Company Number: 2424275

SALMON DEVELOPMENTS PLC

FINANCIAL STATEMENTS

31 DECEMBER 2000



01/06/01

Bessler Hendrie Chartered Accountants

> River House 6 Walnut Tree Park Walnut Tree Close Guildford Surrey GU1 4TW

DIRECTORS AND OFFICERS

DIRECTORS

C P Oliver

DR JBaird

D J Stewart

R F Henderson

S K Kuntze

R A Martin

SECRETARY

D W Waddington

REGISTERED OFFICE

46 Mount Street London W1Y 6HH

AUDITORS

Bessler Hendrie Chartered Accountants River House 6 Walnut Tree Park Walnut Tree Close Guildford Surrey GU1 4TW

DIRECTORS' REPORT

The directors submit their report and the financial statements of the Group for the year ended 31 December 2000.

PRINCIPAL ACTIVITIES

The Group carries on business as property developers and dealers.

REVIEW OF THE BUSINESS

The directors are satisfied with the continued level of business and profitability of its associated company Salmon Harvester Properties Limited and its subsidiary companies.

RESULTS AND DIVIDENDS

The trading profit for the year after taxation was £2,907,071 (1999: £3,094,269).

The directors do not recommend the payment of a final dividend on the ordinary shares. Dividends totalling £1,500,000 were paid to preference and ordinary shareholders in the year. The retained profit of £1,407,071 was transferred to reserves.

DIRECTORS

The following directors have held office since 1 January 2000:-

- C P Oliver
- DR JBaird
- D J Stewart
- R F Henderson
- S K Kuntze
- R A Martin

D W Waddington is considered to be a shadow director under Section 741(2) of the Companies Act 1985.

DIRECTORS' INTERESTS IN SHARES

Directors' interests in the shares of the company, including beneficial interests, were as follows:-

	Share Category	31 December 2000	1 January 2000
C P Oliver	'A' Preference	25,000	25,000
	'A' Ordinary	350	350
DR J Baird	'B' Preference	25,000	25,000
	'B' Ordinary	380	380
D J Stewart	'C' Ordinary	220	220
R F Henderson	'D' Ordinary	50	50

DIRECTORS' REPORT (continued)

POLITICAL AND CHARITABLE CONTRIBUTIONS

The group made £1,943 of charitable donations during the year.

CREDITORS PAYMENT POLICY

Trade creditors are settled in accordance with their agreed payment terms.

AUDITORS

A resolution to re-appoint Bessler Hendrie, Chartered Accountants, who were appointed during the year, will be put to the members at the Annual General Meeting.

order of the Board

D W Waddington

Secretary

11 April 2001

DIRECTORS' RESPONSIBILITIES IN THE PREPARATION OF FINANCIAL STATEMENTS

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:

- a. select suitable accounting policies and then apply them consistently;
- b. make judgements and estimates that are reasonable and prudent;
- c. 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 requirements of 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.

AUDITORS' REPORT TO THE MEMBERS OF SALMON DEVELOPMENTS PLC

We have audited the financial statements on pages 6 to 19.

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS

As described on page 4 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. 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 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 affairs of the company and the group at 31 December 2000 and of the profit and cash flows for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Besler Herbre Registered Auditor

Chartered Accountants

River House

6 Walnut Tree Park

Walnut Tree Close

Guildford

Surrey GU1 4TW

12 Am X 2001

CONSOLIDATED PROFIT AND LOSS ACCOUNT

for the year ended 31 December 2000

	Notes	2000	1999	9
TURNOVER Less: Share of associate		27,600,709 (26,258,476)	39,498 (33,374)	
GROUP TURNOVER		1,342,233	6,123	,791
Cost of sales		(794,537)	(4,546	,082)
GROSS PROFIT		547,696	1,577	—— ,709
Other operating income	2	792,631	710,	,757
		1,340,327	2,288	,466
Administrative expenses		(2,477,530)	(2,612	,561)
OPERATING (LOSS)	3	(1,137,203)	(324	,095)
Share of associate's operating profit		5,696,356	4,951	,012
Interest receivable	4	264,381	160	,507
Interest payable	5	(10,271)	(46,	,626)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		4,813,263	4,740	 ,798
Taxation	7	(1,906,192)	(1,646,	,529)
PROFIT FOR THE FINANCIAL YEAR		2,907,071	3,094,	,269
Dividends	8	(1,500,000)	(1,697,	,632)
RETAINED PROFIT FOR THE YEAR	9, 18	£ 1,407,071	£ 1,396	,637

The Group has no recognised gains or losses other than the results for the year as set out above.

