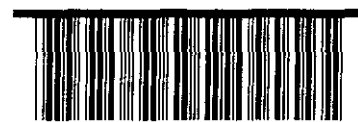


METRO BUSINESS AVIATION (HEATHROW) LIMITED
DIRECTORS' REPORT AND FINANCIAL STATEMENTS
52 WEEKS ENDED 29 JANUARY 2000



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COMPANIES HOUSE

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29/07/00

Registered Number: 1993771

METRO BUSINESS AVIATION (HEATHROW) LIMITED

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METRO BUSINESS AVIATION (HEATHROW) LIMITED

DIRECTORS' REPORT

The Directors present their annual report and the unaudited financial statements of the Company for the 52 weeks ended 29 January 2000.

Principal Activity

The Company did not trade or conduct any other activities during the 52 weeks ended 29 January 2000. No changes are expected in the immediate future.

Directors and their Interests

The present Directors of the Company are:

S Jerman

W C Najdecki (appointed 16.11.99)

A Tanna (appointed 16.11.99)

The other Director who served during the year was:

J G Hawkins (resigned 16.11.99)

In accordance with the Articles of Association, no Director is required to seek re-election at the forthcoming Annual General Meeting.

No Director in office at 29 January 2000 held any beneficial interest in the shares of Harrods Holdings Limited (formerly Harrods Holdings plc), or any of its subsidiaries at 31 January 1999, at date of appointment, or at 29 January 2000.

METRO BUSINESS AVIATION (HEATHROW) LIMITED

DIRECTORS' REPORT (CONTINUED)

Statement of Directors' Responsibilities

The Directors are required by the Companies Act 1985 to prepare financial statements for each financial year 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 the profit or loss for the financial year.

The Directors have prepared the financial statements on pages 3 to 5 on a going concern basis and consider that the Company has used appropriate accounting policies, consistently applied and supported by reasonable and prudent judgements and estimates, and that all accounting standards which they consider to be applicable have been followed.

The Directors have responsibility for ensuring that the Company keeps accounting records which disclose with reasonable accuracy, at any time, the financial position of the Company and which enable them to ensure that the financial statements comply with the Companies Act 1985.

The Directors have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

By Order of the Board



S Jerman
Secretary
14 April 2000

Registered Office
87 -135 Brompton Road
Knightsbridge
London
SW1X 7XL

METRO BUSINESS AVIATION (HEATHROW) LIMITED

**BALANCE SHEET
AT 29 JANUARY 2000**

Note	29/1/00 £	30/1/99 £
Debtors:		
Amounts owed by group undertakings	<u>1,000</u>	<u>1,000</u>
Capital and Reserves		
3 Called up share capital	<u>1,000</u>	<u>1,000</u>

The Company was dormant within the meaning of Section 250 of the Companies Act 1985, throughout the 52 weeks ended 29 January 2000.

The notes on pages 4 to 5 form part of these accounts.

Approved by the board on 14 April 2000



A Tanna
DIRECTOR

METRO BUSINESS AVIATION (HEATHROW) LIMITED

NOTES TO THE ACCOUNTS

1 Accounting Policies

Basis of Financial Statements

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

2 Information regarding Directors and Employees

No emoluments were paid to the Directors of the Company during the year (1998/9 - £nil).

The Company did not employ any persons or incur any staff costs during the year (1998/9 - £nil).

	29/1/00 £	30/1/99 £
3 Called Up Share Capital		
Authorised:		
1,000 ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>
10,000 redeemable cumulative participating referred shares of £1 each	<u>10,000</u>	<u>10,000</u>
Issued and fully paid:		
1,000 ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>
4 Reconciliation of movement in shareholders' funds		
Opening shareholders' funds	<u>1,000</u>	<u>1,000</u>
Closing shareholders' funds	<u>1,000</u>	<u>1,000</u>

NOTES TO THE ACCOUNTS (CONTINUED)

5 Parent Undertakings

The Company's immediate parent undertaking is Metro Business Aviation Limited. The ultimate UK parent undertaking of Metro Business Aviation is Harrods Holdings Limited (formerly Harrods Holdings plc), which is the parent undertaking of the Harrods Holdings Group and which is both the smallest and the largest Group which consolidates the results of the Company. The Group accounts will be filed with the Registrar of Companies in due course.

The ultimate parent undertaking is Alfayed Investment and Trust PVT LP, a partnership based in Bermuda. All interests in the Partnership continue to be under the control and held for the benefit of the Fayed family, the ultimate controlling party.

The company is a wholly owned subsidiary of Harrods Holdings Limited (formerly Harrods Holdings plc), and, as permitted by Financial Reporting Standard 8 "Related Party Disclosures", transactions with other entities in the Harrods Holdings Group are not disclosed.