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MOUNT ANVIL plc (FORMERLY MOUNT ANVIL CONSTRUCTION LTD)

Report and Financial Statements

Year Ended

31 December 2002





Annual report and financial statements for the year ended 31 December 2002

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Directors

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Directors

B P Chambers G J Fitzpatrick C K Hurley M Sidey

Secretary and registered office

R J Cook, Park Mill, Burydell Lane, Park Street, St Albans, Herts AL2 2HB

Company number

2706348

Solicitors

Peter Brown & Co, Altay House, 869 High Road, North Finchley, London N12 8QA Fladgate Fielder, 25 North Row, London W1T 6DJ

Bankers

Bank of Ireland, 36 Queen Street, London EC4R 1HJ

Auditors

BDO Stoy Hayward, Prospect Place, 85 Great North Road, Hatfield, Herts AL9 5BS

Chairman's statement for the year ended 31 December 2002

Financial Review

I am delighted to report that the result for 2002 represents the seventh consecutive year of increased profits for Mount Anvil plc.

Turnover in the year was £40,110,984 (2001: £28,737,921)

Controlled profitable growth is a key driver for our business and it is therefore pleasing to note that a record turnover figure has also produced a record profit of £854,140 (2001: £724,027) with an operating margin of 2.1% approaching some of the best levels in the industry.

Operating Review

Markets

For over 12 years the Company's strategy has been to focus on three core sectors of the market:- Housing (both private and social), Education and Healthcare. The key ingredient in our success to date has been the ability to generate our own development and construction opportunities. This involves us in the identification of development opportunities in our core sectors for our Key Clients. All of our turnover in 2002 was generated in this way. Our involvement in the tender market is minimal as we believe it is not conducive to the establishment of good long term client relationships. Public Private Partnerships (PPP) where, and only where, we can establish acceptable risk and reward profiles is an area that Mount Anvil will continue to work in within its three core sectors.

Good progress was made during the year on the Kingston College of Further Education PPP scheme. This £40m development commenced in September 2001 and involves the provision of student accommodation, 85 flats for open market sale and a range of college facilities. Construction work is due to be completed on schedule in the second half of 2003.

In December 2002 the Devonport House Conference Centre in Greenwich opened for business. Mount Anvil's £9m contract was a mixture of refurbishment work to a Grade II listed building on a world heritage site to provide 101 bedrooms, together with the provision of a state of the art new build conference centre with restaurant facilities.

Working with Circle 33, Asra Housing, and Haringey Primary Care Trust at St Ann's Road, Tottenham we are providing much needed primary healthcare facilities and 71 flats for the local community. This £9.5m project is on target to complete in November 2003 and is considered a blueprint for future partnership schemes. Mount Anvil identified the site in May 1999 and working with Circle 33 successfully steered the scheme through planning and a variety of other issues to achieve a start on site in June 2002.

A £6m project in Milton Road, Haringey is under construction for Presentation Housing Association providing 55 flats and 12 houses for rent, which should finish ahead of its scheduled completion date of March 2004. Mount Anvil identified and purchased the site for Presentation.

In Peckham High Street on the former ABC cinema site, we are working with Metropolitan Housing Trust to provide a mixed development of 60 flats as well as ground and first floor retail and commercial space. This £5.6m project is due to complete in the early part of 2004. Mount Anvil secured this site for Metropolitan.

Mount Anvil is involved in a joint venture with Close Brothers Investment Limited on a 26 unit residential scheme in Kentish Town Road called Grafton Yard. Mount Anvil secured the site and worked with the Planning Authority to maximise the density of the scheme. The Company successfully completed the construction work in December 2002 and managed the sales and marketing process. All the apartments on this £7m scheme have now been sold.

Chairman's statement for the year ended 31 December 2002 (Continued)

Award Winning Projects

Newcroft House in Brent is a £3.8m sheltered housing scheme completed in 2002 for Willow Housing, a member of the Network Housing Group, in partnership with Stonebridge Housing Action Trust and Stadium Housing Association. The scheme provides 39 flats to meet the needs of the culturally diverse, ageing population within the community. It won first place for the Best Housing Association Development at the 2003 Evening Standard New Homes Awards. This is part of an £8m PPC 2000 partnership scheme within the Brent People's Project.