All of the activities of the Group are classed as continuing.

CONSOLIDATED BALANCE SHEET 31 December 2000

	Notes		2000		1999
FIXED ASSETS					
Intangible assets	10		-		-
Tangible assets	11		15,407		18,133
Investments	12		3,051,513		3,178,184
			3,066,920		3,196,317
CURRENT ASSETS		•			
Work in progress	13		196,551		692,547
Debtors	14		3,857,965		948,649
Cash at bank			1,215,621		1,793,514
			5,270,137		3,434,710
CREDITORS		•			
Amounts falling due within one year	15		1,203,657		904,698
NET CURRENT ASSETS		•	4,066,480		2,530,012
TOTAL ASSETS LESS CURRENT LIABILITIES		£	7,133,400	£	5,726,329
CAPITAL AND RESERVES					
Called up share capital	17		13,500		13,500
Profit and loss account	18		6,943,651		5,536,580
Revaluation reserve	19		176,249		176,249
SHAREHOLDERS' FUNDS	23	£	7,133,400	£	5,726,329

Approved by the Board on

11 April

2001

C P Oliver

tor

DRJBaird

.... Director

BALANCE SHEET 31 December 2000

	Notes		2000		1999
FIXED ASSETS					
Tangible assets	11		15,407		18,133
Investments	12		3,152,553		3,402,553
			3,167,960		3,420,686
CURRENT ASSETS		•	<u> </u>		
Debtors	14		3,474,664		1,426,833
Cash at bank		_	1,073,444		1,430,311
			4,548,108		2,857,144
CREDITORS		•			
Amounts falling due within one year	15		1,457,871		1,168,870
NET CURRENT ASSETS		-	3,090,237		1,688,274
TOTAL ASSETS LESS CURRENT LIABILITIES		£	6,258,197	£	5,108,960
CAPITAL AND RESERVES					
Called up share capital	17		13,500		13,500
Profit and loss account	18		6,068,448		4,919,211
Revaluation reserve	19	_	176,249 		176,249
SHAREHOLDERS' FUNDS		£	6,258,197	£	5,108,960

Approved by the Board on // April 2001

C P Oliver

DRJB ird

..... Director

CONSOLIDATED CASH FLOW STATEMENT

for the year ended 31 December 2000

	Notes		2000				1999
NET CASH INFLOW FROM OPERATING ACTIVITIES	21		(1,277,840)				86,180
Income received from associate			2,269,063				3,731,487
RETURNS ON INVESTMENT AND SERVICING OF FINANCE							
Interest received		141,646			88,243		
Interest paid		(97)			(76)		
Dividend Paid		(1,500,000)		_	(1,697,632)		
NET CASH OUTFLOW FROM RETURNS ON INVESTMENT AND SERVICING OF FINANCE	-		(1,358,451)	•			(1,609,465)
TAXATION			(455,658)				(538,297)
CAPITAL EXPENDITURE							
Payments to acquire fixed assets			(5,007)				(6,795)
ACQUISITIONS AND DISPOSALS	\$						
Loan from/(to) associate			250,000				(552,344)
NET CASH INFLOW BEFORE FINANCING		•	(577,893)			_	1,110,766
FINANCING			-				-
NET (DECREASE)/INCREASE IN	CASH	£	(577,893)			£	1,110,766
ANALYSIS OF NET DEBT		·					
			1 January 2000		Cashflow	31	December 2000
Cash in hand			1,793,514		(577,893)		1,215,621
Debt due within one year			-		-		-
		£	1,793,514	£	(577,893)	£	1,215,621

Financial statements for the year ended 31 December 2000

ACCOUNTING POLICIES

BASIS OF ACCOUNTING

The financial statements have been prepared under the historical cost convention, as modified by the revaluation of a fixed asset investment, and comply with all applicable accounting standards.

BASIS OF CONSOLIDATION

The group financial statements comprise a consolidation of the financial statements of the holding company and its subsidiary undertakings (subsidiaries) for the year ended 31 December 2000.

