# **Report and Accounts**

# FOR THE YEAR ENDED 31 MARCH 2000

Company No. 2036094



## **DIRECTORS' REPORT**

For the year ended 31 March 2000

The Directors present their report and the audited financial statements for the year ended 31 March 2000.

## Review of activities and future developments

Investec Guinness Flight Limited is the holding company of the Investec Guinness Flight group of companies.

The principal trading activity is that of the provision of investment advisory services to Offshore Collective Investment Schemes domiciled in Guernsey and Dublin.

Both the level of business and the year end financial position are satisfactory, and it is intended that the Company will continue to pursue its current investment management and advisory activities for the forseeable future.

£2000

#### Results and dividends

The results for the year ended 31 March 2000 were as follows:

	# 000
Loss before tax	(2,140)
Tax credit	1,807
	(333)

The profit and loss account is shown on page 4.

No dividend was paid or is proposed in respect of the year, in respect of any class of share.

## Status of the Company

In the opinion of the Directors, the Company is a close company within the provisions of the Income and Corporation Taxes Act 1988.

## Directors

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The Directors of the Company at 31 March 2000 who, unless otherwise stated, held office throughout the year under review were:

ri E riigni	(Joint Chairman)
T W N Guinness	(Joint Chairman)
H J du Toit +	(Chief Executive)
W T J Griffin *	
H S Herman +	appointed 9 November 1999
B Kantor +	appointed 1 February 2000

S Kosseff + D L Liddell

- \* Non-executive
- + South African

Mr D R W Potter resigned as a director on 1 June 1999.

Mr A E Martin Smith resigned as a director on 31 March 2000.

(Inint Chairman)

appointed 18 August 1999

#### DIRECTORS' REPORT

For the year ended 31 March 2000 (continued)

#### Directors' interests

According to the register kept pursuant to Section 324 of the Companies Act 1985, no director had any beneficial interest in the shares or other securities of the Company or other group companies at 31 March 2000, except as disclosed below:

Mr T W N Guinness was beneficially interested in £70,000 nominal loan notes issued by Investec 1 Limited, a fellow subsidiary group company, as at 31 March 2000 (31 March 1999: £70,000 nominal). Mr H E Flight disposed of £21,500 nominal loan nominal loan notes issued by Investec 1 Limited, a fellow subsidiary group company, held at 31 March 1999, during the year.

The following directors, their families, or trusts in which they or their families had an interest, were beneficially interested in loan notes issued by Guinness Mahon Group Services Limited, a fellow group company, as follows:

Director	31 March 2000 £	31 March 1999 £
H E Flight	1,340,876	4,069,032
T W N Guinness	927,487	4,331,778
D L Liddell	278,515	316,105

#### Charitable and political donations

During the period under review, the Company made donations of £8,724 (1999: £14,680) to charitable causes.

#### Share capital

On 12 June 1999 a further 675,000 'A' Ordinary shares of 1p were issued to employees pursuant to the exercise of options.

On 17 December 1999:

- (i) each of the £1 'A' 10% Cumulative Redeemable Preference shares were converted into 100 1p B Ordinary shares; and
- (ii) each of the 1p 1,000% 'B' Cumulative Preference shares were converted into 1 1p B Ordinary share.

Further details of the above movements in share capital during the year to 31 March 2000 are set out in note 17. There have been no further changes in share capital since 31 March 2000 to the date of this report.

## Year 2000

The Company's operations and financial results were not adveresly affected by Year 2000 compliance and the Company is not aware of any problems arising through the inability of third parties to successfully manage their Year 2000 process.

Costs relating to this project were substantially borne by a parent undertaking of the Company.

#### Auditors

In accordance with Section 386 of the Companies Act 1985, the Company elected to dispense with the obligation to appoint auditors annually. KPMG Audit Plc are therefore deemed to be re-appointed as the Company's auditors for each succeeding year.

By order of the Board

M K Slade Secretary

16 June 2000

Registered Office: 2 Gresham Street London EC2V 7QP

#### DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE PREPARATION OF ACCOUNTS

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 for that period. In preparing those financial statements, the Directors are required to:

- 1. Select suitable accounting policies and then apply them consistently;
- 2. Make judgements and estimates that are reasonable and prudent;
- 3. 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 the financial statements comply with the Companies Act 1985. They 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.

