Registration Number 1810549

Neptune Building Services Limited

Abbreviated Accounts

for the year ended 30 September 2001

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16/03/02

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Directors' Report for the year ended 30 September 2001

The directors present their report and the accounts for the year ended 30 September 2001.

Principal Activity and Review of the Business

The principal activity of the company continued to be that of heating and ventilation engineers.

Results And Dividends

The results for the year are set out on page 3.

The directors do not recommend payment of a final dividend.

Directors and their Interests

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

| | Ordin | nary shares |
|-----------------|---------|-------------|
| | 2001 | 2000 |
| P A Moores Esq | 240,000 | 240,000 |
| W A Boucher Esq | 60,000 | 60,000 |
| K J Hyett Esq | - | - |
| J R Trueman Esq | - | - |

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;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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.

Auditors

In accordance with Section 385 of the Companies Act 1985, a resolution proposing that Little & Company be reappointed as auditors of the company will be put to the Annual General Meeting.

This report was approved by the Board on 21 December 2001 and signed on its behalf by:

M A Hamlin Esq Secretary

M. A. Hamli

Auditors' Report to Neptune Building Services Limited under Section 247B of the Companies Act 1985

We have examined the abbreviated accounts set out on pages 3 to 12 together with the financial statements of Neptune Building Services Limited for the year ended 30 September 2001 prepared under Section 226 of the Companies Act 1985.

Respective responsibilities of directors and auditors

The directors are responsible for preparing abbreviated accounts in accordance with Section 246A of the Companies Act 1985. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts prepared in accordance with Section 246A(3) of the Act to the registrar of companies and whether the accounts to be delivered are properly prepared in accordance with that provision and to report our opinion to you.

Basis of opinion

We have carried out the procedures we considered necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts are properly prepared. The scope of our work for the purpose of this report did not include examining or dealing with events after the date of our report on the full financial statements.

Opinion

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with Section 246A(3) of the Companies Act 1985 in respect of the year ended 30 September 2001, and the abbreviated accounts on pages 3 to 12 are properly prepared in accordance with that provision.

45 Park Road
Gloucester

GL1 1LP

Chartered Accountants and Registered Auditor 4 March 2002

Abbreviated Profit and Loss Account for the year ended 30 September 2001

| | | Continuing operation | |
|--|------------|----------------------|-----------|
| | | 2001 | 2000 |
| | Notes | £ | £ |
| Gross profit | | 1,219,110 | 712,061 |
| Administrative expenses | | (912,045) | (963,035) |
| Operating profit/(loss) | 2 . | 307,065 | (250,974) |
| Interest receivable and similar income | 3 | 22,431 | 31,555 |
| Profit/(loss) on ordinary activities before taxation | | 329,496 | (219,419) |
| Tax on profit/(loss) on ordinary activities | 6 | (71,739) | 59,603 |
| Profit/(loss) on ordinary activities after taxation | | 257,757 | (159,816) |
| Dividends | 7 | - | (40,000) |
| Retained profit/(loss) for the | rear | 257,757 | (199,816) |
| Retained profit brought forward | I | 430,201 | 630,017 |
| Retained profit carried forwa | rd | 687,958 | 430,201 |

There are no recognised gains or losses other than the profit or loss for the above two financial years.

Balance Sheet as at 30 September 2001

| | | 200 | 1 | 2000 | | |
|---|-------|-------------|---|-------------|---|--|
| | Notes | £ | £ | £ | £ | |
| Fixed assets | | | | | | |
| Tangible assets | 8 | | 423,863 | | 107,141 | |
| Current assets | | | | | | |
| Stocks | 9 | 246,130 | | 249,376 | | |
| Debtors | 10 | 1,800,302 | | 1,200,242 | | |
| Investments | 11 | - | | 304,286 | | |
| Cash at bank and in hand | | 199,835 | | 113,828 | | |
| | | 2,246,267 | | 1,867,732 | | |
| Creditors: amounts falling | | | | | | |
| due within one year | 12 | (1,682,172) | | (1,244,672) | | |
| Net current assets | | | 564,095 | | 623,060 | |
| Total assets less current | | | | | | |
| liabilities | | | 987,958 | | 730,201 | |
| Conital and management | | | ======================================= | | === | |
| Capital and reserves | 12 | | 200,000 | | 200.000 | |
| Called up share capital | 13 | | 300,000 | | 300,000 | |
| Profit and loss account | | | 687,958 | | 430,201 | |
| Equity shareholders' funds | 14 | | 987,958 | | 730,201 | |
| • | | | ======================================= | | ======================================= | |

The abbreviated accounts are prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to medium-sized companies.

The financial statements were approved by the Board on 21 December 2001 and signed on its behalf by

P A Moores Esq

Director

W A Boucher Esq

Director .

