

REGISTRAR'S COPY

ENTRAPLAN LIMITED

Report and Financial Statements

Year Ended
30 September 1997



BDO
BDO Stoy Hayward
Chartered Accountants

ENTRAPLAN LIMITED

COMPANY INFORMATION

DIRECTORS

A R Tollworthy
S Tollworthy

SECRETARY

S Tollworthy

REGISTERED OFFICE

Fitzalan House
70 High Street
Ewell, Epsom
Surrey
KT17 1RQ

REGISTERED NUMBER

2027383

BANKERS

Midland Bank plc
133 Regent Street
London
W1A 4BQ

AUDITORS

BDO Stoy Hayward
70 High Street
Ewell, Epsom
Surrey
KT17 1RQ

ENTRAPLAN LIMITED

DIRECTORS' REPORT

30 September 1997

The directors present their report and the financial statements of the company for the year ended 30 September 1997.

PRINCIPAL ACTIVITIES AND REVIEW OF THE BUSINESS

The company has not traded during the year under review and accordingly no profit and loss account has been prepared. All expenses have been met by the parent company, Art Holdings Limited.

DIRECTORS

The directors who served during the year were as follows:

A R Tollworthy

S Tollworthy

Neither director had any interest in the company's shares during the year. The interests of the directors in the shares of the parent company are disclosed in that company's directors' report.

DIRECTORS' RESPONSIBILITIES

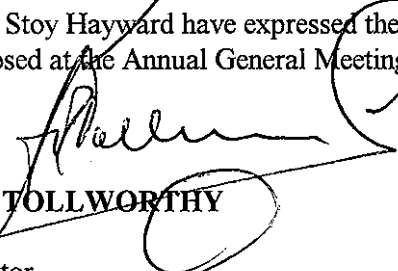
Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgement and estimates that are reasonable and prudent; and
- 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. 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.

AUDITORS

BDO Stoy Hayward have expressed their willingness to continue in office and a resolution to re-appoint them will be proposed at the Annual General Meeting.



A R TOLLWORTHY

Director

27 July 1998

ENTRAPLAN LIMITED

REPORT OF THE AUDITORS

To the members of Entraplan Limited

We have audited the financial statements on pages 3 and 4 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 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.

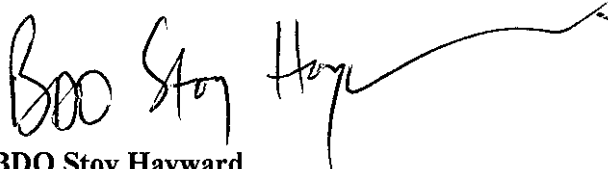
Basis of opinion

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 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 September 1997 and have been properly prepared in accordance with the Companies Act 1985.



BDO Stoy Hayward
*Chartered Accountants
and Registered Auditors*

Ewell, Epsom, Surrey

27 July 1998

ENTRAPLAN LIMITED

BALANCE SHEET

30 September 1997

	Note	1997 £	1996 £
CREDITORS: Amounts falling due after more than one year	2	(56,973)	(56,973)
CAPITAL AND RESERVES: EQUITY INTERESTS			
Called up share capital	3	50,000	50,000
Profit and loss account		(106,973)	(106,973)
		(56,973)	(56,973)

The notes on page 4 form part of these financial statements.

The financial statements were approved by the Board on 27 July 1998.

Director:

AR TOLLWORTHY

ENTRAPLAN LIMITED

NOTES ON THE FINANCIAL STATEMENTS

30 September 1997

1 ACCOUNTING POLICIES

Basis of accounting

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards. No cash flow statement has been prepared since Entraplan Limited fulfils the requirements of a small company as defined by the Companies Act 1985.

	1997 £	1996 £
2 CREDITORS		
Amounts falling due after more than one year:		
Due to parent company	56,973	56,973

The loan from the parent company is unsecured, interest-free and repayable with not less than twelve months' notice in writing.

3 CALLED UP SHARE CAPITAL

Authorised, allotted, called up and fully paid

Ordinary shares of £1 each	50,000	50,000
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4 PARENT COMPANY

The parent company is Art Holdings Limited, a company registered in England.

5 CONTINGENT LIABILITIES

In February 1989 Midland Bank plc was granted, by the company and its parent company, as security for borrowings:

- i) Authority over deposits and a letter of set-off between the company and its holding company
- ii) Company cross guarantees
- iii) Second legal mortgage over a freehold trading property

Art Holdings Limited had no net bank borrowings at the balance sheet date.