The directors have also taken advantage of special exemptions conferred by Schedule 8 to the Companies Act 1985 applicable to small companies in the preparation of the financial statements and have done so on the grounds that, in their opinion, the company is entitled to those exemptions on the basis that it qualifies as a small company.

N.B.Primost

Director

The accounts were approved by the Board of Directors on the 22nd November 2002.

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31ST MARCH 2002

	Notes	2002 £	2001 £
Turnover		60,684	50,159
Administrative expenses		(33,783)	(49,086)
Operating Profit	2	26,901	1,073
Interest income		313	389
Profit on ordinary activities before taxation		27,214	1,462
Taxation	3	(4,879)	(922)
Profit on ordinary activities after taxation		22,416	540
Less dividends payable		(20,000)	(4,480)
Retained Profit/(Loss)		2,335	(3,940)
Brought forward		322	4,262
Carried forward		2,657	322

CONTINUED OPERATIONS

None of the company's activities were acquired or discontinued during the above two financial years.

TOTAL RECOGNISED GAINS AND LOSSES

The company has no recognised gains or losses other than the gains and losses for the above two financial years.

NOTES TO THE ACCOUNTS

1. ACCOUNTING POLICIES

(a) Basis of preparation:

The accounts have been drawn up under the historical cost accounting convention as modified by the revaluation of certain fixed assets.

(b) Turnover:

Turnover represents investment income from rents receivable.

(c) Tangible Fixed Assets:

Depreciation is provided on all tangible fixed assets, except freehold land, at rates calculated to write off the cost of each asset over its estimated useful life as follows.

Fixtures and fittings	10% reducing balance
Plant and machinery	10% reducing balance
Freehold buildings	2% straight line

(d) Cash Flow:

The company has taken advantage of the exemption from the requirement to prepare a cash flow statement as conferred by the Financial Reporting Standard No 1 on the grounds that it is a small company.

2. OPERATING PROFIT

Profit on ordinary activities before taxation		
is stated after charging	2002	2001
0 0	£	£
Depreciation on tangible fixed assets	5,767	5,842

3. TAXATION

Corporation (ax 4,079 92	Corporation tax	4,879	922
--------------------------	-----------------	-------	-----

NOTES TO THE ACCOUNTS

4. TANGIBLE FIXED ASSETS

	Land and Buildings Freehold £	Furniture Fixtures & Fittings £	Plant and Machinery £	Total £
Cost of valuation:				
At 1.4.01 & 31.3.02	250,000	21,193	7,490	278,683
At cost	14,964	21,193	7,490	43,647
At revaluation	235,036	0	0	235,036
	250,000	21,193	7,490	278,683
Depreciation:				
At 1.4.01	50,000	15,942	5,074	71,016
Charge for the year	5,000	525	242	5,767
At 31.3.02	55,000	16,467	5,316	76,783
Net Book Value:	<u>_#==</u>		====	
At 31.3.02	195,000	4,726	2,174	201,900
710 01.0.02	=====	====	====	=====
At 31.3.01	200,000	5,252 =====	2,417 ====	207,668

The freehold land and buildings is stated at directors' valuation which was carried out in 1997.

5	. DEBTORS	2002	2001
		£	£
	Other debtors	0	<i>7</i> 93
	Directors loan account	1,654	0
		1,654	793
6.	CREDITORS Amounts falling due within one year:		
	Other creditors	6,044	5,387
	Accruals	1,200	1,100
	Other taxation and social security	4,879	922
		12.123	7,409

NOTES TO THE ACCOUNTS

7	. SHARE CAPITAL	2002	2001
		2002 £	2001 £
	Authorised share capital		
	100 ordinary shares of £1 each	100	100
		The second secon	===
	Issued and fully paid		
	100 ordinary shares of £1 each	100	100
		===	===
8.	REVALUATION RESERVE		
	Balance brought and carried forward	235,036	235,036
	Ü	=====	=====
	A Commence of the Commence of	·	
9.	RECONCILIATION OF MOVEMENTS ON S	SHAREHOLDERS	S' FUNDS
	Profit for the financial year		
	after taxation	2,335	(3,940)
	Opening shareholders' funds	235,458	239,398
	1 0		
	Closing shareholders' funds	237,793	235,458