

Showart Limited

Report and Accounts
31 December 2000



A15 *A026P7HC* 0149
COMPANIES HOUSE 30/01/02

Showart Limited

Registered No. 2500726

DIRECTORS

P J Bushnell

J L Elliott

C M Turner

M A Phayre-Mudge (appointed 1 November 2000)

SECRETARY

Henderson Secretarial Services Limited

4 Broadgate

London EC2M 2DA

AUDITORS

Ernst & Young LLP

Rolls House

7 Rolls Buildings

Fetter Lane

London EC4A 1NH

REGISTERED OFFICE

4 Broadgate

London EC2M 2DA

DIRECTORS' REPORT

The directors present their report and accounts for the year ended 31 December 2000.

PRINCIPAL ACTIVITY AND REVIEW OF THE BUSINESS

The company did not trade during the year and did not incur any expenses.

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.

DIRECTORS AND THEIR INTERESTS

The directors of the company during the year ended 31 December 2000, are listed on page 1.

M A Phayre-Mudge was appointed to the Board on 1 November 2000.

No director had any interests in the share capital of the company.

The interests of the directors who are not directors of TR Property Investment Trust plc in the share capital of TR Property Investment Trust plc, the ultimate holding company, 31 March 2001 and 31 March 2000 together with their interest in warrants, are shown below:

	<i>Ordinary shares of 25p each</i>		<i>Warrants</i>	
	<i>31 March 2001</i>	<i>31 March 2000</i>	<i>31 March 2001</i>	<i>31 March 2000</i>
P J Bushnell	8,510	8,510	193,500	193,500
J L Elliott	5,250	5,250	—	—
C M Turner	93,382	93,382	140,000	200,000
M A Phayre-Mudge	6,650	6,650	—	50,000
	<hr/>	<hr/>	<hr/>	<hr/>

M A Phayre-Mudge held 6,650 shares in TR Property Investment Trust plc at the date of his appointment.

C M Turner sold 60,000 warrants during the year, and M A Phayre-Mudge 50,000 warrants prior to his appointment.

EVENTS SINCE THE BALANCE SHEET

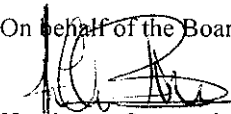
On 19 October 2001 C M Turner and M A Phayre-Mudge, both directors of the company, purchased additional shares in the ultimate holding company, T R Property Investment Trust plc. C M Turner purchased 25,000 ordinary shares and M A Phayre-Mudge purchased 7,000 ordinary shares.

DIRECTORS' REPORT

AUDITORS

On 28 June 2001, Ernst & Young, the company's auditor, transferred its entire business to Ernst & Young LLP, a limited liability partnerships incorporated under the Limited Liability Partnerships Act 2000. The directors consented to treating the appointment of Ernst & Young as extending to Ernst & Young LLP with effect from 28 June 2001. Ernst & Young LLP will be re-appointed as the company's auditor in accordance with the elective resolution passed by the company under section 386 Companies Act 1985.

On behalf of the Board


Henderson Secretarial Services Limited

28 January 2002

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE
ACCOUNTS

Company law requires the directors to prepare accounts 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 accounts, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- prepare the accounts 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 accounts 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.

REPORT OF THE AUDITORS
to the shareholders of Showart Limited

We have audited the accounts on pages 6 and 7, which have been prepared under the historical cost convention and on the basis of the accounting policy set out on page 7.

Respective responsibilities of directors and auditors

As described on page 4, the company's directors are responsible for the preparation of the accounts in accordance with applicable United Kingdom law and accounting standards. It is our responsibility to form an independent opinion, based on our audit, on those accounts and to report our opinion to you. Our responsibilities, as independent auditors, are established in the United Kingdom by statute, the Auditing Practices Board and by our profession's ethical guidance.

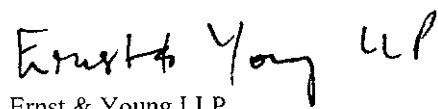
Basis of opinion

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 accounts. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the accounts, and of whether the accounting policy is 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 accounts 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 accounts.

Opinion

In our opinion the accounts give a true and fair view of the state of affairs of the company as at 31 December 2000 and have been properly prepared in accordance with the Companies Act 1985.


Ernst & Young LLP
Registered Auditor
London
Date 28 Jan 2002

Showart Limited

BALANCE SHEET at 31 December 2000

	Notes	2000 £	1999 £
CURRENT ASSETS			
Debtors	2	2	2
		<u> </u>	<u> </u>
CAPITAL AND RESERVES			
Called up share capital	3	2	2
Profit and loss account		—	—
		<u> </u>	<u> </u>
SHAREHOLDERS' FUNDS	4	2	2
		<u> </u>	<u> </u>

The company has not traded during the year to 31 December 2000 or the previous year and no profit and loss account has therefore been prepared. There have been no recognised gains or losses in either year.

These accounts were approved by the Board of Directors and signed on their behalf on 28 January 2002.



Director

NOTES TO THE ACCOUNTS

at 31 December 2000

1. ACCOUNTING POLICY

Accounting convention

The accounts have been prepared in accordance with applicable accounting standards under the historical cost convention on a going concern basis.

2. DEBTORS

	2000	1999
	£	£
Due from parent company	2	2

3. CALLED UP SHARE CAPITAL

	Authorised		Issued, but not paid up	
	2000	1999	2000	1999
	No.	No.	£	£
Ordinary shares of £1 each	1,000	1,000	2	2

4. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS

	2000	1999
	£	£
Balance brought forward and carried forward	2	2

5. ULTIMATE PARENT COMPANY

At 31 December 2000, the parent company was Trust Union Properties (Number Twenty-Three) Limited, a company registered in England.

The ultimate parent company at that date was TR Property Investment Trust plc, a company registered in England. Copies of the accounts of TR Property Investment Trust plc are available from the company secretary, TR Property Investment Trust plc, 4 Broadgate, London EC2M 2DA.