

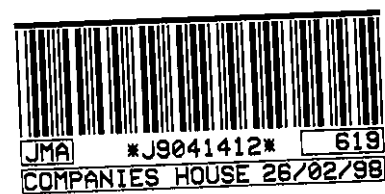
F & S (DEVELOPMENTS) LIMITED

FINANCIAL STATEMENTS

FOR THE YEAR ENDED

30 APRIL 1997

COMPANY NO. 1027708



F & S (DEVELOPMENTS) LIMITED

FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 APRIL 1997

Company Registration Number:

1027708

Registered Office:

Oak Lodge
Windmill Lane
Appleton
Warrington

Directors:

Mr J A Farquharson
Mrs M L Bennett

Secretary:

Mr J A Farquharson

Auditors:

Grant Thornton
Registered Auditors
Chartered Accountants
Warrington

F & S (DEVELOPMENTS) LIMITED

FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 APRIL 1997

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F & S (DEVELOPMENTS) LIMITED

REPORT OF THE DIRECTORS

The directors present their report together with financial statements for the year ended 30 April 1997.

Principal activities

The company is principally engaged in the business of land and property development and management.

Results and dividend

There was a profit for the year after taxation amounting to £10,115. The directors do not recommend payment of a dividend and the profit has therefore been retained.

Directors

The directors in office at the end of the year are listed below. Both served on the Board throughout the year.

The interests of the directors in the shares of the company at 1 May 1996 and 30 April 1997 were as follows:-

	1997 and 1996 Ordinary Shares
Mr J A Farquharson	100
Mrs M L Bennett	-

Directors' responsibilities for the financial statements

Company law requires the directors to prepare financial statements for each financial year which 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 those 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;
- 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 maintaining proper accounting records, for safeguarding the assets of the company and for taking reasonable steps for the prevention and detection of fraud and other irregularities.

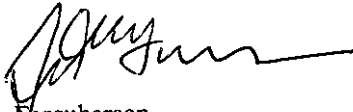
F & S (DEVELOPMENTS) LIMITED

REPORT OF THE DIRECTORS (CONTINUED)

Auditors

Grant Thornton offer themselves for reappointment as auditors in accordance with Section 385 of the Companies Act 1985.

BY ORDER OF THE BOARD



J A Marquharson
Secretary
19 February 1998

**REPORT OF THE AUDITORS TO THE MEMBERS OF
F & S (DEVELOPMENTS) LIMITED**

We have audited the financial statements on pages 4 to 11 which have been prepared under the accounting policies set out on page 4.

Respective responsibilities of directors and auditors

As described on page 1 the company's directors are responsible for the preparation of financial statements. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

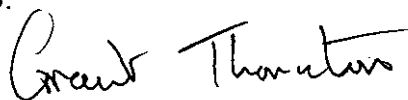
Basis of opinion

We conducted our audit in accordance with Auditing Standards 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.

Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 30 April 1997 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



GRANT THORNTON
REGISTERED AUDITORS
CHARTERED ACCOUNTANTS
WARRINGTON
19 February 1998

F & S (DEVELOPMENTS) LIMITED

PRINCIPAL ACCOUNTING POLICIES

The financial statements have been prepared under the historical cost convention, except that the investment property is revalued at market value annually.

The principal accounting policies of the company have remained unchanged from the previous year and are set out below.

Turnover

Turnover is the total amount receivable by the company for goods supplied and for services provided, excluding VAT.

Depreciation

Depreciation is calculated to write down the cost of fixtures and fittings by the reducing balance method over their expected useful lives. The rate generally applicable to fixtures and fittings is 33⅓%. No depreciation is provided on the investment property.

Stock and work in progress

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

Cost represents the cost of the stock of properties and building land, plus subsequent improvement expenditure. Net realisable value represents the estimated selling price.

Investment property

In accordance with Statement of Standard Accounting Practice No. 19, the investment property, which is held for long-term investment, is included in the balance sheet at open market value. The surplus on the revaluation of the property is transferred to the investment property revaluation reserve. Depreciation is not provided in respect of the investment property.

