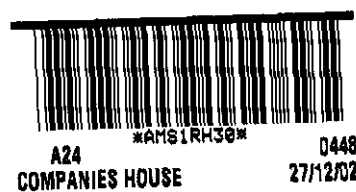


SUITCROWN LIMITED
FINANCIAL STATEMENTS
FOR YEAR ENDED
30 JUNE 2002

Company Registration Number 01567721



SUITCROWN LIMITED
FINANCIAL STATEMENTS
YEAR ENDED 30 JUNE 2002

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SUITCROWN LIMITED**OFFICERS AND PROFESSIONAL ADVISERS**

The board of directors	Mr J.D. Codling Mrs J.M. Codling
Company secretary	Mr J.D. Codling
Registered office	57 London Road High Wycombe Buckinghamshire HP11 1BS
Auditors	Seymour Taylor Chartered Accountants & Registered Auditors 57 London Road High Wycombe Buckinghamshire HP11 1BS
Bankers	Lloyds TSB Bank Plc 79 High Street Chesham Buckinghamshire HP5 1DE
Solicitors	John Codling Grubbins Grubbins Lane Speen Princes Risborough Buckinghamshire HP27 0SE

SUITCROWN LIMITED**THE DIRECTORS' REPORT****YEAR ENDED 30 JUNE 2002**

The directors have pleasure in presenting their report and the financial statements of the company for the year ended 30 June 2002.

PRINCIPAL ACTIVITIES

The principal activity of the company during the year was investment in properties.

THE DIRECTORS AND THEIR INTERESTS IN SHARES OF THE COMPANY

The directors who served the company during the year together with their beneficial interests in the shares of the company were as follows:

	Class of share	At 30 June 2002	At 1 July 2001
Mr J.D. Codling	Ordinary 'A'	21,500	21,500
	Ordinary 'B'	74,575	74,575
	Preference	100,000	100,000
Mrs J.M. Codling	Ordinary 'A'	—	—
	Ordinary 'B'	183,724	183,724
	Preference	—	—

DIRECTORS' RESPONSIBILITIES

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 at the end of the year and of the profit or loss for the year then ended.

In preparing those financial statements, the directors are required to select suitable accounting policies, as described on page 9, and then apply them on a consistent basis, making judgements and estimates that are prudent and reasonable. The directors must also 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 keeping proper accounting records which 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. The directors 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.

AUDITORS

A resolution to re-appoint Seymour Taylor as auditors for the ensuing year will be proposed at the annual general meeting in accordance with section 385 of the Companies Act 1985.

SUITCROWN LIMITED

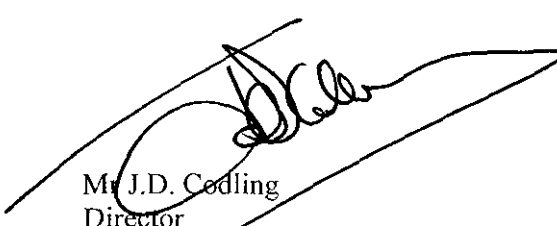
THE DIRECTORS' REPORT *(continued)*

YEAR ENDED 30 JUNE 2002

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 on behalf of the directors



Mr J.D. Codling
Director

Approved by the directors on 13 December 2002

SUITCROWN LIMITED**INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS****YEAR ENDED 30 JUNE 2002**

We have audited the financial statements of Suitcrown Limited for the year ended 30 June 2002 which comprise the Profit and Loss Account, Statement of Total Recognised Gains and Losses, Balance Sheet and the related notes numbered 1 to 10. These financial statements have been prepared under the historical cost convention, as modified by the revaluation of certain fixed assets, and on the basis of the accounting policies set out therein.

RESPECTIVE RESPONSIBILITIES OF THE DIRECTORS AND THE AUDITORS

The directors' responsibilities for preparing the Annual Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards are set out in the Directors' Report.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

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 with the company is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it. Our responsibilities do not extend to any other information.

BASIS OF AUDIT OPINION

We conducted our audit in accordance with United Kingdom 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.

SUITCROWN LIMITED

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS (CONTINUED)

YEAR ENDED 30 JUNE 2002

OPINION

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 30 June 2002 and of the profit of the company for the year then ended, and have been properly prepared in accordance with the Companies Act 1985.