## REPORT OF THE AUDITORS TO THE MEMBERS OF INVESTEC GUINNESS FLIGHT LIMITED

We have audited the financial statements on pages 4 to 18.

## Respective responsibilities of directors and auditors

The directors are responsible for preparing the directors' report and, as described above, the financial statements in accordance with applicable United Kingdom law and accounting standards. Our responsibilities, as independent auditors, are established in the United Kingdom by statute, the Auditing Practices Board and by our profession's ethical guidance.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act. We also report to you if, in our opinion, the directors' report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all information and explanations we require for our audit, or information specified by law regarding directors' remuneration and transactions with the company is not disclosed.

#### Basis of audit 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 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 2000 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

KPMC Andie Ple

KPMG Audit Plc Chartered Accountants Registered Auditor 16 June 2000

8 Salisbury Square London EC4Y 8BB

## PROFIT AND LOSS ACCOUNT For the year ended 31 March 2000

			· —
		Year to 31 March 2000	15 months to 31 March 1999
	Notes	£000€	£000
Turnover	2	8,492	9,036
Administrative expenses before exceptional costs Exceptional costs Administrative expenses	3	(12,236) (2,726) (14,962)	(10,760) (759) (11,519)
Operating loss		(6,470)	(2,483)
Profit on sale of fixed asset investment Dividends from subsidary undertakings Interest receivable	4 5	420 3,825 85	2,885 100
(Loss)/profit on ordinary activities before tax	3	(2,140)	502
Tax on (loss)/profit on ordinary activities	7	1,807	26
Profit on ordinary activities after tax		(333)	528
Dividends	8	-	(622)
Retained (loss) for the year/period		(333)	(94)

Revenue and operating loss are from continuing operations. There have been no recognised gains or losses for the year under review or prior period other than the loss/profit for the year/period. The results disclosed in the profit and loss account are on an unmodified historical cost basis.

The notes on pages 7 to 18 form part of these accounts.

## BALANCE SHEET As at 31 March 2000

		31 Ma	arch 2000	31 Mar	ch 1999
	Notes	£000	£000	£000	£000
	110103				
Tangible fixed assets	9		1,036		1,366
Investments in group undertakings	10		14,666		14,688
			15,702		16,054
Current assets	12		7.002		2.002
Debtors Investments	13 11		7,903 10		3,093 11
Cash at bank	11		2,210		4,972
Cash at bank			10,123		8,076
Creditors					5,0.0
Amounts falling due within one year	14		(8,161)		(6,362)
Net current assets			1,962		1,714
<b></b>			15.664		
Total net assets			17,664		17,768
Conital and recovers					
Capital and reserves Called up share capital	17	10,613		10,606	
Share premium account	19	2,304		2,082	
Capital redemption reserve	19	2,461		2,461	
Profit and loss account	19	2,286		2,619	
		<b>,</b>		_,,-,	
Total shareholders' funds			17,664		17,768
(including non-equity interests)					
Shareholders' funds may be analysed as:					
Equity shareholders' funds			17,664		7,833
Non-equity shareholders' funds			•		9,935
<del>-</del>					
			17,664		17,768

The notes on pages 7 to 18 form part of these accounts.

Approved by the Board of Directors and signed on their behalf on 16 June 2000

D L Liddell

# RECONCILIATION OF MOVEMENT OF SHAREHOLDERS' FUNDS For the year ended 31 March 2000

	Year to 31 March 2000	15 months to 31 March 1999
	£000	£000
(Loss)/Profit for the year Dividends	(333)	528 (622) (94)
Issue of shares	229	82
Net additions to shareholders' funds Opening shareholders' funds at 1 April 1999	(104) 17,768	(12) 17,780
Closing shareholders' funds at 31 March 2000	17,664	17,768

# NOTES TO THE ACCOUNTS For the year ended 31 March 2000

## 1 Accounting Policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements.

## Basis of preparation

The financial statements have been prepared in accordance with applicable accounting standards, and under the historical cost accounting rules and on a going concern basis.

The company is exempt by virtue of s228 of the Companies Act 1985 from the requirement to prepare group accounts. These financial statements present information about the company as an individual undertaking and not about its group.

Under Financial Reporting Standard 1 the company is exempt from the requirement to prepare a cash flow statement on the grounds that a parent undertaking includes the company in its own published consolidated financial statements.