This policy represents a departure from statutory accounting principles, which require depreciation to be provided on all fixed assets. The directors consider that this policy is necessary in order that the financial statements may give a true and fair view, because current values and changes in current values are of prime importance rather than the calculation of systematic annual depreciation. Depreciation is only one of many factors reflected in the valuation and the amount which might otherwise have been shown cannot be separately identified or quantified.

Contributions to pension funds

The pension costs charged against profits represent the amount of the contributions payable to the scheme in respect of the accounting period.

F & S (DEVELOPMENTS) LIMITED**PROFIT AND LOSS ACCOUNT**

FOR THE YEAR ENDED 30 APRIL 1997

	Note	1997 £	1996 £
Turnover	1	157,212	91,340
Cost of sales		(70,912)	-
Gross profit		86,300	91,340
Administrative expenses		(61,277)	(49,384)
Operating profit		25,023	41,956
Net interest	2	(12,993)	(14,618)
Profit on ordinary activities before taxation	1	12,030	27,338
Tax on profit on ordinary activities	4	(1,915)	(5,050)
Profit retained	13	10,115	22,288

There were no recognised gains or losses other than the profit for the financial year.

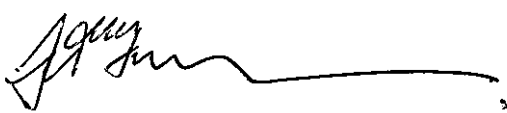
The accompanying accounting policies and notes form an integral part of these financial statements.

F & S (DEVELOPMENTS) LIMITED

BALANCE SHEET AT 30 APRIL 1997

	Note	£	1997 £	£	1996 £
Fixed assets					
Tangible assets	5		335,010		335,015
Investment	6		1		1
Current assets					
Stock and work in progress	7	79,563		149,563	
Debtors	8	278		1,008	
		<u>79,841</u>		<u>150,571</u>	
Creditors: amounts falling due within one year	9	<u>94,770</u>		<u>170,976</u>	
Net current liabilities			<u>(14,929)</u>		<u>(20,405)</u>
Total assets less current liabilities			320,082		314,611
Creditors: amounts falling due after more than one year	10		<u>(36,062)</u>		<u>(40,706)</u>
			<u>284,020</u>		<u>273,905</u>
Capital and reserves					
Called up share capital	12		200		200
Revaluation reserve	13		111,243		111,243
Profit and loss account	13		<u>172,577</u>		<u>162,462</u>
Shareholders funds	13		<u>284,020</u>		<u>273,905</u>

The financial statements were approved by the Board of Directors on 19 February 1998.


J A Farquharson - Director

The accompanying accounting policies and notes form an integral part of these financial statements.

F & S (DEVELOPMENTS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 APRIL 1997

1 Turnover and profit on ordinary activities before taxation

The turnover and profit before taxation is attributable to land and property dealings, development and management.

The profit on ordinary activities is stated after:

	1997 £	1996 £
Auditors' remuneration	850	850
Depreciation of tangible fixed assets, owned	5	8
Pension costs	7,500	7,500
	<u> </u>	<u> </u>

2 Net interest

	1997 £	1996 £
On bank overdrafts repayable within 5 years, otherwise than by instalments	9,532	10,548
On bank loans repayable in more than 5 years by instalments	3,461	4,070
	<u> </u>	<u> </u>
	12,993	14,618
	<u> </u>	<u> </u>

3 Directors and employees

	1997 £	1996 £
Staff costs during the year were as follows:		
Wages and salaries	6,750	6,750
Social security costs	313	313
Other pension costs	7,500	7,500
	<u> </u>	<u> </u>
	14,563	14,563
	<u> </u>	<u> </u>

The average number of employees of the company during the year was 2 (1996 : 2).

Remuneration in respect of directors was as follows:

	1997 £	1996 £
Management remuneration	14,250	14,250
	<u> </u>	<u> </u>

F & S (DEVELOPMENTS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 APRIL 1997

4 Tax on profit on ordinary activities

The tax charge is based on the profit for the year and is made up as follows:

	1997 £	1996 £
Corporation Tax at 24% (1996 - 25%)	2,000	5,700
Adjustment in respect of previous years	(85)	(650)
	<u>1,915</u>	<u>5,050</u>

5 Tangible fixed assets

	Total £	Investment property £	Fixtures & fittings £
Cost or valuation			
At 1 May 1996 and at 30 April 1997	336,750	335,000	1,750
Depreciation			
At 1 May 1996	1,735	-	1,735
Provided in the year	5	-	5
At 30 April 1997	<u>1,740</u>	<u>-</u>	<u>1,740</u>
Net book amount at 30 April 1997	<u>335,010</u>	<u>335,000</u>	<u>10</u>
Net book amount at 30 April 1996	<u>335,015</u>	<u>335,000</u>	<u>15</u>

The investment property has been revalued and is included at the directors opinion of open market value. The surplus arising on revaluation has been transferred to revaluation reserve.