57 London Road
High Wycombe
Buckinghamshire
HP11 1BS
13 December 2002



SEYMOUR TAYLOR
Chartered Accountants
& Registered Auditors

SUITCROWN LIMITED**PROFIT AND LOSS ACCOUNT****YEAR ENDED 30 JUNE 2002**

	Note	2002 £	2001 £
TURNOVER		148,218	141,030
Administrative expenses		(23,097)	(23,636)
Other operating income		—	83
OPERATING PROFIT	2	125,121	117,477
Interest receivable		36	40
Interest payable		(22,873)	(33,974)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		102,284	83,543
Tax on profit on ordinary activities	3	(20,457)	(16,696)
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		81,827	66,847
Non-equity dividends paid		(5,000)	(15,017)
RETAINED PROFIT FOR THE FINANCIAL YEAR		76,827	51,830
Balance brought forward		389,973	338,143
Balance carried forward		466,800	389,973

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

The notes on pages 9 to 14 form part of these financial statements.

SUITCROWN LIMITED**STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES****YEAR ENDED 30 JUNE 2002**

	2002	2001
	£	£
Profit for the financial year attributable to the shareholders	81,827	66,847
Unrealised profit on revaluation of certain fixed assets	<u>—</u>	<u>253,266</u>
Total gains and losses recognised since the last annual report	<u>81,827</u>	<u>320,113</u>

The notes on pages 9 to 14 form part of these financial statements.

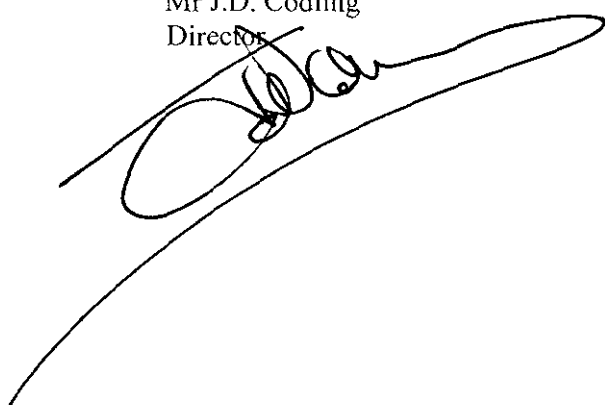
SUITCROWN LIMITED**BALANCE SHEET****30 JUNE 2002**

	Note	2002 £	2001 £
FIXED ASSETS			
Tangible assets	4	1,547,500	1,547,500
CURRENT ASSETS			
Debtors	5	29,820	25,676
Cash at bank		264	874
		<u>30,084</u>	<u>26,550</u>
CREDITORS: Amounts falling due within one year	6	<u>(147,602)</u>	<u>(137,348)</u>
NET CURRENT LIABILITIES		<u>(117,518)</u>	<u>(110,798)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		1,429,982	1,436,702
CREDITORS: Amounts falling due after more than one year	7	<u>(200,049)</u>	<u>(283,596)</u>
		<u>1,229,933</u>	<u>1,153,106</u>
CAPITAL AND RESERVES			
Called-up equity share capital	9	384,755	384,755
Share premium account		12,000	12,000
Revaluation reserve		366,378	366,378
Profit and Loss Account		466,800	389,973
SHAREHOLDERS' FUNDS	10	<u>1,229,933</u>	<u>1,153,106</u>

These financial statements have been prepared in accordance with the special provisions for small companies under Part VII of the Companies Act 1985.

These financial statements were approved by the directors on the 13 December 2002 and are signed on their behalf by:

Mr J.D. Codling
Director



The notes on pages 9 to 14 form part of these financial statements.

SUITCROWN LIMITED**NOTES TO THE FINANCIAL STATEMENTS****YEAR ENDED 30 JUNE 2002**

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.

Cash flow statement

The directors have taken advantage of the exemption in Financial Reporting Standard No 1 (revised) from including a cash flow statement in the financial statements on the grounds that the company is small.

Turnover

Turnover represents total value of rents receivable, excluding VAT.

Investment properties

In accordance with SSAP 19, no depreciation or amortisation is provided in respect of freehold investment properties. The directors consider that this accounting policy results in the financial statements giving a true and fair view. Depreciation or amortisation is only one of the many factors reflected in the annual valuation and the amount which might otherwise have been shown cannot be separately identified or quantified.