As the company is a wholly owned subsidiary of Investec Holdings Limited, registered in South Africa, the company has taken advantage of the exemption contained in FRS 8 and has therefore not disclosed transactions or balances with entities which form part of the group.

#### Turnover

Advisory fees and safe custody fees are stated exclusive of VAT and are accrued over the period to which the income relates.

## Investments

Fixed asset investments are stated at the lower of cost or at the Directors' valuation. Current asset investments are valued at the lower of cost and market value. Realised gains or losses from the disposal of fixed asset investments are taken to the profit and loss account.

For the year ended 31 March 2000 (continued)

## 1 Accounting Policies (continued)

#### Tangible fixed assets

Tangible fixed assets are stated at original cost less accumulated depreciation, which is calculated to write off the cost of the assets evenly over their expected useful lives, as follows:

Leasehold improvements5 yearsFixtures, fittings and equipment5 yearsComputer equipment3 years

Leasehold interests are depreciated over the unexpired period of the lease. A long leasehold is defined as one in which the the remaining term of the lease is more than 50 years.

#### Foreign currencies

Monetary assets and liabilities in foreign currencies are translated into sterling at year end rates. Transactions denominated in foreign currencies are translated into sterling at the exchange rates ruling when the transactions were entered into.

All other exchange differences are included in the profit and loss account.

#### Leases

Costs in respect of operating leases are charged on a straight line basis over the period of the lease.

#### **Taxation**

The charge for tax is based on the profit for the year as adjusted for disallowable and non taxable items. Deferred tax is provided on all material timing differences where an eventual reversal of such differences is expected to occur in the foreseeable future.

#### Pensions

The expected cost of pensions in respect of the Guinness Mahon Group and Investec Guinness Flight defined benefit schemes in which the Company participates is charged to the profit and loss account so as to spread the cost over the service lives of participating employees. Variations from the regular cost are spread over the expected remaining service lives of all the current employees in the scheme. The pension cost is assessed in accordance with the advice of qualified actuaries.

The executive directors' pension scheme and the scheme for new employees from April 1999 are both defined contribution schemes. The cost of the schemes are charged to the profit and loss account in the year in which contributions become payable.

For the year ended 31 March 2000 (continued)

