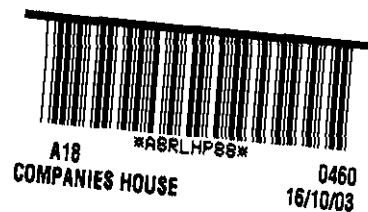


WINCHBOURNE LIMITED
FINANCIAL STATEMENTS
FOR THE
YEAR ENDED 30 JUNE 2003

COMPANY NO: 807607



COHEN ARNOLD & CO.
Chartered Accountants
New Burlington House
1075 Finchley Road
LONDON NW11 0PU

WINCHBOURNE LIMITED
FINANCIAL STATEMENTS
YEAR ENDED 30 JUNE 2003

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WINCHBOURNE LIMITED

COMPANY INFORMATION

THE DIRECTORS

Abraham Gluck

Harold Gluck

COMPANY SECRETARY

Abraham Gluck

REGISTERED OFFICE

New Burlington House
1075 Finchley Road
LONDON
NW11 0PU

ACCOUNTANTS

Cohen Arnold & Co.
Chartered Accountants
New Burlington House
1075 Finchley Road
LONDON NW11 0PU

BANKERS

Lloyds TSB
Business & Commercial Service Centre
Dominions House
Eton Place
64 High Street
Burnham
Bucks.
SL1 7JT

WINCHBOURNE LIMITED
THE REPORT OF THE DIRECTORS
YEAR ENDED 30 JUNE 2003

The Directors have pleasure in presenting their report and the unaudited Financial Statements of the Company for the year ended 30 June 2003.

PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The principal activity of the Company is property investment which remain unchanged during the year and no change is envisaged in the immediate future.

The net profit on ordinary activities after providing for taxation amounted to £11,956.

The financial results of the Company's activities for the year ended 30th June 2003 are fully reflected in the attached financial statements together with the notes thereon.

The Directors do not recommend the payment of a dividend for the year under review.

THE DIRECTORS AND THEIR INTERESTS IN SHARES OF THE COMPANY

The Directors who served the Company during the year together with their beneficial interests, including family holdings, in the shares of the Company were as follows:

	Ordinary Shares of £1 each	
	At	At
	30 June 2003	1 July 2002
Abraham Gluck	35	35
Harold Gluck	<u>20</u>	<u>20</u>

LAND AND BUILDINGS

The Company's investment properties are included in the Balance Sheet at Directors' valuation.

The Directors are of the opinion that the open market value of the Company's Investment properties are at least equal to the amount they are included in the financial statements.

CLOSE COMPANY PROVISIONS

In the opinion of the Directors, the Company is a close Company within the meaning of S.414 Income and Corporation Taxes Act, 1988 (as amended).

DONATIONS

During the year the Company made the following contributions:

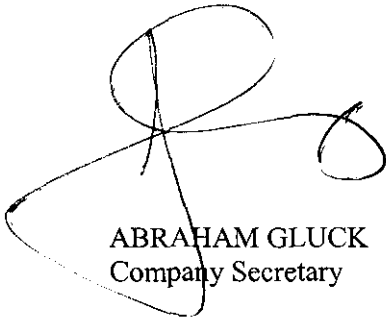
	2003	2002
	£	£
Charitable	<u>—</u>	<u>6,000</u>

WINCHBOURNE LIMITED
THE REPORT OF THE DIRECTORS *(continued)*
YEAR ENDED 30 JUNE 2003

SMALL COMPANY PROVISIONS

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

Signed by order of the Directors



ABRAHAM GLUCK
Company Secretary

08 OCT 2003

Approved by the Directors on

WINCHBOURNE LIMITED
PROFIT AND LOSS ACCOUNT
YEAR ENDED 30 JUNE 2003

	Note	2003 £	2002 £
Net Rental Income	2	32,443	45,871
Administrative expenses		<u>(9,178)</u>	<u>(22,668)</u>
OPERATING PROFIT	3	23,265	23,203
Interest receivable		105	—
Interest payable		<u>(11,678)</u>	<u>(12,229)</u>
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		11,692	10,974
Tax on profit on ordinary activities	4	264	(550)
RETAINED PROFIT FOR THE FINANCIAL YEAR		11,956	10,424
Balance brought forward		<u>113,640</u>	<u>103,216</u>
Balance carried forward		<u>125,596</u>	<u>113,640</u>

The notes on pages 8 to 12 form part of these Financial Statements.

WINCHBOURNE LIMITED
STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES
YEAR ENDED 30 JUNE 2003

	2003 £	2002 £
Profit for the financial year attributable to the shareholders	11,956	10,424
Unrealised profit on revaluation of certain fixed assets	<u>30,370</u>	<u>28,900</u>
Total gains and losses recognised since the last annual report	<u>42,326</u>	<u>39,324</u>

The notes on pages 8 to 12 form part of these Financial Statements.