An associated undertaking (associate) is included in the group financial statements on the equity accounting basis.

In accordance with Section 230 of the Companies Act 1985, the company has elected not to present its own profit and loss account.

TURNOVER

Turnover represents the invoiced value of goods and services supplied and the value of long term contract work done, and is stated exclusive of VAT.

LONG TERM CONTRACTS

Turnover on long-term contracts is recognised according to the nature of the contract and the stage reached in the contract by reference to the value of work done. A prudent estimate of the profit attributable to work completed is recognised once the outcome of the contract can be assessed with reasonable certainty. Work in progress is stated at the lower of cost and net realisable value. The costs on development projects not yet taken to the profit and loss account, less foreseeable losses and payments on account, are shown in work in progress.

INTANGIBLE FIXED ASSETS

This represents goodwill arising upon the acquisition of subsidiaries. It has been amortised to the profit and loss account over its estimated useful life, in accordance with the provisions of FRS 10. In the opinion of the directors the goodwill arising in the year has no useful life and has been written off in the year.

DEPRECIATION

This is calculated so as to write off the cost of the relevant tangible fixed assets over their expected useful lives, at the following annual rates:

Office equipment

25%

Computer equipment

33,3%

CAPITAL INSTRUMENTS

Capital instruments are accounted for in accordance with the principles of FRS4 and are classified as equity share capital, non equity share capital or debt, as appropriate.

1. TURNOVER AND LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION

The turnover and profit before tax is attributable to the one principal activity of the company.

2.	OTHER OPERATING INCOME		2000		1999
۷.	Rent		42,631		10,397
	Other		750,000		700,360
	Other	_	750,000	-	700,500
		£	792,631	£	710,757
3.	OPERATING PROFIT				
	The operating profit is stated after charging:				
	Auditors' remuneration		14,375		16,511
	Depreciation and other amounts written off		7,733		5 5 6 2
	tangible fixed assets Goodwill written off Operating lease charges:		7,947		5,563 63,419
	Equipment		5,624		5,955
	Other		45,000		45,000
4.	INTEREST RECEIVABLE				
	Bank interest		140,063		88,243
	Other interest	_	1,583	-	-
			141,646		88,243
	Share of associate	_	122,735		72,264
		£	264,381	£	160,507
5.	INTEREST PAYABLE			_	
	Loans and bank overdraft wholly repayable within				
	five years		97		76
	Other		-	_	-
			97	•	76
	Share of associate	_	10,174		46,550
		£	10,271	£	46,626

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2000

6. EMPLOYEES

The average weekly number of persons (including directors) employed by the company during the year was:

daing the year was.		2000 No		1999 No
Management		8		8
Administration	_	10		8
	_	18		16
Staff costs for the above persons:	=		i	
Wages and salaries		1,023,377		1,076,460
Social security costs	_	115,610		121,506
	£	1,138,987	£	1,197,966
DIRECTORS' REMUNERATION	=			
Emoluments		576,705		722,539
Money purchase pension contributions	-	92,000	•	82,400
Aggregate emoluments	£	668,705		804,939
One director had retirement benefits accruing under a money	purc	hase scheme	(1999: a	one)
Highest paid director Money purchase pension contributions	_	247,757 -		247,232
	£	247,757	£	247,232

In addition to the emoluments shown above two (1999: three) of the directors received management fees totalling £912,602 (1999: £960,937) in companies under their control (see Note 20).

7. TAXATION

Based on the profit for the year:

UK Corporation tax payable at 30% (1999 30/31%) (Over)/underprovided in earlier years Share of associate	667,4 (2,8 1,241,5	(16,642)
	£ 1,906,1	92 £ 1,646,529

A matter affecting the level of the tax charge is explained in Note 16.

