REPORT OF THE DIRECTORS AND

FINANCIAL STATEMENTS FOR THE PERIOD 1ST APRIL 1998 TO 30TH SEPTEMBER 1999

<u>FOR</u>

METROPOLITAN WEST PROPERTIES LIMITED



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COMPANY INFORMATION For The Period 1st April 1998 to 30th September 1999

DIRECTORS:

B I F Rogers T D Edwards N Luget

SECRETARY:

Abbott King & Troen Limited

REGISTERED OFFICE:

Holbrook House 14 Great Queen Street

London WC2B 5DG

REGISTERED NUMBER:

3330445 (England and Wales)

AUDITORS:

M G Young & Company Chartered Accountant & Registered Auditor 137a Shirehampton Road

Sea Mills Bristol BS9 2EA

REPORT OF THE DIRECTORS

For The Period 1st April 1998 to 30th September 1999

The directors present their report with the financial statements of the company for the period 1st April 1998 to 30th September 1999.

PRINCIPAL ACTIVITY

The principal activity of the company in the period under review was that of property development.

DIRECTORS

The directors during the period under review were:

B I F Rogers T D Edwards N Luget

- appointed 19.8.1998

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The beneficial interests of the directors holding office on 30th September 1999 in the issued share capital of the company were as follows:

A Ordinary £1 shares	30.9.99	or date of appointment if later
B I F Rogers	425	1
T D Edwards	425	1
N Luget	-	-
B Ordinary £1 shares		
B I F Rogers	-	_
T D Edwards	•	-
N Luget	150	150

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 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;
- 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

The auditors, M G Young & Company, will be proposed for re-appointment in accordance with Section 385 of the Companies Act 1985.

REPORT OF THE DIRECTORS For The Period 1st April 1998 to 30th September 1999

This report has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

ON BEHALF OF THE BOARD:

T D Edwards - DIRECTOR

Dated:

REPORT OF THE AUDITORS TO THE SHAREHOLDERS OF METROPOLITAN WEST PROPERTIES LIMITED

We have audited the financial statements on pages five to eight which have been prepared in accordance with the Financial Reporting Standard for Smaller Entities (effective March 1999), under the historical cost convention and the accounting policies set out on page seven.

Respective responsibilities of directors and auditors

As described on page two the company's directors are 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 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 30th September 1999 and of its profit for the period then ended and have been properly prepared in accordance with the Companies Act 1985.

M G Young & Company

Chartered Accountant & Registered Auditor

137a Shirehampton Road

Sea Mills

Bristol

BS9 2EA

Dated:

3 2,2000

PROFIT AND LOSS ACCOUNT For The Period 1st April 1998 to 30th September 1999

	Period 1.4.98 to	Period 10.3.97 to
	30.9.99	31.3.98
Notes	£	£
TURNOVER	949,950	-
Cost of sales	700,701	
GROSS PROFIT	249,249	•
Administrative expenses	128,074	
OPERATING PROFIT 2	121,175	-
Interest receivable and similar income	147	
similar income		
	121,322	-
Interest payable and similar charges	101,802	-
		
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	19,520	-
Tax on profit on ordinary activities	4,099	
activities		
PROFIT FOR THE FINANCIAL PERIOD AFTER TAXATION	15,421	-
RETAINED PROFIT CARRIED FORWARD	£15,421	-
		

BALANCE SHEET 30th September 1999

		1999	1998
	Notes	£	£
CURRENT ASSETS:			
Stocks		685,453	84,502
Debtors	3	982,162	389
Cash at bank and in hand		60,618	5,502
		1,728,233	90,393
CREDITORS: Amounts falling			
due within one year	4	192,345	
NET CURRENT ASSETS:		1,535,888	90,393
TOTAL ASSETS LESS CURRENT			
LIABILITIES:		1,535,888	90,393
CREDITORS: Amounts falling			
due after more than one year	5	1,519,467	90,391
		£16,421	£2
		<u> </u>	=======================================
CAPITAL AND RESERVES:			
Called up share capital	7	1,000	2
Profit and loss account	,	15,421	_
110Mt MAS 1000 Woodill			
Shareholders' funds		£16,421	£2

These financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and with the Financial Reporting Standard for Smaller Entities (effective March 1999).

ON BEHALE OF THE BOARD:

B I F Rogers - DIRECTOR

Approved by the Board on 3 2 2000

NOTES TO THE FINANCIAL STATEMENTS For The Period 1st April 1998 to 30th September 1999

1. ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective March 1999).

Turnover

Turnover represents net invoiced sales of goods, excluding value added tax.

Stocks

Stock is valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Deferred taxation

Provision is made at current rates for taxation deferred in respect of all material timing differences except to the extent that, in the opinion of the directors, there is reasonable probability that the liability will not arise in the foreseeable future.

2. **OPERATING PROFIT**

The operating profit is stated after charging:

		Period	Period
		1.4.98	10.3.97
		to	to
		30.9.99	31.3.98
		£	£
	Directors' emoluments and other benefits etc	-	-
		=	
3.	DEBTORS: AMOUNTS FALLING		
	DUE WITHIN ONE YEAR		
		1999	1998
		£	£
	V.A.T.	65,417	-
	Trade debtors	916,745	_
	Prepayments		389
		982,162	389
		=====	
4.	CREDITORS: AMOUNTS FALLING		
	DUE WITHIN ONE YEAR		
		1999	1998
		£	£
	Trade creditors	186,746	~
	Taxation	4,099	•
	Accrued expenses	1,500	~
		192,345	
		=====	

NOTES TO THE FINANCIAL STATEMENTS For The Period 1st April 1998 to 30th September 1999

5. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	1,000	1770
	£	£
Loan from associated company	403,253	90,391
Anglo Irish bank loan	1,095,744	-
N Luget loan account	20,470	-
		
	1,519,467	90,391

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6. SECURED DEBTS

The Anglo Irish Bank loan is secured by way of a fixed and floating charge created 21st August 1998 over all the assets and development rights of the company.

7. CALLED UP SHARE CAPITAL

Authorised:				
Number:	Class:	Nominal	1999	1998
		value:	£	£
850	A Ordinary	£1	850	1,000
(1998 - 1,000))			-
150	B Ordinary	£1	150	~
	•			
			1,000	1,000
			====	
Allotted, issu	ed and fully paid:			
Number:	Class:	Nominal	1999	1998
		value:	£	£
850	A Ordinary	£1	850	2
(1998 - 2)				
150	B Ordinary	£1	150	-
			1,000	2
				

The following shares were allotted and fully paid for cash at par during the period:

448 A Ordinary shares of £1 each 150 B Ordinary shares of £1 each