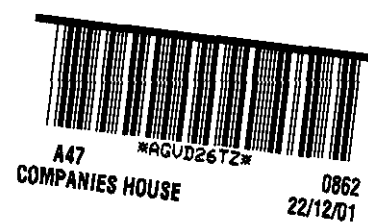


COMPANY NUMBER 1420321

PELHAMWALK LTD
FINANCIAL STATEMENTS
FOR THE YEAR ENDED
31 MARCH 2001

ENSORS
Chartered Accountants & Registered Auditors
46 St Nicholas Street
IPSWICH
IP1 1TT



PELHAMWALK LTD

DIRECTOR'S REPORT

FOR THE YEAR ENDED 31 MARCH 2001

The director has pleasure in presenting his report and the financial statements of the company for the year ended 31 March 2001.

PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The principal activity of the company during the year was that of a holding company.

The results for the year and the financial position at the year end were considered satisfactory by the director.

FUTURE DEVELOPMENTS

The company continues to be a holding company.

RESULTS AND DIVIDENDS

The trading results for the year, and the company's financial position at the end of the year are shown in the attached financial statements.

The director has not recommended a dividend.

THE DIRECTOR AND HIS INTERESTS IN SHARES OF THE COMPANY

The director who served the company during the year together with his beneficial interests, including family holdings, in the shares of the company was as follows:

	Ordinary Shares of £1 each	
	At 31 March 2001	At 1 April 2000
C A Faine	<u>100</u>	<u>100</u>

DIRECTOR'S RESPONSIBILITIES

Company law requires the director to prepare financial statements for each financial year 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 the profit or loss for the year then ended.

In preparing those financial statements, the director is required to:

select suitable accounting policies, as described on page 7, and then apply them consistently;

make judgements and estimates that are reasonable and prudent;

comply with applicable accounting standards subject to any material departures disclosed and explained in the financial statements; and

prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

PELHAMWALK LTD

DIRECTOR'S REPORT *(continued)*

FOR THE YEAR ENDED 31 MARCH 2001

DIRECTOR'S RESPONSIBILITIES *(continued)*

The director is responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable him to ensure that the financial statements comply with the Companies Act 1985. The director is 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.

AUDITORS

A resolution to re-appoint Ensors as auditors will be put to the members at the annual general meeting.

Signed by order of the board ..19 December.. 2001

D G GWYNNE
Company Secretary



PELHAMWALK LTD

AUDITORS' REPORT TO THE SHAREHOLDERS

FOR THE YEAR ENDED 31 MARCH 2001

We have audited the financial statements on pages 4 to 13 which have been prepared under the historical cost convention and the accounting policies set out on page 7.

RESPECTIVE RESPONSIBILITIES OF THE DIRECTOR AND THE AUDITORS

As described on pages 1 to 2, the company's director is responsible for the preparation of the 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 director 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 31 March 2001 and of the loss of the company for the year then ended, and have been properly prepared in accordance with the Companies Act 1985.



ENSORS
Chartered Accountants
& Registered Auditors

IPSWICH

20 December 2001

PELHAMWALK LTD

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31 MARCH 2001

	Note	2001 £	2000 £
TURNOVER		-	-
Administrative expenses		(4,024)	519
OPERATING (LOSS)/PROFIT	2	(4,024)	519
Interest receivable		386	332
Amounts written off investments	4	-	(842)
(LOSS)/PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		(3,638)	9
Tax on (loss)/profit on ordinary activities		-	-
(LOSS)/RETAINED PROFIT FOR THE FINANCIAL YEAR		(3,638)	9
Balance brought forward		820,486	820,477
Balance carried forward		816,848	820,486

The company has no recognised gains or losses other than the results for the year as set out above.

All of the activities of the company are classed as continuing.

The notes on pages 7 to 13 form part of these financial statements.

PELHAMWALK LTD

BALANCE SHEET

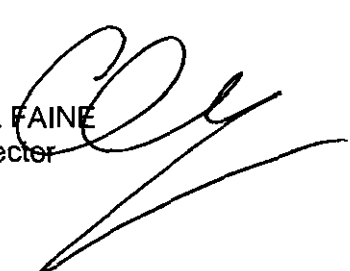
AS AT 31 MARCH 2001

	Note	2001 £	2000 £
FIXED ASSETS			
Tangible assets	5	194	1,200
Investments	6	814,802	814,802
		<u>814,996</u>	<u>816,002</u>
CURRENT ASSETS			
Debtors	7	1,000	74,278
Cash at bank		11,704	10,336
		<u>12,704</u>	<u>84,614</u>
CREDITORS: Amounts falling due within one year	8	(10,752)	(80,030)
NET CURRENT ASSETS		<u>1,952</u>	<u>4,584</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>816,948</u>	<u>820,586</u>
CAPITAL AND RESERVES			
Called-up equity share capital	10	100	100
Profit and loss account		816,848	820,486
SHAREHOLDERS' FUNDS	11	<u>816,948</u>	<u>820,586</u>

Shareholders' funds are fully attributable to equity interests

By order of the board 19 December 2001

C A FAINE
Director



The notes on pages 7 to 13 form part of these financial statements.