Cash Flow Statement for the year ended 30 September 2001

| | | 2001 | 2000 |
|--|----------------|-------------|-----------|
| | Notes | £ | £ |
| Reconciliation of operating profit/(loss) to net cash inflow from operating activities | | | |
| Operating profit/(loss) | | 307,065 | (250,974) |
| Depreciation | | 54,997 | 49,596 |
| (Profit)/loss on sale of fixed assets | | (1,319) | 17,150 |
| Decrease in stocks | | 3,246 | 416,113 |
| (Increase) in debtors | | (659,230) | (199,766) |
| Increase/(decrease) in creditors | | 360,105 | (167,232) |
| Net cash inflow from operating activities | | 64,864 | (135,113) |
| CASH FLOW STATEMENT | | | |
| Net cash inflow from operating activities | | 64,864 | (135,113) |
| Returns on investments and servicing of finance | 16 | 22,431 | 31,555 |
| Taxation | 16 | 64,826 | (134,411) |
| Capital expenditure | 16 | (66,114) | 163,318 |
| Decrease in cash in the year | | 86,007 | (74,651) |
| Reconciliation of net cash flow to movement in net | debt (Note 17) | | |
| Decrease in cash in the year | | 86,007 | (74,651) |
| Net funds at 30 September 2000 | | 113,828 | 188,479 |
| Net debt at 30 September 2001 | | 199,835 | 113,828 |
| | | | |

Notes to the Abbreviated Financial Statements for the year ended 30 September 2001

1. Accounting policies

1.1. Accounting convention

The accounts are prepared under the historical cost convention.

1.2. Turnover

Turnover arising on long term contracts represents the cost of work done in the year plus any attributable profit to the extent that it is reasonably certain after making provision for contingencies for losses incurred or forseen. Turnover arising from all other activities represents the invoiced value of the goods and services supplied excluding any relevant value added tax and trade discounts.

1.3. Tangible fixed assets and depreciation

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

Leasehold land and buildings- Over the remaining period of the lease Plant and equipment - 20% to 50% on written down values

Motor vehicles - 25% on written down values

Commercial vehicles - 20% straight line
Computer equipment - 33% straight line

1.4. Leasing

Rentals payable under operating leases are charged against income on a straight line basis over the lease term.

1.5. Investments

Current asset investments are at the lower of cost and net realisable value.

1.6. Stock and work in progress

Work in progress is valued at the lower of cost and net realisable value. The cost of work in progress includes all production overheads and depreciation and the attributable proportion of indirect overheads based on the normal level of activity. Net realisable value is based on estimated selling price less the estimated cost of disposal.

1.7. Pensions

The pension costs charged in the financial statements represent the contribution payable by the company during the year.

1.8. Deferred taxation

Provision is made for deferred taxation using the liability method to take account of timing differences between the incidence of income and expenditure for taxation and accounting purposes except to the extent that the directors consider that a liability to taxation is unlikely to materialise.

Notes to the Abbreviated Financial Statements for the year ended 30 September 2001

| | | | | | | | | | | | | | | | _ | | | | | | continued | 1 |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|------------|---|
| ۰ | • | • | • | , | ٠ | ۰ | ۰ | ٠ | ٠ | • | ٠ | ٠ | ٠ | ۰ | ۰ | ٠ | • | • | • | • | COLLUITACE | • |

| 2. | Operating profit/(loss) | 2001 £ | 2000 £ |
|----|---|-------------|-----------|
| | Operating profit/(loss) is stated after charging: | | |
| | Depreciation and other amounts written off tangible assets Operating lease rentals | 54,997 | 49,596 |
| | - Plant and machinery | 5,054 | 3,344 |
| | Auditors' remuneration | 4,600 | 4,600 |
| | and after anaditing | | - |
| | and after crediting: Profit on disposal of tangible fixed assets | 1,319 | (17,150) |
| 3. | Interest receivable and similar income | 2001 | 2000 |
| | | £ | £ |
| | Bank interest | 22,431 | 31,555 |
| 4. | Employees | | |
| | Number of employees The average monthly numbers of employees (including the directors) during the year were: | 2001 | 2000 |
| | | | |
| | Directors | 3 | 3 |
| | Office staff | 20 | 11 |
| | Workmen and site foremen | 44 | 37 |
| | | 67 | 51 |
| | | | |
| | Employment costs | 2001 | 2000 |
| | | £ | £ |
| | Wages and salaries | 1,495,986 | 1,082,983 |
| | Other pension costs | 41,015 | 19,532 |
| | | 1,537,001 | 1,102,515 |

Notes to the Abbreviated Financial Statements for the year ended 30 September 2001

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4.1. Directors' emoluments

| | 2001 | 2000 |
|---|---------|---------|
| | £ | T. |
| Remuneration and other emoluments | 129,271 | 102,220 |
| | | |
| | Number | Number |
| Number of directors to whom retirement benefits | | |
| are accruing under a money purchase scheme | 3 | 3 |

5. Pension costs

The company operates a defined contribution pension scheme in respect of the directors. The scheme and its assets are held by independent managers. The pension charge represents contributions due from the company and amounted to £41,015 (2000 - £19,532).

