

REGISTERED NUMBER: 5099525 (England and Wales)

**REPORT OF THE DIRECTORS AND
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2006
FOR
PRIMA 200 FUNDCO NO 1 LIMITED**

THURSDAY



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PRIMA 200 FUNDCO NO 1 LIMITED

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for the Year Ended 31 December 2006**

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PRIMA 200 FUNDCO NO 1 LIMITED

COMPANY INFORMATION
for the Year Ended 31 December 2006

DIRECTORS:

R Lang
R G E Williams
N Skidmore
I M Ashbolt
A C Boyle
J R Taylor

SECRETARY.

R G E Williams

REGISTERED OFFICE:

Woodside
Perry Wood Walk
Worcester
Worcestershire
WR5 1ES

REGISTERED NUMBER:

5099525 (England and Wales)

AUDITORS.

P K F (UK) LLP
Registered Auditors
New Guild House
45 Great Charles Street
Birmingham
B3 2LX

PRIMA 200 FUNDCO NO 1 LIMITED

REPORT OF THE DIRECTORS for the Year Ended 31 December 2006

The directors present their report with the financial statements of the company for the year ended 31 December 2006

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of investing in property and property development. It acquires land and designs and constructs facilities for rent in the North Staffordshire area as part of the government sponsored Local Improvement Finance Trust (LIFT) initiative.

REVIEW OF BUSINESS

The results for the year and financial position of the company are as shown in the annexed financial statements.

The company invests in primary and healthcare infrastructure in the North Staffordshire area. As tenants are government backed the risks and uncertainties for the company are low.

DIVIDENDS

No dividends will be distributed for the year ended 31 December 2006.

FUTURE DEVELOPMENTS

The directors anticipate the current level of trading to continue in the year to 31 December 2007.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 January 2006 to the date of this report.

R Laing
R G E Williams
N Skidmore
I M Ashbolt
A C Boyle
J R Taylor

R Laing, R G E Williams and N Skidmore are shareholders of Prime Plc, their interests are disclosed in that company's financial statements. Prime Plc has a 50% interest in Prime LIFT Investments Limited the ultimate parent company.

FINANCIAL INSTRUMENTS

The company's financial risk management objective is broadly to seek to make neither a profit nor a loss from exposure to interest rate risk. Its policy is to finance working capital through retained earnings and through borrowings at prevailing market interest rates.

The company's exposure to price risk of financial instruments is minimal. As the counterparty to all financial instruments are its bankers and well known established firms of mortgage lenders, it is also exposed to minimal credit risk and liquidity risk in respect of these instruments.

The directors do not consider any other risks attaching to the use of financial instruments to be material to an assessment of its financial position or profit.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). The financial statements are required by law to 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 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 continue in business.

PRIMA 200 FUNDCO NO 1 LIMITED

**REPORT OF THE DIRECTORS
for the Year Ended 31 December 2006**

STATEMENT OF DIRECTORS' RESPONSIBILITIES - continued

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.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

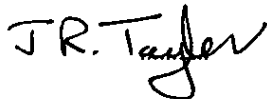
So far as the directors are aware, there is no relevant audit information (as defined by Section 234ZA of the Companies Act 1985) of which the company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

AUDITORS

The auditors, P K F (UK) LLP, will be proposed for re-appointment in accordance with Section 385 of the Companies Act 1985.

APPROVED BY THE BOARD AND SIGNED ON ITS BEHALF:

Director



Date

26/6/07.

**REPORT OF THE INDEPENDENT AUDITORS TO THE SHAREHOLDERS OF
PRIMA 200 FUNDCO NO 1 LIMITED**

We have audited the financial statements of Prima 200 Fundco No 1 Limited for the year ended 31 December 2006 which comprise the Profit and Loss Account, the Balance Sheet, the Cash Flow Statement, the Statement of Total Recognised Gains and Losses and the related notes. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the Report of the Directors is consistent with the financial statements.

In addition, we report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

We read the Report of the Directors and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) 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.