Deferred taxation

Deferred tax is provided in full on timing differences which result in an obligation to pay more (or less) tax at a future date, at the average tax rates that are expected to apply when the timing differences reverse, based on current tax rates and laws.

Deferred tax is not provided on timing differences arising from the revaluation of fixed assets where there is no commitment to sell the asset.

2. OPERATING PROFIT

Operating profit is stated after charging/(crediting):

	2002	2001
	£	£
Directors' emoluments	—	—
Profit on disposal of fixed assets	—	(83)
Auditors' fees	<u>2,700</u>	<u>2,700</u>

SUITCROWN LIMITED**NOTES TO THE FINANCIAL STATEMENTS****YEAR ENDED 30 JUNE 2002****3. TAX ON PROFIT ON ORDINARY ACTIVITIES****(a) Taxation**

	2002	2001
	£	£
Current tax:		
UK Corporation tax based on the results for the year at 20% (2001 - 20%)	20,457	16,696
Total current tax	<u>20,457</u>	<u>16,696</u>
Tax on profit on ordinary activities	<u>20,457</u>	<u>16,696</u>

(b) Factors affecting current tax charge

The tax assessed for the year is the same as the standard rate of corporation tax in the UK of 20% (2001 - 20%), applied to the profit on ordinary activities before taxation. The differences are explained below:

	2002	2001
	£	£
Profit on ordinary activities before taxation	<u>102,284</u>	<u>83,543</u>
Profit on ordinary activities multiplied by the company's rate of corporation tax in the UK	20,457	16,709
Expenses not deductible for tax purposes	—	4
Profit on disposal of fixed assets	—	(17)
Total current tax (note 3(a))	<u>20,457</u>	<u>16,696</u>

4. TANGIBLE FIXED ASSETS

	Investment Properties
	£
COST OR VALUATION	
At 1 July 2001 and 30 June 2002	<u>1,547,500</u>
DEPRECIATION	<u>—</u>
NET BOOK VALUE	
At 30 June 2002	<u>1,547,500</u>
At 30 June 2001	<u>1,547,500</u>

It is the practice of the directors to obtain a professional valuation for the investment properties every third year and to consider the value of the properties themselves in the other years. The company's properties had a professional valuation by John Graham & Co, Chartered Surveyors, in June 2001. The basis of the valuation was open market value of the freehold interest subject to the existing leases. This valuation has led to a total value of £1,547,500 being placed on the properties.

SUITCROWN LIMITED**NOTES TO THE FINANCIAL STATEMENTS****YEAR ENDED 30 JUNE 2002****5. DEBTORS**

	2002	2001
	£	£
Trade debtors	24,107	20,921
Prepayments and accrued income	5,713	4,755
	<u>29,820</u>	<u>25,676</u>

6. CREDITORS: Amounts falling due within one year

	2002	2001
	£	£
Bank loans and overdrafts	66,187	64,007
Income tax on loan	45	90
Taxation	28,538	24,173
Dividends payable	2,500	2,500
Other creditors	—	2,756
Accruals and deferred income	50,332	43,822
	<u>147,602</u>	<u>137,348</u>

The following liabilities disclosed under creditors falling due within one year are secured by the company:

	2002	2001
	£	£
Bank loans and overdrafts	<u>66,187</u>	<u>64,007</u>

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

	2002	2001
	£	£
Bank loans and overdrafts	199,389	263,596
Loan	660	20,000
	<u>200,049</u>	<u>283,596</u>

SUITCROWN LIMITED**NOTES TO THE FINANCIAL STATEMENTS****YEAR ENDED 30 JUNE 2002****7. CREDITORS: Amounts falling due after more than one year (continued)**

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

	2002	2001
	£	£
Bank loans and overdrafts	<u>199,389</u>	<u>263,596</u>

Included within creditors falling due after more than one year is an amount of £nil (2001 £36,086) in respect of liabilities which fall due for payment after more than five years from the balance sheet date.

The company has two bank loans.

The mortgage, the aggregate total of which amounts to £212,580 (2001: £248,105) is repayable in quarterly instalments of £12,700. It bears interest at 2% above the bank base rate per annum.

The company took out a fixed rate loan in February 1994, the aggregate total of which amounts to £53,000 (2001: £79,500) and is repayable in bi-annual instalments of £13,250. It bears interest at 9%.

