

**FISKS PLC
FINANCIAL STATEMENTS
FOR THE YEAR ENDED
31 MARCH 2002**

Company Registration Number 2065607



**LD8
COMPANIES HOUSE**

LKGFHFIE

**0414
31/10/02**

FISKS' PLC

OFFICERS AND PROFESSIONAL ADVISERS

The board of directors

J. Pring

Company secretary

C. Pring

Registered office

9 Nelson Street
Southend-on-Sea
Essex
SS1 1EH

Auditors

Rickard Keen
Chartered Accountants
& Registered Auditors
9 Nelson Street
Southend-on-Sea
Essex
SS1 1EH

Bankers

Natwest Bank Plc
P O Box 440
58 Broadway
Leigh-on-Sea
Essex
SS1 1BE

FISK'S PLC

THE DIRECTOR'S REPORT

YEAR ENDED 31 MARCH 2002

The director presents his report and the financial statements of the company for the year ended 31 March 2002.

PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The company continued in its principal activity of estate agency franchising.

Although the company continued to trade at a loss, the director is pleased with the improvements and expects to see further improvements in the year ended 31 March 2003.

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 in the shares of the company was as follows:

		At 31 March 2002	At 1 April 2001
J. Pring	Ordinary	<u>49,999</u>	<u>49,999</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 at the end of the 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 9, and then apply them on a consistent basis, making judgements and estimates that are prudent and reasonable. The director 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 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.

FISKS PLC

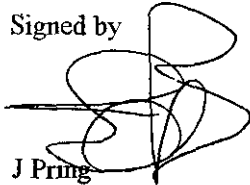
THE DIRECTOR'S REPORT *(continued)*

YEAR ENDED 31 MARCH 2002

AUDITORS

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

Signed by

A handwritten signature in black ink, appearing to be 'J Pring', written over a horizontal line.

J Pring
Director

Approved by the director on 29 October 2002

FISKS PLC

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS

YEAR ENDED 31 MARCH 2002

We have audited the financial statements on pages 5 to 15 which have been prepared under the historical cost convention and the accounting policies set out on page 9.

RESPECTIVE RESPONSIBILITIES OF THE DIRECTOR AND THE AUDITORS

The director's 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 Statement of Director's Responsibilities on page 2.

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 director's 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 director's remuneration and transactions with the company is not disclosed.

We read the director's 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 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 2002 and of the loss of the company for the year then ended, and have been properly prepared in accordance with the Companies Act 1985.



9 Nelson Street
Southend-on-Sea
Essex
SS1 1EH
30 October 2002

RICKARD KEEN
Chartered Accountants
& Registered Auditors

FISKS PLC**PROFIT AND LOSS ACCOUNT****YEAR ENDED 31 MARCH 2002**

	Note	2002 £	2001 (restated) £
Turnover	2	105,708	92,833
Administrative expenses		<u>(120,177)</u>	<u>(206,843)</u>
Operating loss	3	(14,469)	(114,010)
Interest payable	5	(17,499)	(9,431)
Loss on ordinary activities before taxation		<u>(31,968)</u>	<u>(123,441)</u>
Tax on loss on ordinary activities		-	-
Loss for the financial year		<u>(31,968)</u>	<u>(123,441)</u>

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

The notes on pages 9 to 15 form part of these financial statements.

FISKS PLC

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES

YEAR ENDED 31 MARCH 2002

	2002	2001 <i>(restated)</i>
	£	£
Loss for the financial year attributable to the shareholders	(31,968)	(123,441)
Total recognised gains and losses relating to the year	<u>(31,968)</u>	<u>(123,441)</u>
Prior year adjustment (see note 6)	<u>89,235</u>	<u>39,550</u>
Total gains and losses recognised since the last annual report	<u>57,267</u>	<u>(83,891)</u>

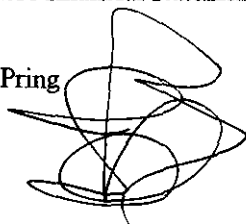
The notes on pages 9 to 15 form part of these financial statements.

FISKS PLC**BALANCE SHEET****YEAR ENDED 31 MARCH 2002**

		2002	2001 (restated)
	Note	£	£
Fixed assets			
Intangible assets	7	286,007	276,799
Tangible assets	8	<u>10,386</u>	<u>8,675</u>
		296,393	285,474
Current assets			
Stocks	9	2,678	2,792
Debtors	10	56,414	52,687
Cash in hand		<u>141</u>	<u>100</u>
		59,233	55,579
Creditors: Amounts falling due within one year	11	<u>589,454</u>	<u>542,913</u>
Net current liabilities		(530,221)	(487,334)
Total assets less current liabilities		(233,828)	(201,860)
Creditors: Amounts falling due after more than one year	12	<u>50,000</u>	<u>50,000</u>
		<u>(283,828)</u>	<u>(251,860)</u>
Capital and reserves			
Called-up equity share capital	14	12,575	12,575
Profit and Loss Account	15	<u>(296,403)</u>	<u>(264,435)</u>
Deficiency	16	<u>(283,828)</u>	<u>(251,860)</u>

These financial statements were approved and signed by the director on 29 October 2002

J. Pring



The notes on pages 9 to 15 form part of these financial statements.

