REGISTRATION NO: 3551835

FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30TH APRIL 2002

#AL69R198# A03 0500 COMPANIES HOUSE 07/02/03

Verinder & Associates Chartered Accountants

1-3 Crosby Road South Liverpool L22 1RG

DIRECTORS REPORT

The Directors present their report and the financial statements for the year ended 30th April 2002.

1. Activities

The Company was incorporated on 23rd April 1998 commencing trading on 20th April 2001. The principal activity of the Company was that of providing fast food and other sundries.

2. Review of the Business

The Company has performed as expected during the year. Further details of the Company's performance are given in the Profit and Loss Account on page 3. The position at the end of the year is set out in the Balance Sheet on page 4.

3. Dividends and Transfers to Reserves

No dividend was paid on the 30th April 2002. The loss incurred was £54,127 and £54,127 was deducted from Reserves.

4. Fixed Assets

Movements in the year are shown in Note 7 to the financial statements.

5. Directors

The Directors of the Company and their immediate families, and their shareholdings during the year were as follows:-

£1 Ordinary Shares 30.4.2002

Mr. P. Canning (appointed 23rd April 1998)

200

200

The Directors had no material interest during the year in any contract with the Company which is of significance to the business of the Company.

6. Statement of Directors' Responsibilities

Company law requires the Directors to prepare financial statements, for each financial year, which give a fair view of the state of affairs of the Company and of the profit or loss for that period. In preparing these 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;
- * state whether applicable accounting standards have been followed, 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 continued 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.

7. Political and Charitable Donations

No political contributions were made during the year. Charitable donations amounted to less than £200.

8. Future Prospects

The Directors consider that the Company will improve its performance in the next financial year.

9. Close Company Status

The Company is a Close Company within the meaning of the Income Tax and Corporation Taxes Act 1988.

Signed on Behalf of the Board

P. Canning

Director

4th November 2002

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 30TH APRIL 2002

	Notes	30.4.2002 <u>£</u>
SALES - Continuing Operations		82,339
Operating Profit/(Loss) - Continuing Operations	2	(54,127)
Interest Payable and Similar Charges	4	
Profit/(Loss) on Ordinary Activities Before Taxation		(54,127)
Taxation on Profit/(Loss) on Ordinary Activities	5	
Profit/(Loss) on Ordinary Activities After Taxation		(54,127)
Dividend Paid	6	
Retained Profit/(Loss) for the Year		(54,127)
Profit and Loss Account B/Fwd		-
Profit and Loss Account C/Fwd		(54,127)

The Company has no recognised gains and losses other than those included in the Profit/(Loss) above and therefore no separate statement of total recognised gains and losses has been presented. There have been no discontinued activities or acquisitions in the current year or preceding period.

There is no difference between the Profit/(Loss) on ordinary activities before taxation and the retained Profit/(Loss) for the year stated above, and their historical cost equivalents.

BALANCE SHEET AS AT 30TH APRIL 2002

FIXED ASSETS	<u>Notes</u>	<u>£</u>	30.4.2002 <u>£</u>
Tangible Fixed Assets	7		64,868
CURRENT ASSETS			
Stock Cash at Bank and In Hand	8	500 1,929	
CREDITORS: Amounts Falling Due Within One Year	9	2,429	
NET CURRENT ASSETS/(LIABILITIES)			(487)
TOTAL ASSETS LESS CURRENT LIABILITIES			64,381
CREDITORS: Amounts Falling Due After More Than One Year	10		118,308
			(53,927)
SHARE CAPITAL AND RESERVES			
Share Capital - Equity Profit and Loss Account - Equity	11		200 (54,127)
Shareholders' Funds	12		(53,927)

For the year in question the Company was entitled to exemption under subsection (1) of Section 249A of the Companies Act 1985.

No notice has been deposited under subsection (2) of Section 249B.

The Directors' acknowledge their responsibility for;

- i) ensuring that the Company keeps proper accounting records which comply with section 221, and
- ii) preparing accounts which give a true and fair view of the state of affairs of the Company as at 30th April 2002 and of its profit for the financial year in accordance with the requirements of section 226, and which otherwise comply with the requirements of the Act relating to Accounts, so far as is applicable to the Company.

Mr P Canning)	Director	P.C.	
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4th November 2002

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 30TH APRIL 2002

1. Accounting Policies

1.1 Basis of Accounting

The financial statements have been prepared under the historical cost accounting rules and comply with applicable Statements of Standard Accounting Practice and Financial Reporting Standards.

