BLACKPOOL PLEASURE BEACH NOMINEES LIMITED

FINANCIAL STATEMENTS

FOR

31 MARCH 2001

Company Registration Number 1836966

BLACKPOOL PLEASURE BEACH NOMINEES LIMITED

OFFICERS AND PROFESSIONAL ADVISERS

The board of directors	W G Thompson, O.B.E. B J Thompson A J Thompson F C Gilje
Company secretary	D E Cam
Registered office	Spectrum House 20/26 Cursitor Street London EC4A 1HY
Auditors	HLB Kidsons Chartered Accountants & Registered Auditors Devonshire House 36 George Street Manchester M1 4HA

BLACKPOOL PLEASURE BEACH NOMINEES LIMITED

THE DIRECTORS' REPORT

YEAR ENDED 31 MARCH 2001

The directors have pleasure in presenting their report and the financial statements of the company for the year ended 31 March 2001.

Principal activities and business review

The principal activity of the company is to act as nominees. The company did not trade during the year.

Results and dividends

The company's financial position at the end of the year is shown in the attached financial statements.

The directors and their interests in shares of the company

The directors who served the company during the year were as follows:

W G Thompson
B J Thompson
A J Thompson
F C Gilje
N W R Thompson

None of the directors have any beneficial interest in the share capital of the company. The directors' interests in the share capital of the holding company are disclosed in that company's accounts.

N W R Thompson resigned as a director on 31 October 2001.

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 affairs of the company at the end of the year and of the profit or loss for the year then ended.

In preparing those financial statements, the directors are required to select suitable accounting policies, as described on page 6, and then apply them on a consistent basis, making judgements and estimates that are prudent and reasonable. The directors must also 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. The directors 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.

BLACKPOOL PLEASURE BEACH NOMINEES LIMITED

THE DIRECTORS' REPORT *(continued)*

YEAR ENDED 31 MARCH 2001

Auditors

A resolution to re-appoint HLB Kidsons as auditors for the ensuing year will be proposed at the annual general meeting in accordance with section 385 of the Companies Act 1985.

Registered office:
Spectrum House
20/26 Cursitor Street
London
EC4A 1HY

Signed by order of the directors

A J Thompson
Director

Approved by the directors on 5 December 2001

BLACKPOOL PLEASURE BEACH NOMINEES LIMITED

AUDITORS' REPORT TO THE SHAREHOLDERS

YEAR ENDED 31 MARCH 2001

We have audited the financial statements on pages 5 to 7 which have been prepared under the historical cost convention and the accounting policies set out on page 6.

Respective responsibilities of the directors and the 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 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 the significant estimates and judgements 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 31 March 2001, and have been properly prepared in accordance with the Companies Act 1985.

HLB Kidsons

Devonshire House
36 George Street
Manchester
M1 4HA

HLB KIDSONS
Chartered Accountants
& Registered Auditors

30 January 2002

BLACKPOOL PLEASURE BEACH NOMINEES LIMITED

BALANCE SHEET

31 MARCH 2001

	Note	2001 £	2000 £
Current assets			
Debtors	2	2	2
Total assets		2	2
Capital and reserves			
Called-up equity share capital	3	2	2
Shareholders' funds		2	2

These financial statements were approved by the directors on the 5 December 2001, and are signed on their behalf by:

A J Thompson
Director

W G Thompson
Director

BLACKPOOL PLEASURE BEACH NOMINEES LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2001

1. Accounting policies

Basis of accounting

The financial statements have been prepared under the historical cost convention, and in accordance with applicable accounting standards.

Cash flow statement

The directors have taken advantage of the exemption in Financial Reporting Standard No 1 (revised) from including a cash flow statement in the financial statements on the grounds that the company is wholly owned and its parent publishes a consolidated cash flow statement.

Dormant status

The company was dormant (within the meaning of section 250 of the Companies Act 1985) throughout the year ended 31 March 2001. The company has not traded during the year or during the preceding financial year. During these periods, the company received no income and incurred no expenditure and therefore made neither profit nor loss.

2. Debtors

	2001	2000
	£	£
Amounts owed by group undertakings	2	2

3. Share capital

Authorised share capital:

	2001	2000
	£	£
100 Ordinary shares of £1 each	100	100

Allotted, called up and fully paid:

	2001	2000
	£	£
Ordinary share capital	2	2

BLACKPOOL PLEASURE BEACH NOMINEES LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2001

4. Ultimate parent company

The ultimate holding company is Blackpool Pleasure Beach (Holdings) Limited, a company incorporated in England.

The Ultimate controlling parties are members of the Thompson family acting in concert.

The company has taken advantage of the exemption contained in Financial Reporting Standard No. 8 from disclosing group transactions on the grounds that 100% of the company's voting rights are controlled within the group.