Butler's Yard in Kingsford Street, Camden, another project for Circle 33 was completed early in 2003 and has won the inaugural Building Quality Award presented by the London Borough of Camden. This compact development of 10 houses, six flats and a 600m² commercial unit valued at just over £2m has fitted well into a difficult site and received much local acclaim.

Our People

The company was reaccredited with Investor in People status during 2002. This is external recognition of our ongoing commitment to the development of our staff. Expenditure on training and development for the year was substantially higher than in 2001. Retaining, attracting, challenging and developing our people is fundamental to the achievement of the Company's aspirations. Our success in this is reflected not only in our record level of profit, but also in Mount Anvil's enhanced corporate profile.

During the year Derek Borer and Ray Scoins retired from full-time involvement in the Mount Anvil business. Both Derek and Ray worked in the business since its foundation in 1991. We wish them well in their retirement.

Following the deconsolidation of the Mount Anvil Group in July 2002 Barry Bennet and Richard Upton resigned from the Board to focus exclusively on investment and development opportunities and we wish them well in this. Their contribution to Mount Anvil has been immense.

Cash

Given the nature of our operations, with its relatively long lead in times, disciplined cash management is essential to the success of our business. For the second year in a row our cash in hand at the year end was over £2m.

As well as building strong relationships with our clients, increasing attention is also being paid to building and maintaining strong supply chain relationships. During the year Mount Anvil achieved early payment discounts from its suppliers of £583,019 up 59 % on 2002 (£367,498).

Health and Safety

Over 90% of our site staff have successfully completed the Construction Industry Training Board (CITB) five day site staff training and are certified first aiders. We have also encouraged Construction Skills Certification Scheme accreditation amongst our staff and our supply chain partners. Health and Safety has been reinforced as an integral part of our business culture and is reflected in our low accident statistics.

Employee Policy

Mount Anvil's policy is to provide equal opportunities without regard to race, religion, gender, nationality origin, disability or age. The company will only discriminate on grounds of ability as it strives to live out an abhorrence of mediocrity.

Chairman's statement for the year ended 31 December 2002 (Continued)

Mount Anvil Brand

MA success relies on the delivery of added value to its clients. A highly visible benchmark for this is the growth in our profits, alongside that however, is a growing awareness in our chosen markets of our specialist skills as a development partner and constructor. This is reflected in a broadening of our client base, together with the retention of key established customers. The company is continuously striving to improve its reputation for being 'perfect partners' and of 'doing things differently'.

Future Prospects

The Company is facing the future, with all its challenges, opportunities and threats, from a very solid foundation. We have a highly energetic, enthusiastic and tightly focused senior management team in place achieving clearly defined objectives within a flat organisational structure. Partnering arrangements, both formal and informal, will play an increasingly important part in the development of the business. The development and servicing of a select number of Key Clients is already following from this and will be a primary focus for 2003 and beyond.

C K Hurley Chairman

Report of the directors for the year ended 31 December 2002

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

Results and dividends

The company's profit for the year before taxation was £854,140 (2001: £724,027) as detailed on page 8. The directors do not propose the payment of a dividend (2001: £45,000)

Principal activities, trading review and future developments

The principal activity of the company in the year under review was that of specialist design and build contractors and property developers.

During the year, the company registered as a public company and changed its name to Mount Anvil plc on 31 July 2002.

Charitable and political donations

The aggregate amount of donations made during the year was £8,482 (2001: £8,267). All of these were charitable donations, the major beneficiary of which was Crisis, a charity concerned with the shelter and welfare of homeless people.

