ACCOUNTANTS REPORT TO THE MEMBERS OF

MAGNUM PROPERTIES (CORBY) LIMITED

We have examined without carrying out an Audit, the Accounts for the year ended 5th. April 1997 set out on pages 2 to 7.

As described on Page 1, the Company's Directors are responsible for the preparation of the Accounts, and they believe that the Company is exempt from an Audit. It is our responsibility to examine the Accounts and, based on our examination, to report our opinion, as set out below to the Shareholders.

We conducted our examination in accordance with the appropriate standards for reporting accountants issued by the Auditing Practice Board. This examination consisted of comparing the accounts with the accounting records kept by the Company; and making such limited enquiries of the officers of the Company as we considered necessary for the purpose of this report.

In our Opinion

- (a) The Accounts are in agreement with those accounting records kept by the Company under section 221 of the Companies Act 1985.
- (b) Having regard only to, and on the basis of the information contained in those accounting records, the Accounts have been drawn up in a manner consistent with the accounting requirements specified in section 249(4) of the Act, and
- (c) The Company specified in section 249a(4) of the act as modified by section 249a(5) and did not at any time within that year; fall within any of the categories of the Companies not entitled to the exemption specified in section 249(b).

RUGBY

J. Rowland-Jones FSCA.FFCS.FBSC.FInstBA

22nd April 1997

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REPORT OF THE DIRECTORS OF

MAGNUM PROPERTIES (CORBY) LIMITED

The Directors present their Annual Report together with the Accounts for the Year Ended 5th. April 1997.

PRINCIPAL ACTIVITY

The Principal activity of the Company in the year under review was Property Development for the Freehold sale and lease.

RESULTS

The Profit or loss for the year before taxation was (£18252). Full details of the results for the year are set out in the attached Profit and Loss Account leaving a balance to be brought forward of (£1,207,665).

DIVIDENDS

The Directors do not recommend the payment of a dividend in respect of year (1997).

CLOSE COMPANY

The Company is a Close Company within the meaning of the Income and Corporation Taxes ${\tt Act\ 1970.}$

FIXED ASSETS

The Directors are of the opinion that the open market value of the freehold investment property is less than cost.

DIRECTORS

The Directors in office and their interest in the issued ordinary share capital were as follows:—

5 April 19975 April 1996Ordinary shares ofOrdinary Shares of

P.J. M. DAVIES

Nil

Nil

On behalf of the board

P. J. M. DAVIES DIRECTOR

1

Balance Sheet as at 5th. April 1997

	Notes	1997 £	1996 £
FIXED ASSETS Tangible Assets	2	_ 559632	_ 562843
CURRENT ASSETS			
Debtors and Prepayments Cash at Bank and in hand	4	18345 =	34002 =
		18345	34002
CREDITORS			
Amounts falling due within one year	r 5	1685642	1862258
		(1107665)	1089413)
CREDITORS			
Amounts falling due after more than one year	n	Nil	Ni1
		(1107665)	(1089413)
CAPITAL AND RESERVES			
Nominal Capital - Ordinary Shares of £1 each		250000 ========	250000 ========
Called up Share Capital 100,000 Ordinary Shares of £1 each		100000	100000
Revenue Account			
Balance b/f ADD Loss for the year (11894)	413) 252)	(1207665)	(1189413)
		(1107665)	(1 0 89413)

The Directors have taken advantage of the exemptions conferred by Part III of Schedule 8 to the Companies Act 1985 and have done so on the grounds that, in their opinion, the company is entitled to those exemptions as a small Company.

Approved by the Board

BALANCE SHEET CONTINUED

MAGNUM PROPERTIES (CORBY) LIMITED

Statement by the Directors on the Balance Sheet

In submitting these Accounts the Directors confirm that;

- (a) For the year ended 5th. April 1997 the Company was entitled to the exemption from Audit conferred by subsection 1 of subsection 249a of the Companies Act 1985.
- (b) No Notice has been deposited under subsection 2 of section 249b of the Companies Act 1985, in relation to its Accounts for the financial year.
- (c) The Directors acknowledge their responsibilities for:
- Ensuring that the Company keeps accounting records which comply with section 221 of the Companies Act 1985, and
- Preparing Accounts 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 its Profit or Loss for the financial year in accordance with the requirements of section 226 Companies Act 1985, which otherwise comply with the requirements of the Act relating to Accounts, so far as applicable to the Company.

P. J. M. DAVIES

DIRECTOR

Profit and Loss Account for the Year Ended 5th. April 1997

	1997 <u>£</u>	<u>1996</u> <u>£</u>
Rents Receivable	60000	60000

Establishment Costs	250	243
Administration Costs	184	713
Selling and Distribution Costs	=	=
Other Operating Costs	500	500
	934 ====================================	1456
	59066	58544
<u>Interest Payable</u>	74107	87560
	(15041)	(29016)
Depreciation Fixed Assets	3211	4280
	(18252) =======	(33296)

Notes to the Accounts

5th, April 1997

1 ACCOUNTING POLICIES

(a) Basis of Accounting

The Accounts have been prepared under the historical cost convention on a going concern basis, and in accordance with appropriate standards.

