W/L

ROBENCO LIMITED LONDON 1326023

FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST AUGUST 1997

PYNE GILBERT
CHARTERED ACCOUNTANTS
LONDON



LONDON 1326023

NOTICE OF MEETING

NOTICE IS HEREBY GIVEN THAT THE ANNUAL GENERAL MEETING OF THE COMPANY WILL BE HELD AT THE HIGHLANDS 82 THE RIDGEWAY ENFIELD MIDDLESEX EN2 8JQ ON FRIDAY 9TH JANUARY 1998 AT 1700 HOURS FOR THE FOLLOWING PURPOSES:

1.TO RECEIVE THE COMPANY'S STATEMENT OF ACCOUNTS TOGETHER WITH THE AUDITORS REPORT FOR THE YEAR ENDED 31ST AUGUST 1997

- 2. TO APPOINT AUDITORS
- 3. TO AUTHORISE THE DIRECTOR TO FIX THE REMUNERATION OF THE AUDITORS
- 4. TO TRANSACT ANY OTHER BUSINESS

A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY (WHO NEED NOT BE A MEMBER) TO ATTEND AND ON A POLL, VOTE INSTEAD OF THAT MEMBER

THE HIGHLANDS 82 THE RIDGEWAY ENFIELD MIDDLESEX EN2 8JQ

DECEMBER 1997

ON BEHALF OF THE BOARD

PEEGEE CORPORATION SECRETARIES LTD

SECRETARIES TO THE COMPANY

LONDON 1326023

<u>DIRECTOR</u> M GOODWIN-GRAFTON

SECRETARY

PEEGEE CORPORATION SECRETARIES LTD

REGISTERED OFFICE THE HIGHLANDS 82 THE RIDGEWAY ENFIELD MIDDLESEX EN2 8JQ

AUDITORS

PYNE GILBERT CHARTERED ACCOUNTANTS THE HIGHLANDS 82 THE RIDGEWAY ENFIELD MIDDLESEX EN2 8JQ

LONDON 1326023

DIRECTOR'S REPORT

THE DIRECTOR PRESENTS HIS REPORT AND ACCOUNTS FOR THE YEAR ENDED 31ST AUGUST 1997.

DIRECTOR'S RESPONSIBILITIES

COMPANY LAW REQUIRES THE DIRECTOR TO PREPARE ACCOUNTS FOR EACH FINANCIAL YEAR WHICH GIVES 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 THOSE ACCOUNTS, THE DIRECTOR IS 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 DIRECTOR IS 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.

PRINCIPAL ACTIVITY

THE PRINCIPAL ACTIVITY OF THE COMPANY IS ARCHITECTURAL DESIGNERS.

DIRECTOR'S AND THEIR INTERESTS

THE DIRECTOR WHO HELD OFFICE DURING THE YEAR TO 31ST AUGUST 1997 WAS AS FOLLOWS

M GOODWIN-GRAFTON

1 ORDINARY SHARE

POLITICAL AND CHARITABLE DONATIONS

DURING THE YEAR THE COMPANY MADE NO CONTRIBUTIONS.

AUDITORS

IN ACCORDANCE WITH SECTION 385 OF THE COMPANIES ACT 1985 A RESOLUTION PROPOSING THAT PYNE GILBERT CHARTERED ACCOUNTANTS BE RE APPOINTED AUDITORS WILL BE PUT TO THE ANNUAL GENERAL MEETING

SMALL COMPANY EXEMPTIONS

THE DIRECTOR HAS TAKEN ADVANTAGE OF THE EXEMPTIONS CONFERRED BY PART II OF SCHEDULE 8 TO THE COMPANIES ACT 1985

BY ORDER OF THE BOARD
PEEGEE CORPORATION SECRETARIES LTD
SECRETARY

DECEMBER 1997

BALANCE SHEET YEAR ENDED 31 AUGUST 1997

FIXED ASSETS	1997 £	1996 £
Tangible assets	2800	3400
	2800	3400
CURRENT ASSETS Cash in hand & bank		
Other debtors & prepayments	2403	2324 1740
	2403	4064
CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
Advance Corporation tax	2488	1488
Corporation Tax Other creditors & accruals	- (5971)	(900) (2112)
NET CURRENT ASSETS	(1080)	2539
TOTAL ASSETS LESS CURRENT LIABILITIES	1720	5939
	1720	5939
CAPITAL AND RESERVES		
Profit & Loss Account	1720	5939
SHAREHOLDERS FUNDS	1720	5939

