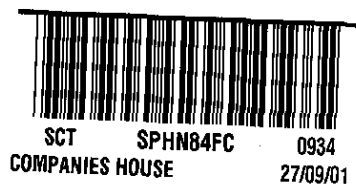


Gillespie Leisure Limited

Financial Accounts Year ended 30 November 2000



A J Innes
Chartered Accountants

GILLESPIE LEISURE LIMITED**DIRECTORS' REPORT****30th November 2000**

The directors present their report and the audited financial statements for the year ended 30th November 2000.

Principal activity

The principal activities of the company are the provision of Holiday Park leisure activities, caravan sales and the provision of holiday caravanning facilities.

Business review

The company's balance sheet as detailed on page 6 shows a satisfactory position, shareholders' funds amounting to £2,449,088.

Results and dividends

The results for the year are shown in the profit and loss account on page 5. A dividend in respect of Preference shares in the sum of £4,800 is proposed.

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

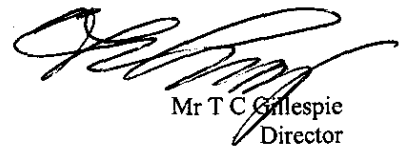
	30th November 2000	1st December 1999
	Ordinary shares	Ordinary shares
Mr Thomas Corrie Gillespie	1150	-
Mrs Jessica Murray Thompson Gillespie	1150	-
Mr Thomas Corrie Gillespie and Mrs Jessica Murray Thompson Gillespie (Joint Holding)	-	2300
Mr Thomas Corrie Gillespie and Mrs Jessica Murray Thompson Gillespie and Mr Gavin Scott (as trustees).	2600	2600

Under a Trust Deed granted by Mr T C Gillespie and Mrs J M T Gillespie dated 14 November 1985 (Registered Books of Council and Session in 1986) the Trustees hold 2600 Ordinary £1 shares for Mr and Mrs T C Gillespie's children.

Auditors

A J Innes, Chartered Accountants have agreed to offer themselves for re-appointment as auditors of the company.

On behalf of the board



Mr T C Gillespie
Director

24 September 2001

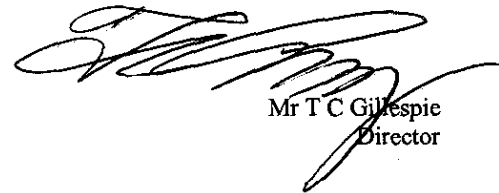
GILLESPIE LEISURE LIMITED
STATEMENT OF DIRECTORS' RESPONSIBILITIES

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



Mr T C Gillespie
Director

GILLESPIE LEISURE LIMITED**AUDITORS' REPORT****Auditors' report to the members of****Gillespie Leisure Limited**

We have audited the financial statements on pages 5 to 17 which have been prepared under the historical cost convention and the accounting policies set out on page 8.

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 30th November 2000 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



A J Innes
Chartered Accountants
Registered Auditors

65 High Street
Gatehouse of Fleet

25 September 2001

GILLESPIE LEISURE LIMITED

PROFIT AND LOSS ACCOUNT

for the year ended 30th November 2000

	Note	2000 £	1999 £
Turnover	2	2,212,286	1,574,057
Cost of sales		(1,615,653)	(1,100,660)
Gross profit		596,633	473,397
Net operating expenses			
Administrative expenses		(214,751)	(146,693)
Operating profit	3	381,882	326,704
Interest payable	5	(59,367)	(41,941)
Profit on ordinary activities before taxation		322,515	284,763
Taxation	6	(53,661)	(39,531)
Profit on ordinary activities after taxation		268,854	245,232
Dividends	7	(4,800)	(4,800)
Retained profit for the year	20	264,054	240,432

Movements in reserves are shown in the notes to the financial statements.

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

There are no recognised gains and losses in 2000 or 1999 other than the profit for the year.

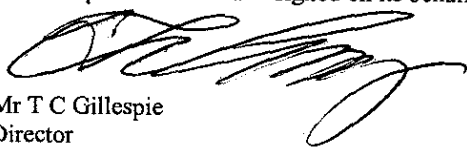
BALANCE SHEET

at 30th November 2000

	Note	£	2000 £	£	1999 £
Fixed assets					
Intangible assets	8		1		1
Tangible assets	9		3,701,240		3,422,923
			<u>3,701,241</u>		<u>3,422,924</u>
Current assets					
Stocks	11	98,009		62,075	
Debtors	12	271,744		74,287	
Cash at bank and in hand		4,458		3,841	
			<u>374,211</u>	<u>140,203</u>	
Creditors: amounts falling due within one year	13	(1,430,323)		(1,200,355)	
Net current liabilities			(1,056,112)		(1,060,152)
Total assets less current liabilities			<u>2,645,129</u>		<u>2,362,772</u>
Creditors: amounts falling due after more than one year	14		(48,841)		(54,637)
Provision for liabilities and charges	15		(147,200)		(123,100)
			<u>2,449,088</u>		<u>2,185,035</u>
Capital and reserves					
Called up share capital	18		70,000		70,000
Other reserves	19		130,000		130,000
Profit and loss account	20		2,249,088		1,985,035
Total shareholders' funds	17		<u>2,449,088</u>		<u>2,185,035</u>