WINCHBOURNE LIMITED

BALANCE SHEET

30 JUNE 2003

	Note	2003 £	2002 £
FIXED ASSETS			
Tangible assets	5	647,287	617,556
CURRENT ASSETS			
Debtors	6	271,817	233,299
Cash at bank		<u>5,112</u>	<u>33,947</u>
		276,929	267,246
CREDITORS: Amounts falling due within one year	7	<u>25,890</u>	<u>39,307</u>
NET CURRENT ASSETS		251,039	227,939
TOTAL ASSETS LESS CURRENT LIABILITIES		898,326	845,495
CREDITORS: Amounts falling due after more than one year	8	<u>192,046</u>	<u>181,541</u>
		<u>706,280</u>	<u>663,954</u>
CAPITAL AND RESERVES			
Called-up equity share capital	11	100	100
Revaluation reserve	12	580,584	550,214
Profit and loss account		<u>125,596</u>	<u>113,640</u>
SHAREHOLDERS' FUNDS		<u>706,280</u>	<u>663,954</u>

The Directors are satisfied that the Company is entitled to exemption from the provisions of the Companies Act 1985 (the Act) relating to the audit of the Financial Statements for the year by virtue of section 249A(1), and that no member or members have requested an audit pursuant to section 249B(2) of the Act.

The Directors acknowledge their responsibilities for:

- (i) ensuring that the Company keeps proper accounting records which comply with section 221 of the Act, and
- (ii) preparing Financial Statements 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 the Act relating to Financial Statements, so far as applicable to the Company.

These Financial Statements have been prepared in accordance with the special provisions for small companies under Part VII of the Companies Act 1985 and with the Financial Reporting Standard for Smaller Entities (effective June 2002).

The Balance sheet continues on the following page.

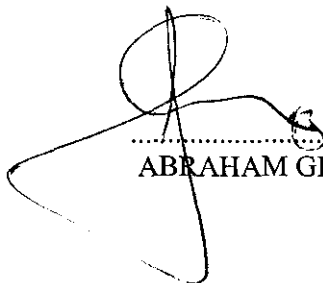
The notes on pages 8 to 12 form part of these Financial Statements.

WINCHBOURNE LIMITED

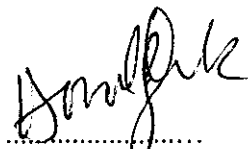
BALANCE SHEET *(continued)*

30 JUNE 2003

These Financial Statements were approved by the Directors on the 8th Oct '03 and are signed on their behalf by:



ABRAHAM GLUCK



HAROLD GLUCK

The notes on pages 8 to 12 form part of these Financial Statements.

WINCHBOURNE LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30 JUNE 2003

1. ACCOUNTING POLICIES

Basis of accounting

The Financial Statements have been prepared under the historical cost convention, modified to include the revaluation of certain fixed assets, and in accordance with the Financial Reporting Standard for Smaller Entities (effective June 2002), subject to the departures referred to below.

Cash flow statement

The accounts do not include a cash flow statement because the company, as a small reporting entity, is exempt from the requirement to prepare such a statement under Financial Reporting Standard No. 1 "Cash flow statements".

Turnover

The turnover of the Company is represented by rents and charges receivable in respect of its investment properties.

Fixed assets

All fixed assets are initially recorded at cost.

Depreciation

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows:

Fixtures & Fittings - 25%

In accordance with Statement of Standard Accounting Practice No. 19, no depreciation or amortisation is provided in respect of freehold investment properties nor on leasehold investment properties having an unexpired term of more than twenty years. This departure from the requirements of the Companies Act 1985, for all properties to be depreciated, is necessary, as the Directors consider that this accounting policy results in the financial statements giving a true and fair view.

Leases having an unexpired term of less than twenty years are amortised evenly over the remaining period of the lease. Low value items of furniture and fittings are written off in the year in which they are acquired.

WINCHBOURNE LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30 JUNE 2003

1. ACCOUNTING POLICIES *(continued)*

Investment properties

Investment properties are included in the balance sheet at Directors' valuation which is in accordance with Statement of Standard Accounting Practice No. 19, which requires such properties to be stated at their open market value.

Acquisitions and disposals of properties

Acquisitions and disposals are considered to have taken place at the date of legal completion and are included in the financial statements accordingly.

Format of the Financial Statements

The financial statements are presented in accordance with the format prescribed by Schedule 4 Companies Act 1985 with suitable adaptation thereof which the Directors consider to be appropriate having regard to the nature of the company's activities.

