

YELLOW DOOR PROPERTY COMPANY LIMITED

REPORT AND FINANCIAL ACCOUNTS

FOR THE YEAR ENDED

31st MARCH 1996

2779638

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YELLOW DOOR PROPERTY COMPANY LIMITED

Company Information

Directors	Mr. Paul Ashley Mr. Bill Hughes Mr. Barclay Lamont
Secretary	Mr. Bill Hughes
Registered Office	31 Cumberland Close Aylesbury Buckinghamshire HP21 7HH
Reporting Accountants	Hawes & Company Crostfield House Queen Street Tring, Herts
Bankers	National Westminster Bank plc 5 St Pauls Churchyard London EC4M 8DP
Company Number	2779638

YELLOW DOOR PROPERTY COMPANY LIMITED

DIRECTORS REPORT

The Directors have pleasure in presenting their Annual Report and Accounts of the Company for the year ended 31st March 1996.

1. Results and Dividends

The trading profit for the period after taxation amounted to £7,789 (1995 £5,076). The Directors do not recommend the payment of a Dividend.

2. Principal Activity and Review

The Principal Activity of the Company during the period was the development of property for rental income or resale. The Directors are of the opinion that the future prospects of the Company are satisfactory.

3. Directors and their Interests

The Directors who served during the period and their interests in the Share Capital of the Company were as follows:-

	31st March 1996	31st Mar 1995
P. M. Ashley	850	695
W. E. C. Hughes	0	165
B. W. Lamont	0	0

YELLOW DOOR PROPERTY COMPANY LIMITED

4) Statement of Directors' Responsibilities

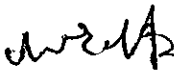
Company Law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to:-

- select suitable accounting policies and then 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.

Advantage has been taken in the preparation of the directors' report of the special exemptions conferred by part II of Schedule 8 to the Companies Act 1985.

Signed on behalf of the Board



W. E. C. Hughes - Secretary

6th October 1996

YELLOW DOOR PROPERTY COMPANY LIMITED

Accountant's Report to the Shareholders on the Unaudited Financial Statements of Yellow Door Property Company Limited

We report on the financial statements for the year ended 31st March 1996 set out on pages 5 to 10

Respective responsibilities of directors and reporting accountants

As described on page 3 the companies directors are responsible for the preparation of financial statements and they consider that the company is exempt from an audit. It is our responsibility to carry out procedures designed to enable us to report our opinion.

Basis of opinion

Our work was conducted in accordance with the Statement of Standards for Reporting Accountants, and so our procedures consisted of comparing the financial statements with the accounting records kept by the company, and making such limited enquiries of the officers of the company as we considered necessary for the purpose of this report. These procedures provide only the assurance expressed in the opinion.

Opinion

In our opinion:

- (a) the financial statements are in agreement with the accounting records kept by the company under S 221 of the Companies Act 1985;
- (b) having regard only to, and on the basis of, the information contained in those accounting records:
 - (i) the financial statements have been drawn up in a manner consistent with the accounting requirements specified in Section 249C(6) of the Act and
 - (ii) the company satisfied the conditions for exemption from an audit of the financial statements for the year as specified in Section 249A(4) of the Act and did not at any time within that year fall within any of the categories of companies not entitled to the exemption specified in Section 249B(1)

Hawes & Co.
Certified Accountants

Hawes & Co
.....
7th November 1996

YELLOW DOOR PROPERTY COMPANY LIMITED

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31st MARCH 1996

	Note	<u>1996</u> £	<u>1995</u> £
TURNOVER	2	158,412	300,048
Cost of Sales		122,862	257,145
GROSS PROFIT		35,550	42,903
Administration Expenses		13,851	27,653
OPERATING PROFIT		21,699	15,250
Add Interest Receivable		421	355
		22,120	15,605
Interest Payable		11,751	7,825
PROFIT BEFORE TAXATION	3	10,369	7,780
TAXATION	4	2,580	2,704
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		7,789	5,076
RESERVES at 31st Mar 1995		83,731	78,655
RESERVES at 31st Mar 1996		91,520	83,731

Continuing Operation

In the opinion of the Directors all operations are continuing

Recognised Gains and Losses

The company has no recognised gains or losses other than as shown above

The accompanying notes on pages 7 to 10 are an integral part of these financial statements

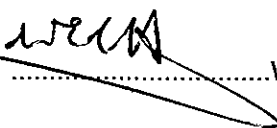
YELLOW DOOR PROPERTY COMPANY LIMITED

BALANCE SHEET AS AT 31st MARCH 1996

	notes	£	£	£	£
			<u>1996</u>		<u>1995</u>
TANGIBLE ASSETS					
Fixed Assets	5		320,964		302,764
CURRENT ASSETS					
Stocks		6,500		0	
Debtors	6	19,819		88,208	
Cash at Bank		40,650		0	
		-----	66,969	-----	88,208
CURRENT LIABILITIES					
Creditors: Amounts falling due within one year	7		75,911		91,152
NET ASSETS less CURRENT LIABILITIES			-----	-----	-----
			312,022		299,820
Creditors : Amounts due after one year	7		188,428		184,015
NET ASSETS			-----	-----	-----
			123,594		115,805
			=====		=====
CAPITAL AND RESERVES					
Share Capital	8	1,000		1,000	
Reserves	9	122,594		114,805	
		-----		-----	
Shareholders Funds			123,594		115,805
			=====		=====

Advantage has been taken in the preparation of the accounts of the special exemptions conferred by part I of Schedule 8 to the Companies Act 1985 on the grounds that the company qualifies as a small company.

