

Company Registration No: 1253565

M ARIS HOLDINGS LIMITED
REPORT AND FINANCIAL STATEMENTS
30TH APRIL 1996



M ARIS HOLDINGS LIMITED
FINANCIAL STATEMENTS
FOR THE YEAR ENDED
30TH APRIL 1996

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M ARIS HOLDINGS LIMITED

FINANCIAL STATEMENTS

FOR THE YEAR ENDED

30TH APRIL 1996

GENERAL INFORMATION

REGISTERED OFFICE:

295 Gray's Inn Road,
London,
WC1X 8QF.

COMPANY REGISTRATION NO:

1253565

DIRECTOR:

M A Aris

SECRETARY:

N Aris

BANKERS:

Lloyds Bank Plc,
Cannon Street Station,
83 Cannon Street,
London,
EC4N 8DL.

Barclays Bank Plc,
Atlas House,
1 King Street,
London,
EC2V 8AU.

Bank Fur Handel Und Effekten,
Talacker 50,
PO Box 8039,
Zurich,
Switzerland.

AUDITORS:

Alan Sacks & Co.,
Chartered Accountants,
Little Red Court,
7 St Ronans Close,
Hadley Wood,
Herts,
EN4 0JH.

M ARIS HOLDINGS LIMITED

REPORT OF THE DIRECTOR

The director presents his Annual Report together with the audited financial statements for the year ended 30th April 1996.

PRINCIPAL ACTIVITY

The principal activity of the company during the year was the investment of funds in properties and the receipt of rental income.

DIRECTORS AND THEIR INTERESTS

The sole director and his interests in the share capital of the company throughout the year was as follows:-

Ordinary Shares

M A Aris

750

DIRECTOR'S RESPONSIBILITIES

Company Law requires the director 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 and loss of the company for that period. In preparing those financial statements, the director is required to:-

- select suitable accounting policies and then apply them consistently;
- make judgments 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 director is responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable him to ensure that the financial statements comply with the Companies Act 1985. He is also responsible for safe-guarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

M ARIS HOLDINGS LIMITED

REPORT OF THE DIRECTOR

AUDITORS

Messrs Alan Sacks & Co., Chartered Accountants have indicated their willingness to continue in office and a resolution proposing their re-appointment and authorising the directors to fix their remuneration will be proposed at the forthcoming Annual General Meeting.

SPECIAL EXEMPTIONS

In preparing this report, advantage has been taken of special exemptions applicable to small companies provided by the Companies Act 1985.

By order of the board

295 Gray's Inn Road
London
WC1X 8QF.

Natalie Aris
N Aris
Secretary.

7th February 1997

AUDITORS REPORT TO THE SHAREHOLDERS OF
M ARIS HOLDINGS LIMITED

We have audited the financial statements on pages 5 to 10 which have been prepared under the historical cost convention (as modified by the revaluation of certain fixed assets) and the accounting policies set out on page 5.

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS

As described on page 2 the company's directors are responsible for the preparation of the financial statements. It is our responsibility to form an independent opinion, based on our audit, on those financial statements and to report our opinion to you.

BASIS OF OPINION

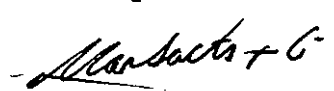
We conducted our audit in accordance with auditing standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of significant estimates and judgments made by the directors in the preparation of the financial statements and of whether the accounting policies are appropriate to the company'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 the company's affairs as at 30th April 1996 and of the loss for the year then ended and have been properly prepared in accordance with the provisions of the Companies Act 1985 applicable to small companies.

Little Red Court,
7 St Ronans Close,
Hadley Wood,
Herts,
EN4 0JH.


Alan Sacks & Co.,
Chartered Accountants
and Registered Auditors

7 February 1997

M ARIS HOLDINGS LIMITED
ACCOUNTING POLICIES
YEAR ENDED 30TH APRIL 1996

The principal accounting policies which have been adopted in the preparation of the financial statements are set out below.

