

FERGUSON MANN ARCHITECTS LIMITED

FINANCIAL STATEMENTS

31 July 1997

Registered number: 2128921

KIDSONS IMPEY

CHARTERED ACCOUNTANTS

Bristol



FERGUSON MANN ARCHITECTS LIMITED

FINANCIAL STATEMENTS

for the year ended 31 July 1997

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The following page does not form part of the statutory accounts

Detailed trading and profit and loss account	Appendix 1
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FERGUSON MANN ARCHITECTS LIMITED

COMPANY INFORMATION

31 July 1997

NUMBER	2128921
DIRECTORS	G R P Ferguson C J Balme J G Weir
BANKERS	National Westminster Bank Plc 32 Corn Street Bristol BS99 7UG
AUDITORS	Kidsons Impey Chartered Accountants 33 Wine Street Bristol BS1 2BQ

FERGUSON MANN ARCHITECTS LIMITED

DIRECTORS' REPORT

31 July 1997

The directors present their report and the audited financial statements for the year ended 31 July 1997.

Principal activity

The principal activity of the company is that of architects.

Directors

The directors of the company during the year and their interests in the shares of the company as recorded in the register of directors' interests were as follows

	31 July 1997 Ordinary shares	1 August 1996 Ordinary shares
G R P Ferguson	9,999	9,999
C J Balme	-	-
J G Weir	-	-

Auditors

The Company has elected to dispense with the annual appointment of auditors. In the absence of a specific resolution to the contrary Kidsons Impey will continue in office.

Small company exemptions

This report is prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

On behalf of the board

Director

27 May 1998

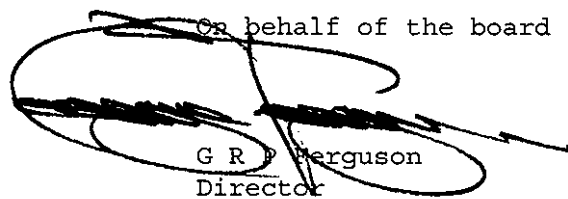
FERGUSON MANN ARCHITECTS LIMITED

STATEMENT OF 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 apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- 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.

On behalf of the board

G R Ferguson
Director
27 May 1998

FERGUSON MANN ARCHITECTS LIMITED

AUDITORS' REPORT

Auditors' report to the members of

Ferguson Mann Architects Limited

We have audited the financial statements on pages 5 to 11 which have been prepared under the historical cost convention and the accounting policies set out on page 7.

Respective responsibilities of directors and auditors

As described on page 3, the company's directors are responsible for the preparation of 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 error or other irregularity. 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 July 1997 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Bristol

27 Aug 1998

Kidson Impey
Kidsons Impey
Registered Auditors
Chartered Accountants

FERGUSON MANN ARCHITECTS LIMITED

PROFIT AND LOSS ACCOUNT

for the year ended 31 July 1997

	Note	1997 £	1996 £
Turnover	2	583,434	470,128
Net operating expenses			
Administrative expenses		(565,800)	(469,985)
Other operating income		1,642	2,739
Operating profit	3	19,276	2,882
Interest payable	5	(1,359)	(735)
Profit on ordinary activities before taxation		17,917	2,147
Taxation		(5,561)	(1,000)
Profit on ordinary activities after taxation		12,356	1,147
retained for the year	13		

Movements in reserves are shown in note 13.

None of the company's activities were acquired or discontinued during the above two financial years.

There are no recognised gains and losses in 1997 or 1996 other than the profit for the year.

FERGUSON MANN ARCHITECTS LIMITED

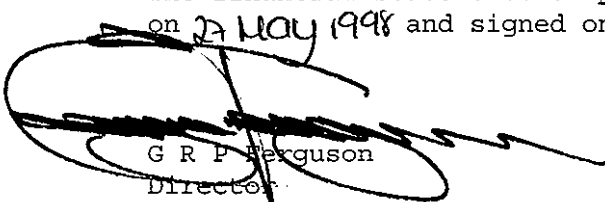
BALANCE SHEET

at 31 July 1997

	Note	1997 £	1996 £
Fixed assets			
Tangible assets	6	58,883	54,254
Investments	7	2	-
		<u>58,885</u>	<u>54,254</u>
Current assets			
Stocks	8	32,300	44,647
Debtors	9	5,698	6,792
Cash at bank and in hand		110,710	76,617
		<u>148,708</u>	<u>128,056</u>
Creditors: amounts falling due within one year	10	(91,792)	(78,867)
Net current assets		<u>56,916</u>	<u>49,189</u>
Total assets less current liabilities		<u>115,801</u>	<u>103,443</u>
Capital and reserves			
Called up share capital	12	10,000	10,000
Profit and loss account	13	105,801	93,443
Total shareholders' funds	11	<u>115,801</u>	<u>103,443</u>

These financial statements are prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

The financial statements on pages 5 to 11 were approved by the board of directors on 22 May 1998 and signed on its behalf by:



G R P Ferguson
Director

FERGUSON MANN ARCHITECTS LIMITED

NOTES ON FINANCIAL STATEMENTS

31 July 1997

1 Accounting policies**Basis of accounting**

The financial statements have been prepared under the historical cost accounting rules.

The company has taken advantage of the exemption from preparing a cash flow statement conferred by Financial Reporting Standard No. 1 on the grounds that it qualifies as a small company under the Companies Act 1985.

Consolidation policy

The company has claimed exemption under section 248 of the Companies Act 1985 from the preparation of group accounts on the grounds that the group is small. The accounts presents information about Ferguson Mann Architects Limited as an individual undertaking and not about its group.

