

ST. CATHERINE'S ENTERPRISES LIMITED
COMPANY NUMBER 2902111

ACCOUNTS

FOR THE YEAR ENDED
31 AUGUST 1997

SMITH & WILLIAMSON
Chartered Accountants
GUILDFORD



ST. CATHERINE'S ENTERPRISES LIMITED

DIRECTORS' REPORT

The directors present their report and the accounts for the year ended 31 August 1997.

REVIEW OF BUSINESS, RESULTS AND DIVIDENDS

The principal activity of the company is supplying fuel to St. Catherine's School.

The directors have agreed that all taxable profits of the company will be donated by way of deed of covenant to St. Catherine's School and are pleased with the level of contribution to St. Catherine's School thus far. The directors anticipate that the level of trading will follow the same pattern in the current year.

The directors do not recommend a payment of a dividend.

DIRECTORS

The directors who served during the period were as follows:

R W Lilley (resigned 18 November 1997)
C M R Campbell
M T J Wallis
R T P Hume
P W G DuBuisson
G G Moore
M Dent

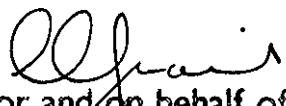
No director has any beneficial interest in the share capital of the company.

AUDITORS

The auditors, Smith & Williamson, have indicated their willingness to continue in office, and a resolution for their re-appointment will be proposed at the forthcoming Annual General Meeting.

St. Catherine's School,
Station Road,
Bramley,
Guildford,
Surrey.
GU5 0DF

By order of the Board


For and on behalf of
MAWLAW SECRETARIES LTD
Mawlaw Secretaries Limited

ST. CATHERINE'S ENTERPRISES LIMITED

STATEMENT OF DIRECTORS' RESPONSIBILITIES
IN RESPECT OF THE ACCOUNTS

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 and loss of the company for that period. In preparing these accounts, 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 accounts 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 accounts 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' REPORT TO THE MEMBERS OF
ST. CATHERINE'S ENTERPRISES LIMITED

We have audited the accounts on pages 4 to 8 which have been prepared under the historical cost convention and on the basis of the accounting policies set out in note 1.

Respective responsibilities of directors and auditors

As described on page 2 the company's directors are responsible for the preparation of the 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 at 31 August 1997 and of its result for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

GUILDFORD

5 December 1997

Smith & Williamson

SMITH & WILLIAMSON
Chartered Accountants
Registered Auditors

ST. CATHERINE'S ENTERPRISES LIMITED**PROFIT AND LOSS ACCOUNT****FOR THE YEAR TO 31 AUGUST 1997**

	Note	1997 £	1996 £
TURNOVER	2	74,371	85,500
Cost of sales		(71,426)	(82,114)
GROSS PROFIT		<u>2,945</u>	<u>3,386</u>
Administrative expenses		(1,070)	(1,274)
OPERATING PROFIT		<u>1,875</u>	<u>2,112</u>
Interest receivable	4	50,102	55,311
PROFIT ON ORDINARY ACTIVITIES BEFORE CHARGES	3	<u>51,977</u>	<u>57,423</u>
Charges - gift aid		(35,000)	-
Charges - covenant	6	(16,977)	(57,423)
PROFIT ON ORDINARY ACTIVITIES FOR THE YEAR	5	<u>£ -</u>	<u>£ -</u>

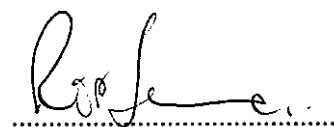
There were no gains or losses in the year other than as reflected in the Profit and Loss account.

All of the business' activities are continuing.

