Company number 2595297

GOODWEIGHT LIMITED

REPORT AND FINANCIAL STATEMENTS

30 APRIL 1999



REPORT AND FINANCIAL STATEMENTS

AT 30 APRIL 1999

DIRECTORS

A C Field

A W Scott - Harden

B H Hord D E Albert L J Rumjahn Mrs A L Blackmore

A Ellis

Miss E Vernon - Smith

J E A Statham

SECRETARY

Bury Company Services Limited

AUDITORS

Gorman, Seaton & Co 74 Chancery Lane London WC2A 1AA

REGISTERED OFFICE

80, Guildhall Street

Bury St Edmunds

Suffolk IP33 1QB

REPORT OF THE DIRECTORS

The directors present herewith their report, together with the audited financial statements of the company for the year to 30 April 1999.

PRINCIPAL ACTIVITY

The company is a holding company, the business of the group being property investment.

REVIEW OF THE BUSINESS AND FUTURE DEVELOPMENTS

The combined net assets of the company's two subsidiaries has increased to £679,118. Details of the company's subsidiaries, including their performance for the year, are set out in note 3. The group intends to develop its principal activity.

PROFIT AND LOSS ACCOUNT

The company has not traded during the current and preceding year and accordingly no profit and loss account is preserted.

RESULTS AND TRANSFER TO RESERVES

Any change in the company's share of the underlying net assets of its subsidiary companies is credited to an unrealised capital reserve.

DIRECTORS AND THEIR INTERESTS	<u>1998</u>
	<u>& 1999</u>
The directors who held office throughout the year and their shareholdings were as follows:-	
B H Hord	55,000
D E Albert	60,000
L J Rumjahn	20,000
A W Scott - Harden	50,000
A Ellis	55,000
Mrs A L Blackmore	50,000
Miss E Vernon - Smith	-
A C Field	48,750
J E A Statham	20,000

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 and of the profit and 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;
- follow applicable accounting standards, subject to any material departures disclosed and explained in the financial statements;
- * 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 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

As the company has dispensed with the annual obligation to re-appoint auditors, Gorman, Seaton & Co, will continue to act as auditors to the company.

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

/ September 1999

Director

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AUDITORS REPORT TO THE SHAREHOLDERS OF GOODWEIGHT LIMITED

We have audited the financial statements on pages 3 to 5 which have been prepared under the historical cost convention, as modified by the revaluation of the fixed asset investments, and the accounting policies set out on page 4.

Respective responsibilities of directors and auditors

As described on page 1, 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 30 April 1999 and have been properly prepared in accordance with the the Companies Act 1985. In our opinion the company is entitled to the exemption conferred by section 248 of the Companies Act 1985 from the requirement to prepare group accounts.

GORMAN, SEATON & CO.

Chartered Certified Accountants

Registered Auditors

74, Chancery Lane, London WC2A 1AA

Ist September 1999

BALANCE SHEET

AT 30 APRIL 1999

	<u>Notes</u>	<u>1999</u> £	<u>1998</u> £
FIXED ASSETS			
Investments	3	679,118	658,140
CURRENT ASSETS			
Debtors	4	53,200	53,200
TOTAL NET ASSETS		732,318	711,340
Financed by :			
CAPITAL AND RESERVES			
Called up share capital	5	490,000	490,000
Share premium	6	13,200	13,200
Unrealised capital reserve	7	229,118	208,140
SHAREHOLDERS' FUNDS		732,318	711,340

These financial statements were approved by the board of directors on $\mbox{\emph{/}}$ September 1999.

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Signed on behalf of the board of directors

Directors

NOTES TO THE ACCOUNTS

AT 30 APRIL 1999

1 ACCOUNTING POLICIES

a) Accounting conventions

The financial statements are prepared under the historical cost convention, as modified by the revaluation of fixed asset investments.

b) Cashflow statement

The company has taken advantage of the exemption in Financial Reporting Standard No 1 from preparing a cashflow statement on the grounds that it is a small company.

c) Investments

Investments held as fixed assets are stated at the company's share of the underlying net assets of the investments less provision for any permanent diminution in value. any surplus or deficit arising on valuation is transferred to the unrealised revaluation reserve.

d) Basis of consolidation

Group financial statements have not been prepared as the group qualifies as a small group under Section 248 of the Companies Act 1985.

2 INFORMATION REGARDING DIRECTORS AND EMPLOYEES

Details of the directors are shown in the directors report. The company has no other employees.

3	INVESTMENTS Valuation	<u>1999</u> £	<u>1998</u> £
	At 1 May 1997	658,140	636,611
	Additions	-	-
	Revaluation (note 7)	20,978	21,529
	At 30 April 1998	679,118	658,140

The company holds 100% of the ordinary share capital of Incomegain Limited and Incomegain Limited holds 100% of the ordinary share capital of Strivesign Limited. Both subsidiary companies are registered in England and Wales. Strivesign Limited is a property investment company and Incomegain Limited does not trade. The combined net assets of the two companies at 30 April 1999 was £679,118 and their combined profit for the year after taxation was £20,978.

4	DEBTORS	<u>1999</u> £	<u>1998</u> £
	Amounts owed by subsidiary companies	53,200	53,200

No date has been fixed for the repayment of the loans to the subsidiary companies.

NOTES TO THE ACCOUNTS (continued)

AT 30 APRIL 1999

5	CALLED UP SHARE CAPITAL	<u>1999</u> £	<u>1998</u> £
	Authorised Ordinary shares of £1 each	500,000	500,000
	Allotted and fully paid Ordinary shares of £1 each	490,000	490,000
6	SHARE PREMIUM ACCOUNT	<u>1999</u> £	<u>1998</u> €
	At 30 April 1999	13,200	13,200
7	UNREALISED CAPITAL RESERVE	<u>1999</u> £	<u>1998</u> £
	Balance at 1 May 1998 Revaluation in the year Balance at 30 April 1999	208,140 20,978 229,118	186,611 21,529 208,140

The reserve arises on the revaluation of the investment in the subsidiary companies $\,$ (note $\,$ 3).

8 RECONCILIATION OF MOVEMENT ON SHAREHOLDERS

FUNDS	<u>1999</u> £	<u>1998</u> £
Shareholders' funds , 1 May 1998 Unrealised reserve on the revaluation of investments	711,340	689,811
in subsidiary companies	20,978	21,529
Shareholders' funds, 30 April 1999	732,318	711,340

Schedule of debtors

30 April 1999

	<u>1999</u> £	<u>1998</u> £
Amounts owing from subsidiary undertakings		
Incomegain Limited	39,212	39,212
Strivesign Limited	13,988	13,988

53,200

53,200