

3484809

**REGISTRAR OF
COMPANIES**

Crestform Limited

Report and Financial Statements

Year Ended

31 March 2002



BDO Stoy Hayward
Chartered Accountants

CRESTFORM LIMITED

Report and financial statements for the year ended 31 March 2002

Contents

Directors

Page:

1	Report of the directors
3	Report of the independent auditors
5	Profit and loss account
6	Balance sheet
7	Notes forming part of the financial statements

Directors

R Gubbay
T Kremer

Secretary and registered office

P Gubbay, Lyntonia House, 7 Praed Street, London, W2 1NJ.

Company number

3484809

Auditors

BDO Stoy Hayward, 8 Baker Street, London, W1U 3LL.

CRESTFORM LIMITED

Report of the directors for the year ended 31 March 2002

The directors present their report together with the audited financial statements for the year ended 31 March 2002.

Results and dividends

The profit and loss account is set out on page 5 and shows the profit for the year.

The directors paid an interim dividend on the ordinary share capital of £300,000 and do not recommend the payment of a final dividend.

Principal activities, trading review and future developments

The principal activity of the company is that of property management agents and no change in activity is envisaged in the ensuing year.

Directors

The directors of the company during the year and their interests in the ordinary share capital of the company were:

	2002	2001
R Gubbay	-	-
T Kremer	-	-

The interests of the directors in the share capital of the parent company, Prime Commercial Properties Limited, are shown in the financial statements of that company.

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 year. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements 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.

CRESTFORM LIMITED

Report of the directors for the year ended 31 March 2002 (*Continued*)

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.

By order of the Board

P Gubbay



Secretary

Date

30th August 2002

CRESTFORM LIMITED

Report of the independent auditors

To the shareholders of Crestform Limited

We have audited the financial statements of Crestform Limited for the year ended 31 March 2002 on pages 5 to 12 which have been prepared under the accounting policies set out on page 7.

Respective responsibilities of directors and 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 Statement of Directors' Responsibilities.

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.

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.

CRESTFORM LIMITED

Report of the independent auditors

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 its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



BDO STOY HAYWARD
Chartered Accountants
and Registered Auditors
London

30 August 2002

CRESTFORM LIMITED**Profit and loss account for the year ended 31 March 2002**

	Note	2002 £	2001 (restated) £
Turnover	2	1,867,519	639,914
Administrative expenses		758,087	574,282
Operating profit	5	1,109,432	65,632
Interest receivable		13,057	17,683
Profit on ordinary activities before taxation		1,122,489	83,315
Taxation on profits from ordinary activities	6	323,152	(8,672)
Profit on ordinary activities after taxation		799,337	91,987
Dividends - equity		(300,000)	-
Retained profit for the year	12	499,337	91,987

All amounts relate to continuing activities.

All recognised gains and losses are included in the profit and loss account.

The notes on pages 7 to 12 form part of these financial statements.

CRESTFORM LIMITED

Balance sheet at 31 March 2002

	Note	2002 £	2002 £	2001 (restated) £	2001 (restated) £
Fixed assets					
Tangible assets	7		110,721		47,751
Current assets					
Debtors	8	382,356		110,837	
Cash at bank and in hand		980,013		412,671	
		1,362,369		523,508	
Creditors: amounts falling due within one year	9	722,640		320,059	
Net current assets			639,729		203,449
Total assets less current liabilities			750,450		251,200
Provision for liabilities and charges	10		2,267		2,354
			748,183		248,846
Capital and reserves					
Called up share capital	11		2		2
Profit and loss account	12		748,181		248,844
Shareholders' funds	13		748,183		248,846

All shareholders' funds are equity.

The financial statements were approved by the Board on 30 August 2002

R Gubbay



Director

The notes on pages 7 to 12 form part of these financial statements.

CRESTFORM LIMITED

Notes forming part of the financial statements for the year ended 31 March 2002

1 Accounting policies

The financial statements have been prepared under the historical cost convention and are in accordance with applicable accounting standards. The company has adopted FRS 19 'Deferred Tax' in the financial statements. The comparative figures have been restated accordingly and more information is provided in note 12. The following principal accounting policies have been applied:

Turnover

Turnover represents fees receivable.

Depreciation

Depreciation is provided to write off the cost, less estimated residual values, of all fixed assets over their expected useful lives. It is calculated at the following rate:

Fixtures and fittings - 25% on cost

Deferred taxation

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date except that:

- deferred tax is not recognised on timing differences arising on revalued properties unless the company has entered into a binding sale agreement and is not proposing to take advantage of rollover relief; and
- the recognition of deferred tax assets is limited to the extent that the company anticipates to make sufficient taxable profits in the future to absorb the reversal of the underlying timing differences.

Deferred tax balances are not discounted.

Operating leases

Rentals payable under operating leases are charged to the profit and loss account on a straight line basis over the term of the lease.

2 Turnover

Turnover is wholly attributable to the principal activity of the company and arises solely within the United Kingdom.

CRESTFORM LIMITEDNotes forming part of the financial statements for the year ended 31 March 2002 (*Continued*)**3 Employees**

	2002 £	2001 £
Staff costs consist of:		
Wages and salaries	490,686	383,385
Social security costs	51,184	42,204
	<u>541,870</u>	<u>425,589</u>

The average number of employees during the year were 10 (2001 – 8).