The financial statements on pages 5 to 17 were approved by the board of directors
On 24 September 2001 and signed on its behalf by:

Mr T C Gillespie
Director



GILLESPIE LEISURE LIMITED

CASH FLOW STATEMENT

for the year ended 30th November 2000

	Note	£	2000 £	£	1999 £
Net cash (outflow)/inflow from operating activities	21		(26,533)		476,713
Returns on investments and servicing of finance					
Interest paid		(58,502)		(41,941)	
Interest element of HP payments		(865)		-	
			(59,367)		(41,941)
Taxation					
Corporation tax paid			(19,231)		(38,585)
Capital expenditure and financial investment					
Purchase of tangible fixed assets		(526,810)		(639,499)	
Sale of tangible fixed assets		309,133		347,783	
			(217,677)		(291,716)
			(322,808)		104,471
Equity dividends paid			(4,800)		(4,800)
			(327,608)		99,671
Financing					
Debt due beyond a year:					
Other Loan (repayments) / advances		(9,600)		4,800	
Repayable Grant repayments		(13,333)		-	
Hire purchase advance		28,060		-	
			5,127		4,800
(Decrease)/increase in cash			(322,481)		104,471

GILLESPIE LEISURE LIMITED

NOTES ON FINANCIAL STATEMENTS

30th November 2000

1 Accounting policies**Basis of accounting**

The financial statements have been prepared in accordance with applicable accounting standards and under the historical cost accounting rules.

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.

Intangible fixed assets

Goodwill represents the difference between the fair value of the consideration paid on acquisition of a business and the fair value of its separable net assets at the date of acquisition.

Tangible fixed assets

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

Freehold land and buildings (Note a)	nil
Freehold land and buildings improvements (Note a)	nil
Caravans, fixtures, fittings & equipment	10% reducing balance
Vehicles & machinery	20% reducing balance

Note a : No depreciation has been charged in respect of freehold land and buildings, including improvements, as their market value is not lower than the amount shown in the accounts.

Hire purchase contracts

Tangible fixed assets acquired under hire purchase contracts are capitalised at the market value at the date of inception of each contract. The total finance charges are allocated over the period of the hire purchase agreement in such a way as to give a reasonably constant charge on the outstanding liability.

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

Stocks

Stocks are valued at the lower of cost and net realisable value. Cost is computed on a first in first out basis. Net realisable value is based on estimated selling price less the estimated cost of disposal.

GILLESPIE LEISURE LIMITED

NOTES ON FINANCIAL STATEMENTS

30th November 2000

1 Accounting policies continued**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.

2 Turnover

The turnover for the year was derived from the company's principal activity. The whole of the turnover is attributable to the UK market.

3 Operating profit

	2000 £	1999 £
Operating profit is stated after crediting		
Profit on sale of assets	204,209	209,182
and after charging		
Staff costs (note 4)	613,598	550,307
Operating leases		
Hire of plant and machinery	16,074	16,022
Workshop Rent	4,000	4,000
Depreciation of tangible fixed assets (note 9)		
Owned assets	143,570	116,955

4 Directors and employees

	2000 £	1999 £
Staff costs including directors' emoluments		
Wages and salaries	563,698	498,307
Pension costs	49,900	52,000
	613,598	550,307
Average monthly number employed including executive directors:	Number 67	Number 60
Directors	£	£
Emoluments	62,100	40,000
Company contributions to pension policies	49,900	52,000
	112,000	92,000

GILLESPIE LEISURE LIMITED
NOTES ON FINANCIAL STATEMENTS

30th November 2000

5 Interest payable

	2000	1999
	£	£
Bank overdraft interest	58,502	41,924
Other interest	-	17
Hire purchase interest & charges	865	-
	<u>59,367</u>	<u>41,941</u>

6 Taxation

	2000	1999
	£	£
Corporation tax on profit on ordinary activities at 20% (1999 20.67%)	29,561	19,231
Deferred taxation	24,100	20,300
	<u>53,661</u>	<u>39,531</u>