1.2 Depreciation

Depreciation is provided so as to write off the assets cost, or valuation over its estimated useful economic life. The following rates have been used;

Fixtures & Fittings/Equipment Leasehold Improvements

25% Reducing Balance 9 Years Straight Line

1.3 Stock

Stock is stated at the lower of cost and net realisable value.

1.4 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 a reasonable probability that the liability will not arise in the foreseeable future.

1.5 Turnover

Turnover is derived from the Company's ordinary activities and is stated net of Value Added Tax.

1.6 Cash Flow Statement

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

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 30TH APRIL 2002

(Continued)

2. Operating Profit

3.

	30/4/2002 <u>£</u>
Continuing Operations;	
Sales	82,339
Cost of Sales	40,525
Gross Profit	41,814
Administrative Expenses	(95,941)
Operating Profit/Loss	(54,127)
Costs and Expenses Include the Following:-	<u>.</u>
Depreciation Staff Costs (see note 3)	15,993 30,039
Staff Costs (Including Directors Emoluments)	•
	$\underline{\mathbf{\pounds}}$
Wages and Salaries	29,696
Social Security Costs	343
	30,039
Average Number of Persons Employed by the Company During the Year;	
During me Tear,	No:
Management	1 7
Workshop Staff	
	8
Directors Emoluments Including Pension Contributions;	
	£
Fees Other Emoluments	- 4,800

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 30TH APRIL 2002

(Continued)

4. Interest Payable and Similar Charges

Closing Balance @ 30/4/2002

Closing Balance @ 30/4/2002

Net Book Value

				30/4/2002 <u>£</u>
	On Bank Loans, Overdrafts and O	Other Loans		
5.	Tax on Profit on Ordinary Act	<u>ivities</u>		<u>£</u>
	Corporation Tax @ 20% on Prof	īts on Ordinary Activities	5	
6.	<u>Dividend</u>			
	Paid on £1 Ordinary Shares on 3	0th April 2002		<u>£</u> -
7.	Tangible Fixed Assets		Plant/Equipmen	t/
		Leasehold Improvements <u>£</u>	Fixtures/ Fittings	Tota1
	At Cost Opening Balance @ 1/5/2001 Additions	30,397	50,464	80,861 ———
	Closing Balance @ 30/4/2002	30,397	50,464	80,861
	Depreciation Opening Balance @ 1/5/2001		-	
	Charge for the Year	3,377	12,616	15,993

12,616

37,848

15,993

64,868

3,377

27,020

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 30TH APRIL 2002

(Continued)

8.	Stock	30.4.2002 <u>£</u>
	Materials	500
9.	Creditors: Amounts Falling Due Within One Year	<u>£</u>
	Trade Creditors Other Taxes and Social Security Costs	865 2,051
		2,916
10.	Creditors: Amounts Falling Due After More Than One Year	<u></u>
	Directors Loan Account	118,308
	Borrowings Repayable Beyond One Year Are as Follows;	<u>£</u>
	- Between One and Two Years	-
	- Between Two and Five Years Directors Loan Account	118,308
		118,308

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 30TH APRIL 2002

(Continued)

11.	Share Capital	Authorised		Allotted, Calle	d
	<u>2002</u>	No of Shares	£	No of Shares	£
	Ordinary Shares of £1 each		200		200
12.	Reconciliation of Movements in Shareholders' Funds		_		
				30/4	/2002 <u>£</u>
	Profit for the Financial Year Issue of Share Capital			(5	34,127) 200
	Opening Shareholders' Funds			_	<u>-</u>
	Closing Shareholders' Funds			(5	3,927)
13.	Capital Commitments			_	<u>£</u>
	Contracted for but not yet Committed				NIL
14	Cantingant I inhilities			_	

14. Contingent Liabilities

There were no Contingent Liabilities at 30th April 2002.

15. Related Parties

During the year, Mr. P. Canning, a Company Director provided finance to the Company of £118,308. At 30th April 2002, Mr. P. Canning was owed £118,308 by the Company. Further details can be found in Note 10 to the Accounts.

No amounts were written off in respect of related party transactions and no provisions are considered necessary.

ACCOUNTANTS' REPORT

ON THE UNAUDITED ACCOUNTS

TO THE DIRECTORS OF

AMERICAN PIZZA SLICE LIMITED

As described on the Balance Sheet you are responsible for the preparation of the accounts for the year ended 30th April 2002 set out on pages 3 to 9, and you consider that the Company is exempt from an audit. In accordance with your instructions, we have compiled these unaudited accounts in order to assist you to fulfil your statutory responsibilities, from the accounting records and information, and explanations supplied to us.

VERINDER & ASSOCIATES
CHARTERED ACCOUNTANTS

1-3 Crosby Road South Liverpool L22 1RG