

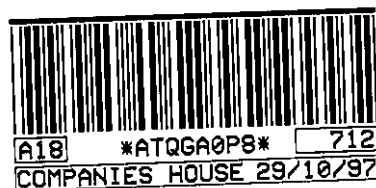
Hansom Place Apartments Limited

Report and Accounts

For the period ended

31st December 1996

Registered number 3039439



Hansom Place Apartments Limited

Directors' report and accounts

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Hansom Place Apartments Limited

Directors' report

The directors present their report and the audited accounts for the nine month period ended 31st December 1996.

Principal activities and business review

The company owns and lets properties on qualifying assured or assured shorthold tenancies.

On 1st November 1996, the company's immediate holding company, Fourth Roman Property Trust PLC, became a subsidiary undertaking of Pemberstone PLC.

Results and dividends

The results for the period are set out on page 4 of the accounts. The directors do not recommend the payment of a dividend for the period.

Directors

The directors of the company who served during the period were as follows:

A J Bruckland

A M Barker (appointed 23rd December 1996)

D C Annetts (appointed 23rd December 1996)

P H Joseland (resigned 23rd December 1996)

M R Seabrook (resigned 23rd December 1996)

Directors' interests

None of the directors had any beneficial interests in the ordinary share capital of the company at either 31st December 1996 or 1st April 1996 (or at the date of their appointment, if later).

The interests of the directors, who held office at 31st December 1996, in the shares of the company's ultimate parent undertaking, Pemberstone PLC, are disclosed in the accounts of that company.

Hansom Place Apartments Limited

Directors' report *(continued)*

Statement of directors' responsibilities

Company law requires the directors to prepare accounts 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 for that period. In preparing those accounts, 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 accounts;
- prepare the accounts on a 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 accounts comply with the Companies Act 1985. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

Auditors

KPMG resigned as auditors on the 29th November 1996 and KPMG Audit Plc were appointed auditors of the company in their place. A resolution re-appointing KPMG Audit Plc, as auditors of the company, is to be proposed at the forthcoming annual general meeting.

By order of the board

H. James

for & on behalf of
CIM Management Limited
Secretary

Rutherford House
Blackpole Road
Worcester
WR3 8YA
20th October 1997

Hansom Place Apartments Limited

Auditors' report to the members of Hansom Place Apartments Limited

We have audited the accounts on pages 4 to 10.

Respective responsibilities of directors and auditors

As described on page 2, the company's directors are responsible for the preparation of accounts. It is our responsibility to form an independent opinion, based on our audit, on those accounts 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 accounts. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the accounts, 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 accounts 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 accounts.

Opinion

In our opinion the accounts give a true and fair view of the state of the company's affairs as at 31st December 1996 and of its profit for the nine months then ended and have been properly prepared in accordance with the Companies Act 1985.

KPMG Audit Plc

KPMG Audit Plc
Chartered Accountants
Registered Auditor

2 Cornwall Street
Birmingham B3 2DL
20th October 1997

Hansom Place Apartments Limited

Profit and loss account

for the nine months ended 31st December 1996

	<i>Note</i>	Nine months ended 31st December 1996 £	Year ended 31st March 1996 £
Rental income	2	11,489	4,625
Administrative expenses		(2,706)	(1,185)
Operating profit	3	<hr/> 8,783	<hr/> 3,440
Profit on disposal of investment properties		6,588	5,375
Interest receivable		529	-
Profit on ordinary activities before taxation		<hr/> 15,900	<hr/> 8,815
Tax on profit on ordinary activities	5	(2,136)	(2,000)
Profit on ordinary activities after taxation being retained profit for the period	11	<hr/> 13,764	<hr/> 6,815

There were no discontinued operations.

Statement of total recognised gains and losses

for the nine months ended 31st December 1996

	Nine months ended 31st December 1996 £	Year ended 31st March 1996 £
Profit for the financial period	13,764	6,815
Movements on revaluation reserve		
Permanent increase in the value of investment properties	-	39,198
Temporary diminution in the value of investment properties	-	(38,800)
Total recognised gains and losses relating to the period	<hr/> 13,764	<hr/> 7,213

Hansom Place Apartments Limited

Note of historical cost profits and losses

for the nine months ended 31st December 1996

	Nine months ended 31st December 1996 £	Year ended 31st March 1996 £
Reported profit on ordinary activities before taxation	15,900	8,815
Realisation of revaluation gains of previous periods	4,702	-
Historial cost profit on ordinary activities before taxation	20,602	8,815
Historial cost profit for the year retained after taxation	18,466	6,815

Reconciliation of movements in shareholders' funds

for the nine months ended 31st December 1996

	Nine months ended 31st December 1996 £	Year ended 31st March 1996 £
Profit for the period	13,764	6,815
New share capital subscribed	-	2
Other recognised gains and losses relating to the period (net)	-	398
Net addition to equity shareholders' funds	13,764	7,215
Opening equity shareholders' funds	7,215	-
Closing equity shareholders' funds	20,979	7,215

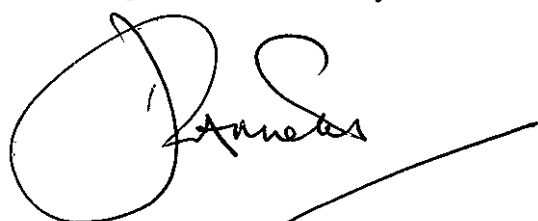
Hansom Place Apartments Limited

Balance sheet

as at 31st December 1996

	Notes	1996 £	1996 £
Fixed assets			
Investment properties	6	224,300	283,200
Investments	7	4,268	425
		<u>228,568</u>	<u>283,625</u>
Current assets			
Debtors	8	500	64,392
Cash at bank		4,461	-
		<u>4,961</u>	<u>64,392</u>
Creditors: amounts falling due within one year	9	(212,550)	(340,802)
Net current liabilities		<u>(207,589)</u>	<u>(276,410)</u>
Net assets		<u>20,979</u>	<u>7,215</u>
Capital and reserves			
Called up share capital	10	2	2
Revaluation reserve	11	(4,304)	398
Profit and loss account	11	25,281	6,815
Equity shareholders' funds		<u>20,979</u>	<u>7,215</u>

