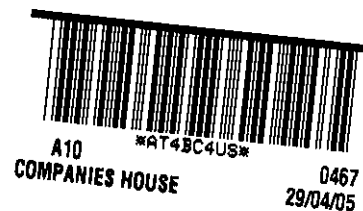


PRISTINE RESOURCES LIMITED
DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2004

No 4936974



PRISTINE RESOURCES LIMITED
DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2004

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PRISTINE RESOURCES LIMITED

DIRECTOR AND COMPANY INFORMATION

DIRECTORS

P J Whitehead
K S Oyston

SECRETARY

P J Whitehead

REGISTERED OFFICE

12a Market Square
Lytham
Lancashire
FY8 5LW

REGISTERED NUMBER

4936974

BANKERS

Royal Bank of Scotland
84 Clifton Street
Lytham St Annes
FY8 5EJ

PRISTINE RESOURCES LIMITED
DIRECTORS' REPORT
30 JUNE 2004

The Directors submit their annual report and the financial statements for the year ended 30 June 2004.

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 the affairs of the company and of the profit or loss of the company for that year. In preparing these the directors are required to:

- select suitable accounting policies and 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.

PRINCIPAL ACTIVITIES

The principal activity of the company is the provision of project and construction management.

REVIEW OF THE BUSINESS AND FUTURE DEVELOPMENTS

The company was incorporated on 20 October 2003. The results for the period are shown in the profit and loss account on page 5. The directors consider the state of the company's affairs to be satisfactory.

DIVIDENDS

The directors do not recommend the payment of a dividend.

DIRECTORS AND DIRECTOR'S INTERESTS

The following directors have held office since incorporation:

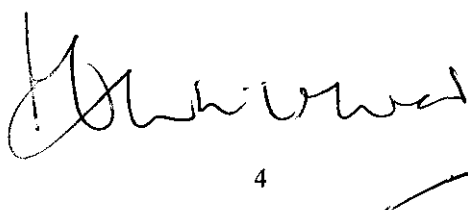
Mr P J Whitehead
Mr K S Oyston

The directors had no interest in the share capital of the company at 30 June 2004. The interests of Mr P J Whitehead in the share capital of Windmill Holdings Limited are disclosed in the financial statements of that company.

This report is prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and the Financial Reporting Standard for Smaller Entities (effective June 2002).

By order of the Board

Mr P J Whitehead
Secretary



PRISTINE RESOURCES LIMITED

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30 JUNE 2004

	Note	2004 £	2003 £
Turnover	2	8,581	-
Cost of Sales		8,581	-
Gross profit		<u>-</u>	<u>-</u>
Administrative Expenses		37,540	-
Operating loss for the year		<u>(37,540)</u>	<u>-</u>
Investment Income	3	38,715	-
Profit for the financial year		1,175	-

There are no recognised gains or losses in 2004 other than the profit for the year.

The notes on pages 8 – 9 form part of these financial statements.

PRISTINE RESOURCES LIMITED

BALANCE SHEET AS AT 30 JUNE 2004

	Note	2004 £	2003 £
CURRENT ASSETS			
Debtors	4	350,002	-
Cash at bank and in hand		2,036,359	-
		<u>2,386,361</u>	<u>-</u>
CREDITORS			
Creditors:			
Amounts falling due within one year	5	(2,385,184)	-
		<u>1,177</u>	<u>-</u>
Net current liabilities		<u>1,177</u>	<u>-</u>
Total assets less current liabilities		<u>1,177</u>	<u>-</u>
CAPITAL AND RESERVES			
Called up Share Capital	6	2	-
Profit and Loss Account		1,175	-
EQUITY SHAREHOLDERS FUNDS		<u>1,177</u>	<u>-</u>

The notes on pages 8 – 9 form part of these financial statements

PRISTINE RESOURCES LIMITED

BALANCE SHEET (continued)

AS AT 30 JUNE 2004

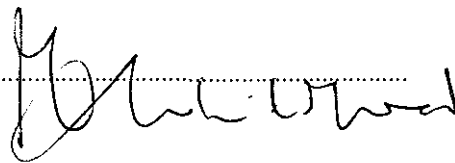
In preparing these financial statements:

- (a) The directors are of the opinion that the company is entitled to the exemption from audit conferred by Section 249A(1) of the Companies Act 1985;
- (b) No notice has been deposited under Section 249B(2) of the Companies Act 1985, and
- (c) The directors acknowledge their responsibilities for:
 - (i) ensuring that the company keeps accounting records that comply with Section 221 of the Companies Act 1985, and
 - (ii) Preparing accounts 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 its profit or loss for the financial year in accordance with the requirements of Section 226, and which otherwise comply with the requirements of this Act relating to accounts, so far as applicable to the company.

The financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and in accordance with the Financial Reporting Standard for Smaller Entities (effective June 2000).

These financial statements were approved by the board on 28th April 2005.

On behalf of the Board,



Director

The notes on pages 8 – 9 form part of these financial statements

PRISTINE RESOURCES LIMITED

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 30 JUNE 2004

1. ACCOUNTING POLICIES

(a) Accounting Convention

The accounts have been prepared under the historical cost convention, and in accordance with the Financial Reporting Standard for Smaller Entities (effective June 2000).

(b) Long Term Contracts

The amount of profit attributable to the stage of completion of a long term contract is recognised when the outcome of the contract can be foreseen with reasonable certainty. Turnover for such contracts is stated at cost appropriate to the stage of completion.

(c) Deferred Taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more, tax.

Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

2. TURNOVER

Turnover has all arisen within the United Kingdom from the company's principle activity.

3. INVESTMENT INCOME

	2004
	£
Bank interest	38,715

PRISTINE RESOURCES LIMITED

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 30 JUNE 2004

4. DEBTORS

	2004
	£
Other debtors – unpaid share capital	2
Trade debtors	350,000
	<u>350,002</u>

5. CREDITORS: Amounts Falling Due Within One Year

	2004
	£
Accruals and deferred income	2,028,219
Trade creditors	7,767
Other taxes and social security costs	350,000
	<u>2,385,986</u>

6. SHARE CAPITAL

	Authorised		Allotted, Called Up and unpaid	
	2004	2003	2004	2003
	£	£	£	£
Ordinary Shares of £1 each	1000	-	2	-

7. CONTROLLING PARTY

The ultimate controlling parties are the shareholders Windmill Holdings Limited, and Mr S Hanson.