Activity			<u></u>	
### Activity   Investment advice and fund administration	2	Turnover	Vear to	15 months to
Activity   Investment advice and fund administration   6,681   6,816   Securities transaction charges   1,811   2,051   7   173   8,492   9,036				31 March
Activity   Investment advice and fund administration   Securities transaction charges   1,811   2,050				1999
Investment advice and fund administration   6,681   6,810   Securities transaction charges   1,811   2,051   2,051   3,492   9,036			£'000	£'000
Securities transaction charges   1,811   2,051   -175		Activity		
## Company of the Company's auditors for provision of non-audit services to the Company was £8,700 (1999: £9,000).    Company of the Company's auditors for provision of non-audit services to the Company was £8,700 (1999: £9,000).   Company of the Company's auditors for provision of non-audit services to the Company was £8,700 (1999: £9,000).   Company of the Company's auditors for provision of non-audit services to the Company was £8,700 (1999: £9,000).   Company of the Company's auditors for provision of non-audit services to the Company was £8,700 (1999: £9,000).   Company of the Company's auditors for provision of non-audit services to the Company was £8,700 (1999: £9,000).   Company of the Company's auditors for provision of non-audit services to the Company was £8,700 (1999: £9,000).   Company of the				6,810
All revenue is derived from activities carried out in the United Kingdom.  In the opinion of the Directors the Company is engaged in a single overall class of business, that being the provision of investment advisory services. Securities transaction charges are generated from trading in the underlying investments of Collective Investment Schemes that under the terms of FRS 8 are deemed to be related parties.  3 Loss on ordinary activities before tax  Loss on ordinary activities before tax is stated after charging:  1 S months to 2000 1999  £'000 £'000  Auditors' remuneration 36 2:  Operating lease rentals:  Plant and machinery - 237 Others 178 577  Depreciation 619 767  Remuneration of the Company's auditors for provision of non-audit services to the Company was £8,700 (1999: £9,000).  Exceptional costs comprise:  Recruitment 1,350 122 Staff redundancies 1,376 277  Amounts written off fixed assets 1,376 277  4 Profit on sale of fixed asset investment  Year to 31 March 2000 1999  £'000 £'000  £'000			1,811	
In the opinion of the Directors the Company is engaged in a single overall class of business, that being the provision of investment advisory services. Securities transaction charges are generated from trading in the underlying investments of Collective Investment Schemes that under the terms of FRS 8 are deemed to be related parties.  3 Loss on ordinary activities before tax  Loss on ordinary activities before tax is stated after charging:  Auditors' remuneration  Operating lease rentals:  Plant and machinery  Others  Depreciation  Remuneration of the Company's auditors for provision of non-audit services to the Company was £8,700 (1999: £9,000).  Exceptional costs comprise:  Recruitment  Staff redundancies  Amounts written off fixed assets  Profit on sale of fixed asset investment  Year to 31 March 2000  £1000  £2000		Other	8,492	9,036
In the opinion of the Directors the Company is engaged in a single overall class of business, that being the provision of investment advisory services. Securities transaction charges are generated from trading in the underlying investments of Collective Investment Schemes that under the terms of FRS 8 are deemed to be related parties.  3 Loss on ordinary activities before tax  Loss on ordinary activities before tax is stated after charging:  Auditors' remuneration  Operating lease rentals:  Plant and machinery  Others  Depreciation  Remuneration of the Company's auditors for provision of non-audit services to the Company was £8,700 (1999: £9,000).  Exceptional costs comprise:  Recruitment  Staff redundancies  Amounts written off fixed assets  Profit on sale of fixed asset investment  Year to 31 March 2000  £1000  £2000  £2000  1200  131 March 2000  121 March 2000  122 March 2000  131 March 2000  142 March 2000  £		All revenue is derived from activities carried out in the United Kingdom		
provision of investment advisory services. Securities transaction charges are generated from trading in the underlying investments of Collective Investment Schemes that under the terms of FRS 8 are deemed to be related parties.    Vear to   15 months to   15 months to   10 mo		All to college is delived from delivines carried out in the college tringgoin.		
Loss on ordinary activities before tax is stated after charging:   31 March 2000   1999   1		provision of investment advisory services. Securities transaction chargunderlying investments of Collective Investment Schemes that under the	ges are generated from	n trading in the
Loss on ordinary activities before tax is stated after charging:   31 March 2000   1999   1999   1990   1999   1990   1999   1990   1999   1990   1	3	Loss on ordinary activities before tax		
### Auditors' remuneration Operating lease rentals: Plant and machinery Others Others Depreciation  Remuneration of the Company's auditors for provision of non-audit services to the Company was £8,700 (1999: £9,000).    Exceptional costs comprise:   Recruitment		······································		15 months to
Auditors' remuneration Operating lease rentals:  Plant and machinery Others Others 178 577 Others Depreciation  Remuneration of the Company's auditors for provision of non-audit services to the Company was £8,700 (1999: £9,000).  Exceptional costs comprise:  Recruitment Staff redundancies Amounts written off fixed assets  1,376 277 Amounts written off fixed assets  Profit on sale of fixed asset investment  Year to 31 March 31 March 2000 1999 £'000 £'000		Loss on ordinary activities before tax is stated after charging:		31 March 1999
Operating lease rentals:   Plant and machinery			£'000	£'000
Plant and machinery Others Others Depreciation  Remuneration of the Company's auditors for provision of non-audit services to the Company was £8,70t (1999: £9,000).  Exceptional costs comprise:  Recruitment Staff redundancies Amounts written off fixed assets  - 355 2,726 755  4 Profit on sale of fixed asset investment  Year to 31 March 31 March 2000 1995 £1000 £1000			36	25
Others         178         577           Depreciation         619         767           Remuneration of the Company's auditors for provision of non-audit services to the Company was £8,700 (1999: £9,000).         Exceptional costs comprise:           Recruitment         1,350         127           Staff redundancies         1,376         275           Amounts written off fixed assets         -         357           4         Profit on sale of fixed asset investment         Year to 31 March 2000         15 months to 31 March 2000           \$\frac{1}{2}000\$         \$\frac{1}{2}000\$         \$\frac{1}{2}000\$         \$\frac{1}{2}000\$				
Depreciation   619   762			- 170	237
Exceptional costs comprise:    Recruitment				767
Recruitment   1,350   127     Staff redundancies   1,376   275     Amounts written off fixed assets   - 357     2,726   759     4   Profit on sale of fixed asset investment   Year to 31 March   31 March   31 March   2000   1999     £'000   £'000   £'000			services to the Compa	any was £8,700
Staff redundancies		Exceptional costs comprise:		
Staff redundancies		Recruitment	1,350	127
## Profit on sale of fixed asset investment    Year to   15 months to   31 March   2000   1999		Staff redundancies		275
4 Profit on sale of fixed asset investment  Year to 31 March 31 March 2000 1999  £'000 £'000		Amounts written off fixed assets		357
Year to 31 March 31 March 2000 1999         £'000 £'000			<u>2,726</u>	759
31 March 31 March 2000 1999 £'000 £'000	4	Profit on sale of fixed asset investment		
<b>2000</b> 1999 £'000 £'000				15 months to
				31 March 1999
Profit on sale of business to fellow subsidiary 420			£'000	£'000
Profit on sale of business to fellow subsidiary 420				
		Profit on sale of business to fellow subsidiary	420	

