Perlease Limited

ANNUAL REPORT AND FINANCIAL STATEMENTS

For the year ended 28 February 2003

Registered No: 1499521

L7609R4Q
LD2
COMPANIES HOUSE
0281
23/12/03

Perlease Limited

ANNUAL REPORT AND FINANCIAL STATEMENTS

For the period ended 28 February 2003

	Page
Report of the Directors	1
Independent Auditors' Report	3
Profit and Loss Account	4
Balance Sheet	5
Notes to the Financial Statements	6

The directors present their annual report and the audited financial statements for the year ended 28 February 2003.

Principal activities and business review

The principal activity of the company is that of a sales agency. The directors anticipate no significant change in the level of trading during the ensuing year.

Change of registered office

On 8 October 2002 the company changed its registered office to Westbury House, Lansdown Road, Cheltenham GL50 2WH, following the acquisition of the company by Westbury plc on 17 June 2002.

Results and dividends

The profit on ordinary activities for the year, after taxation, amounted to £28,350 (2002: £16,591).

The directors do not recommend payment of a dividend (2002: £nil).

Directors and their interests

The directors who served during the year were as follows:

M C Donohue	(appointed 17 June 2002)
J H Bennett	(appointed 17 June 2002)
N T Fee	(appointed 17 June 2002)
C J Cole	(appointed 17 June 2002)
S D Mantell	(resigned 30 September 2002)
M W Jones	(resigned 30 September 2002)

All directors in office at 28 February 2003 are directors of the ultimate parent undertaking, Westbury plc. Their interests in group companies are disclosed in the financial statements of the group, obtainable from Westbury House, Lansdown Road, Cheltenham, GL50 2WH.

On 30 September 2002 S D Mantell resigned as Company Secretary and C N Chandler was appointed.

Statement of directors' responsibilities

Company law requires the directors to prepare financial statements for each financial year that 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 that year. 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; and state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements.

The directors confirm that they have complied with the above requirements in preparing the financial statements. The financial statements have been prepared on the going concern basis.

The directors are responsible for keeping proper accounting records that 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.

The directors have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud or any other irregularities.

Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Auditors

During the year KPMG resigned as auditors and PricewaterhouseCoopers were appointed by the directors to fill the casual vacancy arising. Following the conversion of the auditors PricewaterhouseCoopers to a Limited Liability Partnership (LLP) as from 1 January 2003, PricewaterhouseCoopers resigned on 30 January 2003 and the directors appointed its successor, PricewaterhouseCoopers LLP as auditors. A resolution to re-appoint PricewaterhouseCoopers LLP as auditors to the company will be proposed at the forthcoming Annual General Meeting.

By order of the Board,

C N Chandler
Secretary

Westbury House, Lansdown Road,
Cheltenham, Gloucestershire
GL50 2WH

19 December 2003

INDEPENDENT AUDITORS' REPORT

To the Members of Perlease Limited

We have audited the financial statements on pages 4 to 9.

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the annual report and the financial statements in accordance with applicable United Kingdom law and accounting standards 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 United Kingdom Auditing Standards issued by the Auditing Practices Board. This report, including the opinion, has been prepared for and only for the company's members as a body in accordance with Section 235 of the Companies Act 1985 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

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 if, in our opinion, the directors' report is not consistent with the financial statements, if 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 transactions is not disclosed.

We read the other information contained in the annual report and consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements.

Basis of audit 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 at 28 February 2003 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

PricewaterhouseCoopers LLP

PricewaterhouseCoopers LLP
Chartered Accountants and Registered Auditors

London

19 December 2003

Perlease Limited

PROFIT AND LOSS ACCOUNT

For the year ended 28 February 2003

	Notes	2003 £	2002 £
TURNOVER		**150,000**	145,852
Cost of Sales		**(118,844)**	(94,501)
GROSS PROFIT		**31,156**	51,351
Operating expenses	2	**(14,539)**	(30,040)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		**16,617**	21,311
Tax on profit on ordinary activities	5	**11,733**	(4,720)
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION, BEING PROFIT FOR THE FINANCIAL YEAR		**28,350**	16,591
Dividends		**-**	-
RETAINED PROFIT FOR THE YEAR	9	**28,350**	16,591

All results arose from the continuing operations of the company.

A statement of total recognised gains and losses is not provided as there were no gains or losses other than the profit for the financial year.

There is no difference between the profit on ordinary activities before taxation and the retained profit for each financial year stated above and their historical cost equivalent.

