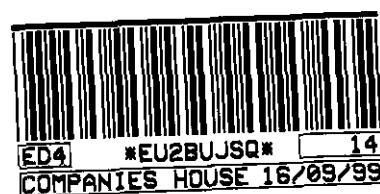


**INTERNATIONAL PROJECT & FINANCIAL
MANAGEMENT LTD**

**DIRECTORS' REPORT AND FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 1999**



INTERNATIONAL PROJECT & FINANCIAL MANAGEMENT LIMITED

REPORT AND ACCOUNTS

FOR THE YEAR ENDED 31 MARCH 1999

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INTERNATIONAL PROJECT & FINANCIAL MANAGEMENT LIMITED

COMPANY INFORMATION

Company Number	2649745
Directors	P J A Corfield
	Mrs H I Corfield
Secretary	Mrs H I Corfield
Registered Office	Collabridge Farm Dunsford Nr Exeter Devon EX6 7DQ

REPORT OF THE DIRECTORS

The directors present their report and financial statements for the year ended 31 March 1999.

PRINCIPAL ACTIVITIES

The principal activities of the company is the commissioning and management of International Projects.

RESULTS AND DIVIDENDS

The results for the period are set out in detail on Page 6.

The profit of £82620 for the period has been transferred to set against previous losses.

The directors do not recommend the payment of a dividend.

BUSINESS REVIEW AND FUTURE DEVELOPMENTS

With the current turn around of the Company's finances the directors feel confident that their efforts will continue to generate similar levels of income in the forthcoming financial year.

DIRECTORS

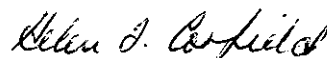
The directors who served during the period and their interests in the shares of the company at the end of the period were as follows:

	£1 Ordinary Shares Fully Paid	
	1998	1999
P J A Corfield	5000	5000
Mrs H I Corfield	5000	5000

FIXED ASSETS

Details of movements in fixed assets during the year are set out in Note 5 to the financial statements.

On behalf of the Board



Mrs H I Corfield
Company Secretary

Date: 1 September 1999

INTERNATIONAL PROJECT & FINANCIAL MANAGEMENT LTD.

BOARD MINUTE OF MEETING HELD ON 1 SEPTEMBER 1999

Present: P J Corfield - Chairman & Managing Director

H I Corfield - Director & Company Secretary

Agenda: To review and approve the Company Accounts
for the period ending 31 March 1999.

The Board approved the Accounts for the year ended March 1999 and the Directors noted the exemptions allowed under the Companies Act 1985 in respect to un-audited accounts.

Signed:

Helen I. Corfield
Company Secretary

Date: 1 September 1999

INTERNATIONAL PROJECT & FINANCIAL MANAGEMENT LIMITED

TRADING AND PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31 MARCH 1999

	Note No.	1999 £	1998 £
<u>TURNOVER</u>			
INCOME		90474	71466
EXPENDITURE			
Administrative Expenses		(7959)	(37129)
OPERATING LOSS/PROFIT	2	82515	34337
Other Income	3	<u>105</u>	<u>115</u>
<u>PROFIT ON ORDINARY ACTIVITIES</u>			
<u>BEFORE AND AFTER TAXATION</u>		<u>82620</u>	34472

INTERNATIONAL PROJECT & FINANCIAL MANAGEMENT LIMITED

BALANCE SHEET AS AT 31 MARCH 1999

	Note No.	1999	1998
		£	£
FIXED ASSETS			
Tangible Assets	5	-	118
CURRENT ASSETS			
Debtors	6	-	1585
Cash at bank and in hand		1545	5117
		1545	6820
CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR			
Creditors	7	(76259)	164272
NET CURRENT LIABILITIES		(74714)	(157452)
TOTAL ASSETS LESS CURRENT LIABILITIES		(74714)	(157334)
CAPITAL AND RESERVES			
Called up Share Capital	8	10000	10000
Profit and Loss Account	9	(84714)	(167334)
SHAREHOLDERS FUNDS		(74714)	(157334)

Approved by the Board of Directors
P J A Corfield

Date: 1 September 1999

The Notes on Pages 7-10 form part of these accounts.

INTERNATIONAL PROJECT & FINANCIAL MANAGEMENT LTD.

STATEMENT OF THE DIRECTORS
FOR
NEW AUDIT EXEMPTIONS UNDER COMPANIES ACT 1985
(AUDIT EXEMPTION) REGULATIONS 1994 (SI 1996/1997)

The Directors declare

- a) for the year 1998/99 the company was entitled to the exemption conferred by sub-section (1) of Section 249A of the Act.
- b) no notice has been deposited under sub-section (2) of Section 249B in relation to its accounts for the financial year.
- c) their responsibilities for:
 - i) ensuring that the company keeps accounting records which comply with Section 221 of the Companies Act 1985, and
 - ii) 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 or loss for the financial year with the requirements of Section 226 and which otherwise comply with the requirements of the Act relating to accounts, so far as applicable to the company.
- d) advantage has been taken of the exemptions conferred by Section A of Part III of Schedule 8, and
- e) in the opinion of the Directors, the company is entitled to those exemptions on the basis that it qualifies as a small business with a turnover of around £90,000.