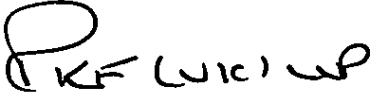
We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

**REPORT OF THE INDEPENDENT AUDITORS TO THE SHAREHOLDERS OF
PRIMA 200 FUNDCO NO 1 LIMITED**

Opinion

In our opinion

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 December 2006 and of its profit for the year then ended,
- the financial statements have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the Report of the Directors is consistent with the financial statements



P K F (UK) LLP
Registered Auditors
New Guild House
45 Great Charles Street
Birmingham
B3 2LX

Date 

PRIMA 200 FUNDCO NO 1 LIMITED

**PROFIT AND LOSS ACCOUNT
for the Year Ended 31 December 2006**

	Notes	31 12 06 £	31 12 05 £
TURNOVER		198,613	-
Administrative expenses		<u>32,083</u>	<u>247</u>
OPERATING PROFIT/(LOSS)	3	166,530	(247)
Interest payable and similar charges	4	<u>141,747</u>	<u>25</u>
PROFIT/(LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION		24,783	(272)
Tax on profit/(loss) on ordinary activities	5	<u>-</u>	<u>-</u>
PROFIT/(LOSS) FOR THE FINANCIAL YEAR AFTER TAXATION		<u>24,783</u>	<u>(272)</u>

CONTINUING OPERATIONS

None of the company's activities were acquired or discontinued during the current year or previous year

The notes form part of these financial statements

PRIMA 200 FUNDCO NO 1 LIMITED

**STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES
for the Year Ended 31 December 2006**

	31 12 06 £	31 12 05 £
PROFIT/(LOSS) FOR THE FINANCIAL YEAR	24,783	(272)
Revaluation in the year (Note 7)	<u>835,609</u>	<u>-</u>
TOTAL RECOGNISED GAINS AND LOSSES RELATING TO THE YEAR	<u>860,392</u>	<u>(272)</u>

The notes form part of these financial statements

PRIMA 200 FUNDCO NO 1 LIMITED

BALANCE SHEET
31 December 2006

	Notes	31 12 06	31 12 05
		£	£
FIXED ASSETS			
Tangible assets	6	8,907,627	7,558,566
Investments	7	<u>4,890,000</u>	<u>-</u>
		13,797,627	7,558,566
CURRENT ASSETS			
Debtors	8	422,393	281,530
Cash at bank		<u>2,074,339</u>	<u>1,122,963</u>
		2,496,732	1,404,493
CREDITORS			
Amounts falling due within one year	9	<u>584,111</u>	<u>507,278</u>
NET CURRENT ASSETS		<u>1,912,621</u>	<u>897,215</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		15,710,248	8,455,781
CREDITORS			
Amounts falling due after more than one year	10	<u>14,850,127</u>	<u>8,456,052</u>
NET ASSETS/(LIABILITIES)		<u><u>860,121</u></u>	<u><u>(271)</u></u>
CAPITAL AND RESERVES			
Called up share capital	13	1	1
Revaluation reserve	14	835,609	-
Profit and loss account	14	<u>24,511</u>	<u>(272)</u>
SHAREHOLDERS' FUNDS	17	<u><u>860,121</u></u>	<u><u>(271)</u></u>

The financial statements were approved and authorised for issue by the Board of Directors on 26 June 2007 and were signed on its behalf by



Director

The notes form part of these financial statements

PRIMA 200 FUNDCO NO 1 LIMITED

**CASH FLOW STATEMENT
for the Year Ended 31 December 2006**

	Notes	31 12 06 £	£	31 12 05 £	£
Net cash inflow from operating activities	1		102,500		225,501
Returns on investments and servicing of finance	2		(141,747)		(25)
Capital expenditure	2		<u>(5,403,452)</u>		<u>(7,558,566)</u>
			(5,442,699)		(7,333,090)
Financing	2		<u>6,394,075</u>		<u>8,456,052</u>
Increase in cash in the period			<u>951,376</u>		<u>1,122,962</u>
<hr/>					
Reconciliation of net cash flow to movement in net debt	3				
Increase in cash in the period		951,376		1,122,962	
Cash inflow from increase in debt		<u>(5,612,012)</u>		<u>(7,289,595)</u>	
Change in net debt resulting from cash flows			<u>(4,660,636)</u>		<u>(6,166,633)</u>
Movement in net debt in the period			(4,660,636)		(6,166,633)
Net (debt)/funds at 1 January			<u>(6,166,632)</u>		<u>1</u>
Net debt at 31 December			<u>(10,827,268)</u>		<u>(6,166,632)</u>