| 6. | Taxation | 2001 £ | 2000 £ |
|----|----------------------------------|-----------|-----------|
| | UK current year taxation | | |
| | UK Corporation Tax | 77,396 | (59,169) |
| | Prior years | | |
| | UK Corporation Tax | (5,657) | (434) |
| | | 71,739 | (59,603) |
| _ | | | |
| 7. | Dividends | 2001 £ | 2000 £ |
| | Ordinary shares - Final proposed | <u>-</u> | 40,000 |

Notes to the Abbreviated Financial Statements for the year ended 30 September 2001

..... continued

| 8. | Tangible fixed assets | Land and buildings freehold | Short leasehold property | Plant and machinery | Motor vehicles | Total |
|-----|--|-----------------------------------|--------------------------------|---------------------------------|-------------------------------|--------------------------------|
| | | £ | £ | £ | £ | £ |
| | Cost At 30 September 2000 Additions Disposals | 321,083 - | 13,328 | 80,336 17,407 (1,188) | 189,052 39,330 (29,935) | 282,716 377,820 (31,123) |
| | At 30 September 2001 | 321,083 | 13,328 | 96,555 | 198,447 | 629,413 |
| | Depreciation At 30 September 2000 On disposals Charge for the year | - | 13,328 | 65,498 - (1,065) - 10,642 | 96,749 (23,957) 44,355 | 175,575 (25,022) 54,997 |
| | At 30 September 2001 | - | 13,328 | 75,075 | 117,147 | 205,550 |
| | Net book values At 30 September 2001 | 321,083 | · . | 21,480 | 81,300 | 423,863 |
| | At 30 September 2000 | · | | 14,838 | 92,303 | 107,141 |
| 9. | Stocks | | | | 2001 £ | 2000 £ |
| | Work in progress | | | | 246,130 | 249,376 |
| 10. | Debtors | | | | 2001 £ | 2000 £ |
| | Trade debtors Other debtors Prepayments and accrued income | | | | 1,702,798 6,015 91,489 | 1,071,949 66,794 61,499 |
| | | | | | 1,800,302 | 1,200,242 |

Notes to the Abbreviated Financial Statements for the year ended 30 September 2001

| | continued | | |
|-----|--|---|---|
| | Amounts falling due after more than one year and included in debtors are | e: | |
| | Trade debtors | 52,519 | 27,949 |
| 11. | Current asset investments | 2001 £ | 2000 £ |
| | Fixed rate deposit | | 304,286 |
| 12. | Creditors: amounts falling due within one year | 2001 £ | 2000 £ |
| | Trade creditors Bills of exchange payable Corporation tax Other taxes and social security costs Other creditors Accruals and deferred income Proposed dividend | 1,234,503 133,054 77,396 151,287 11,917 74,015 | 980,422 140,637 - 61,559 12,369 9,685 40,000 1,244,672 |
| 13. | Share capital Authorised 950,000 Ordinary shares of £1 each | 2001 £ 950,000 | 2000 £ 950,000 |
| | 90,000 Preference shares of £1 each | 1,040,000 | 1,040,000 |
| | Allotted, called up and fully paid equity 300,000 Ordinary shares of £1 each | 300,000 | 300,000 |

Notes to the Abbreviated Financial Statements for the year ended 30 September 2001

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14. Reconciliation of movements in shareholders' funds

| | 2001 | 2000 |
|-----------------------------|---------|-----------|
| | £ | £ |
| Profit/(loss) for the year | 257,757 | (159,816) |
| Dividends | - | (40,000) |
| | 257,757 | (199,816) |
| Opening shareholders' funds | 730,201 | 930,017 |
| | 987,958 | 730,201 |
| | | |

15. Financial commitments

At 30 September 2001 the company had annual commitments under non-cancellable operating leases as follows:

| | Oth | Other | |
|----------------------------|------|-----------|--|
| | 2001 | 2000 £ | |
| | £ | | |
| Expiry date: | | | |
| Within one year | ~ | 1,131 | |
| Between one and five years | 886 | 3,546 | |
| | 886 | 4,677 | |
| | | | |

Notes to the Abbreviated Financial Statements for the year ended 30 September 2001

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16. Gross cash flows

| | 2001 £ | 2000 £ |
|---|-----------|-----------|
| Returns on investments and servicing of finance | | |
| Interest received | 22,431 | 31,555 |
| Taxation | | |
| Corporation tax paid | - | (134,411) |
| Corpoaration tax repaid | 64,826 | - |
| | 64,826 | (134,411) |
| Capital expenditure | | |
| Payments to acquire tangible assets | (377,820) | (63,701) |
| Receipts from sales of tangible assets | 7,420 | 17,326 |
| Receipts from sales of investments | 304,286 | 209,693 |
| | (66,114) | 163,318 |
| | | |

17. Analysis of changes in net funds

| , | Opening balance | Cash flows | Closing balance |
|--------------------------|--------------------|---------------|--------------------|
| • | £ | | |
| Cash at bank and in hand | 113,828 | 86,007 | 199,835 |
| Net funds | 113,828 | 86,007 | 199,835 |
| | | | |