Signed by:



Director

Date of approval of Balance Sheet by
Board of Directors 1 September 1999

INTERNATIONAL PROJECT & FINANCIAL MANAGEMENT LIMITED

NOTES TO THE ACCOUNTS

FOR THE YEAR ENDED 31 MARCH 1999

1. Accounting Policies

(a) Convention

The accounts have been prepared in accordance with the historical cost convention. The principal accounting policies which the directors have adopted within that convention are set out below:

(b) Depreciation

Depreciation is provided in equal amounts each year in order to write off the cost of fixed assets over their anticipated useful lives. Estimated useful lives are:

Office Furniture	5 years
Fixtures & Fittings	5 years
Tools & Equipment	3 years

(c) Taxation

There is no charge for UK taxation based on the results for the year.

(d) Leasing

Charges incurred under operating and finance lease contracts are written off in the year in which they are invoiced to the company. No account is taken either of the capital value of tangible fixed assets used by the company under finance leases or of future commitments of the company under operating or finance leases.

2. Operating Loss/Profit

1999	1998
£	£

Operating Profit/Loss is arrived at after charging or (crediting):

Depreciation of owned tangible		
Fixed assets	-	1143
Auditor's Remuneration	-	-
Hire of plant and machinery	-	-

INTERNATIONAL PROJECT & FINANCIAL MANAGEMENT LIMITED

NOTES TO THE ACCOUNTS

FOR THE YEAR ENDED 31 MARCH 1999

3. Other Income

	1999 £	1998 £
Fees Received	-	-
Rent Received	-	-
Bank Interest	105	85
Communication costs received	-	-
Utilities costs received	-	-
Cleaning costs received	-	-
Repairs and Insurance costs received	-	-
Bank compensation	-	50
Total	<u>£105</u>	<u>£135</u>

4. Employees

The two Directors have not received any remuneration for their services during the year.

Number of persons employed by the company in the year:

	<u>1999</u>	<u>1998</u>
Directors and Management	2	2
Administration	-	-

Staff costs incurred during the year in respect of these employees were:

Wages & Salaries		NIL
Social Security costs		NIL
Other Pension costs	-	NIL

INTERNATIONAL PRIECT & FINANCIAL MANAGEMENT LIMITED

NOTES TO THE ACCOUNTS

FOR THE YEAR ENDED 31 MARCH 1999

5. Tangible Assets

	Office Furniture	Fixtures & Fittings	Computer Equipment	Total
	£	£	£	£
Costs as at 31.3.98	4273	4282	7862	16417
Additions	—	—	—	—
As at 31.3.99	4273	4282	7862	16417
Depreciation at 31.3.98	4273	4282	7862	16417
Provided for the period	—	—	—	—
As at 31.3.99	<u>4273</u>	<u>4282</u>	<u>7862</u>	<u>16417</u>
Net Book Value at 31.3.98	-	-	-	-
As at 31.3.99	-	-	-	-

6. Debtors

	1999 £	1998 £
Other Debtors	<u>—</u>	1585

7. Creditors

	1999 £	1998 £
Bank Overdraft	-	-
Trade Creditors	-	-
Directors Loan	76232	164032
Accruals	<u>27</u>	<u>240</u>
	<u>76259</u>	<u>164272</u>

INTERNATIONAL PROJECT & FINANCIAL MANAGEMENT LIMITED

NOTES TO THE ACCOUNTS

FOR THE YEAR ENDED 31 MARCH 1999

8. Called Up Share Capital

	1999 £	1998 £
Authorised 500,000 Ordinary shares of £1 each	500,000	500,000
Allotted 10,000 Ordinary shares of £1 each	10,000	10,000

9. Profit and Loss Account

	Profit & Loss Account £
As at 31.3.98	(167334)
Profit for the period	82620
	(84714)

10. Commitments

There were no Commitments at the end of the period.

11. Contingent Liabilities

The directors were not aware of any contingent liabilities at the period end.

12. These financial statements have been prepared on a going concern basis which assumes the sufficient funding will be available to enable the business to continue trading. The business dependent on personal funding by the directors via the directors loan account.

It should be noted that in accordance with the Director's letter to the Company dated 30 March 1992, should the Director's Loan Account be eliminated the Loans made since 1991/2 year are subject to an Interest charge of 6% per annum based on the average of the Loan Account at the beginning and end of each year period. Such interest shall become a charge to the Company at the time.

The directors have stated that this support will be given for the ensuing year.