The financial statements on pages 5 to 10 were approved by the Board of Directors on the 3 September 1996 and were signed on its behalf on 6th October 1996. The Directors consider that the company is entitled to the exemption from the requirement to have an audit under the provisions of Section 249A(2) of the Companies Act 1985. Shareholders holding 10% or more of the company's share capital have not issued a notice requiring an audit. The Directors acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with Section 221 of the Companies Act 1985, and for preparing accounts which give a true and fair view of the state of affairs of the company as at the end of the financial year and of its profit for the year in accordance with the requirements of Section 226, and which otherwise comply with the requirements of the Act relating to the accounts so far as applicable to the company.


.....W. E. C. Hughes Director

The accompanying notes on pages 7 to 10 are an integral part of these financial statements

YELLOW DOOR PROPERTY COMPANY LIMITED

NOTES TO THE ACCOUNTS AS AT 31st MARCH 1996

1) ACCOUNTING POLICIES

Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and include the results of the company's operations which are described in the Directors' Report and which are continuing.

The company has taken advantage of the exemption in Financial Reporting Standard No.1 from the requirement to produce a cash flow statement on the grounds that it is a small company.

Turnover

Turnover comprises Rental from Property Income, Management fees from consultancy on property Development and from the Sales of Developments owned by the company. All receipts are on a cash received basis.

Work in Progress

Work in progress is valued at the lower of cost or net realisable value if in the Directors opinion the realisable value of the property is below the total project cost.

Tangible Fixed Assets

Tangible fixed assets are stated at cost or valuation less depreciation.

No depreciation has been charged on freehold properties. This is contrary to the accepted Standard Statement of Accounting Practice and is adopted because these properties are held for investment purposes and are maintained to a sufficiently high standard to not allow any diminution in value.

Depreciation is provided at rates calculated to write off the cost of other fixed assets, less their estimated residual value, over their expected useful lives on a 25% straight line basis

2) TURNOVER

Turnover is analysed across the various activities as follows:-

	1996	1995
	£	£
Sales of Property	118,000	272,500
Rental Income	40,412	27,548
	-----	-----
	158,412	300,048

YELLOW DOOR PROPERTY COMPANY LIMITED

NOTES TO THE ACCOUNTS AT 31st MARCH 1996

3) OPERATING PROFIT

This is stated after Charging:-

	1996	1995
	£	£
Directors Remuneration	0	0
Auditors Fees	150	150
	=====	=====

4 TAXATION

Corporation Tax has been provided for at the rate of 25%

5 FIXED ASSETS

COST	Freehold	Property		Fixtures Fittings	Total
	Cost	Valuation	Total		
Cost as at 1st Apr 1995	253,915	41,432	295,347	9,719	305,066
Additions at Cost	15,998		15,998	4,920	20,918
Revaluation during year		0	0	0	0
	-----	-----	-----	-----	-----
Total at 31st Mar 96	269,913	41,432	311,345	14,639	325,984
DEPRECIATION					
As at 1st Apr 1995			0	2,302	2,302
Charge for Year			0	2,718	2,718
			----	-----	-----
Total at 31st Mar 96			0	5,020	5,020
NET BOOK VALUE					
As at 31st Mar 1996			311,345	9,619	320,964
			=====	=====	=====
As at 31st Mar 1995			295,347	7,417	302,764
			=====	=====	=====

The valuation of the freehold properties has been done by independent surveyors on an open market basis and is split as follows:-

	£
Valuation dated 31st Mar 94	135,000
Valuation dated 31st Mar 95	135,000
Original Cost	41,345

	311,345
	=====

YELLOW DOOR PROPERTY COMPANY LIMITED

NOTES TO THE ACCOUNTS AS AT 31st MARCH 1996

6) DEBTORS Amounts falling due within 12 months

	1996	1995
	£	£
Trade Debtors	6,104	69,500
Other Debtors	13,715	16,684
	<u>19,819</u>	<u>88,208</u>
	=====	=====

7) CREDITORS

Amounts falling due within one year

	1996	1995
	£	£
Mortgages	69,096	75,600
Corporation Tax	2,694	2,711
Bank Overdraft	0	4,283
Accrued Expenses	2,193	7,128
Other Creditors	1,928	1,430
	<u>75,911</u>	<u>91,152</u>
	=====	=====

Amounts Due after One Year

		£
Deferred Taxation	10,358	10,358
Loans from Directors	63,070	58,657
Bank Loans	100,000	100,000
Other Loans	15,000	15,000
	<u>188,428</u>	<u>184,015</u>
	=====	=====

The Mortgages are secured by first charges on freehold properties owned by the Company

Analysis of Bank Loans

	1996	1995
Repayable within 12 months		
Overdraft	0	79,883
Repayable between 2 years and 5 years		
Bank Loans	100,000	100,000

YELLOW DOOR PROPERTY COMPANY LIMITED

NOTES TO THE ACCOUNTS AS AT 31st MARCH 1996

8) SHARE CAPITAL

	1996	1995
	£	£
Authorised Ordinary Shares £1 each	1,000	1,000
	=====	=====
Issued Ordinary Shares £1 each	1,000	1,000
	=====	=====

9) RESERVES

	1996	1995
	£	£
Distributable Reserves	91,520	83,731
Non-distributable Property Revaluation Reserves	31,074	31,074
	-----	-----
Total	122,594	114,805
	=====	=====

10) RECONCILIATION OF SHAREHOLDERS FUNDS

Shareholders Funds	1996	1995
		£
As at 1st Apr 1995	115,805	83,731
Profit after Tax for the Year	7,789	5,076
Increase in the non-distributable revaluation reserves	0	17,193
	-----	-----
As at 31st Mar 1996	122,594	115,805
		=====