FISKS PLC**CASH FLOW STATEMENT****YEAR ENDED 31 MARCH 2002**

		2002	2001 (restated)
	Note	£	£
Net cash inflow/(outflow) from operating activities	17	28,829	(94,388)
Returns on investments and servicing of finance	18	(17,499)	(9,431)
Capital expenditure and financial investment	19	(24,400)	(25,323)
Cash outflow before financing		(13,070)	(129,142)
Financing	20	9,667	50,000
Decrease in cash	21	(3,403)	(79,142)

The notes on pages 9 to 15 form part of these financial statements.

FISKS PLC

NOTES TO THE FINANCIAL STATEMENTS

31 MARCH 2002

1. ACCOUNTING POLICIES

Basis of accounting

The financial statements have been prepared under the historical cost convention.

Turnover

The turnover shown in the profit and loss account represents amounts invoiced during the year, exclusive of Value Added Tax.

Amortisation

Amortisation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows:

1/9th of total income received in the year

Depreciation

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows:

Fixtures & Fittings	-	5 years straight line basis
Computer equipment	-	5 years straight line basis

Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Deferred taxation

A deferred tax liability is recognised in respect of all timing differences that have originated but not reversed at the Balance Sheet date. A deferred tax asset is only recognised to the extent that there will be sufficient Corporation Tax liabilities in the foreseeable future to offset the timing differences giving rise to the asset.

2. TURNOVER

All amounts relate to continuing activities.

3. OPERATING LOSS

Operating loss is stated after charging:

	2002	2001 (restated)
	£	£
Amortisation	10,792	10,315
Depreciation	2,689	1,478
Auditors' remuneration		
- as auditors	<u>2,544</u>	<u>2,544</u>

FISKS PLC

NOTES TO THE FINANCIAL STATEMENTS

31 MARCH 2002

4. PARTICULARS OF EMPLOYEES

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

	2002	2001 (restated)
	No.	No.
Number of management staff	<u>3</u>	<u>3</u>

The aggregate payroll costs of the above were:

	2002	2001 (restated)
	£	£
Wages and salaries	22,028	55,542
Social security costs	<u>4,782</u>	<u>7,609</u>
	<u>26,810</u>	<u>63,151</u>

5. INTEREST PAYABLE

	2002	2001 (restated)
	£	£
Other similar charges payable	<u>17,499</u>	<u>9,431</u>

6. PRIOR YEAR ADJUSTMENT

The prior year adjustment relates to the fact that the amortisation of intangible assets had been calculated in prior periods using a method which was inconsistent with the actual life of the asset. This resulted in a material overstatement of the amount charged to the profit and loss account.

7. INTANGIBLE FIXED ASSETS

	Development expenditure £
Cost	
At 1 April 2001	304,464
Additions	<u>20,000</u>
At 31 March 2002	<u>324,464</u>
Amortisation	
At 1 April 2001	27,665
Charge for the year	<u>10,792</u>
At 31 March 2002	<u>38,457</u>
Net book value	
At 31 March 2002	<u>286,007</u>
At 31 March 2001	<u>276,799</u>

FISKS PLC

NOTES TO THE FINANCIAL STATEMENTS

31 MARCH 2002

8. TANGIBLE FIXED ASSETS

	Fixtures & Fittings £	Computer equipment £	Total £
Cost			
At 1 April 2001	8,537	2,394	10,931
Additions	<u>—</u>	<u>4,400</u>	<u>4,400</u>
At 31 March 2002	<u>8,537</u>	<u>6,794</u>	<u>15,331</u>
Depreciation			
At 1 April 2001	1,638	618	2,256
Charge for the year	<u>1,707</u>	<u>982</u>	<u>2,689</u>
At 31 March 2002	<u>3,345</u>	<u>1,600</u>	<u>4,945</u>
Net book value			
At 31 March 2002	<u>5,192</u>	<u>5,194</u>	<u>10,386</u>
At 31 March 2001	<u>6,899</u>	<u>1,776</u>	<u>8,675</u>

9. STOCKS

	2002 £	2001 (restated) £
Finished goods	<u>2,678</u>	<u>2,792</u>

10. DEBTORS

	2002 £	2001 (restated) £
Trade debtors	36,866	43,885
Other debtors	4,111	1,959
Prepayments and accrued income	<u>15,437</u>	<u>6,843</u>
	<u>56,414</u>	<u>52,687</u>

FISKS PLC

NOTES TO THE FINANCIAL STATEMENTS

31 MARCH 2002

11. CREDITORS: Amounts falling due within one year

	2002	2001 (restated)
	£	£
Bank loans and overdrafts	96,043	82,932
Trade creditors	62,656	28,757
Other creditors including taxation and social security: PAYE and social security	1,703	5,667
VAT	8,783	-
Other creditors	405,525	414,109
Accruals and deferred income	14,744	11,448
	<u>589,454</u>	<u>542,913</u>

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

	2002	2001 (restated)
	£	£
Other creditors:		
Director's loan account	<u>50,000</u>	<u>50,000</u>

13. RELATED PARTY TRANSACTIONS

In the director's opinion the company is ultimately controlled by J. Pring who is a director of the company.

