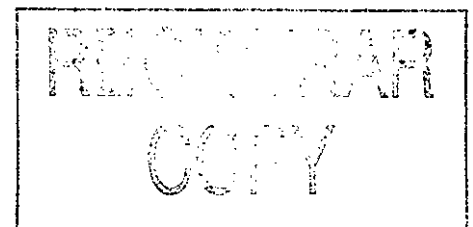
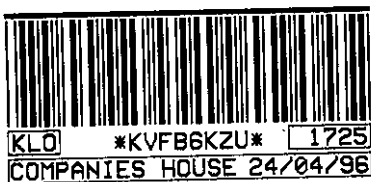


Registered Number: 01959777

Annfold Limited
Directors' Report and Financial Statements
for the year ended 31 December 1992

Jeffreys Henry
Finsgate
5-7 Cranwood Street
London
EC1V 9EE



Annfold Limited
Directors' Report and Financial Statements
for the year ended 31 December 1992
Contents

	Page
Directors' Report	1 - 2
Auditors' Report	3 - 4
Profit and Loss Account	5
Balance Sheet	6
Notes to the Financial Statements	7 - 9
Management Information *	Appendix A
* These pages do not form part of the Statutory Financial Statements	

Annfold Limited

Directors' Report for the year ended 31 December 1992

The directors present their report and the financial statements for the year ended 31 December 1992.

Principal Activities and Review of the Business

The principal activity of the company continued to be that of property investment.

The directors consider the results of the year to be satisfactory.

Results and Dividends

The results for the year are set out on page 4.

The directors are unable to recommend payment of a dividend.

Fixed Assets

The movements in fixed assets during the year are explained in note 4 to the financial statements.

Directors and their Interests

		Number of shares	
		1992	1991
Class of share			
Corridet Limited	Ordinary shares	-	-
(Resigned 21/1/94)			
Craystere Limited	Ordinary shares	-	-
(Resigned 21/1/94)			
S.A. Couldridge Esq.	Ordinary shares	-	-
(Appointed 21/1/94)			

Auditors

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

Annfold Limited

Directors' Report for the year ended 31 December 1992 (continued)

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 and of 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.

This report was approved by order of the Board on .22.14.96

Secretary



For and on behalf of
INTERNATIONAL REGISTRARS LIMITED

Annfold Limited

**Auditors' Report
to the shareholders of Annfold Limited**

We have audited the financial statements on pages 5 to 9 which have been prepared under the historical cost convention and the accounting policies set out on page 7.

Respective responsibilities of directors and auditors

As described on page 2 the company's directors are responsible for the preparation of 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, except that the scope of our work was limited as explained below.

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 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. Because of the possible effect of the limitation in evidence available to us, we are unable to form an opinion as to whether the financial statements give a true and fair view of the state of the company's affairs at 31 December 1992 and of its results for the year then ended. In all other respects, in our opinion the financial statements have been properly prepared in accordance with the Companies Act 1985.

In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Annfold Limited

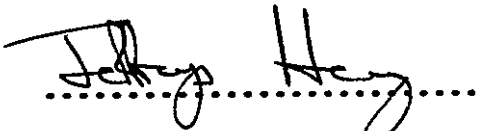
Auditors' Report
to the shareholders of Annfold Limited (Continued)

Opinion: disclaimer on view given by the financial statements.

Because of the possible effect of the limitation in evidence available to us , we are unable to form an opinion as to whether the financial statements give a true and fair view of the state of the company's affairs at 31 December 1992 and of its results for the year then ended. In all other respects, in our opinion the financial statements have been properly prepared in accordance with the Companies Act 1985.

In respect alone of the limitation on our audit work:

- we have not obtained all the information and explanations that we considered necessary for the purpose of our audit; and
- we were unable to determine whether proper accounting records had been maintained.


.....

