

FOLKESTONE PROPERTIES LIMITED
REPORT AND FINANCIAL STATEMENTS

31 December, 1995



FOLKESTONE PROPERTIES LIMITED

REPORT AND FINANCIAL STATEMENTS 1995

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FOLKESTONE PROPERTIES LIMITED

DIRECTORS' REPORT

The directors present their report and the audited financial statements for the year ended 31 December, 1995.

1. ACTIVITIES

Folkestone Properties Limited owns the seaport and inner harbour at Folkestone. Folkestone Properties Limited receives port dues and rental income from the port and harbour operations.

2. REVIEW OF DEVELOPMENTS

A loss of £295,000 (1994 : £293,000 profit) has been transferred from reserves. The directors do not recommend a dividend for the year (1994 : £nil).

3. FUTURE PROSPECTS

The company intends to continue in operating a port and harbour in the foreseeable future despite the opening of the Channel Tunnel.

4. FIXED ASSETS

Changes in fixed assets are shown in Note 6 to the accounts.

5. DIRECTORS

The directors who served during the year ended 31 December, 1995 were as follows:

D. G. Benson
D. J. O'Sullivan
W. P. Rann
M. J. L. Stracey

All the directors served to the date of the accounts.

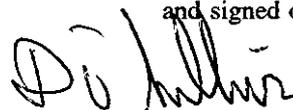
None of the directors had any notifiable interest in the shares of the company or of other group companies during the year.

6. AUDITORS

On 1 February, 1996 our auditors changed the name under which they practise to Deloitte & Touche and, accordingly, have signed their report in their new name.

Deloitte & Touche have expressed their willingness to continue in office as auditors of the company and a resolution to reappoint them will be proposed at the forthcoming Annual General Meeting.

Approved by the Board of Directors
and signed on behalf of the Board



D. J. O'SULLIVAN
Secretary

Sea Containers House
20 Upper Ground
London SE1 9PF

30 October, 1996

FOLKESTONE PROPERTIES LIMITED

STATEMENT OF DIRECTORS' RESPONSIBILITIES

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 as at the end of the financial year and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed;
- prepare the financial statements on a 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 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.

FOLKESTONE PROPERTIES LIMITED

AUDITORS' REPORT TO THE MEMBERS OF

FOLKESTONE PROPERTIES LIMITED

We have audited the financial statements on pages 4 to 8 which have been prepared under the accounting policies set out on pages 6.

Respective responsibilities of directors and auditors

As described on page 2, the company's directors are responsible for the preparation of the 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 the company's affairs as at 31 December, 1995 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Deloitte & Touche

DELOITTE & TOUCHE

Chartered Accountants and Registered Auditors
Stonecutter Court
1 Stonecutter Street
London
EC4A 4TR

30 October, 1996

FOLKESTONE PROPERTIES LIMITED

PROFIT AND LOSS ACCOUNT

Year ended 31 December, 1995

	Note	1995 £000	1994 £000
Turnover	1(b)	1,545	1,998
Administrative expenses		(1,840)	(1,705)
(Loss)/profit on ordinary activities before taxation	4	(295)	293
Tax on (loss)/profit on ordinary activities	5	-	-
(Loss)/profit on ordinary activities after taxation		(295)	293
Retained profit brought forward		2,986	2,693
Retained profit carried forward		2,691	2,986

There are no recognised gains and losses for the current financial year and preceding financial year other than as stated in the profit and loss account.

There are no movements in shareholders' funds for the current financial year and preceding financial year other than as stated in the profit and loss account. Accordingly, no reconciliation of movements on shareholders' funds is provided.

All activities derive from continuing operations.

FOLKESTONE PROPERTIES LIMITED

BALANCE SHEET

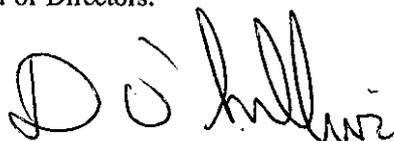
As at 31 December, 1995

		1995		1994	
	Note	£000	£000	£000	£000
FIXED ASSETS					
Tangible assets	6		6,594		6,654
CURRENT ASSETS					
Cash at bank and in hand		117		-	
Trade debtors		361		77	
Other debtors		59		67	
		537		144	
CREDITORS: Amounts falling due within one year	7	(131)		(256)	
NET CURRENT ASSETS/(LIABILITIES)					
			406		(112)
TOTAL ASSETS LESS CURRENT LIABILITIES					
			7,000		6,542
CREDITORS: Amounts falling due after more than one year					
Amounts owed to parent and fellow subsidiaries			(4,309)		(3,556)
			2,691		2,986
CAPITAL AND RESERVES					
Called up share capital	8		-		-
Profit and loss account			2,691		2,986
Equity shareholders' funds			2,691		2,986

These financial statements were approved at a meeting of the Board of Directors held on *30 October*, 1996.
Signed on behalf of the Board of Directors.