The notes form part of these financial statements

PRIMA 200 FUNDCO NO 1 LIMITED

**NOTES TO THE CASH FLOW STATEMENT
for the Year Ended 31 December 2006**

1 RECONCILIATION OF OPERATING PROFIT/(LOSS) TO NET CASH INFLOW FROM OPERATING ACTIVITIES

	31 12 06 £	31 12 05 £
Operating profit/(loss)	166,530	(247)
Increase in work in progress	-	(7,558,566)
Decrease in stocks	-	7,558,566
Increase in debtors	(140,863)	(281,530)
Increase in creditors	<u>76,833</u>	<u>507,278</u>
Net cash inflow from operating activities	<u><u>102,500</u></u>	<u><u>225,501</u></u>

2 ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THE CASH FLOW STATEMENT

	31 12 06 £	31 12 05 £
Returns on investments and servicing of finance		
Interest paid	<u>(141,747)</u>	<u>(25)</u>
Net cash outflow for returns on investments and servicing of finance	<u><u>(141,747)</u></u>	<u><u>(25)</u></u>
Capital expenditure		
Purchase of tangible fixed assets	<u>(5,403,452)</u>	<u>(7,558,566)</u>
Net cash outflow for capital expenditure	<u><u>(5,403,452)</u></u>	<u><u>(7,558,566)</u></u>
Financing		
New loans in year	<u>6,394,075</u>	<u>8,456,052</u>
Net cash inflow from financing	<u><u>6,394,075</u></u>	<u><u>8,456,052</u></u>

3 ANALYSIS OF CHANGES IN NET DEBT

	At 1 1 06 £	Cash flow £	At 31 12 06 £
Net cash			
Cash at bank	<u>1,122,963</u>	<u>951,376</u>	<u>2,074,339</u>
	<u>1,122,963</u>	<u>951,376</u>	<u>2,074,339</u>
Debt			
Debts falling due after one year	<u>(7,289,595)</u>	<u>(5,612,012)</u>	<u>(12,901,607)</u>
	<u>(7,289,595)</u>	<u>(5,612,012)</u>	<u>(12,901,607)</u>
Total	<u><u>(6,166,632)</u></u>	<u><u>(4,660,636)</u></u>	<u><u>(10,827,268)</u></u>

The notes form part of these financial statements

PRIMA 200 FUNDCO NO 1 LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
for the Year Ended 31 December 2006**

1 ACCOUNTING POLICIES

Accounting convention

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

Turnover

Turnover represents revenue recognised by the company in respect of rental income, excluding value added tax

Tangible fixed assets

Tangible fixed assets represent properties presently under construction which are valued at cost

Deferred tax

As required by Financial Reporting Standard Number 19 "Deferred Tax", full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation, except for those timing differences in respect of which the standard specifies that deferred tax should not be recognised. Deferred assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse.

Investment Properties

Investment properties are included in the balance sheet at their open market value in accordance with Statement of Standard Accounting Practice No 19 (SSAP 19) and are not depreciated. This treatment is contrary to the Companies Act 1985 which states that fixed assets should be depreciated but is, in the opinion of the directors, necessary in order to give a true and fair view of the financial position of the company.

Investment properties are revalued annually by a qualified director of the company with each property being revalued by an independent surveyor at least once every three years.

Finance costs directly attributable to the construction of investment properties are capitalised as part of the cost of those properties.

2 STAFF COSTS

There were no staff costs for the year ended 31 December 2006 nor for the period ended 31 December 2005.