2. TURNOVER AND NET RENTAL INCOME

The turnover of the company is represented rents and charges receivable in respect of its investment properties.

The net rental income is comprised as follows:

	2003 £	2002 £
Rents and charges receivable	58,963	70,323
Property outgoing	<u>(26,520)</u>	<u>(24,452)</u>
Net rental income	<u>32,443</u>	<u>45,871</u>

3. OPERATING PROFIT

Operating profit is stated after charging:

	2003 £	2002 £
Depreciation of owned fixed assets	<u>3,173</u>	<u>3,386</u>

4. TAX ON PROFIT ON ORDINARY ACTIVITIES

	2003 £	2002 £
Current tax:		
UK Corporation tax based on the results for the year	—	550
Over/under provision in prior year	<u>(264)</u>	<u>—</u>
Total current tax	<u>(264)</u>	<u>550</u>

WINCHBOURNE LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30 JUNE 2003

5. TANGIBLE FIXED ASSETS

	Freehold Properties @ Valuation £	Fixtures & Fittings @ Cost £	Total £
COST OR VALUATION			
At 1 July 2002	607,400	37,777	645,177
Additions	—	2,534	2,534
Revaluation	30,370	—	30,370
At 30 June 2003	<u>637,770</u>	<u>40,311</u>	<u>678,081</u>
DEPRECIATION			
At 1 July 2002	—	27,621	27,621
Charge for the year	—	3,173	3,173
At 30 June 2003	<u>—</u>	<u>30,794</u>	<u>30,794</u>
NET BOOK VALUE			
At 30 June 2003	<u>637,770</u>	<u>9,517</u>	<u>647,287</u>
At 30 June 2002	<u>607,400</u>	<u>10,156</u>	<u>617,556</u>

In accordance with the Company's stated accounting policy (see note 1) no depreciation has been provided in respect of freehold or long-leasehold properties which are held for investment purposes.

The historical cost of the properties is £57,186 (2002:£57,186).

6. DEBTORS

	2003 £	2002 £
Trade debtors	433	850
Other debtors	<u>271,384</u>	<u>232,449</u>
	<u>271,817</u>	<u>233,299</u>

Other debtors include amounts totalling £269,556 (2002:£214,556) due from connected Companies, of which Messrs A and/ or H Gluck are Directors.

The above loans are interest free and repayable on demand.

WINCHBOURNE LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30 JUNE 2003

7. CREDITORS: Amounts falling due within one year

	2003 £	2002 £
Bank loans and overdrafts	21,338	20,171
Corporation tax	—	550
Other taxation and social security	—	1,957
Other creditors	4,552	16,629
	<u>25,890</u>	<u>39,307</u>

Bank loans and overdrafts are secured by legal charges over the Company's investment properties.

8. CREDITORS: Amounts falling due after more than one year

	2003 £	2002 £
Bank loans and overdrafts	<u>192,046</u>	<u>181,541</u>

The following liabilities disclosed under creditors falling due after more than one year are secured by the Company:

	2003 £	2002 £
Bank loans and overdrafts	<u>192,046</u>	<u>181,541</u>

Bank loans and overdrafts are secured by legal charges over the Company's investment properties.

9. CONTINGENCIES

The Company together with several Companies under common management is party to a cross-guarantee in respect of the loan facilities in a principal sum of up to £5m. At Balance sheet date the Contingent liability amounted to £4.8m.

The Company has charged its properties at 1-10 Worcester House as part security for the above bank loan facilities and the book value of the properties charged as at 30th June 2003 is approximately £637,800.

No amounts are anticipated to become payable under the guarantees.

10. RELATED PARTY TRANSACTIONS

Management of the Company's properties, administration and Corporate services provided to the Company are carried out at normal commercial rates by Taskpoint Management Limited. During the year, £8,851 (2002: £11,919) was payable to Taskpoint Management Limited, a company whose Director is Mr A Gluck.

Messrs A Gluck and H Gluck together with their families own a controlling interest in the Share Capital of the Company.

WINCHBOURNE LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30 JUNE 2003

11. SHARE CAPITAL

Authorised share capital:

	2003	2002
	£	£
100 Ordinary shares of £1 each	<u>100</u>	<u>100</u>

Allotted, called up and fully paid:

	2003		2002	
	No.	£	No.	£
Ordinary shares of £1 each	<u>100</u>	<u>100</u>	<u>100</u>	<u>100</u>

12. REVALUATION RESERVE

	2003	2002
	£	£
Balance brought forward	550,214	521,314
Revaluation of fixed assets	<u>30,370</u>	<u>28,900</u>
Balance carried forward	<u>580,584</u>	<u>550,214</u>