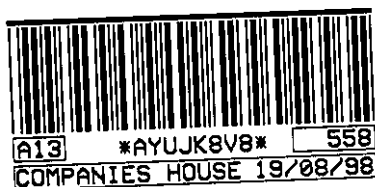


Towers Business Park Management Company Limited

Report and Accounts

31 March 1998



Towers Business Park Management Company Limited

Registered No. 02598310

DIRECTORS

J Carey (Chairman)
T Carey
D B Feehely

SECRETARY

D B Feehely

AUDITORS

Ernst & Young
Rolls House
7 Rolls Buildings
Fetter Lane
London EC4A 1NH

BANKERS

Allied Irish Bank (GB)
103 Kilburn High Road
London NW6 6JH

SOLICITORS

Merrimen White & Co
3 Kings Bench Walk
Inner Temple
London EC4Y 7DJ

REGISTERED OFFICE

Carey House
Great Central Way
Wembley
Middlesex HA9 0HR

Towers Business Park Management Company Limited

DIRECTORS' REPORT

The directors present their report and accounts for the year ended 31 March 1998.

RESULTS AND DIVIDENDS

The company made a profit for the year of £2,817 (1997 - £5,865). The directors do not recommend the payment of a dividend.

PRINCIPAL ACTIVITY

The company's principal activity during the year continued to be that of management and maintenance of property.

REVIEW OF THE BUSINESS AND FUTURE DEVELOPMENTS

During the year, expenditure on the property which the company managed and maintained was below the level of maintenance contributions receivable for the year. Provision has been made, as in past years, for the excess to be refunded to the contributors. The directors propose to continue the company's operations in the ensuing year on a similar basis to that adopted for the year under review and previous years.

YEAR 2000 COMPLIANCE

As is well known, many computer and digital storage systems express dates using only the last two digits of the year and will thus require modification or replacement to accommodate the Year 2000 and beyond in order to avoid malfunctions and resulting widespread commercial disruption. This is a complex and pervasive issue. The operation of our business depends not only on our own computer systems, but also to some degree on those of our suppliers and customers. This could expose us to further risk in the event that there is a failure by other parties to remedy their own Year 2000 issues.

The company is well advanced in the phase of assessing the risks to our business resulting from the date change to the Year 2000. Once this phase is completed we can assess the likely impact on our activities and develop prioritised action plans to deal with the key risks. The cost of implementing the action plans will not be material and will be subsumed into the recurring costs of the company as they rise.

DIRECTORS AND THEIR INTERESTS

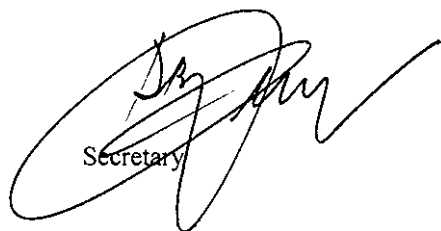
The directors at 31 March 1998 and their interests in the share capital of the company were as follows:

	<i>At 31 March 1998</i>	<i>At 1 April 1997</i>
	<i>Ordinary shares</i>	<i>Ordinary shares</i>
J Carey	1	1
T Carey	1	1
D B Feehely	-	-

AUDITORS

A resolution to reappoint Ernst & Young as auditors will be put to the members at the Annual General Meeting.

By order of the board


Secretary

12 AUG 1998

Towers Business Park Management Company Limited

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE ACCOUNTS

Company law requires the directors to prepare accounts 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 accounts, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- prepare the accounts 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 accounts 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.

REPORT OF THE AUDITORS

to the members of Towers Business Park Management Company Limited

We have audited the accounts on pages 5 to 8 which have been prepared under the historical cost convention and on the basis of 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 the accounts. It is our responsibility to form an independent opinion, based on our audit, on those accounts and to report our opinion to you.

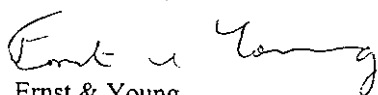
Basis of opinion

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 accounts. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the accounts, 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 accounts 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 accounts.

Opinion

In our opinion the accounts give a true and fair view of the state of affairs of the company as at 31 March 1998 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

A handwritten signature in dark ink, appearing to read 'Ernst & Young', written in a cursive style.

