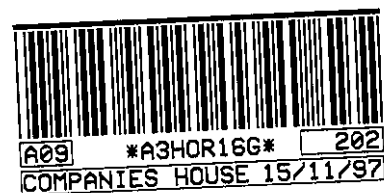


Company Registration Number : 2415843

**THE TERRA PROPERTY INVESTMENT TRUST LIMITED**  
(formerly Trust Union Properties (Number Three) Limited)

**Report and Accounts**

31 March 1997



**THE TERRA PROPERTY INVESTMENT TRUST LIMITED**  
(formerly Trust Union Properties (Number Three) Limited)

**DIRECTORS' REPORT**

Directors : J L Elliott  
Henderson Secretarial Services Limited

Secretary : Henderson Secretarial Services Limited

Registered Office : 3 Finsbury Avenue, London EC2M 2PA

The directors present their Report and the Accounts for the year ended 31 March 1997.

**Review of Business**

The Company has been dormant throughout the financial year and has neither traded nor incurred any liabilities. Consequently it has made neither a profit nor a loss.

**Change of Name**

On 21 May 1997 the name of the Company changed from Trust Union Properties (Number Three) Limited to The Terra Property Investment Trust Limited.

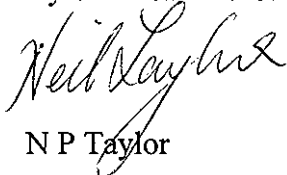
**Directors**

The directors of the Company during the year ended 31 March 1997 are listed above. No director had any interest in the share capital of the Company.

**Status**

The Company has passed Elective Resolutions pursuant to Sections 252, 366A and 386 of the Companies Act 1985 ('the Act') to dispense with the holding of Annual General Meetings, the laying of the Annual Report and Accounts before general meetings and the obligation to appoint auditors annually. Any member of the Company, pursuant to Section 253(2) of the Act, may require the Report and Accounts to be laid before a general meeting by depositing a notice to that effect at the registered office of the Company not later than 28 days after the despatch of the report and Accounts to members.

By order of the Board



N P Taylor

For and on behalf of  
Henderson Secretarial Services Limited

Secretary

14 November 1997

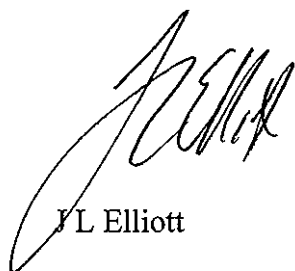
THE TERRA PROPERTY INVESTMENT TRUST LIMITED  
(formerly Trust Union Properties (Number Three) Limited)

BALANCE SHEET at 31 MARCH 1997

	<u>Notes</u>	<u>1997</u> £	<u>1996</u> £
CURRENT ASSETS			
Debtors	3	<u>1,000</u>	<u>1,000</u>
 TOTAL ASSETS LESS CURRENT LIABILITIES		<u>1,000</u>	<u>1,000</u>
 CAPITAL AND RESERVES			
Called-up share capital	2	<u>1,000</u>	<u>1,000</u>
 TOTAL EQUITY SHAREHOLDERS' FUNDS		<u>1,000</u>	<u>1,000</u>

The Company was dormant throughout the financial year.

These accounts were approved by the Board on 14 November 1997.



J L Elliott

Director

The notes on page 3 form part of these accounts.

**THE TERRA PROPERTY INVESTMENT TRUST LIMITED**  
(formerly Trust Union Properties (Number Three) Limited)

**NOTES TO THE ACCOUNTS**

1. **Basis of Accounting**

The accounts have been prepared under the historical cost basis of accounting and in accordance with applicable accounting standards.

2. **Share Capital**

	<u>1997</u> £	<u>1996</u> £
Authorised, allotted and fully paid 1,000 Ordinary Shares of £1 each	<u>1,000</u>	<u>1,000</u>

3. **Debtors**

	£	£
Amounts due from parent undertaking	999	999
Amounts due from fellow subsidiary undertaking	<u>1</u>	<u>1</u>
	<u>1,000</u>	<u>1,000</u>

4. **Parent Undertaking**

The parent undertaking of the group undertakings for which group accounts are prepared and of which the Company is a member is TR Property Investment Trust PLC, which is registered in England and Wales. Copies of the accounts of TR Property Investment Trust PLC can be obtained from the Company Secretary, TR Property Investment Trust PLC, 3 Finsbury Avenue, London EC2M 2PA.