Approved by the Board of Directors:

M GOODWIN-GRAFTO

PROFIT & LOSS ACCOUNT YEAR ENDED 31 AUGUST 1997

Tumpakan	1997 £ 50089	1996 £ 37653
Turnover		
GROSS PROFIT (LOSS)	50089	37653
Administration expenses	(50343)	(33914)
Depreciation	(600)	(600)
OPERATING PROFIT (LOSS)	(854)	3139
Other income	-	28
Other expenditure	(134)	(114)
PROFIT (LOSS) ON ORDINARY ACTIVITIES		
BEFORE TAXATION	(988)	3054
Corporation tax	769	(1110)
PROFIT (LOSS) ON ORDINARY ACTIVITIES		
AFTER TAXATION	(219)	1944
PROFIT (LOSS) FOR THE FINANCIAL YEAR	(219)	1944
,		
Dividends	(4000)	-
RETAINED PROFIT (LOSS) FOR THE YEAR	(4219)	1944

LONDON 1326023

NOTES TO THE ACCOUNTS

1. ACCOUNTING POLICES

THE ACCOUNTS HAVE BEEN PREPARED UNDER THE HISTORICAL COST CONVENTION ${f DEPRECIATION}$

THE FURNITURE AND EQUIPMENT HAVE BEEN WRITTEN DOWN OVER THE ESTIMATED USEFUL LIFE OF THESE ASSETS AND NOW ARE SHOWN AS A NOMINAL AMOUNT.

1997

1996

			* - / /	1770	
2. OPERATING LOSS (PROFIT	<u>)</u>		£ (854)	£ 3139	
			(05.)	3137	
3. TANGIBLE FIXED ASSETS					
		FURNITURE	EQUI	IPMENT	TOTAL
		RY & FITTINGS			
COOR AND CORPORATION AND AGOA	£	£		£	£
COST AT 1 SEPTEMBER 1996	2374	2655		1512	6541
COST AT 31 AUGUST 1997	2374	2655	1	1512	6541
DEPRECIATION AT 1 SEPT 1996	1074	1455		612	3141
CHARGE FOR THE YEAR	300	200		100	600
DEPRECIATION AT 31 AUG 1997	1374	1655		712	3741
NET BOOK VALUE AT 31 AUG 1997	7 1000	1000	8	300	2800
NET BOOK VALUE AT 31 AUG 1996	1300	1200	9	00	3400
5. CREDITORS: AMOUNT FALLIN	NG DUE WIT	HIN ONE YEAR			
				1997	1996
0				£	£
OTHER CREDITORS & ACCRUALS				5971	3012
			-		
6. SHARE CAPITAL					
AUTHORISED					
100,000 ORDINARY SHARES OF £0	.001 EACH			100	100
ALLOTTED, CALLED UP FULL	LY PAID:				
2 ORDINARY SHARES £0.001 EACH			_	0.002	0.002
7 DDOCIT AND LOSS LOSS	N I CEN				
7. PROFIT AND LOSS ACCOU BALANCE AT 1 SEPTEMBER 1996	IN I			#000	
RETAINED LOSS(PROFIT) FOR YEA	D			5939	3995
BALANCE AT 31 AUGUST 1997	IX.		•	(<u>4219)</u>	<u>1944</u>
2.12/11/01 At 31 A00031 199/				1720	5939

8. CAPITAL COMMITMENTS

THE COMPANY HAD NO CAPITAL COMMITMENTS 31 AUGUST 1997(1996NIL)

LONDON 1326023

AUDITORS REPORT TO THE MEMBERS OF ROBENCO LIMITED

WE HAVE AUDITED THE FOREGOING ACCOUNTS WHICH HAVE BEEN PREPARED ON THE BASIS OF ACCOUNTING POLICES SET OUT

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS
AS DESCRIBED THE COMPANYS 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 DIRECTOR 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 CONSIDER 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 IRREGULARITIES OR ERROR. IN FORMING OUR OPINION WE ALSO EVALUATE 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 AFFAIR AS AT 31ST AUGUST 1997 AND OF ITS LOSS FOR THE YEAR THEN ENDED AND HAVE BEEN PROPERLY PREPARED IN ACCORDANCE WITH THE PROVISIONS OF THE COMPANIES ACT 1985 APPLICABLE TO SMALL COMPANIES.

THE HIGHLANDS 82 THE RIDGEWAY ENFIELD MIDDLESEX EN2 810

PYNE GILBERT

Sphelulher

DECEMBER 1997 CHARTERED ACCOUNTANTS