8. RELATED PARTY TRANSACTIONS

The company was under the control of Mr J.D. Codling throughout the current and previous year. Mr J.D. Codling is the managing director and majority shareholder.

During the current year the company purchased services from Capability Codling Landscape & Design Limited for £400 (2001: £250), from Trojastyle Limited for £3,171 (2001: £3,073) and from J.D. Codling Solicitor for £2,790 (2001: £2,400). Capability Codling Landscape & Design Limited, Trojastyle Limited and J.D. Codling Solicitor are controlled by Mr & Mrs J.D. Codling. There were no amounts outstanding at the year end and in all other respects these transactions are considered to be at arms length.

At the beginning of the year, 1 July 2001, there was an unsecured loan outstanding by the company to the Trustees of F.S.G. Codling Grandchildren's Settlement of £20,000. This amount has been fully paid during the year together with interest amounting to £1,620 at a rate of 9% gross p.a.

On 15 August 2001 Mrs J.M. Codling made a loan of £10,000 to the company. This was repaid on 28 September 2001 without interest. She then made a further loan to the company on 7 June 2002 of £4,000. This was repaid on 28 June 2002 without interest.

Mr J.D. Codling has also made two loans to the company. One for £2,500 on 27 February 2002 which was repaid on 28 March 2002 and one for £4,000 on 7 June 2002 which was repaid on 28 June 2002. Both repayments were without interest.

SUITCROWN LIMITED**NOTES TO THE FINANCIAL STATEMENTS****YEAR ENDED 30 JUNE 2002****9. SHARE CAPITAL****Authorised share capital:**

	2002	2001
	£	£
21,500 Ordinary 'A' shares of £1 each	21,500	21,500
878,500 Ordinary 'B' shares of £1 each	878,500	878,500
100,000 Preference shares of £1 each	100,000	100,000
	<u>1,000,000</u>	<u>1,000,000</u>

Allotted, called up and fully paid:

	2002		2001	
	No.	£	No.	£
Ordinary 'A' shares	21,500	21,500	21,500	21,500
Ordinary 'B' shares	263,255	263,255	263,255	263,255
Preference shares	100,000	100,000	100,000	100,000
	<u>384,755</u>	<u>384,755</u>	<u>384,755</u>	<u>384,755</u>

SUITCROWN LIMITED**NOTES TO THE FINANCIAL STATEMENTS****YEAR ENDED 30 JUNE 2002****10. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS**

	2002	2001
	£	£
Profit for the financial year	81,827	66,847
Dividends	(5,000)	(15,017)
	<u>76,827</u>	<u>51,830</u>
Other net recognised gains and losses	—	253,266
	<u>76,827</u>	<u>305,096</u>
Net addition to funds	76,827	305,096
Opening shareholders' equity funds	1,153,106	848,010
Closing shareholders' equity funds	<u>1,229,933</u>	<u>1,153,106</u>

The preference shares are entitled to a fixed cumulative preferential cash dividend of 5 pence per annum on each share payable in two equal instalments on 1st January and 1st July each year. The 'A' and 'B' shares are entitled to dividends as follows:-

- 1) an amount of profits up to and equivalent to but not exceeding the preference dividend multiplied by the nominal value of each issued 'A' and 'B' share shall be distributed amongst the holders of the 'A' shares and the 'B' shares but on the basis that each 'A' share has a nominal value equivalent to 1.4 'B' shares.
- 2) the balance of any profits (if any) shall be distributed amongst all shareholders on the basis that each 'A' share represents 1.4 'B' shares and 1.4 preference shares.

If the preference dividend is not paid it will accumulate from the due date and shall be a debt due by the company and be payable in priority to any other dividend.

On the winding up of the company the assets, after the payments of the liabilities, will be applied as follows:-

- 1) any arrears or accruals of the preference dividends to the holders of the preference shares.
- 2) the balance of the assets will be distributed in proportion to the amounts paid up or credited as paid up as such shares on the basis that each 'A' share represents 1.4 'B' shares and 1.4 preference shares.

Every member holding 'A' shares has seven votes for each share and every member holding 'B' shares and preference shares shall have five votes for each share.

Save as above all 'A' shares, 'B' shares and cumulative preference shares shall rank pari passu in all respects.