Report of the Directors and

Financial Statements for the Period 24 June 1996 to 30 November 1997

<u>for</u>

ESSENTIAL SCOTLAND LIMITED



<u>Index to the Financial Statements</u> <u>for the period 24 June 1996 to 30 November 1997</u>

	Page
Company Information	1
Report of the Directors	2
Profit and Loss Account	3
Balance Sheet	4
Notes to the Financial Statements	4

Company Information for the Period 24 June 1996 to 30 November 1997

DIRECTORS:

D Munro

G M Sinclair J D Foster R K Welham

SECRETARY:

D Munro

REGISTERED OFFICE:

4 Brunstane Drive

Edinburgh EH15 2NF

REGISTERED NUMBER: 166508 (Scotland)

Report of the Directors

for the Period 24 June 1996 to 30 November 1997

The directors present their report with the financial statements of the company for the period 24 June 1996 to 30 November 1997.

INCORPORATION

The company was incorporated on 24 June 1996 and commenced trading on 10 July 1996. The company passed a special resolution on 23 August 1996 changing its name from Pinkport Limited to Essential Scotland Limited.

PRINCIPAL ACTIVITY

The principal activity of the company in the period under review was that of incoming tour operating.

DIRECTORS

The directors during the period under review were:

D Munro	- appointed 10.7.96
G M Sinclair	- appointed 15.10.97
L Foggo	- appointed 10.7.96
	- resigned 8.1.97
J D Foster	- appointed 10.7.96
R K Welham	- appointed 10.7.96
Jordans (Scotland) Limited	- appointed 24.6.96
	- resigned 10.7.96
Oswalds of Edinburgh Limited	- appointed 24.6.96
	- resigned 10.7.96

The beneficial interests of the directors holding office on 30 November 1997 in the issued share capital of the company were as follows:

Ordinary £1 shares	30.11.97	at date of appointment
D Munro	74	2
G M Sinclair	-	-
J D Foster	-	-
R K Welham	-	-

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:

D Munro - DIRECTOR

Dated: 22 July 1998

Profit and Loss Account for the Period 24 June 1996 to 30 November 1997

	Notes	£
TURNOVER	2	111,129
Cost of sales		(96,535)
GROSS PROFIT		14,594
Administrative expenses		(19,140)
		(4,546)
Other operating income		5
OPERATING LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION	3	(4,541)
Tax on loss on ordinary activities	4	
LOSS FOR THE FINANCIAL PERIO	DD	(4,541)
DEFICIT CARRIED FORWARD		£(4,541)

Balance Sheet 30 November 1997

	Notes	£
FIXED ASSETS:		
Tangible assets	5	10,104
CURRENT ASSETS:		
Debtors	6	2,450
Cash at bank	-	8,289
		10,739
CREDITORS: Amounts falling		-,
due within one year	7	(25,284)
NET CURRENT LIABILITIES:		(14,545)
TOTAL ASSETS LESS CURRENT	-	
LIABILITIES:		£(4,441)
		====
CAPITAL AND RESERVES:		
Called up share capital	8	100
Profit and loss account		(4,541)
Shareholders' funds	9	£(4,441)

The company is entitled to exemption from audit under Section 249A(1) of the Companies Act 1985 for the period ending 30 November 1997.

No notice has been deposited under Section 249B(2) of the Companies Act 1985 in relation to its financial statements for the financial year.

The directors acknowledge their responsibilities for:

- (a) ensuring that the company keeps accounting records which comply with Section 221 of the Companies Act 1985 and
- (b) preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of each financial year and of its profit or loss for each financial year in accordance with the requirements of Section 226 and which otherwise comply with the requirements of the Companies Act 1985 relating to financial statements, so far as applicable to the company.

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.

ON BEHALF OF THE BOARD:

D Munro - DIRECTOR

Approved by the Board on 22 July 1998

Notes to the Financial Statements for the Period 24 June 1996 to 30 November 1997

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.

Financial Reporting Standard Number 1

Exemption has been taken from preparing a cash flow statement on the grounds that the company qualifies as a small company.

Turnover

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

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Plant and machinery etc

- 25% on reducing balance

2. TURNOVER

The turnover and loss before taxation are attributable to the one principal activity of the company.

3. OPERATING LOSS

The operating loss is stated after charging:

Depreciation - owned assets	3,368 =====
Directors' emoluments and other benefits etc	2,740

4. TAXATION

There is no tax charge for the period.

Notes to the Financial Statements for the Period 24 June 1996 to 30 November 1997

5. TANGIBLE FIXED ASSETS

.	, and be	TIMED MODELO		Plant and machinery etc
	COST:			£
	Additions			13,472
	At 30 Nove	mber 1997		13,472
	DEPRECIAT Charge for p			3,368
	At 30 Nove	mber 1997		3,368
	NET BOOK Y At 30 Nove			10,104
6.		AMOUNTS FALLING N ONE YEAR		£
	Other debto	rs		2,450
7.		: AMOUNTS FALLING NONE YEAR		
				£ 2,725 13,228 9,191 140 25,284
8.	CALLED UP	SHARE CAPITAL		
	Authorised: Number:	Class:	Nominal value:	£
	1,000	Ordinary	£1	1,000
	Allotted, issu Number:	ued and fully paid: Class:	Nominal	
	100	Ordinary	value: £1	£ 100 ====

100 Ordinary shares of £1 each were allotted and fully paid for cash at par during the period.