7 Dividends

	2000	1999
	£	£
Proposed dividend	<u>4,800</u>	<u>4,800</u>

8 Intangible fixed assets

	Goodwill
	£
Cost	
1st December 1999 and 30th November 2000	<u>1</u>
Net book amount	
30th November 2000	<u>1</u>
1st December 1999	<u>1</u>

GILLESPIE LEISURE LIMITED
NOTES ON FINANCIAL STATEMENTS

30th November 2000

9 Tangible fixed assets

	Caravans Equipment and Vehicles £	Land and Buildings £	Total £
Cost			
1st December 1999	1,621,697	2,452,871	4,074,568
Additions	478,970	47,840	526,810
Disposals	(208,252)	-	(208,252)
	<u>1,892,415</u>	<u>2,500,711</u>	<u>4,393,126</u>
30th November 2000			
Depreciation			
1st December 1999	651,644	-	651,644
Charge for year	143,570	-	143,570
Disposals	(103,328)	-	(103,328)
	<u>691,886</u>	<u>-</u>	<u>691,886</u>
30th November 2000			
Net book amount			
30th November 2000	<u>1,200,529</u>	<u>2,500,711</u>	<u>3,701,240</u>
1st December 1999	<u>970,052</u>	<u>2,452,871</u>	<u>3,422,923</u>

10 Land and buildings

	2000 £	1999 £
Freehold land and buildings	1,893,599	1,893,599
Freehold land and buildings improvements	607,112	559,272
	<u>2,500,711</u>	<u>2,452,871</u>

GILLESPIE LEISURE LIMITED

NOTES ON FINANCIAL STATEMENTS

30th November 2000

11 Stocks

	2000 £	1999 £
Seaward Bar	363	452
Barlochan Shop	1,450	1,223
Sandyhills Shop	2,427	2,740
Seaward Shop	1,079	961
Brighthouse Bay Shop	15,127	10,353
Caravans and Chalets for Resale	70,115	40,007
Leisure Club	7,448	6,339
	<u>98,009</u>	<u>62,075</u>

12 Debtors

	2000 £	1999 £
Amounts falling due within one year		
Trade debtors	266,660	24,813
Other debtors	5,084	49,474
	<u>271,744</u>	<u>74,287</u>

13 Creditors: amounts falling due within one year

	2000 £	1999 £
Bank overdraft	1,034,160	711,062
Trade creditors	240,859	393,841
Proposed dividend	4,800	4,800
Corporation tax	29,561	19,231
Other taxation and social security	24,048	20,816
Directors' loan	56,272	28,544
Accruals and deferred income	16,782	9,143
Repayable Grants	13,333	12,918
Obligations under finance leases and hire purchase contracts - note 14	10,508	-
	<u>1,430,323</u>	<u>1,200,355</u>

GILLESPIE LEISURE LIMITED

NOTES ON FINANCIAL STATEMENTS

30th November 2000

14 Creditors: amounts falling due
after more than one year

	2000 £	1999 £
Other liabilities		
Loans	19,200	28,800
Repayable Grants over one year	12,089	25,837
Obligations under finance leases and hire purchase contracts	17,552	-
	<u>48,841</u>	<u>54,637</u>
Obligations under hire purchase contracts		

These are repayable over varying periods
by monthly instalments as follows:

In the next year - see note 13	10,508	-
In the second to fifth years	17,552	-
	<u>28,060</u>	<u>-</u>

15 Provision for liabilities and charges

	1999 £	Profit and loss account £	Other movements £	2000 £
Deferred taxation (notes 6 and 16)	<u>123,100</u>	<u>24,100</u>	<u>-</u>	<u>147,200</u>

GILLESPIE LEISURE LIMITED

NOTES ON FINANCIAL STATEMENTS

30th November 2000

16 Deferred taxation

	2000		1999	
	Amount unprovided £	Amount provided £	Amount unprovided £	Amount provided £
Corporation tax deferred by				
Capital allowances in excess	-	147,200	-	123,100
Other timing differences	-	-	-	-
Unrelieved taxation losses	-	-	-	-
Capital gains rolled over	-	-	-	-
	<u>-</u>	<u>147,200</u>	<u>-</u>	<u>123,100</u>
Advance corporation tax	-	-	-	-
	<u>-</u>	<u>147,200</u>	<u>-</u>	<u>123,100</u>
	<u><u>-</u></u>	<u><u>147,200</u></u>	<u><u>-</u></u>	<u><u>123,100</u></u>
Corporation tax on revaluation	-	-	-	-
	<u><u>-</u></u>	<u><u>-</u></u>	<u><u>-</u></u>	<u><u>-</u></u>

Deferred taxation is based on a corporation tax rate of 20% (1999 20%).