1. Accounting convention

The financial statements have been prepared using the historical cost convention as modified by the valuation of investment properties.

2. Turnover

Turnover represents income from rents and services rendered.

3. Intangible fixed assets

The directors are of the opinion that no amortisation need be provided in respect of goodwill in view of the immaterial amount involved.

4. Tangible fixed assets

Investment properties are held as fixed assets, and accounted for in accordance with Statement of Standard Accounting Practice No. 19. Freehold investment properties are not depreciated but are all revalued annually and shown in the financial statements at their open market value. The aggregate surplus or deficit on revaluation is transferred to the revaluation reserve.

Furniture, fittings and equipment are stated at cost less accumulated depreciation. Depreciation is provided on the reducing balance at the annual rate of 10% in order to write off the cost of assets over their estimated useful lives.

5. Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the date of transaction. All differences are taken to the profit and loss account.

6. Deferred taxation

In the opinion of the directors, no provision for deferred taxation is necessary because of the improbability of any liability in the foreseeable future.

7. Cash flow statement

The company has taken advantage of the exemption in Financial Reporting Standard No.1 from producing a cash flow statement on the grounds that it is a small company.

M ARIS HOLDINGS LIMITEDPROFIT AND LOSS ACCOUNTFOR THE YEAR ENDED30TH APRIL 1996

	<u>Notes</u>	<u>1996</u> £	<u>1995</u> £
TURNOVER: Continuing Operations		123,351	142,035
Acquisitions		7,015	-
Administration expenses		(19,933) -----	(44,029) -----
OPERATING PROFITS	1	110,433	98,006
INTEREST PAYABLE		(113,239)	(96,450)
INTEREST RECEIVABLE		- -----	410 -----
PROFIT/(LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION		(2,806)	1,966
Taxation	2	(6,300) -----	6,300 -----
LOSS ON ORDINARY ACTIVITIES AFTER TAXATION		(9,106)	8,266
(LOSSES) BROUGHT FORWARD		(290,517) -----	(298,783) -----
CARRIED FORWARD		(299,623) =====	(290,517) =====

M ARIS HOLDINGS LIMITED
BALANCE SHEET
AS AT 30TH APRIL 1996

	<u>Notes</u>	<u>1996</u>	<u>1995</u>
<u>FIXED ASSETS</u>		£	£
Intangible	3	1,000	1,000
Tangible	4	1,791,574	1,792,304
		-----	-----
		1,792,574	1,793,304
 CURRENT ASSETS			
Debtors	5	90,080	101,438
Cash at bank		15,905	9,283
		-----	-----
		105,985	110,721
CREDITORS: Amounts falling due within one year	6	(82,531)	(68,101)
		-----	-----
 NET CURRENT ASSETS		23,454	42,620
		-----	---
TOTAL ASSETS LESS CURRENT LIABILITIES		1,816,028	1,835,924
 CREDITORS: Amounts falling due after more than one year	7	(1,337,277)	(1,349,110)
 Provisions for liabilities and charges	8	(1,043)	-
		-----	-----
		477,708	486,814
		=====	=====
 CAPITAL AND RESERVES			
Called up share capital	9	1,000	1,000
Revaluation reserve	10	776,331	776,331
Profit and loss account		(299,623)	(290,517)
		-----	-----
EQUITY SHAREHOLDERS' FUNDS	11	477,708	486,814
		=====	=====

The director has taken advantage of exemptions conferred by the Companies Act 1985 and has done so on the grounds that, in his opinion, the company is entitled to those exemptions as a small company.