(b) TURNOVER

Turnover represents rents receivable.

(c) TANGIBLE FIXED ASSETS

In accordance with Statement of Standard Accounting Practice No 19 no depreciation or amortisation is provided on the investment property. The exclusion from the financial accounts of depreciation of freehold buildings is a departure from the statutory accounting principles but is regarded by the Directors as necessary to give a true and fair view.

Depreciation is provided, so as to write off the cost of the assets over their estimated useful lives. The following annual rate has been used;-

Office Equipment Fixtures and Fittings

25% on written down value 25% on written down value

(d) CASH FLOW STATEMENT

The Company is entitled to the exemptions available to small companies under the Companies Act 1985, and therefore no cash flow statement is included in the Accounts.

Notes to the Accounts (continued)

5th. April 1997

2. <u>Tangible Fixed Assets</u>

	Office <u>Equi</u> p	Fixtures & Fittings	Land & Buildings	<u>Total</u>
Bals/b/f	6851	46446	550000	603297
				
Depreciation				
Bals b/f	5241	35213	==	40454
Charge for the year	403	2808	==	3211
	55644 =======	38021	==	43665
Book Value as at 5.4.97	1207	8425	550000	559632
Book value as				
5.4.96	1610	11233	550000	562843

3. STOCKS

The only available stock for re-sale were land and Buildings at date of Balance Sheet.

4. Debtors

	<u>199</u> 7	<u>1996</u>
Amounts falling due within one year		
Debtors Prepayments	17625 720	33283 720
	18345	34003
	=======	

	Notes to the Accounts (continued)		5th. April 1997
5.	CREDITORS Amounts falling due within one year	<u>1997</u>	<u>1996</u>
	Bank Overdraft Bank Loan Director's Loan Account Trade and Other Creditors First National Commercial Bank PLC National Westminster Bank PLC	151642 109000 956435 6392 107173 355000 ———————————————————————————————	93022 109000 962027 25788 141421 355000 ————————————————————————————————
6	CREDITORS Amounts falling due after more than one year.	1997 Nil	1996 Nil

7 <u>DEFERRED TAXATION</u>

No provision is provided to the extent that there is a reasonable possibility that the liability will not arise in the foreseable future.

8 <u>CALLED UP SHARE CAPITAL</u>

		Autho	orised	Allocated and	
	0.11	<u>1997</u>	1996	fully pai	<u>d</u>
	Ordinary Shares of £1 each			<u>1997</u>	<u>1996</u>
		250,000	250,000	100,000	100,000
9	TURNOVER			<u>199</u> 7	1996
	Rents receivable			60,000	60,000

,	Notes to the Accounts (CONTINUED)		5th. April 1997
10	Operating Loss on ordinary activities before taxation after charging the following:	1997	<u>1996</u>
	Depreciation Fixed Assets Auditors Remuneration Director's Remuneration	3211 500 =	4280 500 =
		3711	4780 =======
11	INTEREST PAYABLE	1997	1996
	Bank Overdraft Loan Interest Mortgage Interest	15550 18926 39631	9706 30863 46991
		74107	87560 =======
12	STAFF NUMBERS AND COST	<u>1997</u>	<u>1996</u>
	The average number of persons employed by the Comapny (excluding Directors) during the year was:-	Ni1	Ni1
	Wages and Salaries Social Security costs	Nil Nil	Ni1 Nil
13	DIRECTOR'S EMOLUMENTS		
	Director's remuneration including Social Security	Nil	Ni1

Detail	ed_l	Profi	it and	<u>l</u> Loss	s Acc	count	for 1	the	year	Ended 5	th. Apr	il 19	97_	
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Profit and Loss Account for the year Ended 5th. April 1997

•			<u> 1997</u>	1996
	£	£	£	£
Rents receivable		60000	60000 ======	60000 ====
ESTABLISHMENT COSTS				
Insurances Repairs and Renewals	<u>=</u> _250	250		243
ADMINISTRATION COSTS				
Telephone & Postages Bank Charges Legal & Professional	90 94 -	184		72 107 <u>534</u> 713
SELLING AND DITRIBUTION COSTS	N _ =	=		=
OTHER OPERATING COSTS Accountancy	500			
Depreciation Fixed Asse	ets3211			500 4280
		3711		4780
INTEREST PAYABLE				
Bank Interest Loan Interest Mortgage Interest	15550 18296 39631			9706 30863 46991
		74107		87560
			78252	93296
NET PROFIT /LOSSON ORDIN	NARY ACTIVI	TTIES	(18252)	(33296)

H. M. Inspector of Taxes Kettering District

Ref: 360/10538

CORPORATION TAX COMPUTATION

A.P. Year Ended 5th April 1997

Profit/Loss as per Accounts		(18252)
ADD Depreciation:		
Office Equipment	403	
Fixtures and Fittings	2808	3211
ADJUSTED PROFIT/LOSS		(15041)
<u>Less</u> Capital Allowances		3211
		(18252)

CAPITAL ALLOWANCES

	Office Equipment	Fixtures & Fittings	Allowances
Bals b/f	1610	11233	
WDA	403	2808	
WDV	1207	8425	