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 December 2000

0	DIMEDEADS			2000		1999
8.	DIVIDENDS Non equity shares: Ordinary dividends paid Preference dividends paid		-	1,500,000	-	1,214,286 483,346
			£	1,500,000	£	1,697,632
9.	PROFIT FOR THE FINANCIAL YEA	AR.	-			
	This is dealt with in the accounts of:					
	Holding company			1,149,237		886,813
	Subsidiaries			134,505		389,915
	Associate			123,329		119,909
			£	1,407,071	£	1,396,637
10.	INTANGIBLE ASSETS Goodwill		:		•	
	1 January 2000					
	Additions			7,947		63,419
	Amortisation			(7,947)		(63,419)
	31 December 2000		£		£	
11.	TANGIBLE ASSETS					
	Group and company					
		Office		Computer		Total
	Cost:	equipment		equipment		
	1 January 2000	38,054		40,097		78,151
	Additions	1,182		3,825		5,007
	31 December 2000	39,236		43,922		83,158
	Depreciation					
	1 January 2000	28,227		31,791		60,018
	Charged in year	3,061		4,672		7,733
	31 December 2000	31,288		36,463		67,751
	Net book values:					
	31 December 2000	7,948		7,459	£	15,407
	31 December 1999	9,827		8,306	£	18,133
					•	

		Shares in associate	Loan to associate.	Share of profit of associate	Total
		£	£	£	£
Group					
1 January 2000		2,000,000	1,050,000	128,184	3,178,184
Additions		-	-	123,329	123,329
Disposals			(250,000)	-	(250,000)
31 December 2000		2,000,000	800,000	251,513	3,051,513
	Shares in subsidiaries	Shares in associate	Loans to subsidiary	Loans to	Total
	£	£	£	£	£
Company					
1 January 2000	53	2,000,000	352,500	1,050,000	3,402,553
Additions	1		-	-	1
Disposals	-	-	-	(250,000)	(250,000)
Write down	(1)	-		-	(1)
31 December 2000	53	2,000,000	352,500	800,000	3,152,553

The subsidiaries and associate, all of which are registered in England, are as follows:

Name	Percentage shareholding %	Acti	vity
Salmon Harvester Properties Limited	50	Property develo	oper
Salmon Investments and Developments Limited	100	Property devel	oper
SD Marston Ltd	100	Group Services	3
Salcim Limited	100	Non-trader	
		2000	1999
Group share of associate's fixed assets	£	162 :	£ -
Group share of associate's current assets	£	26,925,092	£ 23,482,726
Group share of associate's liabilities falling due:		<u> </u>	
- within one year	£	24,273,900	€ 20,954,542
- after more than one year	£	400,000	£ 400,000

		2000				1999		
		Group		Company		Group	Company	
13 STOCKS								
Work in progress	£	196,551	£	-	£	692,547 £	-	
	:	_	: =		=			
14. DEBTORS								
Trade debtors		43,039		16,989		139,093	134,634	
Amounts due from subsidiary		-		543,762		-	531,319	
Amounts owed from associated company	,	2,887,722		2,887,722		712,719	712,719	
Other debtors		908,282		8,282		57,457	14,450	
Other taxes		1,013		-		5,669	-	
Prepayments and accrued income		17,909		17,909	_	33,711	33,711	
	£	3,857,965	£	3,474,664	£	948,649	£ 1,426,833	

Other debtors includes £nil (1998: £10,000) which is due after more than one year of the balance sheet date.

	2000		1	999
	Group	Company	Group	Company
15. CREDITORS				
Trade creditors	31,638	13,055	10,513	9,601
Amounts owed to subsidiaries	-	320,003	-	319,623
Social security and other taxes	58,897	58,897	237,443	237,443
Other creditors	-	-	60	60
Accruals	566,268	525,983	318,841	271,005
Corporation tax	546,854	539,933	337,841	331,138
	£ 1,203,657	£ 1,457,871	£ 904,698	£ 1,168,870

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2000

16. CONTINGENCIES

Additional consideration, up to a maximum of £888,634 is potentially payable by the company to the previous owner of a subsidiary, the level of which is dependent upon the future taxable profits generated by the subsidiary.