Chartered Accountants
Registered Auditor

Date: 23 April 1996

Finsgate
5-7 Cranwood Street
London
EC1V 9EE

Annfold Limited

Profit and Loss Account for the year ended 31 December 1992

	Notes	1992 £	1991 £
Administrative expenses		<u>(588)</u>	<u>(625)</u>
Loss on ordinary activities before taxation	2	<u>(588)</u>	<u>(625)</u>
Retained loss for the year	8	<u>£(588)</u>	<u>(625)</u>

There are no recognised gains and losses other than those passing through the profit and loss account.

Annfold Limited

Balance Sheet as at 31 December 1992

	Notes	1992 £	1991 £
Fixed Assets			
Tangible assets	4	296,000	296,000
Current Assets			
Cash at bank and in hand		282	282
		<u>282</u>	<u>282</u>
Creditors: amounts falling due within one year	5	(2,300)	(1,712)
Net Current Liabilities		<u>(2,018)</u>	<u>(1,430)</u>
Total Assets Less Current Liabilities		293,982	294,570
Creditors: amounts falling due after more than one year	6	(284,514)	(284,514)
		<u>9,468</u>	<u>10,056</u>
Capital and Reserves			
Called up share capital	7	10,000	10,000
Profit and loss account	8	(532)	56
Shareholders' Funds (equity interests)	9	<u>9,468</u>	<u>10,056</u>

The financial statements were approved by the Board on 22.4.92



Director

Annfold Limited

Notes to the Financial Statements for the year ended 31 December 1992

1. Accounting Policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention and include the results of the company's operations as indicated in the directors' report, all of which are continuing.

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

1.2 Turnover

The company received rental income from its real estate in Zaire. Owing to the company's inability to remit this income no credit has been included in these accounts. All information relating to the company's activities in Zaire had been destroyed during the civil unrest in that country.

1.3 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost. No provision has been made for depreciation of the buildings, however, the company has been reliably informed that the real estate could currently be sold for a net sum exceeding its book value.

1.4 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 crystallise.

1.5 Foreign currency translation

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

2. Operating Loss

Operating loss is stated after charging:

Auditors' remuneration

1992	1991
£	£
588	588

Annfold Limited

Notes to the Financial Statements for the year ended 31 December 1992

3. Taxation

The company was non-resident for U.K. corporation tax purposes, thus no corporation tax arises during the year. However, the company may be liable to foreign tax not provided in the accounts.

4. Tangible assets

	Land and buildings Freehold £
Cost	
At 1 January 1992 & at 31 December 1992	296,000
Net book values	
At 31 December 1992	296,000
At 31 December 1991	296,000

5. Creditors: amounts falling due within one year	1992 £	1991 £
Other creditors	-	500
Accruals	2,300	1,212
	<u>2,300</u>	<u>1,712</u>

6. Creditors: amounts falling due after more than one year	1992 £	1991 £
Loans		
Amount due to parent undertaking	<u>284,514</u>	<u>284,514</u>

The loan from the parent company is unsecured, interest free and has no fixed date for repayment. It is repayable in Sterling.

Annfold Limited

Notes to the Financial Statements for the year ended 31 December 1992

7.	Share Capital	1992 £	1991 £
	Authorised		
	10,000 Ordinary shares of £1 each	<u>10,000</u>	<u>10,000</u>
	Allotted, called up and fully paid		
	10,000 Ordinary shares of £1 each	<u>10,000</u>	<u>10,000</u>
8.	Profit And Loss Account	1992 £	1991 £
	Retained profits at 1 January 1992	56	681
	Retained loss for the year	<u>(588)</u>	<u>(625)</u>
	Accumulated losses at 31 December 1992	<u>(532)</u>	<u>56</u>
9.	Reconciliation of Movements in Shareholders' Funds	1992 £	1991 £
	Loss for the financial year	(588)	(625)
	Opening shareholders' funds	<u>10,056</u>	<u>10,681</u>
	Closing shareholders' funds	<u>9,468</u>	<u>10,056</u>

10. Employees

Number of employees

There were no employees during the year apart from the directors.

11. Ultimate Parent Company

The ultimate parent company is Brugefi International S.A., a company registered in Luxembourg.