17 Reconciliation of movements in shareholders' funds

	2000 £	1999 £
Profit for the financial year	268,854	245,232
Dividends	(4,800)	(4,800)
Net addition to shareholders' funds	<u>264,054</u>	<u>240,432</u>
Opening shareholders' funds	2,185,034	1,944,603
Closing shareholders' funds	<u><u>2,449,088</u></u>	<u><u>2,185,035</u></u>

GILLESPIE LEISURE LIMITED

NOTES ON FINANCIAL STATEMENTS

30th November 2000

18 Called up share capital

	2000		1999	
	Number of shares	£	Number of shares	£
Authorised				
Ordinary shares of £1 each	10,000	10,000	10,000	10,000
Preference Shares of £1 each	60,000	60,000	60,000	60,000
	<u> </u>	<u> </u>	<u> </u>	<u> </u>
		70,000		70,000
		<u> </u>		<u> </u>
Allotted called up and fully paid				
Ordinary shares of £1 each	10,000	10,000	10,000	10,000
Preference shares of £1 each	60,000	60,000	60,000	60,000
	<u> </u>	<u> </u>	<u> </u>	<u> </u>
		70,000		70,000
		<u> </u>		<u> </u>

19 Other reserves

	2000 £
Capital reserve	<u>130,000</u>

20 Profit and loss account

	2000 £
1st December 1999	1,985,034
Retained profit for the year	<u>264,054</u>
30th November 2000	<u>2,249,088</u>

21 Notes to the cash flow statement

Reconciliation of operating profit
to operating cash flows

	2000 £	1999 £
Operating profit	381,882	326,704
Depreciation charges	143,570	116,955
Profit on sale of fixed assets	(204,209)	(209,182)
Increase in stocks	(35,934)	(37,478)
(Increase)/decrease in debtors	(197,457)	26,980
(Decrease)/increase in creditors	(114,385)	252,734
	<u> </u>	<u> </u>
Net cash (outflow)/inflow from operating activities	<u>(26,533)</u>	<u>476,713</u>

GILLESPIE LEISURE LIMITED
NOTES ON FINANCIAL STATEMENTS

30th November 2000

22 Notes to the cash flow statement (continued)

Analysis of changes in net debt

	At start of year £	Cash flows £	At end of year £
Cash at bank and in hand	3,841	617	4,458
Bank overdraft	(711,062)	(323,098)	(1,034,160)
		<u>(322,481)</u>	
Repayable Grant due	(38,755)	13,333	(25,422)
Other loan due	(28,800)	9,600	(19,200)
HP due	-	(28,060)	(28,060)
		<u>(5,127)</u>	
Total	<u>(774,776)</u>	<u>(327,608)</u>	<u>(1,102,384)</u>

Reconciliation of net cash flow to movement in net debt

	2000 £	1999 £
(Decrease)/increase in cash in the year	(322,481)	104,471
Cash inflow from increase in debt and HP financing	(5,127)	(4,800)
Change in net debt resulting from cash flows	<u>(327,608)</u>	<u>99,671</u>
Net debt at 1st December 1999	(774,776)	(874,447)
Net debt at 30th November 2000	<u>(1,102,384)</u>	<u>(774,776)</u>

GILLESPIE LEISURE LIMITED
NOTES ON FINANCIAL STATEMENTS
30th November 2000

23 Related party transactions

	2000 £	1999 £
Income		
Graplin Farms - Rent	10,000	10,000
Graplin Farms – Goods & Services	<u>37,400</u>	<u>12,500</u>
Expenses		
Graplin Farms - Rent	13,852	13,852
Graplin Farms – Goods & Services	<u>3,000</u>	<u>3,000</u>
D J Gillespie & Son – Goods & Services	<u>81,655</u>	<u>38,739</u>
Dividends		
Preference share dividend - Ms S Gillespie	2,400	2,400
Preference share dividend - Ms J Gillespie	<u>2,400</u>	<u>2,400</u>
Loans		
Loan at 30 November 2000 - Ms S Gillespie	12,000	14,400
Loan at 30 November 2000 - Ms J Gillespie	<u>7,200</u>	<u>14,400</u>

24 Property revaluation policy

It is the policy of the company not to revalue any property in the current or future years.
The Brighthouse Bay Holiday Park Land was transferred to the company by way of gift for no consideration, and was introduced to the accounts at a valuation of £130,000. No further revaluations will take place.