PELHAMWALK LTD**CASH FLOW STATEMENT****FOR THE YEAR ENDED 31 MARCH 2001**

	Note	2001 £	2000 £
NET CASH INFLOW/(OUTFLOW) FROM OPERATING ACTIVITIES	12	895	(652)
RETURNS ON INVESTMENTS AND SERVICING OF FINANCE			
Interest received		386	332
NET CASH INFLOW FROM RETURNS ON INVESTMENTS AND SERVICING OF FINANCE		386	332
CAPITAL EXPENDITURE			
Receipts from sale of fixed assets		1,000	-
NET CASH INFLOW FROM CAPITAL EXPENDITURE		1,000	-
INCREASE/(DECREASE) IN CASH	13	<u>2,281</u>	<u>(320)</u>

PELHAMWALK LTD

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2001

1. ACCOUNTING POLICIES

Basis of accounting

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

Consolidation

In the opinion of the director, the company and its subsidiary undertakings comprise a medium-sized group. The company has therefore taken advantage of the exemption provided by Section 248 of the Companies Act 1985 not to prepare group accounts.

Depreciation

Depreciation is calculated to write off the cost, less estimated residual value of fixed assets, over their estimated useful lives as follows:

Fixtures & Fittings	- 20% reducing balance
Motor Vehicles	- 25% reducing balance

Deferred taxation

Deferred taxation is provided on the liability method on all short term timing differences. Provision is also made for long term timing differences except for those which are not expected to reverse in the future at the rates of tax expected to apply when the timing differences reverse.

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of the transaction. Exchange differences are taken into account in arriving at the operating profit.

Investments

Investments held as fixed assets are stated at cost less provision for any permanent diminution in value.

PELHAMWALK LTD

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2001

2. OPERATING LOSS/PROFIT

Operating loss/profit is stated after charging/(crediting):

	2001	2000
	£	£
Director's Emoluments	-	-
Depreciation	48	379
Profit on disposal of fixed assets	(42)	-
Auditors' remuneration		
- as auditors	-	(1,275)
Net loss on foreign currency translation	913	271

3. PARTICULARS OF EMPLOYEES

The average number of staff employed by the company during the financial year amounted to:

	2001	2000
	No.	No.
Number of management staff	2	2

No salaries or wages have been paid to employees, including the director, during the year.

During the year no right to subscribe for shares in the company or any other group company was granted to or exercised by the director.

4. AMOUNTS WRITTEN OFF INVESTMENTS

	2001	2000
	£	£
Amount written off investments	-	842

PELHAMWALK LTD

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2001

5. TANGIBLE FIXED ASSETS

	Fixtures & Fittings £	Motor Vehicles £	Total £
COST			
At 1 April 2000	9,121	23,000	32,121
Disposals	-	(23,000)	(23,000)
At 31 March 2001	<u>9,121</u>	<u>-</u>	<u>9,121</u>
DEPRECIATION			
At 1 April 2000	8,879	22,042	30,921
Charge for the year	48	-	48
On disposals	-	(22,042)	(22,042)
At 31 March 2001	<u>8,927</u>	<u>-</u>	<u>8,927</u>
NET BOOK VALUE			
At 31 March 2001	<u>194</u>	<u>-</u>	<u>194</u>
At 31 March 2000	<u>242</u>	<u>958</u>	<u>1,200</u>

6. INVESTMENTS

	Shares in Group Investments Undertaking £	Unlisted Investments £	Total £
COST			
At 1 April 2000 and 31 March 2001	<u>800,002</u>	<u>15,642</u>	<u>815,644</u>
AMOUNTS WRITTEN OFF			
At 1 April 2000 and 31 March 2001	<u>-</u>	<u>842</u>	<u>842</u>
NET BOOK VALUE			
At 31 March 2001	<u>800,002</u>	<u>14,800</u>	<u>814,802</u>
At 31 March 2000	<u>800,002</u>	<u>14,800</u>	<u>814,802</u>

PELHAMWALK LTD

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2001

6. INVESTMENTS *(continued)*

Name of subsidiary company	Holding (ordinary shares)	Proportion held	Aggregate capital & reserves at 31.03.01 £	(Loss)/Profit for the year ended 31.03.01 £
Abbeygate Developments Ltd	2,503 Shares	90.5%	£866,371	£160,047

Abbeygate Developments hold 100% of the ordinary share capital of the following companies.