			2000		1999
17.	SHARE CAPITAL				
	Authorised and allotted				
	25,000 'A' Cumulative preference shares of £1 each		25,000		25,000
	25,000 'B' Cumulative preference shares of £1 each		25,000		25,000
	350 'A' Ordinary shares of £2 each		350		350
	380 'B' Ordinary shares of £1 each		380		380
	220 'C' Ordinary shares of £1 each		220		220
	50 'D' Ordinary shares of £1 each		50		50
		£	51,000	£	51,000
	Issued:	=		=	***************************************
	25,000 'A' Cumulative preference shares of £1 each, 25p paid		6,250		6,250
	25,000 'B' Cumulative preference shares of £1 each, 25p paid		6,250		6,250
	350 'A' Ordinary shares of £1 each		350		350
	380 'B' Ordinary shares of £1 each		380		380
	220 'C' Ordinary shares of £1 each		220		220
	50 'D' Ordinary shares of £1 each	_	50	_	50
		£	13,500	£	13,500

Non equity shares

The interests of the preference shareholders have been classified as non equity. Their rights include entitlement to receive profits realised on certain of the group's developments as defined in the Articles of Association. To the extent that such profits are available for distribution, but remain retained within the company, the preference shareholders are entitled to 8% of such amounts. Except in restricted circumstances, the shares do not carry an entitlement to vote at a general meeting.

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2000

18.	PROFIT AND LOSS ACCOUNT		
		Group	Company
	1 January 2000	5,536,580	4,919,211
	Profit for the year	1,407,071	1,149,237
	31 December 2000	£ 6,943,651	£ 6,068,448
19.	REVALUATION RESERVE	2000	1999
	1 January 2000 and 31 December 2000	£ 176,249	£ 176,249

20. RELATED PARTY TRANSACTIONS

The group and the company has taken advantage of the exemptions provided by Financial Reporting Standard 8 and has not reported transactions and balances with other group companies that are eliminated upon consolidation. During the year, Salmon Developments Plc entered into the following transactions with its associated undertaking Salmon Harvester Properties Limited:

	2000	1999	
	£	£	
Project management fees earned	135,301	640,034	
Contribution to management costs	765,110	700,000	
At the year end the group was owed £2,887,722 (1999: £71) Limited.	2,719) by Salmon Har	vester Properties	
During the year Salmon Developments Plc entered into the	ransactions with the fo	ollowing related	

parties:		
Companies controlled by Mr C P Oliver: Management fees payable to Salmon Properties Limited	394,789	263,870
A company controlled by Mr D R J Baird: Management fees payable to Adna Limited Rent charges to Adna Limited	517,813 40,000	673,067 30,000
A company controlled by Mr D Stewart: Management fees payable to Hookwood House Estates Limited	-	24,000
All of the above fees are included within directors emoluments disclosed in note 5.		
Professional fees paid to the chartered accountancy practice of Mr D W Waddington.	131,876	95,000

A property was purchased by Mr D R J Baird from a wholly owned group company at a price of £900,000 determined by a valuation carried out by an independent firm of Chartered Surveyors.

21.	RECONCILIATION OF OPERATING PROFIT TO NET CASH INFLOW FROM OPERATING ACTIVITIES		2000		1999
	Operating (loss)/profit Depreciation charges Goodwill amortised Decrease/(Increase) in stock (Increase)/Decrease in debtors Increase/(Decrease) in creditors	-	(1,137,203) 7,733 7,947 495,996 (734,312) 81,999	_	(324,095) 5,562 63,419 699,765 (433,010) 74,539
		£	(1,277,840)	£	86,180
22	RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET DEBT Increase/(decrease) in cash Cash outflow from decrease in debt	-	(577,893)		1,110,766
	Movement in net cash in year	_	(577,893)	_	1,110,766
	Net cash/debt at start of year		1,793,514		682,748
	Net cash at end of year	£	1,215,621	£	1,793,514
23.	RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS FUNDS				
	Profit for the financial year Dividends		2,907,071 (1,500,000)		3,094,269 (1,697,632)
		-	1,407,071	_	1,396,637
	Opening shareholders' funds	_	5,726,329	_	4,329,692
	Closing shareholders' funds	£	7,133,400	£	5,726,329

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 December 2000

	2000 £	1999 £
24. FINANCIAL COMMITMENTS		
Operating leases		
The group has annual commitments expiring as follows:		
Land and buildings:		
Within one year	-	-
Within two to five years	102,000	57,000
Other:		
Within one year	1,637	-
In two to five years	3,984	4,721
		-

25. DEFERRED TAX

Company

The total potential liability, none of which has been provided in these financial satements, is as follows:

Revaluation of investment	£	52,875	£	52,875

26. ULTIMATE CONTROLLING PARTY

There is no single ultimate controlling party of the group.