Policy and practice on the payment of creditors

It is the policy of the company to negotiate appropriate terms and conditions for its transactions with suppliers by means ranging from standard written terms to individually negotiated contracts. Trade creditors represent both invoices received from material suppliers and accruals for sub contractor payment applications not yet received. At 31 December 2002 trade creditors represented 105 days of purchases (2001: 105 days)

Directors

The directors of the company during the year were:

G Fitzpatrick (appointed 1 February 2002)

R Upton (resigned 26 September 2002)

K Larkin (resigned 31 October 2002)

P Jordan (resigned 30 April 2003)

C K Hurley

D Borer (resigned 11 July 2003)

B J Bennett (resigned 26 September 2002)

P Stevens (appointed 4 November 2002, resigned 11 July 2003)

M Sidey (appointed 4 November 2002)

B P Chambers (appointed 1 May 2003)

None of the directors held any beneficial interest in the company during the year.

The interests of the directors in the shares of the ultimate holding company, Mount Anvil Group Limited, are shown in the report and financial statements of that company. No director held any interests in any other group company.

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

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;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; 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.

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

R JCook
Secretary

Date 24 July 03

Report of the independent auditors

To the shareholders of Mount Anvil plc

We have audited the financial statements of Mount Anvil plc for the year ended 31 December 2002 on pages 8 to 16 which have been prepared under the accounting policies set out on pages 10 and 11.

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.

Our report has been prepared pursuant to the requirements of the Companies Act 1985 and for no other purpose. No person is entitled to rely on this report unless such a person is a person entitled to rely upon this report by virtue of and for the purpose of the Companies Act 1985 or has been expressly authorised to do so by our prior written consent. Save as above, we do not accept responsibility for this report to any other person or for any other purpose and we hereby expressly disclaim any and all such liability.

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.

Report of the independent auditors (Continued)

Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 31 December 2002 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

BOO Stoy Hayened BDO STOY HAYWARD

Chartered Accountants and Registered Auditors

Hatfield

Date 24 July 2003

Profit and loss account for the year ended 31 December 2002

	Note	2002 £	2001 €
Turnover Cost of sales	2	40,110,984 (35,740,984)	28,737,921 (24,340,506)
Gross profit		4,370,000	4,397,415
Establishment and administrative expenses		(3,685,876)	(3,807,383)
Operating profit	3	684,124	590,032
Interest receivable and similar income Interest payable and similar charges	4 5	318,794 (148,778)	206,657 (72,662)
Profit on ordinary activities before taxation		854,140	724,027
Taxation on profit on ordinary activities	7	272,495	238,104
Profit on ordinary activities after taxation		581,645	485,923
Dividends	8	-	(45,000)
Retained profit for the year	15	581,645	440,923
Retained profit brought forward		1,524,816	1,083,893
Retained profit carried forward		2,106,461	1,524,816

All amounts relate to continuing activities.

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

There are no movements in shareholder's funds other than the profit for the period.

The notes on pages 10 to 16 form part of these financial statements.

Balance sheet at 31 December 2002

	Note	2002 £	2001 £
Fixed assets			
Tangible assets	9	177,067	215,277
Investments	10	7	4
		177,074	215,281
Current assets		(20.625	402.011
Stocks		638,635	402,811
Work in progress Debtors	11	330,452	627,151
Cash at bank and in hand	11	11,512,880 2,008,000	7,023,021 2,034,482
		14,489,967	10,087,465
Creditors: amounts falling due within one year	12	(11,609,180)	(8,222,388)
Net current assets		2,880,787	1,865,077
Total assets less current liabilities		3,057,861	2,080,358
Creditors: amounts falling due after more than one year	13	(401,400)	(5,542)
		2,656,461	2,074,816
Capital and reserves Called up share capital Profit and loss account	14 15	550,000 2,106,461	550,000 1,524,816
Equity shareholders' funds		2,656,461	2,074,816

These financial statements were approved by the Board of Directors on 24 July 2003

Signed on behalf of the Board of Directors K Hurley

The notes on pages 10 to 16 form part of these financial statements.

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

1 Accounting policies

The financial statements have been prepared under the historical cost convention and are in accordance with applicable accounting standards. The following principal accounting policies have been applied.

Turnover

Turnover represents sales to outside customers at invoiced amounts less value added tax.

