

Reg. of Co's

Registration number 04118321

Castlegate 172 Limited

Director's report and financial statements

for the year ended 30 November 2002



Castlegate 172 Limited

Company information

Director	D J Meer
Secretary	R E Lomas
Company number	04118321
Registered office	Hazleford way Newstead Industrial Park Newstead Nottinghamshire NG15 0DQ
Auditors	Brooks Mayfield 12 Bridgford Road West Bridgford Nottingham NG2 6AB
Bankers	National Westminster Bank Plc Smiths Bank branch 16 South Parade Nottingham NG1 2JX

Castlegate 172 Limited

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Castlegate 172 Limited

Director's report for the year ended 30 November 2002

The director presents his report and the financial statements for the year ended 30 November 2002.

Principal activity and review of the business

The principal activity of the company is that of an investment company.

Results and dividends

The results for the year are set out on page 4.

The director has paid an interim dividend amounting to £200,000 and he does not recommend payment of a final dividend.

Director and his interest

The director who served during the year and his interest in the company are as stated below:

	Ordinary shares	
	30/11/02	01/12/01
D J Meer	1,000	1,000

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 the affairs of the company and of the profit or loss of the company for that year. In preparing these the director is 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 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. He 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.

Auditors

In accordance with Section 385 of the Companies Act 1985, a resolution proposing that Brooks Mayfield be reappointed as auditors of the company will be put to the Annual General Meeting.

The director recommends that Brooks Mayfield remain in office until further notice.

This report was approved by the Board on 27 February 2003 and signed on its behalf by



R E Lomas
Secretary

Castlegate 172 Limited

Independent auditors' report to the shareholders of Castlegate 172 Limited

We have audited the financial statements of Castlegate 172 Limited for the year ended 30 November 2002 which comprise the profit and loss account, the balance sheet and the related notes. These financial statements have been prepared under the historical cost convention and the accounting policies set out therein.

Respective responsibilities of director and auditors

As described in the statement of director's responsibilities the company's director is responsible for the preparation of the financial statements in accordance with applicable law and United Kingdom Accounting Standards.

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 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 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 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.

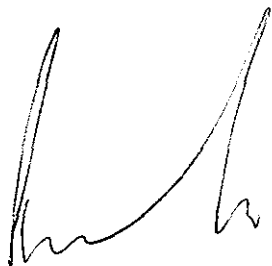
We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Castlegate 172 Limited

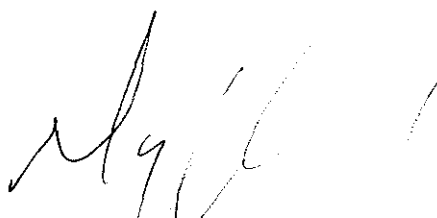
Independent auditors' report to the shareholders of Castlegate 172 Limited continued

Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 30 November 2002 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



Brooks Mayfield
Registered auditors
27 February 2003



12 Bridgford Road
West Bridgford
Nottingham
NG2 6AB

Castlegate 172 Limited

**Profit and loss account
for the year ended 30 November 2002**

		Continuing operations	
		2002	2001
	Notes	£	£
Administrative expenses		(66)	(226,882)
Operating loss		(66)	(226,882)
Other interest receivable and similar income		27,443	60,295
Interest payable and similar charges	3	(173,772)	(180,576)
Loss on ordinary activities		(146,395)	(347,163)
Dividends	4	(200,000)	-
Loss for the year		(346,395)	(347,163)
Accumulated (loss)/profit brought forward		(347,163)	-
Accumulated loss carried forward		(693,558)	(347,163)

There are no recognised gains or losses other than the profit or loss for the above two financial years.

The notes on pages 7 to 10 form an integral part of these financial statements.

Castlegate 172 Limited

**Balance sheet
as at 30 November 2002**

		2002	2001
	Notes	£	£
Fixed assets			
Investments	5	4,528,800	4,528,800
Current assets			
Cash at bank and in hand		-	1,610,138
		-	1,610,138
Creditors: amounts falling due within one year	6	(2,870,958)	(2,584,701)
Net current liabilities		(2,870,958)	(974,563)
Total assets less current liabilities		1,657,842	3,554,237
Creditors: amounts falling due after more than one year	7	(372,600)	(1,922,600)
Net assets		1,285,242	1,631,637
Capital and reserves			
Called up share capital	8	1,000	1,000
Share premium account	9	1,977,800	1,977,800
Profit and loss account	9	(693,558)	(347,163)
Equity shareholders' funds	10	1,285,242	1,631,637

The financial statements were approved by the Board on 27 February 2003 and signed on its behalf by


D J Meer
Director

The notes on pages 7 to 10 form an integral part of these financial statements.