Approved by the board on 7th February 1997


M A Aris
Director

M ARIS HOLDINGS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
AT 30TH APRIL 1996

1. OPERATING PROFIT

	<u>1996</u>	<u>1995</u>
	£	£
This is stated after charging:		
Auditors' remuneration	1,410	1,762
Depreciation	730	812
	=====	=====

2. TAXATION

	£	£
Taxation adjustment in respect of previous years	6,300	-
Taxation claim	-	(6,300)
	-----	-----
	6,300	(6,300)
	=====	=====

3. INTANGIBLE FIXED ASSETS

Goodwill	1,000	1,000
	=====	=====

4. TANGIBLE FIXED ASSETS

	<u>Investment Properties</u>	<u>Furniture Fittings & Equipment</u>	<u>Total</u>
<u>COST OR VALUATION</u>	£	£	£
At 1st May 1995			
and at 30th April 1996	1,785,000	21,754	1,806,754
<u>DEPRECIATION</u>	£	£	£
At 1st May 1995	-	14,450	14,450
Provided during the year	-	730	730
	-----	-----	-----
At 30th April 1996	-	15,180	15,180
	-----	-----	-----
<u>NET BOOK VALUE</u>			
At 30th April 1996	1,785,000	6,574	1,791,574
	=====	=====	=====
At 30th April 1995	1,785,000	7,304	1,792,304
	=====	=====	=====

The historic cost of investment properties is £1,008,669.

If the properties were to be sold at their valuation, no corporation tax liability is expected to arise because of indexation relief available.

M ARIS HOLDINGS LIMITEDNOTES TO THE FINANCIAL STATEMENTSAT 30TH APRIL 19965. DEBTORS

	<u>1996</u>	<u>1995</u>
	£	£
Amount due from related company	83,300	83,300
Other debtors	6,780	18,138
	-----	-----
	90,080	101,438
	=====	=====

The amount owed by the related company is due after more than one year. (See Note 12).

6. CREDITORS: Amounts falling due within one year

	£	£
Bank loan current instalment (see note 7)	21,000	21,000
Bank overdraft	-	16,737
Trade creditors	14,901	14,940
Other creditors and accruals	46,630	15,424
	-----	-----
	82,531	68,101
	=====	=====

7. CREDITORS: Amounts falling due after more than one year

<u>Loans from</u>	<u>Bank Fuer Handel Und</u>	<u>Effekten of Zurich</u>			
<u>Principal</u>	<u>Taken</u>	<u>Due</u>	<u>Interest</u>	<u>1996</u>	<u>1995</u>
<u>K</u>	<u>Out</u>	<u>Date</u>	<u>Rate %pa</u>		
				£	£
£ 230	7.3.96	9.9.96	8.000	230,000	230,000
£ 1,000	31.12.95	28.6.96	8.1875	1,000,000	1,000,000
Loan from Barclays Bank				50,252	64,414
Equity shareholders' loan				57,025	54,696
				-----	-----
				1,337,277	1,349,110
				=====	=====

The loans from the Swiss Bank have all been subsequently renewed to at least March 1997 when they are again expected to be rolled over. These loans and the bank overdraft are secured on freehold investment properties included in the financial statements at a valuation of £1,465,000 (1995 £1,465,000). The loan from Barclays Bank is wholly repayable by instalments in the next five years. The equity shareholders' loan is interest free.

8. PROVISIONS FOR LIABILITIES AND CHARGES

Provisions for property repairs to vacant premises.

M ARIS HOLDINGS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
AT 30TH APRIL 1996

9. CALLED UP SHARE CAPITAL

**1995 &
1996**

£

Authorised

Ordinary shares of £1 each	250,000
	=====

Allotted, called up and fully paid

Ordinary shares of £1 each	1,000
	=====

10. REVALUATION RESERVE

1996

1995

£

£

At 1st May 1995 and at 30th April 1996	776,331	776,331
	=====	=====

11. EQUITY SHAREHOLDERS FUNDS

£

£

At 1st May 1995	486,814	478,548
-----------------	---------	---------

(Loss)/profit for the year after taxation	(9,106)	8,266
---	---------	-------

477,708

486,814

=====

=====

12. DIRECTOR'S INTERESTS

The director is the beneficial owner in the issued share capital of Grays Investments Limited, a related company. At 30th April 1996 the amount due from Grays Investments Limited was £83,300 (1995 £83,300), which is included in other debtors (note 5).

Mr M A Aris also owns an accountancy practice which renders management services to the company at normal professional rates.