For the year ended 31 March 2000 (continued)

5	Interest receivable		
		Year to	15 months to
		31 March	31 March
		2000	1999
		£'000	£'000
	Bank deposit interest	85	77
	Other		23
		85	100
6	Information regarding Directors and Employees		
Ü	211011111111111111111111111111111111111	Year to	15 months to
		31 March	31 March
		2000	1999
		2000	1777
		£'000	£'000
	Directors' remuneration:		
	Emoluments (including benefits in kind)	647	918
	Pension contributions	158	227
		805	1116
			1,145
	Highest paid Director:		
	Emoluments (including benefits in kind)	268	324
	Pension contributions	73	89
		341	413

Contributions of £158,217 (1999: £248,000) were made into a Money Purchase Pension Scheme during the year on behalf of three Directors.

	Year to 31 March 2000	15 months to 31 March 1999
Employee costs, excluding directors, during the year	£,000	£'000
Gross salaries	8,342	12,296
Social security costs	988	1,014
Other pension costs	1,028	1,679
	10,358	14,989

The average number of persons employed by the Company, including Directors, during the year was 167 (1999: 211).

# NOTES TO THE ACCOUNTS For the year anded 33 March 2000 (continued)

For the year ended 3?	March 2000	(continued)
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7	<u>Taxation</u>				Year to 31 March 2000	15 months to 31 March 1999
					£'000	£'000
	UK corporation tax at 30%					
	(1999: 31%): Current year				1,807	198
	Double tax relief				-	(198)
	Prior year over provision				-	(20)
	Deferred tax				-	(6)
	Credit for the period				1,807	(26)
8	<u>Dividends</u>				<b>W</b> 4	15
					Year to 31 March	15 months to 31 March
					2000	1999
	Dividends on non-equity shares:				£'000	£'000
	Dividends on non-equity shares.					
	9,878,200 10% "A" preference shares of £				-	395
	5,664,100 1,000% "B" preference shares	of 1p each (800p r	et)		-	227
						622
9	Tangible fixed assets					
		Long	Leasehold	Fixtures		
		leasehold property	improve- ments	and fittings	Computers	Total
		£'000	£'000	£'000	£'000	£'000
	Cost:					
	As at 31 March 1999	135	4	23	1,687	1,849
	Additions	-	-	-	424	424
	Transfers to other group companies Disposals	(135)	(4)	<u>.</u>	-	(135)
	Disposais	-	(4)	_		
	As at 31 March 2000	0	0	23	2,111	
	Depreciation:	0	0			2,134
	Depreciation: As at 31 March 1999	1	3	8	471	2,134
	Depreciation: As at 31 March 1999 Charged for the year	1 -				2,134 483 619
	Depreciation: As at 31 March 1999 Charged for the year Transfers to other group companies		3	8	471	2,134 483 619 (1)
	Depreciation: As at 31 March 1999 Charged for the year Transfers to other group companies Disposals	1 - (1)	3 - (3)	8 5 -	471 614 - -	2,134 483 619 (1) (3)
	Depreciation: As at 31 March 1999 Charged for the year Transfers to other group companies	1 -	3	8	471	2,134 483 619 (1)
	Depreciation: As at 31 March 1999 Charged for the year Transfers to other group companies Disposals As at 31 March 2000 Net book value:	(1)	(3)	13	471 614 - - - 1,085	483 619 (1) (3) 1,098
	Depreciation: As at 31 March 1999 Charged for the year Transfers to other group companies Disposals As at 31 March 2000	1 - (1)	3 - (3)	8 5 -	471 614 - -	2,134 483 619 (1) (3)

## NOTES TO THE ACCOUNTS

For the year ended 31 March 2000 (continued)

## 10 Investments in Group Undertakings

£'000

Cost or valuation and net book value as at 31 March 1999 Disposal Cost or valuation and net book value as at 31 March 2000

14,688 (22)

14,666

In the opinion of the Directors, the value of fixed asset investments is not less than the amounts at which they are stated in the accounts.