Ernst & Young
Registered Auditor
London

12 AUG 1998

Towers Business Park Management Company Limited

PROFIT AND LOSS ACCOUNT for the year ended 31 March 1998

	<i>Notes</i>	<i>1998</i> £	<i>1997</i> £
TURNOVER	2	8,546	11,200
Administrative expenses		4,652	5,335
OPERATING PROFIT	3	3,894	5,865
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		3,894	5,865
Tax on profit on ordinary activities	6	1,077	-
PROFIT FOR THE FINANCIAL YEAR	10	2,817	5,865

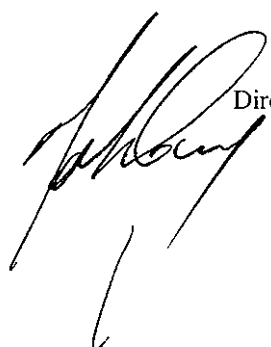
There are no recognised gains and losses other than the profit for the financial year.

Towers Business Park Management Company Limited

BALANCE SHEET at 31 March 1998

	Notes	1998 £	1997 £
CURRENT ASSETS			
Debtors	7	9,049	11,159
Cash at bank and in hand		9,581	1,085
		<u>18,630</u>	<u>12,244</u>
CREDITORS: amounts falling due within one year	8	12,337	8,768
		<u>6,293</u>	<u>3,476</u>
NET CURRENT ASSETS			
		<u>6,293</u>	<u>3,476</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			
		<u>6,293</u>	<u>3,476</u>
CAPITAL AND RESERVES			
Called up share capital	9	2	2
Profit and loss account	10	6,291	3,474
		<u>6,293</u>	<u>3,476</u>

12 AUG 1998

 Director

Towers Business Park Management Company Limited

NOTES TO THE ACCOUNTS

at 31 March 1998

1. ACCOUNTING POLICIES

Basis of preparation

The accounts are prepared under the historical cost convention and in accordance with applicable accounting standards.

2. TURNOVER

Turnover, which is stated net of value added tax, represents contributions which are receivable from occupiers and owners of managed property in respect of the maintenance and general administration of that property.

Turnover is attributable to one continuing activity, the provision of services relating to the management and maintenance of property and comprises the following:

	1998 £	1997 £
Current contributions received	8,546	8,800
Contributions receivable in respect of prior year deficits	-	2,400
	<u>8,546</u>	<u>11,200</u>

3. OPERATING PROFIT

This is stated after charging:

	1998 £	1997 £
Auditors' remuneration	700	700
	<u>700</u>	<u>700</u>

4. DIRECTORS' EMOLUMENTS

	1998 £	1997 £
The emoluments of the individual directors amount to:	-	-
	<u>-</u>	<u>-</u>

5. STAFF COSTS

	1998 £	1997 £
Staff costs for the year amount to:	-	-
	<u>-</u>	<u>-</u>

The average monthly number of employees, including directors, during the year was as follows:

	1998 No.	1997 No.
Management and administration	3	3
	<u>3</u>	<u>3</u>

Towers Business Park Management Company Limited

NOTES TO THE ACCOUNTS at 31 March 1998

6. TAX ON PROFIT ON ORDINARY ACTIVITIES

Based on the profit for the year:

	1998 £	1997 £
Corporation tax	258	-
Under provision in prior year	819	-
	<u>1,077</u>	<u>-</u>

7. DEBTORS

	1998 £	1997 £
Trade debtors	9,047	11,157
Other debtors	2	2
	<u>9,049</u>	<u>11,159</u>

8. CREDITORS: amounts falling due within one year

	1998 £	1997 £
Trade creditors	6,068	-
Corporation tax	243	-
Other creditors	426	-
Accruals and deferred income	5,600	8,768
	<u>12,337</u>	<u>8,768</u>

9. SHARE CAPITAL

	1998 No.	Authorised 1997 No.	Allotted, called up and fully paid 1998 £	1997 £
Ordinary shares of £1 each	14	14	2	2

10. RECONCILIATION OF SHAREHOLDERS' FUNDS AND MOVEMENTS ON RESERVES

	Share capital £	Profit and loss account £	Total £
At 1 April 1996	2	(2,391)	(2,389)
Profit for the year		5,865	5,865
At 31 March 1997	2	3,474	3,476
Profit for the year		2,817	2,817
At 31 March 1998	2	6,291	6,293