Perlease Limited

BALANCE SHEET

At 28 February 2003

	Notes	2003 £	2002 £
CURRENT ASSETS			
Debtors	6	**907,262**	862,909
Cash at bank and in hand		**284,595**	327,693
		1,191,857	1,190,602
CREDITORS: amounts falling due within one year	7	**(41,357)**	(68,452)
NET ASSETS		**1,150,500**	1,122,150
CAPITAL AND RESERVES			
Called-up share capital	8	**100**	100
Profit and loss account	9	**1,150,400**	1,122,050
EQUITY SHAREHOLDERS' FUNDS	10	**1,150,500**	1,122,150

The financial statements on pages 4 to 9 were approved by the board of directors on 19 December 2003 and were signed on its behalf by:

M C Donohue
Director

J H Bennett
Director

1. PRINCIPAL ACCOUNTING POLICIES

Basis of preparation

The financial statements have been prepared in accordance with applicable Accounting Standards in the United Kingdom. A summary of the more important accounting policies is set out below. These policies have been applied consistently.

As a wholly owned subsidiary of Westbury plc, the company has taken advantage of the exemption granted by FRS1 not to present a cash flow statement.

Basis of accounting

The financial statements have been prepared under the historical cost convention, and are made up to the nearest Friday to 28 February.

Turnover

Turnover represents commissions receivable.

Deferred taxation

Deferred tax is recognised on all timing differences where the transaction or events that give rise to an obligation to pay more tax in the future, or a right to pay less tax in the future, have occurred by the balance sheet date. Deferred tax is measured at the average tax rates that are expected to apply in the years in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Related party transactions

The company had no transactions with related parties, other than transactions with other wholly owned subsidiary undertakings of Westbury plc, which are exempt from the disclosure provisions of FRS8.

2. OPERATING EXPENSES

	2003 £	2002 £
Administrative expenses	**14,539**	30,040

3. EMPLOYEE INFORMATION

No persons were employed by the company during the year other than the 6 directors of the company. The directors received no emoluments from this company during the year. The emoluments of the directors in office at 28 February 2003, all of whom are directors of Westbury plc, are disclosed in that company's financial statements. All other staff duties were carried out by employees of Westbury Homes (Holding) Limited, a fellow subsidiary company of the ultimate parent undertaking Westbury plc.

4. PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

The auditors' remuneration has been borne by fellow group company, Westbury Homes (Holdings) Limited.

5. TAX ON PROFIT ON ORDINARY ACTIVITIES

(a) Analysis of (credit) charge in year

	2003 £	2002 £
Current tax:		
UK corporation tax on profits of the year	-	4,720
Adjustments in respect of previous years	**(16,718)**	-
	(16,718)	4,720
Group relief payable	**4,985**	-
	(11,733)	4,720

(b) Factors affecting tax (credit) charge for year

The tax assessed for the year is lower than the standard rate of corporation tax in the UK (30%). The differences are explained below:

	2003 £	2002 £
Profit on ordinary activities before tax	**16,617**	21,311
Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 30%	**4,985**	6,393
Effects of:		
Marginal rate relief	-	(1,673)
Adjustments to tax charge in respect of previous years	**(16,718)**	-
Current tax charge for year (Note 6(a))	**(11,733)**	4,720

(c) Factors that may affect future tax charges

There are no known factors likely to materially affect the tax charge for future years.

6. DEBTORS

	2003 £	2002 £
Amounts falling due within one year:		
Amounts owed by undertakings in which the parent company has a participating interest	**892,059**	800,903
Amounts owed by group undertakings	**15,203**	62,006
	907,262	862,909

7. CREDITORS

	2003 £	2002 £
Amounts falling due within one year:		
Amounts owed to group undertakings	**2,857**	7,877
Other creditors	**38,500**	38,500
Corporation tax	**-**	22,075
	41,357	68,452

8. CALLED-UP SHARE CAPITAL

	2003 £	2002 £
Authorised:		
1,000 ordinary shares of £1 each	**1,000**	1,000
Allotted, called-up and fully paid:		
100 ordinary shares of £1 each	**100**	100

9. RESERVES

	Profit and loss account £
At 1 March 2002	1,122,050
Profit for the year	28,350
At 28 February 2003	**1,150,400**

10. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	2003 £	2002 £
Profit for the financial year	**28,350**	16,591
Dividends	**-**	-
Retained profit for the financial year	**28,350**	16,591
Opening shareholders' funds	**1,122,150**	1,105,559
Closing shareholders' funds	**1,150,500**	1,122,150

11. ULTIMATE PARENT UNDERTAKING

The directors regard Westbury plc, a company registered in England and Wales, as the ultimate parent undertaking. Copies of the parent's consolidated financial statements may be obtained from the Secretary, Westbury House, Lansdown Road, Cheltenham, Gloucestershire, GL50 2WH.