## 11 Current asset investments

Current asset investments	31 March 2000	31 March 1999
	£'000	£'000
Listed on a recognised Stock Exchange	10	11
Aggregate market value of listed investments	40	36

For the year ended 31 March 2000 (continued)

## 12 <u>Subsidiary undertakings</u>

The Directors consider that to give full particulars of all subsidiary undertakings would lead to a statement of excessive length. The principal trading subsidiaries are:

Name of company, country of incorporation/registration	Type of share held	Proportion of ordinary share capital held
Investec Guinness Flight Fund Managers (Guernsey) Limited, Guernsey C.I.*	Ord £1	100%
Investec Guinness Flight Investment Management Limited, England and Wales*	Ord £1	100%
Investec Guinness Flight Management Limited, England and Wales*	Ord £1	100%
Investec Guinness Flight Fund Managers Limited, England and Wales*	Ord £1	100%
Avebury Asset Management Limited, England and Wales	Ord £1	100%
Investec Guinness Flight Investment Managers International Limited, England and Wales	Ord £1	100%
Investec Guinness Flight Global Asset Management Limited, England and Wales *	Ord £1	100%
Investec Guinness Flight Investment Trust Managers Limited, England and Wales	Ord £1	100%
Investec Guinness Flight Asia Limited, Cayman Islands (operating in Hong Kong)	Ord US\$1	100%
Plough Court Fund Management Limited, England and Wales	Ord £1	100%
Guinness Flight Hambro Pacific Fund Management Limited, (operating in Hong Kong)	Ord US\$1	100%

Denotes held directly by the Company.

Except where stated, all the above companies operate principally in their country of incorporation or registration.

For the year ended 31 March 2000 (continued)

13	<u>Debtors</u>		
		31 March 2000	31 March 1999
		£'000	£'000
	Amounts owed by subsidiary undertakings	4,358	1,613
	Amounts owed by associate undertakings	232	682
	Other debtors	737	259
	Corporation tax	1,852	-
	Prepayments and accrued income	724 7,903	539 3,093
		<del></del>	<u> </u>
14	Creditors: amounts falling due within one year	31 March	31 March
		2000	1999
		£,000	£'000
	Trade creditors	467	1,060
	Amounts owed to subsidiary undertakings	207	278
	Amounts owed to associate undertakings	1,170	2
	Corporation tax		51
	Other creditors	55	55
	Accruals	6,262 8,161	4,916 6,362
15	Provisions for liabilities and charges		
	The deferred tax liability is made up as follows:		
		31 March 2000	31 March 1999
		£'000	£'000
	Capital allowances	(528)	(775)
	Other timing differences	260	129
	Deferred tax asset not recognised	<u>268</u>	646
	The movement in deferred tax is made up as follows:		<del></del>
	The transfer in describe and is made up as solitone.	£'000	£'000
	As at 31 March 1999	-	6
	Credit to profit and loss	-	(6)
	As at 31 March 2000		

For the year ended 31 March 2000 (continued)

## 16 Operating leases

Commitments under operating leases falling due in the next year are as follows:

	31 March 2000	31 March 2000	31 March 1999	1999
	Land and buildings	Other	Land and buildings	Other
	£'000	£'000	£'000	£'000
On leases terminating within one year On leases terminating between two	-	9	-	10
and five years	-	67	-	109
On leases terminating after five years	486	-	486	-
· ·	486	76	486	119

The commitments for Land and Buildings are all indemnified by Guinness Mahon Group Limited.