F & S (DEVELOPMENTS) LIMITED**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

FOR THE YEAR ENDED 30 APRIL 1997

6 Fixed asset investment

This comprises the cost of the company's holding in Diamond Cutting (North West) Limited. At 30 April 1997, the company held more than 10% of the allotted share capital of the following undertaking:

Name of undertaking	Country of registration	Class of share capital held	Proportion held	Nature of business	Capital and reserves £	Loss for the year ended 31 May 1996 £
Diamond Cutting (North West) Limited	England	£1 Ordinary shares	70%	Non-trading (Concrete cutting to 28 Feb '92)	(7,792)	419

The directors have taken advantage of the exemptions under Section 248 of the Companies Act 1985, not to prepare consolidated group accounts as the group is a small size group.

7 Stock and work in progress

	1997 £	1996 £
Stock of properties and work in progress	79,563	149,563

8 Debtors

	1997 £	1996 £
Prepayments and accrued income	278	358
Corporation Tax recoverable	-	650
	278	1,008

F & S (DEVELOPMENTS) LIMITED**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

FOR THE YEAR ENDED 30 APRIL 1997

9 Creditors: amounts falling due within one year

	1997 £	1996 £
Bank loan (secured)	4,105	3,105
Bank overdraft (secured)	35,038	111,367
Trade creditors	11,730	11,895
Current taxation	2,000	5,700
Other creditors	19,957	16,532
Accruals and deferred income	20,675	20,279
Social security and other taxes	1,265	2,098
	<u>94,770</u>	<u>170,976</u>

The bank have an unscheduled mortgage debenture over company assets and legal mortgages over certain company properties as security for the bank borrowings.

10 Creditors: amounts falling due after more than one year

	1997 £	1996 £
Bank loan (secured)	<u>36,062</u>	<u>40,706</u>

The bank have an unscheduled mortgage debenture over company assets and legal mortgages over certain company properties as security for the bank borrowings.

11 Borrowings

Borrowings are repayable as follows:-

	1997 £	1996 £
Within one year		
Bank overdraft	35,038	111,367
Bank loan	4,105	3,105
After one and within two years		
Bank loan	3,500	3,500
After two and within five years		
Bank loan	12,000	12,000
After five years		
Bank loan	20,562	25,206
	<u>75,205</u>	<u>155,178</u>

The bank loan is repayable by instalments and the rate of interest payable is 2.25% over bank base rate.

F & S (DEVELOPMENTS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 APRIL 1997

12 Called up share capital

1997 and 1996
£

Authorised 1,000 Ordinary shares of £1 each	1,000
Allotted, called up and fully paid 200 Ordinary shares of £1 each	200

13 Movement in shareholders' funds

	Revaluation reserve £	Profit and loss account £	Share capital £	Total £
At 1 May 1995	111,243	140,174	200	251,617
Retained profit for the year	-	22,288	-	22,288
At 30 April 1996	111,243	162,462	200	273,905
Retained profit for the year	-	10,115	-	10,115
At 30 April 1997	111,243	172,577	200	284,020

14 Capital commitments

The company had no capital commitments at 30 April 1997 or 30 April 1996.

15 Contingent liabilities

There were no contingent liabilities at 30 April 1997 or 30 April 1996.

16 Pensions

The company operates a defined contribution scheme for the benefit of the directors. The assets of the scheme are administered by trustees in a scheme independent from those of the company.

17 Transactions with directors and other related parties

The balances on loan account due to directors and other related parties were as follows:-

	1997 £	1996 £
J A Farquharson	4,602	4,602
Estate of J Sanson deceased	10,179	10,179

There were no transactions with the above during the year.