No.2871176



ALPHASTAR INVESTMENTS LIMITED

FINANCIAL STATEMENTS

FOR THE PERIOD ENDED 31ST DECEMBER 1994



GERALD EDELMAN

CHARTERED ACCOUNTANTS

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FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31ST DECEMBER 1994

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REPORT OF THE DIRECTOR

The director submits his report and the audited financial statements of the company for the period from 12th November 1993 to 31st December 1994.

DATED OF INCORPORATION

The company was incorporated on 12th November 1993.

ACTIVITY

The principal activity of the company is that of nominee on behalf of property owning companies.

STATE OF AFFAIRS

The financial statements on pages 4 and 5 reflect the state of the company's affairs as at 31st December 1994. The company did not trade on its own account during the period ended on that date.

DIVIDEND

The director does not propose to declare a dividend in respect of the period.

DIRECTORS AND THETR INTERESTS

The members of the board during the period and their interests, including family interests, in the company's shares were as follows:-

	Interest at end of period number of shares	Interest at beginning of period/date of appointment if later number of shares
Luciene James Limited		
- resigned 12th November 1993	N/A	1
H.M. Myers - appointed 12th November		
1993; resigned 11th October 1994	N/A	-
P.P. Norris - appointed 12th November		
1993; resigned 11th October 1994	N/A	_
M.R. Turner - appointed 11th	·	
October 1994	_	_

HOLDING COMPANY

On 11th October 1994 the company became a wholly-owned subsidiary of Distantview Limited, a company incorporated in Great Britain and registered in England.

REPORT OF THE DIRECTORS (CONTINUED)

STATEMENT OF DIRECTOR'S RESPONSIBILITIES

The director is required by United Kingdom company law 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 results for that year.

The director confirms that suitable accounting policies, consistently applied and supported by reasonable and prudent judgements and estimates have been used in the preparation of the financial statements and that applicable accounting standards have been followed. The financial statements have been prepared on the going concern basis.

The director is also responsible for maintaining proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and enable him to ensure that the financial statements comply with the Companies Act 1985. He is also responsible for safeguarding the assets of the company and hence for taking reasonable steps for preventing and detecting fraud and other irregularities.

AUDITORS

A resolution will be proposed at the forthcoming annual general meeting for the reappointment of Gerald Edelman, who have expressed their willingness to continue in office as auditors for the ensuing year.

23rd October 1995 DATED.....

(M.R. TURNER)
CHAIRMAN

BY ORDER OF THE BOARD

REPORT OF THE AUDITORS TO THE SHAREHOLDERS OF ALPHASTAR INVESTMENTS LIMITED

We have audited the financial statements on pages 4 and 5 which have been prepared under the historical cost convention and the accounting policies set out on page 5.

RESPECTIVE RESPONSIBILITIES OF DIRECTOR AND AUDITORS

As described on page 2 the company's director is 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 director 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 mis-statement, 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.

<u>OPINION</u>

In our opinion the financial statements give a true and fair view of the state of affairs of the company as at 31st December 1994 and have been properly prepared in accordance with the Companies Act 1985.

25 Harley Street London W1N 2BR GERALD EDELMAN
REGISTERED AUDITOR AND
CHARTERED ACCOUNTANTS

23rd October 1995

BALANCE SHEET AS AT 31ST DECEMBER 1994

CURRENT ASSETS			
Debtors		£	2
·			
CALLED UP SHARE CAPITAL			
<u>Authorised</u>			
1,000 Ordinary shares of £1 each	h		
Issued and fully paid			
2 Ordinary shares of £1 each		£	2
APPROVED BY THE BOARD ON 23RD OCTOBE	R 1995 AND SIGNED ON ITS BEH		Director

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31ST DECEMBER 1994

1. ACCOUNTING POLICY

The financial statements have been prepared in accordance with the historical cost convention and applicable accounting standards.

2. PROFIT AND LOSS ACCOUNT

The company was inactive throughout the period under review and made neither profits nor losses either on an historical cost or any other basis.

3. MOVEMENT ON SHAREHOLDERS' FUNDS

During the period the company issued 2 ordinary shares of £1 each. This issue of shares represented the only movement of shareholders' funds in respect of the period.

4. HOLDING COMPANY

The company is a wholly-owned subsidiary of Distantview Limited, whose parent company at the balance sheet date was Whiteswan Holdings Limited. Both companies are incorporated in Great Britain and registered in England.

5. CONTINGENT LIABILITIES

The company is party to a cross guarantee in favour of Hill Samuel Bank Limited in connection with obligations to the Bank by the company's holding company, Whiteswan Holdings Limited, and other group companies.

6. <u>COMPARATIVE FIGURES</u>

There are no comparatives as these are the first financial statements of the company.