## 17 Share capital

	31 March 2000	31 March 1999
	£'000	£'000
Authorised		
15,000,000 ordinary shares of 1p each	150	150
10,022,400 "A" ordinary shares of 1p each (1999: 10,022,400)	100	100
1,052,880,900 "B" ordinary shares of 1p each (1999: 59,396,800)	10,529	594
9,878,200 "A" preference shares of £1 each	-	9,878
5,664,100 "B" preference shares of 1p each	-	57
	10,779	10,779
	31 March	31 March
	2000	1999
Issued, called up and paid up	£'000	£'000
8,377,400 "A" ordinary shares of 1p each (1999: 7,702,400)	84	77
1,052,880,900 "B" ordinary shares of 1p each (1999: 59,396,800)	10,529	594
9,878,200 "A" preference shares of £1 each	10,525	9,878
5,664,100 "B" preference shares of 1p each	<del>-</del>	57
	10,613	10,606

For the year ended 31 March 2000 (continued)

## 17 Share capital (continued)

The following shares were allotted on 12 June 1999:

Class of share	<u>Number</u> <u>allotted</u>	Aggregate nominal value	Consideration received	
1p 'A' Ordinary shares	675,000	£6,750	£229,200	

All the above were alloted to employees of the Company upon their exercise of approved options at prices of 20p, 38p and 40p per share.

The rights of repayment and dividend entitlement for the 1p "A" ordinary shares and the 1p "B" ordinary shares rank pari passu.

The following conversions took place on 17 December 1999:

- (i) each of the 9,878,200 £1 'A' 10% Cumulative Redeemable Preference shares authorised and in issue were converted into 100 1p 'B' Ordinary shares, resulting in the increase in the total number authorised and in issue by 987,820,000 of such shares; and
- (ii) each of the 5,664,100 1p 1,000% 'B' Cumulative Preference shares authorised and in issue were converted into one 1p 'B' Ordinary share, resulting in the increase in the total number authorised and in issue by 5,664,100 of such shares.

For the year ended 31 March 2000 (continued)

## 18 Pension schemes

	Year to 31 March 2000	15 months to 31 March 1999
	£'000	£'000
The total pension cost of the Company was as follows:		
Guinness Mahon Holdings group scheme (see note (a))	413	633
Hambros PLC Staff Pension Scheme	-	175
Investec Guinness Flight Staff Pension Scheme (see note (b))	526	604
Executive directors' scheme (see note (c))	245	372
Investec defined contribution scheme (see note (d))	48	-
	1,232	1,784

- (a) The Company participates in the Guinness Mahon group scheme which is a non-contributory defined benefit scheme. Scheme assets are held in separate trustee administered funds. The scheme is subject to a formal valuation triennially. The details of the most recent valuation, which was carried out as at 31 December 1996, by a qualified actuary, are disclosed in the accounts of Investee Holdings (UK) Plc. At 31 March 2000 the Company had accrued contributions of £nil (1999; £nil).
- (b) The Company participates in the Investec Guinness Flight group scheme which is a non-contributory defined benefit scheme. Scheme assets are held in separate trustee administered funds. Although the scheme is subject to a formal valuation triennially the scheme has only been in existence since 1st May 1998 and no such valuation has been carried out to date. At 31 March 2000 the Company had accrued contributions of £nil (1999: £nil).
- (c) The Company had £nil accrued contributions in respect of the executive directors' pension scheme at the balance sheet date (1997: £nil).
- (d) The Company participates in the Investec Defined Contribution Scheme.

For the year ended 31 March 2000 (continued)

## 19 Statement of movements on reserves

	Share Premium Account	Capital Redemption Reserves	Profit and Loss Account	Total	
	£'000	£'000	£'000	£'000	
Balance at 31 March 1999 Loss retained for the year Issue of shares	2,082 - 222	2,461	2,619 (333)	7,162 (333) 222	
Balance at 31 March 2000	2,304	2,461	2,286	7,051	

## 20 <u>Capital commitments</u>

The Company has no capital commitments outstanding at the end of the period (1999: £nil).

## 21 Related Party transactions

Transactions with Collective Investment Schemes have been treated as related parties under FRS 8 by virtue of the management contracts that exist between Investec Guinness Flight Limited and these entities. Details of such transactions are detailed in Note 2 to the accounts.

Transactions with Directors are shown in the Directors' Report.

## 22 Parent Company

The Company's ultimate UK parent company is Investec Holdings (UK) Limited, a company registered in England and Wales. The Company's ultimate parent company is Investec Holdings Limited, a company registered in South Africa. These are respectively the smallest and largest groups into which accounts of the Company are consolidated. Copies of the accounts of both groups can be obtained from 2 Gresham Street, London, EC2V 7QP.