Turnover

Turnover represents the amount derived from the provision of goods and services falling within the company's activities after deduction of trade discounts and value added tax.

Depreciation

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

Plant and machinery	20% straight line
Motor vehicles	25% reducing balance
Fixtures and fittings	20% reducing balance

Leases and hire purchase contracts

Rentals paid under operating leases are charged to income as incurred.

Stocks and work in progress

Work in progress is valued at invoiced value less a percentage deduction for uncompleted work and a further deduction for the profit element.

Deferred taxation

Deferred taxation is provided on the liability method in respect of the taxation effect of all timing differences to the extent that tax liabilities are likely to crystallise in the foreseeable future.

Pension Costs

The company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charged represent contributions payable by the company into the scheme.

2 Turnover

In the opinion of the directors, none of the turnover of the company is attributable to geographical markets outside the UK. (1996 nil)

FERGUSON MANN ARCHITECTS LIMITED

NOTES ON FINANCIAL STATEMENTS

31 July 1997

3 Operating profit

	1997 £	1996 £
Operating profit is stated after crediting		
Interest receivable	1,642	1,389
and after charging		
Rent	27,000	32,500
Auditors' remuneration	6,242	3,015
Operating leases		
Hire of assets other than plant & machinery	15	-
Depreciation of tangible fixed assets (note 6)		
owned assets	19,765	14,434

4 Directors

	1997 £	1996 £
Directors' emoluments	27,747	87,885

Pension Costs

The company operates a defined contribution scheme, whose assets are administered separately to those of the company.

The cost charged to the profit and loss account is the amounts paid in the year, as follows:-

	1997 £	1996 £
Pension contributions	2,812	9,173

There were no prepaid or outstanding contributions at the year end.

5 Interest payable

	1997 £	1996 £
Interest payable	1,359	735

FERGUSON MANN ARCHITECTS LIMITED

NOTES ON FINANCIAL STATEMENTS

31 July 1997

6 Tangible fixed assets

	Equipment and Vehicles etc £
Cost	
1 August 1996	147,923
Additions	24,394
31 July 1997	<u>172,317</u>
Depreciation	
1 August 1996	93,669
Charge for year	19,765
31 July 1997	<u>113,434</u>
Net book amount	
31 July 1997	<u><u>58,883</u></u>
1 August 1996	<u><u>54,254</u></u>

7 Fixed asset investments

	Investments other than loans £
Cost and Net book value	
1 August 1996	-
Additions	2
31 July 1997	<u><u>2</u></u>

The investment represents a 100% holding of the equity of Ferguson Mann Limited, a company incorporated in England, which provides employee and management services. The profit for the year ended 31 July 1997 was £7,667 and the balance on the capital and reserves at that date was £7,669.

8 Stocks

	1997 £	1996 £
Stocks	<u><u>32,300</u></u>	<u><u>44,647</u></u>

FERGUSON MANN ARCHITECTS LIMITED

NOTES ON FINANCIAL STATEMENTS

31 July 1997

9 Debtors		1997	1996	
		£	£	
Amounts falling due within one year				
Trade debtors		2,832	4,145	
Amounts owed by group undertakings and undertakings in which the company has a participating interest		1,577	-	
Other debtors		1,289	2,647	
		<u>5,698</u>	<u>6,792</u>	
10 Creditors: amounts falling due within one year		1997	1996	
		£	£	
Trade creditors		33,895	35,553	
Amounts owed to group undertakings and undertakings in which the company has a participating interest		6,993	-	
Corporation tax		4,008	1,000	
Other taxation and social security		22,221	19,619	
Other creditors		24,675	22,695	
		<u>91,792</u>	<u>78,867</u>	
11 Reconciliation of movements in shareholders' funds		1997	1996	
		£	£	
Profit for the financial year representing a Net addition to shareholders' funds		12,356	1,147	
Opening shareholders' funds		<u>103,445</u>	<u>102,296</u>	
Closing shareholders' funds		<u>115,801</u>	<u>103,443</u>	
12 Called up share capital		1997	1996	
	Number of shares	£	Number of shares	£
Authorised				
Ordinary shares of £1 each	<u>50,000</u>	<u>50,000</u>	<u>50,000</u>	<u>50,000</u>
Allotted called up and fully paid				
Ordinary shares of £1 each	<u>10,000</u>	<u>10,000</u>	<u>10,000</u>	<u>10,000</u>

FERGUSON MANN ARCHITECTS LIMITED

NOTES ON FINANCIAL STATEMENTS

31 July 1997

13 Profit and loss account

	1997 £
1 August 1996	93,445
Retained profit for the year	<u>12,356</u>
31 July 1997	<u><u>105,801</u></u>

14 Related party transactions

Royal Colonade Interiors, G R P Ferguson acting as a sole trader, provided accommodation to Ferguson Mann Architects Limited at a commercial annual rent of £27,000, plus a service charge of £3,000 per annum.

Transaction to the value of £680 took place between Ferguson Mann Architects Limited and Royal Colonade Interiors, both of which are under the common control of Mr G Ferguson. At the year end, £680 remained due to Ferguson Mann Architects Limited.

Ferguson Mann Limited provided employee and management services to Ferguson Mann Architects Limited during the year totalling £244,372. At the year end a balance of £7,646 was owing to Ferguson Mann Limited. Ferguson Mann Limited is a 100% subsidiary of Ferguson Mann Architects Limited.