

THE MOORS LIMITED

DIRECTORS' REPORT AND ACCOUNTS

29 January 2000



Registered no 2768136

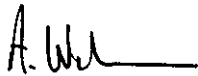
THE MOORS LIMITED

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of the Company will be held at St Vincent House, Scunthorpe on 19 June 2000 at 9.30 am to transact the following business:

- 1 To receive the directors' report and audited accounts for the period ended 29 January 2000.
- 2 To reappoint the auditors and to authorise the directors to fix their remuneration.

By Order of the Board



A Wilson
Secretary

St Vincent House
Normanby Road
Scunthorpe
North Lincolnshire
DN15 8QT

27 April 2000

NOTE

A member entitled to attend and vote is entitled to appoint one or more proxies to attend and, on a poll, vote instead of him. A proxy need not be a member.

THE MOORS LIMITED

DIRECTORS' REPORT

Directors: R Butcher
J W A Clugston

Secretary: A Wilson

Registered office: St Vincent House, Normanby Road, Scunthorpe, North Lincolnshire, DN15 8QT.

The directors present their report and the audited accounts for the period ended 29 January 2000.

Results and dividends

The loss for the financial period is £44,223 and no final dividend is proposed.

Principal activities and business review

The Company operates The Moors Shopping Centre at Ilkley.

Further progress has been made on the marketing of the unoccupied units.

Directors and their interests

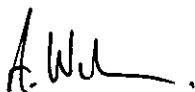
The directors of the company during the period ended 29 January 2000 were those listed above.

Neither of the directors had an interest in the shares of the Company during the period and both are directors of the holding company, in whose accounts their interests are shown.

Auditors

A resolution to reappoint Ernst & Young as auditors will be submitted at the Annual General Meeting.

Approved by the Board of Directors and signed on its behalf



A Wilson
Secretary

27 April 2000

THE MOORS LIMITED

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 for that period. In preparing those accounts, the directors are required to:

- select suitable accounting policies and apply them consistently
- make judgements and estimates that are reasonable and prudent
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the accounts
- prepare the accounts on a going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors confirm that the accounts comply with the above requirements.

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 members of The Moors Limited

We have audited the accounts on pages 4 to 6, which have been prepared under the historical cost convention, modified by the revaluation of investment properties, and on the basis of the accounting policies set out in note 2.

Respective responsibilities of directors and auditors

As described above, 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.

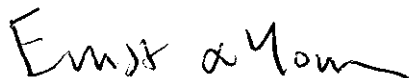
Basis of opinion

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 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 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 at 29 January 2000 and of the loss for the period then ended and have been properly prepared in accordance with the Companies Act 1985.



Ernst & Young
Registered Auditor
Leeds

27 April 2000

THE MOORS LIMITED

PROFIT AND LOSS ACCOUNT for the 52 weeks ended 29 January 2000

	Note	2000 £	1999 £
Turnover	3	135,420	105,523
Administrative expenses		15,523	58,902
Profit on ordinary activities before interest	4	<u>119,897</u>	<u>46,621</u>
Interest payable	5	(183,180)	(221,408)
Loss before taxation		<u>(63,283)</u>	<u>(174,787)</u>
Corporation tax		19,060	49,374
Loss for the financial period		<u><u>£(44,223)</u></u>	<u><u>£(125,413)</u></u>

All of the Company's operations are continuing.

Loss for the financial period includes all recognised gains and losses.

RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS

Loss for the financial period	(44,223)	(125,413)
Opening shareholders' funds	(669,533)	(544,120)
Closing shareholders' funds	<u><u>£(713,756)</u></u>	<u><u>£(669,533)</u></u>

THE MOORS LIMITED

BALANCE SHEET at 29 January 2000

	Note	2000 £	1999 £
Fixed assets			
Investment properties	6	2,156,653	2,156,939
Current assets			
Trade debtors		13,694	1,828
Other debtors		1,563	4,658
Prepayments		1,257	1,793
Amounts due from group companies		19,060	
		<u>35,574</u>	<u>8,279</u>
Creditors - amounts falling due within one year			
Trade creditors		11,473	17,625
Accruals and deferred income		70,877	46,480
Amounts due to group companies		2,823,533	2,770,546
		<u>2,905,883</u>	<u>2,834,651</u>
Net current liabilities		(2,870,309)	(2,826,372)
Total assets less current liabilities		<u>£(713,656)</u>	<u>£(669,433)</u>
Capital and reserves			
Called up share capital	7	100	100
Profit and loss account		(713,756)	(669,533)
Equity shareholders' deficit		<u>£(713,656)</u>	<u>£(669,433)</u>



R Butcher
Director

27 April 2000

THE MOORS LIMITED

NOTES ON THE ACCOUNTS

1 Fundamental accounting concept

The accounts are prepared on a going concern basis because the parent company has undertaken to enable the Company to meet its liabilities as they fall due.

2 Accounting policies

(i) Accounting convention

The accounts are prepared under the historical cost convention, modified by the valuation of investment properties.

(ii) Investment properties

Investment properties are not depreciated but are valued annually in accordance with SSAP 19. Although the Companies Act would normally require the systematic annual depreciation of fixed assets, the directors believe that the policy of not providing depreciation is necessary in order for the accounts to show a true and fair view, since the current value of investment properties, and changes to that current value, are of prime importance rather than a calculation of systematic annual depreciation. Depreciation is only one of the many factors reflected in the annual valuation and the amount which might otherwise have been included cannot be separately identified or quantified.

3 Turnover

Turnover represents the total value of rents invoiced in the UK, exclusive of VAT.

	2000 £	1999 £
4 Profit on ordinary activities before interest is stated after charging		
Auditors' remuneration	900	850
Directors' remuneration	nil	nil

There were no employees other than the directors.

5 Interest payable

Bank	183,259	221,550
Other interest receivable	(79)	(142)
	<u>£183,180</u>	<u>£221,408</u>

Banking facilities are arranged on a group basis through the holding company and the Company has given guarantees in respect of the overdrafts of certain other group companies amounting to nil (1999 - nil).

6 Investment properties

The investment property is stated at the valuation at 29 January 2000 at open market value, determined by an employee of the ultimate parent company, who is a Fellow of the Royal Institution of Chartered Surveyors. The historical cost of the property was £2,356,653 (1999 - £2,356,939).

7 Called up share capital

At 29 January 2000 and 30 January 1999

	Authorised	Allotted, called up & fully paid
Ordinary shares of £1 each	<u>£1,000</u>	<u>£100</u>

8 Parent undertaking and ultimate parent company

The parent undertaking of the group of undertakings for which group accounts are drawn up, and of which the Company is a member, is Clugston Group Limited, which is also the company's ultimate parent company and controlling party.