D. J. O'SULLIVAN

Director



FOLKESTONE PROPERTIES LIMITED

NOTES TO THE ACCOUNTS

for the year ended 31 December, 1995

1. ACCOUNTING POLICIES

The financial statements have been prepared in accordance with applicable accounting standards. The particular accounting policies adopted are described below.

(a) Accounting Convention

The financial statements of the company are prepared under the historical cost convention.

(b) Turnover

Turnover principally comprises income from rents and port and traffic dues.

(c) Tangible Fixed Assets

Tangible fixed assets are included in the balance sheet at historical cost. Depreciation is provided on leasehold properties on a straight line basis over the shorter of the period of the lease or the estimated useful life of the asset.

(d) Deferred Taxation

Deferred taxation is provided at the anticipated tax rates on timing differences arising from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in the financial statements, to the extent that it is probable that a liability or asset will crystallise in the future.

2. ULTIMATE PARENT COMPANY

The immediate parent company for which consolidated financial statements are prepared is Ferry and Port Holdings Limited, a company registered in England and Wales. Copies of its accounts can be obtained from their registered office at 20 Upper Ground, London SE1 9PF.

On 24 May, 1995 the largest United Kingdom parent company Norlantic Limited sold its interest in Ferry and Port Holdings Limited, the immediate parent company of Folkestone Properties Limited. From 24 May 1995 the parent company of the largest United Kingdom group which includes the company and for which group accounts will be prepared is Sea Containers U.K. Limited. Copies of its accounts can be obtained from The Registrar of Companies, Companies House, Crown Way, Maindy, Cardiff CF4 3UZ.

The ultimate parent company is Sea Containers Ltd., a company incorporated in Bermuda. Copies of its accounts can be obtained from its registered office at 41 Cedar Avenue, PO Box 1179, Hamilton, Bermuda.

3. INFORMATION REGARDING DIRECTORS AND EMPLOYEES

No payments were made to any of the directors from this company for the year ended 31 December, 1995 (1994 : £nil).

The company had no employees during the year (1994 : nil).

FOLKESTONE PROPERTIES LIMITED

NOTES TO THE ACCOUNTS

for the year ended 31 December, 1995

4. (LOSS)/PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

The audit fee is borne by the ultimate parent company.

5. TAX ON (LOSS)/PROFIT ON ORDINARY ACTIVITIES

Following adjustments for taxation a taxable loss arises available to be surrendered to other group companies for no consideration.

The amount of deferred tax provided in the financial statements and the potential amount unprovided are:

	PROVIDED		UNPROVIDED	
	1995 £000	1994 £000	1995 £000	1994 £000
Capital allowances in excess of depreciation	6	-	-	-
Losses	(6)	-	-	-
	<u> </u>	<u> </u>	<u> </u>	<u> </u>
	<u> </u>	<u> </u>	<u> </u>	<u> </u>

6. TANGIBLE FIXED ASSETS

	Long Leasehold Land and Buildings £000
Cost at 1 January, 1995	6,853
Additions	17
Cost at 31 December, 1995	<u>6,870</u>
Accumulated depreciation at 1 January, 1995	199
Charge for the year	77
Accumulated depreciation at 31 December, 1995	<u>276</u>
Net book value at 31 December, 1995	<u>6,594</u>
Net book value at 31 December, 1994	<u>6,654</u>

Included within land and buildings is land of £6,275,000 (1994 : £6,275,000) which is not depreciated.

FOLKESTONE PROPERTIES LIMITED

NOTES TO THE ACCOUNTS

for the year ended 31 December, 1995

7. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	1995 £000	1994 £000
Bank overdraft	-	61
Trade creditors	24	105
Accruals and deferred income	107	90
	<u>131</u>	<u>256</u>

8. CALLED UP SHARE CAPITAL

	1995	1994
Authorised 100 ordinary shares of £1 each	<u>£100</u>	<u>£100</u>
Allotted and fully paid 2 ordinary shares of £1 each	<u>£ 2</u>	<u>£ 2</u>

9. CONTINGENT LIABILITIES

A syndicated loan of £12.0m drawn down by Ferry and Port Holdings Limited during 1995 is secured by a charge over the assets of two subsidiaries of Ferry and Port Holdings Limited including those of Folkestone Properties Limited.