During the year the company received franchise fee income of £94,163 (2001 £70,000) in the normal course of business from John Fisk & Co, an organisation in which J Pring has a controlling interest. At the Balance Sheet Date, the company was owed £30,110 (2001 £40,922).

During the year the company was charged administration expenses by John Pring Construction Ltd of £14,954 (2001 £24,217), an organisation in which J Pring has a controlling interest. The company also lent Fisks PLC £20,000 during the year (2001 £9,000). At the Balance Sheet date Fisks PLC owed £51,838 (2001 £12,283).

At the Balance Sheet date £304,000 (2001 £304,000) was owed to The John Pring Group Ltd, a company in which J Pring has a controlling interest. At the Balance Sheet date £72,525 (2001 £72,525) was also owed to Bowman Builders. Assurances have been received from the businesses that repayment will not be demanded unless funds permit. All loans are on an interest free basis without a fixed repayment date.

FISKS PLC

NOTES TO THE FINANCIAL STATEMENTS

31 MARCH 2002

14. SHARE CAPITAL

Authorised share capital:

	2002	2001 (restated)
	£	£
100 Ordinary - fully paid shares of £1 each	100	100
49,900 Ordinary - partly paid shares of £1 each	49,900	49,900
	<u>50,000</u>	<u>50,000</u>

Allotted and called up:

	2002		2001	
	No.	£	No.	£
Ordinary - fully paid shares fully paid	100	100	100	100
Ordinary - partly paid shares - £0.25 paid	49,900	12,475	49,900	12,475
	<u>50,000</u>	<u>12,575</u>	<u>50,000</u>	<u>12,575</u>

15. PROFIT AND LOSS ACCOUNT

	2002	2001 (restated)
	£	£
Original balance brought forward	(353,670)	(180,544)
Prior year adjustment (note 6)	89,235	39,550
Restated balance brought forward	(264,435)	(140,994)
Accumulated loss for the financial year	(31,968)	(123,441)
Balance carried forward	<u>(296,403)</u>	<u>(264,435)</u>

16. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	2002		2001 (restated)	
	£	£	£	£
Loss for the financial year		(31,968)		(123,441)
Opening shareholders' equity deficit	(341,095)		(167,969)	
Prior year adjustment (see note 6)	<u>89,235</u>		<u>39,550</u>	
		<u>(251,860)</u>		<u>(128,419)</u>
Closing shareholders' equity deficit		<u>(283,828)</u>		<u>(251,860)</u>

FISKS PLC

NOTES TO THE FINANCIAL STATEMENTS

31 MARCH 2002

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

	2002	2001 (restated)
	£	£
Operating loss	(14,469)	(114,010)
Amortisation	10,792	10,315
Depreciation	2,689	1,478
Decrease/(Increase) in stocks	114	(1,592)
Increase in debtors	(3,727)	(35,275)
Increase in creditors	33,430	44,696
Net cash inflow/(outflow) from operating activities	<u>28,829</u>	<u>(94,388)</u>

18. RETURNS ON INVESTMENTS AND SERVICING OF FINANCE

	2002	2001 (restated)
	£	£
Interest paid	<u>(17,499)</u>	<u>(9,431)</u>
Net cash outflow from returns on investments and servicing of finance	<u>(17,499)</u>	<u>(9,431)</u>

19. CAPITAL EXPENDITURE

	2002	2001 (restated)
	£	£
Payments to acquire intangible fixed assets	(20,000)	(20,000)
Payments to acquire tangible fixed assets	<u>(4,400)</u>	<u>(5,323)</u>
Net cash outflow from capital expenditure	<u>(24,400)</u>	<u>(25,323)</u>

20. FINANCING

	2002	2001 (restated)
	£	£
Repayment of bank loans	9,667	—
Repayment of director's long-term loans	—	50,000
Net cash inflow from financing	<u>9,667</u>	<u>50,000</u>

FISKS PLC

NOTES TO THE FINANCIAL STATEMENTS

31 MARCH 2002

21. RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET DEBT

	2002		2001	
	£	£	£	£
Decrease in cash in the period	(3,403)		(79,142)	
Net cash (inflow) from bank loans	(9,667)		-	
Net cash (inflow) from director's long-term loans	-		(50,000)	
		(13,070)		(129,142)
Change in net debt		(13,070)		(129,142)
Net debt at 1 April 2001		(132,832)		(3,690)
Net debt at 31 March 2002		(145,902)		(132,832)

22. ANALYSIS OF CHANGES IN NET DEBT

	At 1 Apr 2001	Cash flows	At 31 Mar 2002
	£	£	£
Net cash:			
Cash in hand and at bank	100	41	141
Overdrafts	(82,932)	(3,444)	(86,376)
	(82,832)	(3,403)	(86,235)
Debt:			
Debt due within 1 year	-	(9,667)	(9,667)
Debt due after 1 year	(50,000)	-	(50,000)
Net debt	(132,832)	(13,070)	(145,902)