3 OPERATING PROFIT/(LOSS)

The operating profit (2005 - operating loss) is stated after charging

	31 12 06	31 12 05
	£	£
Audit fees	<u>2,950</u>	<u>-</u>
Directors' emoluments	<u>-</u>	<u>-</u>

4 INTEREST PAYABLE AND SIMILAR CHARGES

	31 12 06	31 12 05
	£	£
Bank interest	227	25
Senior debt interest	<u>141,520</u>	<u>-</u>
	<u>141,747</u>	<u>25</u>

PRIMA 200 FUNDCO NO 1 LIMITED

**NOTES TO THE FINANCIAL STATEMENTS - continued
for the Year Ended 31 December 2006**

5 TAXATION

Analysis of the tax charge

No liability to UK corporation tax arose on ordinary activities for the year ended 31 December 2006 nor for the year ended 31 December 2005

Factors affecting the tax charge

The tax assessed for the year is lower the standard rate of corporation tax in the UK. The difference is explained below

	31 12 06	31 12 05
	£	£
Profit/(loss) on ordinary activities before tax	<u>24,783</u>	<u>(272)</u>
Profit/(loss) on ordinary activities multiplied by the standard rate of corporation tax in the UK of 30% (2005 - 30%)	7,435	(82)
Effects of		
Group relief surrendered	-	16,505
Capital allowances in excess of depreciation	-	(16,423)
Group relief claimed	<u>(7,435)</u>	<u>-</u>
Current tax charge	<u>-</u>	<u>-</u>

6 TANGIBLE FIXED ASSETS

	Properties under the course of construction £
COST	
At 1 January 2006	7,558,566
Additions	5,403,452
Completed properties transferred to fixed asset investments	<u>(4,054,391)</u>
At 31 December 2006	<u>8,907,627</u>
NET BOOK VALUE	
At 31 December 2006	<u>8,907,627</u>
At 31 December 2005	<u>7,558,566</u>

Included in the cost of Tangible fixed assets at 31 December 2006 is £625,070 (2005 -£274,604) of capitalised finance costs. The amount of finance costs capitalised during the year was £350,467 (2005-£274,604). Finance costs of £141,523 (2005-£Nil) were recognised in the Profit and Loss Account during the year.

PRIMA 200 FUNDCO NO 1 LIMITED

**NOTES TO THE FINANCIAL STATEMENTS - continued
for the Year Ended 31 December 2006**

7 FIXED ASSET INVESTMENTS

	Unlisted investments £
COST OR VALUATION	
Revaluations	835,609
Transfers (see Note 6)	<u>4,054,391</u>
At 31 December 2006	<u>4,890,000</u>
NET BOOK VALUE	
At 31 December 2006	<u><u>4,890,000</u></u>

Cost or valuation at 31 December 2006 is represented by

	Unlisted investments £
Valuation in 2006	835,609
Cost	<u>4,054,391</u>
	<u><u>4,890,000</u></u>

Fixed asset investments represent investment properties. As part of a three year rolling programme of independent valuation, the 2 Investment properties were valued by external surveyors DTZ Debenham Tie Leung on 31 December 2006.

Included in the cost of fixed asset investments at 31 December 2006 is £213,561 (2005-£Nil) of capitalised finance costs. The amount of finance costs capitalised during the year was £213,561 (2005-£Nil).

8 DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	31 12 06 £	31 12 05 £
Trade debtors	26,095	-
VAT	396,298	278,629
Prepayments	<u>-</u>	<u>2,901</u>
	<u><u>422,393</u></u>	<u><u>281,530</u></u>

9 CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	31 12 06 £	31 12 05 £
Trade creditors	379,267	507,278
Accrued expenses	<u>204,844</u>	<u>-</u>
	<u><u>584,111</u></u>	<u><u>507,278</u></u>

PRIMA 200 FUNDCO NO 1 LIMITED

NOTES TO THE FINANCIAL STATEMENTS - continued
for the Year Ended 31 December 2006

10 CREDITORS. AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	31 12 06	31 12 05
	£	£
Bank loans (see note 11)	12,901,607	7,289,595
Amounts owed to parent undertaking	<u>1,948,520</u>	<u>1,166,457</u>
	<u>14,850,127</u>	<u>8,456,052</u>

11 LOANS

An analysis of the maturity of loans is given below

	31 12 06	31 12 05
	£	£
Amounts falling due between two and five years		
Bank loans - 2-5 years	<u>12,901,607</u>	<u>7,289,595</u>

12 SECURED DEBTS

The following secured debts are included within creditors

	31 12 06	31 12 05
	£	£
Loan from Barclays bank plc	<u>12,901,607</u>	<u>7,289,595</u>