Castlegate 172 Limited

**Cash flow statement
for the year ended 30 November 2002**

	Notes	2002 £	2001 £
Reconciliation of operating loss to net cash inflow from operating activities			
Operating loss		(66)	(226,882)
Increase in creditors		673,757	747,201
Net cash inflow from operating activities		<u>673,691</u>	<u>520,319</u>
Cash flow statement			
Net cash inflow from operating activities		673,691	520,319
Returns on investments and servicing of finance	11	(146,329)	(120,281)
Capital expenditure	11	-	(4,528,800)
Equity dividends paid		(200,000)	-
Financing	11	-	1,978,800
Increase in cash in the year		<u>327,362</u>	<u>(2,149,962)</u>
Reconciliation of net cash flow to movement in net funds (Note 12)			
Increase in cash in the year		327,362	(2,149,962)
Net debt at 1 December 2001		<u>(2,149,962)</u>	-
Net debt at 30 November 2002		<u>(1,822,600)</u>	<u>(2,149,962)</u>

Castlegate 172 Limited

Notes to the financial statements for the year ended 30 November 2002

1. Accounting policies

1.1. Accounting convention

The financial statements are prepared under the historical cost convention .

1.2. Investments

Fixed asset investments are stated at cost less provision for diminution in value.

1.3. Deferred taxation

Provision is made for deferred taxation using the liability method to take account of timing differences between the incidence of income and expenditure for taxation and accounting purposes except to the extent that the director considers that a liability to taxation is unlikely to materialise.

1.4. Group accounts

The company is entitled to the exemption under Section 248 of the Companies Act 1985 from the obligation to prepare group accounts.

2. Interest receivable and similar income

2002

2001

£

£

Bank interest

27,443

60,295

3. Interest payable and similar charges

2002

2001

£

£

On bank loans and overdrafts

34

32

On loans repayable between one and two years

47,464

71,841

On loans repayable between two and five years

126,274

108,703

173,772

180,576

4. Dividends

2002

2001

£

£

Dividends on equity shares:

Ordinary shares - interim paid

200,000

-

Castlegate 172 Limited

Notes to the financial statements for the year ended 30 November 2002

..... continued

5. Fixed asset investments	Subsidiary undertakings	Total
	shares £	£
Cost		
At 1 December 2001		
At 30 November 2002	4,528,800	4,528,800
Net book values		
At 30 November 2002	4,528,800	4,528,800
At 30 November 2001	4,528,800	4,528,800

5.1. Holdings of 20% or more

The company holds 20% or more of the share capital of the following companies:

Company	Country of registration or incorporation	Nature of business	Shares held class	Proportion of shares held
Subsidiary undertaking				
Met-Clad Contracts (Holdings) Limited	England	Roofing and cladding	Ordinary	100%

The aggregate amount of capital and reserves and the results of these undertakings for the last relevant financial year were as follows:

	Capital and reserves £	Profit for the year £
Met-Clad Contracts (Holdings) Limited	329,858	18,558

6. Creditors: amounts falling due within one year	2002 £	2001 £
Bank loan	1,450,000	1,837,500
Amounts owed to group undertaking	1,420,015	747,201
Accruals and deferred income	943	-
	<u>2,870,958</u>	<u>2,584,701</u>

Castlegate 172 Limited

**Notes to the financial statements
for the year ended 30 November 2002**

..... continued

7. Creditors: amounts falling due after more than one year	2002	2001
	£	£
Long term loan account-G Davies	<u>372,600</u>	<u>1,922,600</u>
8. Share capital	2002	2001
	£	£
Authorised equity		
1,000 Ordinary shares of 1 each	<u>1,000</u>	<u>1,000</u>
Allotted, called up and fully paid equity		
1,000 Ordinary shares of 1 each	<u>1,000</u>	<u>1,000</u>
9. Equity Reserves	Share premium account	Profit and loss account
	£	£
At 1 December 2001	1,977,800	(347,163)
Loss for the year		(346,395)
At 30 November 2002	<u>1,977,800</u>	<u>(693,558)</u>
		Total
		£
		1,630,637
		(346,395)
		<u>1,284,242</u>
10. Reconciliation of movements in shareholders' funds	2002	2001
	£	£
Loss for the year	(146,395)	(347,163)
Dividends	(200,000)	-
	<u>(346,395)</u>	<u>(347,163)</u>
Opening shareholders' funds	1,631,637	1,978,800
Closing shareholders' funds	<u>1,285,242</u>	<u>1,631,637</u>

Castlegate 172 Limited

**Notes to the financial statements
for the year ended 30 November 2002**

..... continued

11. Gross cash flows

	2002 £	2001 £
Returns on investments and servicing of finance		
Interest received	27,443	60,295
Interest paid	(173,772)	(180,576)
	<u>(146,329)</u>	<u>(120,281)</u>
Capital expenditure		
Payments to acquire investments	-	4,528,800
	<u>-</u>	<u>4,528,800</u>
Financing		
Issue of ordinary share capital	-	1,978,800
	<u>-</u>	<u>1,978,800</u>

12. Analysis of changes in net funds

	Opening balance £	Closing balance £
Cash at bank and in hand	1,610,138	-
Debt due within one year	(1,937,500)	(1,450,000)
Debt due after one year	(1,922,600)	(372,600)
	<u>(3,760,100)</u>	<u>(1,822,600)</u>
Net funds	<u>(2,149,962)</u>	<u>(1,822,600)</u>