Abbeygate Developments (Campbell Park)Ltd
Abbeygate Developments (Dunstable) Ltd
Abbeygate Developments (Winterhill 1) Ltd
Abbeygate Developments (Luton) Ltd
Abbeygate Developments (Ipswich) Ltd
Abbeygate Developments (Brinklow) Ltd
Abbeygate Developments (Winterhill) Ltd
Abbeygate Developments (Witan Gate) Ltd
Abbeygate Developments (Grafton Gate 2)
Abbeygate Developments (Copdock Mill) Ltd
Abbeygate Developments (Bouverie Square) Ltd
Abbeygate Developments (Grafton Gate) Ltd
Abbeygate Developments (Kingston) Ltd
Abbeygate Developments (Dunstable 2) Ltd
Abbeygate Developments (Tongwell) Ltd
Abbeygate Developments (Regent Street) Ltd

The nature of the business of the above companies is that of property development.

Fenshelf 73 Ltd

The nature of the business of Fenshelf 73 Ltd is to hold and maintain property.

Under the provision of section 248 of the Companies Act 1985 the company is exempt from preparing consolidated accounts and has not done so, therefore the accounts show information about the company as an individual entity.

PELHAMWALK LTD

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2001

7. DEBTORS

	2001	2000
	£	£
Amounts owed by group undertakings	-	74,278
Other debtors	1,000	-
	<u>1,000</u>	<u>74,278</u>

8. CREDITORS: Amounts falling due within one year

	2001	2000
	£	£
Amounts owed to group undertakings	10,722	80,000
Accruals and deferred income	30	30
	<u>10,752</u>	<u>80,030</u>

9. RELATED PARTY TRANSACTIONS

The company is controlled by Mr CA Faine by virtue of his shareholding.

At the year end the following balances were due (to)/from relating parties.

Name of related Party	Nature of relationship	Debtor/(Creditor) balance	
		2001	2000
		£	£
Abbeygate Developments Ltd	Subsidiary Company	(10,722)	74,278
Abbeygate Developments (Ipswich) Ltd	Subsidiary Company	-	(80,000)

During the year audit fees of £1,290 (2000:£2,115) were borne Abbeygate Developments Ltd.

10. SHARE CAPITAL

Authorised share capital:

	2001	2000
	£	£
100 Ordinary shares of £1 each	<u>100</u>	<u>100</u>

PELHAMWALK LTD

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2001

10. SHARE CAPITAL *(continued)*

Allotted, called up and fully paid:

	2001	2000
	£	£
Ordinary share capital	<u>100</u>	<u>100</u>

11. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS

	Ordinary share capital £	Profit & Loss Account £	Total £
Balance at 1 April 1999	100	820,477	820,577
Profit for the financial year		9	9
	<u>100</u>	<u>820,486</u>	<u>820,586</u>
Balance at 31 March 2000			
Loss for the financial year		(3,638)	(3,638)
Balance at 31 March 2001	<u>100</u>	<u>816,848</u>	<u>816,948</u>

12. RECONCILIATION OF OPERATING (LOSS)/PROFIT TO NET CASH INFLOW/(OUTFLOW) FROM OPERATING ACTIVITIES

	2001	2000
	£	£
Operating (loss)/profit	(4,024)	519
Depreciation	48	379
Profit on disposal of fixed assets	(42)	-
Decrease in debtors	73,278	40,422
Decrease in creditors	(69,278)	(42,243)
Loss on foreign currency retranslation on debt	913	271
	<u>895</u>	<u>(652)</u>
Net cash inflow/(outflow) from operating activities		

PELHAMWALK LTD

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2001

13. RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET FUNDS

	2001 £	2000 £
Increase/(Decrease) in cash in the period	2,281	(320)
Translation differences	(913)	(271)
Movement in net funds in the period	1,368	(591)
Net funds at 1 April 2000	10,336	10,927
Net funds at 31 March 2001	11,704	10,336

14. ANALYSIS OF CHANGES IN NET FUNDS

	At 1 Apr 2000 £	Cash flows £	Exchange movement £	At 31 Mar 2001 £
Net cash:				
Cash in hand and at bank	10,336	455	913	11,704
Net funds	10,336	455	913	11,704