These accounts were approved by the board of directors on 20th October 1997 and were signed on its behalf by:



D C Annetts
Director

Hansom Place Apartments Limited

Notes

(forming part of the accounts)

1. **Principal accounting policies**

The following accounting policies have been adopted in dealing with items which are considered material in relation to the company's financial statements:

(a) **Basis of accounting**

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of investment assets. Accordingly the financial statements have been prepared in full accordance with applicable Accounting Standards.

A cash flow statement has not been prepared as permitted by paragraph 8 (c) of Financial Reporting Standard No.1. The company has also taken advantage of the exemption permitted by paragraph 3(c) of Financial Reporting Standard No.8, in respect of related party transactions.

(b) **Investment properties**

Investment properties are stated at open market valuation, on a development by development basis, at the Balance Sheet date, in accordance with Statement of Standard Accounting Practice No. 19 (Accounting for Investment Properties), which requires all investment properties to be included in the Balance Sheet at their open market value based on the actual circumstances and tenancies of the properties at the date of valuation.

(c) **Depreciation**

In accordance with Statement of Standard Accounting Practice No. 19, no depreciation or amortisation is provided in respect of freehold investment properties.

This treatment, as regards certain of the Company's investment properties, may be a departure from the requirements of the Companies Act concerning depreciation of fixed assets. However, these properties are not held for consumption but for investment and the directors consider that systematic annual depreciation would be inappropriate. The accounting policy adopted is therefore necessary for the accounts to give a true and fair view.

Depreciation or amortisation is only one of the many factors reflected in the annual valuation and the amount which might otherwise have been shown cannot be separately identified or quantified.

(d) **Investments**

Freehold reversionary interests are acquired at and valued at their open market valuation.

(e) **Deferred taxation**

Deferred taxation is only provided in respect of timing differences to the extent that it is probable, in the opinion of the directors, that a liability will crystallise in the foreseeable future.

Hansom Place Apartments Limited

Notes (continued)

2. Rental Income

Rental income represents rents receivable from the letting of properties, situated in the United Kingdom, under qualifying assured or assured shorthold tenancy agreements.

3. Operating profit

	Nine months ended 31st December 1996 £	Year ended 31st March 1996 £
Operating profit is stated after charging :		
Rent collection commission	1,355	540
Auditors' remuneration and expenses	255	645
	<hr/>	<hr/>

4. Employee information

Apart from the directors there were no employees directly employed by the company.

5. Taxation on profit on ordinary activities

	Nine months ended 31st December 1996 £	Year ended 31st March 1996 £
Taxation is based on the profit for the period at 33%(Year ended 31st March 1996:25%) and comprises :		
UK corporation tax	2,000	2,000
Prior year adjustment	136	-
	<hr/>	<hr/>
	2,136	2,000
	<hr/>	<hr/>

6. Fixed asset investments

	£
Investment properties	
Valuation at 31st March 1996	283,200
Transfer to investments	(3,843)
Disposals	(55,057)
	<hr/>
Valuation at 31st December 1997	224,300
	<hr/>

Hansom Place Apartments Limited

Notes (continued)

6. Fixed asset investments (continued)

The investment properties have been valued by the directors, based upon the professional valuation undertaken by Chesterton International PLC, Chartered Surveyors and International Property consultants, as at 31st March 1996. The properties are included at their open market value, on a development by development basis, taking account of all tenancies, under the accounting policy stated.

The historical cost of investment properties at 31st December 1996 was £227,010 (31st March 1996:£280,830)

7. Investments

Freehold Reversions

	31st December 1996	31st March 1996
	£	£
Valuation (see Note 6 for movement)	4,268	425

8. Debtors

	£	£
Trade debtors	500	4,625
Other debtors	-	59,767
	500	64,392

9. Creditors : amounts falling due within one year

	£	£
Amounts owed to group companies	209,033	337,000
Corporation tax	2,000	2,000
Accruals and deferred income	1,517	1,802
	212,550	340,802

10. Called up share capital

	£	£
Authorised :		
100 ordinary shares of £1 each	100	100
Allotted, called up and fully paid:		
2 ordinary shares of £1 each	2	2

Hansom Place Apartments Limited

Notes (continued)

11. Reserves

	Revaluation reserve	Profit and loss account
	£	£
At 31st March 1996	398	6,815
Retained profit for the period	-	13,764
Transfer of realised profits on disposal of investment properties	(4,702)	4,702
At 31st December 1996	(4,304)	25,281

12. Capital commitments

The company had no authorised nor contracted capital commitments at 31st December 1996.(31st March 1996:£Nil)

13. Parent undertakings

The directors regard Pemberstone PLC, a company registered in England and Wales, as the ultimate parent undertaking. Pemberstone PLC prepares group accounts which include this company's accounts for the period from 1st November 1996 to 31st December 1996. The Company's immediate parent undertaking, Fourth Roman Property Trust PLC, a company registered in England and Wales, also prepares group accounts which includes this company's accounts for the nine months ended 31st December 1996. Copies of the group accounts of Pemberstone PLC and Fourth Roman Property Trust PLC may be obtained from Rutherford House, Blackpole Road, Worcester WR3 8YA.