The loans are secured by a first charge over all the companies' properties

13 CALLED UP SHARE CAPITAL

Authorised Number	Class	Nominal value	31 12 06	31 12 05
		£1	£	£
100,000	Ordinary		<u>100,000</u>	<u>100,000</u>

Allotted, issued and fully paid Number	Class	Nominal value	31 12 06	31 12 05
		£1	£	£
1	Ordinary		<u>1</u>	<u>1</u>

14 RESERVES

	Profit and loss account £	Revaluation reserve £	Totals £
At 1 January 2006	(272)	-	(272)
Profit for the year	24,783		24,783
Revaluation in the year (see note 7)	<u>-</u>	<u>835,609</u>	<u>835,609</u>
At 31 December 2006	<u>24,511</u>	<u>835,609</u>	<u>860,120</u>

PRIMA 200 FUNDCO NO 1 LIMITED

NOTES TO THE FINANCIAL STATEMENTS - continued for the Year Ended 31 December 2006

15 ULTIMATE PARENT COMPANY

The immediate parent company is Prima 200 Limited Prime LIFT Investments Limited is the ultimate parent Company

16 RELATED PARTY DISCLOSURES

During the year the company received loans from Barclays Bank PLC totalling £5,612,012 (2005-£7,289,595) The balance outstanding at 31 December 2006 was £12,901,607 (2005-£7,289,595) Barclays Bank Plc has an interest in Barclays European Infrastructure Limited which is a shareholder in Prime LIFT Investments Limited, the company's ultimate parent company

Disbursements were recharged by and to the company during the year to and by Prime (UK) Developments Limited of £Nil including VAT (2005-£203,489) and £116,454 including VAT (2005-£143,041) respectively, the balances at 31 December 2006 were £Nil (2005-£Nil) and £Nil (2005-£Nil) respectively Prime (UK) Developments Limited is a subsidiary of Prime Plc which has an interest in Prime LIFT Investments Limited Land of £Nil (2005-£185,250) and £Nil (2005-£75,000) was purchased by the company during the year from North Stoke Primary Care Trust and Staffordshire Moorlands Primary Care Trust respectively, the balance at 31 December 2006 was £Nil (2005-£Nil) and £Nil (2005-£Nil) respectively North Stoke Primary Care Trust and Staffordshire Moorlands Primary Care Trust have an interest in Prima 200 Limited, the company's immediate parent company

Sales of £72,204 including VAT (2005-£Nil), £348,582 including VAT (2005-£Nil) and £168,387 including VAT (2005-£Nil) were made during the year to Staffordshire Moorlands Primary Care Trust, Newcastle under Lyme Primary Care Trust and North Stoke Primary Care Trust respectively, all of whom have an interest in Prima 200 Limited, the company's immediate parent company The balances at 31 December 2006 were £2,945 (2005-£Nil), £710 (2005-£Nil) and £Nil (2005-£Nil) respectively

During the year technical and other services were provided to the company by Prima 200 Limited of £1,239,456 including VAT (2005-£1,166,458) The balance at 31 December 2006 was £Nil (2005-£1,166,458) Prima 200 Limited is the company's immediate parent company

17 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	31 12 06	31 12 05
	£	£
Profit/(Loss) for the financial year	24,783	(272)
Other recognised gains and losses relating to the year (Note 7)	<u>835,609</u>	<u>-</u>
Net addition/(reduction) to shareholders' funds	860,392	(272)
Opening shareholders' funds	<u>(271)</u>	<u>1</u>
Closing shareholders' funds	<u>860,121</u>	<u>(271)</u>

PRIMA 200 FUNDCO NO 1 LIMITED

PROFIT AND LOSS ACCOUNT
for the Year Ended 31 December 2006

	31 12 06		31 12 05	
	£	£	£	£
Sales		198,613		-
Expenditure				
Sundry expenses	319		29	
Liftco partnering services fee	10,032		-	
Property costs A Services	<u>21,280</u>		<u>-</u>	
		<u>31,631</u>		<u>29</u>
		166,982		(29)
Finance costs				
Bank charges	452		218	
Bank interest	227		25	
Senior debt interest	<u>141,520</u>		<u>-</u>	
		<u>142,199</u>		<u>243</u>
NET PROFIT/(LOSS)		<u>24,783</u>		<u>(272)</u>

This page does not form part of the statutory financial statements