Consolidation

The company has taken advantage of the exemption granted under section 288 of Companies Act 1985 not to provide group accounts. These financial statements present information about it as an individual entity.

Tangible fixed assets

Tangible fixed assets are depreciated on a straight line basis at the following rates to reduce the cost to the anticipated residual value at the end of the expected useful lives of these assets:

Leasehold improvements

- over the remaining life of the relevant lease

Motor vehicles
Fixtures and fittings

25% per annum33.3% per annum

Stocks and Work in Progress

Stocks are stated at the lower of cost and net realisable value. Net realisable value is based on estimated selling price less additional cost to completion and disposal.

Long-term contracts are assessed on a contract by contract basis and are reflected in the profit and loss account by recording turnover and related costs as contract activity progresses. Where the outcome of each long-term contact can be assessed with reasonable certainty before its conclusion, the attributable profit is recognised in the profit and loss account as the difference between the reported turnover and related costs for the contract.

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.

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

1 Accounting policies (Continued)

Leases

Assets obtained under finance leases and hire purchase contracts are capitalised at their fair value on acquisition and depreciated over their estimated useful lives. The finance charges are allocated over the period of the lease in proportion to the capital element outstanding.

All other leases are treated as operating leases. Their annual rentals are charged to the profit and loss account in the year in which they become payable.

2 Turnover

The turnover and pre-tax profit all of which arise in the United Kingdom, are attributable to the activity of design and build contractors and property developers.

3	Operating profit	2002	2001
	On questing margit is after about in all questing).	£	£
	Operating profit is after charging/(crediting): Depreciation and amortisation		
	Owned assets	92 597	92 227
	Leased assets	83,587	82,227
		42,958	55,582
	Rentals under operating leases	120.074	0.45.460
	Hire of plant and machinery	432,964	245,468
	Early payment discounts	(583,019)	(367,498)
	Profit on disposal of fixed assets	(5,036)	(2,297)
	Management charges received from group companies Auditors' remuneration	(23,700)	(99,180)
	Audit fee	23,285	20,000
	Other services	7,765	10,400
4	Interest receivable and similar income	2002	2001
		£	£
	Bank interest	52,507	15,326
	Other interest	266,287	191,331
		318,794	206,657
5	Interest payable and similar charges	2002	2001
	Antor ost payable and sminar energes	£	£
	Bank interest	22,033	33,792
	Hire purchase and finance lease interest	5,537	10,868
	Other interest	121,208	28,002
		148,778	72,662
		====	

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

6	Information regarding directors and employees	2002 £	2001 £
	Directors' emoluments Fees and salaries Other emoluments	484,058 26,224	276,333 28,323
		510,282	304,656
	Emoluments of the highest paid director are as follows:	2002 £	2001 £
	Fees and salaries Other emoluments	112,047 10,773	125,333 9,276
		122,820	134,609
	Average number of persons employed	2002 No.	2001 No.
	Site Administration	46 45	48 46
		91	94
	Staff costs during the year (including directors) consist of:	2002 £	2001 £
	Wages and salaries Social security costs	3,360,488 346,802	3,168,550 329,663
		3,707,290	3,498,213
7	Taxation on profit from ordinary activities	2002 £	2001 £
	United Kingdom corporation tax charge at 30% (2001:30%) Adjustments to prior years' tax provisions	280,000 (7,505)	236,000 2,104
		272,495	238,104

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

7 Taxation on profit from ordinary activities (Continued)

The tax assessed for the year is higher than the standard rate of corporation tax in the UK. The differences are explained below:

				2002 €	2001 £
	Profit on ordinary activities before	re tax		854,140	724,027
	Profit ordinary activities at the st	andard rate of corporation	tax		
	In the UK of 30% (2001:30%)	-		256,242	217,208
	Expenses not deductible for tax 1	purposes		14,852	12,981
	Depreciation in excess of capital	allowances		1,837	1,370
	Over provisions			(436)	6,545
				272,495	238,104
	n: (1) (1			2002	2001
8	Dividends paid			2002 ₤	2001 £
	Interim dividend paid £Nil (200	1:8.2p per Ordinary share	e)	<u>-</u>	45,000
9	Tangible fixed assets	Leasehold	Motor	Fixtures and	
		improvements £	vehicles £	fittings £	Total £
	Cost				
	At 1 January 2002	14,755	246,052	300,850	561,657
	Additions	7,902	50,696	46,203	104,801
	Disposals	-	(101,555)	(3,827)	(105,382)
	At 31 December 2002	22,657	195,193	343,226	561,076
	Depreciation				
	At 1 January 2002	3,488	176,895	165,995	346,378
	Charge for the year	5,137	42,958	78,450	126,545
	Disposals	, <u>-</u>	(85,589)	(3,325)	(88,914)
	At 31 December 2002	8,625	134,264	241,120	384,009
	Net book value				
	At 31 December 2002	14,032	60,929	102,106	177,067
	At 31 December 2001	11,267	69,157	134,855	215,279
		- 		<u>————</u>	

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

9 Tangible fixed assets (Continued)

Included in motor vehicles are assets purchased under hire purchase arrangements. At 31 December 2002 the net book value of these assets amounted to £60,929 (2001 : £63,466). During the year depreciation of £42,958 (2001 : £55,582) was charged in respect of these vehicles.

10	Investments held as fixed assets	2002 £	2001 £
	Shares in group undertakings	7	4

The investments represent the purchase of 100% of the ordinary share capital in the following companies all of which are registered in England and Wales.

	2002 £	2001 £
Mount Anvil (Liverpool) Limited	2	2
Greenwich Devonport Conference Centre Limited	2	2
Mount Anvil (Radlett) Limited	3	-
	7	4
		=

Mount Anvil (Liverpool) Limited and Mount Anvil (Radlett) Limited are dormant companies. Greenwich Devonport Conference Centre Limited is involved in the development of the 101 bed conference centre in Greenwich, London.

11	Debtors	2002 £	2001 £
	Trade debtors	2,656,430	1,977,751
	Amounts recoverable on contracts	1,849,567	667,491
	Amounts owed by group undertakings	4,824,792	3,555,820
	Prepayments and accrued income	163,791	64,244
	Other debtors	2,018,300	757,715
			
		11,512,880	7,023,021

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

12	Creditors: amounts falling due within one year	2002 £	2001 £
	Trade creditors	10,490,794	7,029,883
	Accruals and deferred income	249,941	222,159
	Hire purchase	20,971	33,298
	Bank loan (secured)	26,680	398,850
	Corporation tax	296,494	166,000
	Taxation and social security	134,148	155,417
	Other creditors	390,152	216,781
		11,609,180	8,222,388
13	The bank loan is secured by fixed charge over the specific asset again Creditors: amounts falling due after more than one year	2002	2001
		£	£
	Amounts owed under finance lease and		
	hire purchase agreements payable between	20.106	5.540
	2 and 5 years	30,106	5,542
	Bank loan (secured – see note 12)	371,294	<u>-</u>
		401,400	5,542
14	Share capital	2002 £	2001 £
	Authorised		
	1,000,000 Ordinary shares of £1 each 200,000 Deferred shares of 1p each	1,000,000 2,000	1,000,000
		1,002,000	1,000,000
	Called up, allotted and fully paid		
	550,000 Ordinary shares of £1 each	550,000 ————	550,00
15	Reconciliation of movements in shareholders' funds	2002 £	200
	Opening shoreholders' for de		
	Opening shareholders' funds Retained profit for the financial year	2,074,816 581,645	1,633,89 440,92
		2,656,461	2,074,81
			

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

16 Ultimate parent company

The immediate parent company is Mount Anvil (Old Co) Limited. The ultimate parent company of both the smallest and largest groups of which the company is a member and the controlling entity is Mount Anvil Group Limited. Copies of the group financial statements are available from Park Mill, Burydell Lane, Park Street, St Albans, Hertfordshire AL2 2HB.

17 Related party transactions

The company has taken advantage of the exemptions available under paragraph 3(c) of FRS8 relating to the disclosure of certain related party transactions.