4 Directors

The directors received aggregate emoluments of £194,137 (2001 - £159,512) during the year.

5 Operating profit

	2002 £	2001 £
This is arrived at after charging:		
Depreciation	53,022	24,024
Auditors' remuneration	4,900	2,500
Operating lease rentals in respect of land and buildings	27,000	27,000
	<u>84,922</u>	<u>53,524</u>

6 Taxation on profit from ordinary activities

	2002 £	2001 (restated) £
(i) Analysis of tax charge in period		
Current tax:		
UK corporation tax	323,240	19,677
Adjustments in respect of previous periods	-	(26,632)
	<u>323,240</u>	<u>(6,965)</u>
Total current tax	323,240	(6,965)
Deferred tax:		
Origination and reversal of timing differences	(88)	(1,707)
	<u>323,152</u>	<u>(8,672)</u>

CRESTFORM LIMITED

Notes forming part of the financial statements for the year ended 31 March 2002 (*Continued*)

6 Taxation on profit from ordinary activities (*Continued*)

	2002 £	2001 (restated) £
(ii) Factors effecting the tax charge for the period:		
Profit on ordinary activities multiplied by standard rate of UK corporation tax of 30%	336,747	19,677
Expenses not deductible for tax purposes	314	-
Capital allowances for year in excess of depreciation	(1,734)	-
Utilisation of group tax losses	(12,086)	-
Adjustment to tax charge in respect of previous periods	-	(26,632)
Current tax charge for period	323,240	(6,965)

7 Tangible assets

	Fixtures and fittings £
<i>Cost</i>	
At 1 April 2001	96,097
Additions	115,992
At 31 March 2002	212,089
<i>Depreciation</i>	
At 1 April 2001	48,346
Provided for the year	53,022
At 31 March 2002	101,368
<i>Net book value</i>	
At 31 March 2002	110,721
At 31 March 2001	47,751

CRESTFORM LIMITED

Notes forming part of the financial statements for the year ended 31 March 2002 (*Continued*)

8 Debtors

	2002 £	2001 £
Trade debtors	302,955	100,737
Other debtors	9,691	9,889
Prepayments and accrued income	16,500	-
Amounts due from group undertakings	53,210	211
	<u>382,356</u>	<u>110,837</u>

All amounts shown under debtors fall due for payment within one year.

9 Creditors: amounts falling due within one year

	2002 £	2001 £
Other creditors	368,171	287,035
Creditors for taxation and social security	35,106	13,654
Corporation tax payable	319,363	19,370
	<u>722,640</u>	<u>320,059</u>

10 Deferred taxation

	£
At 31 March 2001 (restated)	2,354
Released for the year	(88)

At 31 March 2002	<u>2,267</u>
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Deferred tax is provided as follows:

	Provided 2002 £	Provided 2001 £
Excess of capital allowances over depreciation	<u>2,267</u>	<u>2,354</u>

CRESTFORM LIMITED

Notes forming part of the financial statements for the year ended 31 March 2002 (*Continued*)

11 Share capital

	Authorised		Allotted, called up and fully paid	
	2002 £	2001 £	2002 £	2001 £
Ordinary shares of £1	100	100	2	2

12 Profit and loss account

	£
At 31 March 2001 - as previously stated	251,198
Prior year adjustment	2,354
At 31 March 2001 - restated	248,844
Profit for the year	499,337
At 31 March 2002	748,181

The company has adopted FRS 19 'Deferred Tax' in the year and this change in accounting policy has given rise to a prior year adjustment. This has resulted in an increase of £1,707 in 2001 profits and an reduction of £4,061 in profits relating to periods prior to 2001.

13 Reconciliation of movements in shareholders' funds

	2002 £	2001 (restated) £
Profit for the year	799,337	91,987
Dividends	(300,000)	-
Additions to shareholders' funds	499,337	91,987
Opening shareholders' funds (originally £251,200 before prior year adjustment of £2,354)	248,846	156,859
Closing shareholders' funds	748,183	248,846

CRESTFORM LIMITED

Notes forming part of the financial statements for the year ended 31 March 2002 (*Continued*)

14 Ultimate parent company

At 31 March 2002, the company's ultimate parent company was Prime Commercial Properties Limited.

Copies of the financial statements of Prime Commercial Properties Limited, are available from Companies House.

15 Financial commitments

At 31 March 2002, the company had annual commitments under non-cancellable operating leases as follows:

	Land and buildings 2002 £	Land and buildings 2001 £
Operating leases which expire:		
Over five years	27,000	27,000

16 Related party transactions

The company is controlled by Prime Commercial Properties Limited.

The company paid rent of £27,000 to Moveglade Limited, a company controlled by the Gubbay Family, of which Mr R Gubbay is a director.

The company acts as a property management agent for a number of trusts of which fellow subsidiary undertakings hold a beneficial interest. Transactions with these trusts were as follows:

	2002 £	2001 £
Rent collection fees receivable	372,694	314,376
Service charge fees receivable	267,729	211,137
Other fees	1,168,500	55,000
Amounts due to the trusts and included within creditors due within one year	291,673	280,007