ST. CATHERINE'S ENTERPRISES LIMITED**BALANCE SHEET****31 AUGUST 1997**

	Notes	1997 £	1996 £
FIXED ASSETS			
Long term loan	7	667,264	730,264
CURRENT ASSETS			
Debtors	8	126,224	106,062
Cash at bank		9,604	19,965
		<u>135,828</u>	<u>126,027</u>
CREDITORS: amounts falling due within one year	9	<u>(121,438)</u>	<u>(113,518)</u>
NET CURRENT ASSETS		<u>14,390</u>	<u>12,509</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		681,654	742,773
CREDITORS: amounts falling due after more than one year	10	<u>(681,554)</u>	<u>(742,673)</u>
		<u>£ 100</u>	<u>£ 100</u>
CAPITAL AND RESERVES			
Called up share capital	11	<u>£ 100</u>	<u>£ 100</u>

These accounts were approved by the board of directors on 18 November 1997

 Director

ST. CATHERINE'S ENTERPRISES LIMITED**NOTES TO THE ACCOUNTS****31 AUGUST 1997****1. ACCOUNTING POLICIES****a) Accounting Convention**

The accounts have been prepared under the historical cost convention, and in accordance with applicable accounting standards.

b) Deferred Income

The company has previously received a substantial prepayment for services to be rendered in coming years. Income is taken to the profit and loss account as services are rendered, with the balance being carried forward in the balance sheet under creditors due within and after more than one year.

2. TURNOVER

Turnover is attributable to the one principal activity of the company, stated exclusive of VAT and relates wholly to the United Kingdom market.

3. PROFIT ON ORDINARY ACTIVITIES BEFORE CHARGES

	1997 £	1996 £
This is stated after charging the following:		
Auditors' remuneration	£1,000	£1,000
	<u> </u>	<u> </u>

4. INTEREST RECEIVABLE

Bank interest	841	1,097
On loans	49,261	54,214
	<u>£50,102</u>	<u>£55,311</u>

ST. CATHERINE'S ENTERPRISES LIMITED**NOTES TO THE ACCOUNTS****31 AUGUST 1997****5. TAXATION**

No liability to taxation arises on the results for the year.

6. CHARGES

	1997 £	1996 £
Covenant to St. Catherine's School	16,977	57,423
Gift aid to St. Catherine's School	35,000	-
	<u>£51,977</u>	<u>£57,423</u>

The company entered into a covenant dated 8 July 1994, for a minimum period of 4 years, under which it has been agreed to pay a sum equal to its annual taxable profits to St. Catherine's School.

7. LONG TERM LOAN

Loan to parent undertaking	767,264	830,264
Less: due within one year (note 8)	(100,000)	(100,000)
	<u>£667,264</u>	<u>£730,264</u>

The loan is to St. Catherine's School and interest is payable at the bank base rate (7.0% at 31 August 1997). There is no fixed repayment schedule although amounts are called for repayment on a regular basis. The anticipated repayments due for the year to 31 August 1998 are accordingly reflected as a current asset within debtors (note 8).

8. DEBTORS

Trade debtors - amount due from St. Catherine's School	17,195	3,696
Loan due within one year (note 7)	100,000	100,000
VAT	999	-
Other debtors	8,030	2,366
	<u>£126,224</u>	<u>£106,062</u>

9. CREDITORS: amounts falling due within one year

Trade creditors	16,533	3,638
Deferred income	100,000	100,000
Accruals	1,000	1,000
Taxation	3,905	8,880
	<u>£121,438</u>	<u>£113,518</u>

ST. CATHERINE'S ENTERPRISES LIMITED

PAGE 8

NOTES TO THE ACCOUNTS

31 AUGUST 1997

	1997 £	1996 £
10. CREDITORS: amounts falling due after more than one year		
Deferred income	£681,554	£742,673
	<u> </u>	<u> </u>
Within 2-5 years	400,000	400,000
Due after 5 years	281,554	342,673
	<u>£681,554</u>	<u>£742,673</u>
	<u> </u>	<u> </u>
11. SHARE CAPITAL		
<u>Authorised</u>		
100,000 Ordinary shares of £1 each	£100,000	£100,000
	<u> </u>	<u> </u>
<u>Allotted, called up and fully paid</u>		
100 Ordinary shares of £1 each	£ 100	£ 100
	<u> </u>	<u> </u>