REGISTERED NUMBER:

02764771

England and Wales

BOX 2 LIMITED

ANNUAL REPORT AND ACCOUNTS

30 NOVEMBER 1997

Baxter Smith and Company
Accountants



DIRECTOR: Mrs N Hamilton

SECRETARY: Mrs J Felix

REGISTERED OFFICE: 20/22 Marlborough Place

BRIGHTON
EAST SUSSEX
BN1 1UB

REGISTERED NUMBER: 02764771

England and Wales

BANKERS: Midland Bank plc 153 North Street

BRIGHTON EAST SUSSEX

BN1 1SW

ANNUAL REPORT AND ACCOUNTS - 31 NOVEMBER 1997

Pages 1. Report of the Directors

Accounts, comprising:

- 2. Profit and Loss Account
- 3. Balance Sheet
- 4. Notes to Accounts

The following page does not form part of the Statutory Accounts

Trading and Profit and Loss Account

REPORT OF THE DIRECTORS

FOR THE YEAR ENDED 30 NOVEMBER 1997

The Directors' present their annual report with the accounts of the company for the year ended 30 November 1997.

PRINCIPAL ACTIVITY

The Principal activity of the company in the year under review was that of a retail shop.

DIRECTORS

The Director in office in the year and her beneficial interest in the company's issued ordinary share capital were as follows:-

1997 1996

1

Mrs N Hamilton

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 of the company for that period. In preparing those accounts, the directors are required to:

- a. Select suitable accounting policies and then apply them consistently.
- b. Make judgements and estimates that are reasonable and prudent.
- c. Follow applicable accounting standards, subject to any material departures disclosed and explained in the accounts.
- d. 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.

POLITICAL AND CHARITABLE DONATIONS

No political or charitable donations were made during the year.

REPORT OF THE DIRECTORS

(continued)

The above report has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

Signed on behalf of the board of directors.

Mrs N Hamilton

Director

Approved by the board: 11 March 1998

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 30 NOVEMBER 1997

	Notes	1997	1996
		£	£
TURNOVER Cost of sales	2	71,405 41,369	72,175 47,358
GROSS PROFIT Administration expenses		30,036	24,817 33,660
OPERATING PROFIT/(LOSS) Interest payable Rents receivable		(1,278) (840) -	(8,843) (1,601) 5,000
PROFIT/(LOSS) on ordinary activities before taxation TAXATION		(2,118)	(5,444)
PROFIT/(LOSS) for the financial year after taxation DIVIDENDS paid or proposed		(2,118)	(5,444)
RETAINED (LOSS) for the financial year RETAINED (LOSS)		(2,118)	(5,444)
at 1 December 1996 RETAINED (LOSS) at 30 November 1997		£(38,720)	(31,158) £(36,602)

CONTINUING OPERATIONS

None of the company's activities were acquired or discontinued during the above two financial years.

TOTAL RECOGNISED GAINS AND LOSSES

The company has no recognised gains or losses other than the profit or loss for the above two financial years.

The Notes on Pages 4 to 4c form part of these Accounts

BALANCE SHEET

AS AT 30 NOVEMBER 1997

	<u>Notes</u>	<u>1997</u>	1996
		<u>£</u>	£
FIXED ASSETS			
Tangible assets	4	1,483	1,854
CURRENT ASSETS			
Stocks		11,394	7,870
Debtors	6	2,196	548
Cash at bank and in hand		414	
		14,004	9,663
CREDITORS: amounts falling			10000 100000 100000 100000 100000 100000 100000 100000
due within one year		43,475	36,325
NET CURRENT ASSETS		29,471	(26,662)
TOTAL ASSETS LESS CURRENT			1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
LIABILITIES		(27,988)	(24, 308)
CREDITORS: amounts falling due			
after more than one year	8	(10,730)	(11,792)
NET ASSETS/(LIABILITIES)		£(38,718)	£(36,600)
CAPITAL AND RESERVES			A Market Water Service
Called up share capital	9	2	2
Profit and loss account		(38,720)	(36.602)
SHAREHOLDERS' FUNDS	10	£(38,718)	£(36,600)

For the financial year ended 30 November 1997 the company was entitled to exemption from audit under section 249A(1) Companies Act 1985 and no notice has been deposited under section 249B(2). The Directors acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with Section 221 and preparing accounts which give a true and fair view of the state of affairs of the company as at the year end and of its profit or loss for the financial year in accordance with the requirements of section 226 and which otherwise comply with the requirements of the Companies Act 1985, so far as applicable to the Company.

The accounts have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

Signed on behalf of the board of directors

Mrs N Hamilton

Director

Approved by the board: 11 March 1998

The Notes on Pages 4 to 4c form part of these Accounts

NOTES TO THE ACCOUNTS - 30 NOVEMBER 1997

1. ACCOUNTING POLICIES

Basis of accounting

The accounts have been prepared under the historical cost convention as modified by the revaluation of certain fixed assets.

Cash flow

The accounts do not include a cash flow statement because the company, as a small reporting entity, is exempt from the requirement to prepare such a statement under Financial Reporting Standard 1 'Cash flow statements'.

Turnover

Turnover represents net invoiced sales of goods, excluding VAT.

Tangible fixed assets

Depreciation is provided, after taking account of any grants receivable, at the following annual rates in order to write off each asset over its estimated useful life:

Fixtures, Fittings & Equipment - 20% on Written Down Value

Stocks

Stocks and work-in-progress are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items. Cost includes all direct expenditure and an appropriate proportion of fixed and variable overheads.

Deferred taxation

Provision is made at current rates for taxation deferred in respect of all material timing differences except to the extent that, in the opinion of the directors, there is reasonable probability that the liability will not arise in the foreseeable future.

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of the transaction. Exchange differences are taken into account in arriving at the operating profit.

2. TURNOVER

Turnover attributable to geographical markets outside the United Kingdom amounted to NIL.

3. OPERATING PROFIT (LOSS)

The operating profit/(loss) is stated after charging:

	<u>1997</u>	<u>1996</u>
	<u>£</u>	<u>£</u>
Depreciation of tangible fixed assets	371	464

BOX 2 LIMITED

NOTES TO THE ACCOUNTS - 30 NOVEMBER 1997

(continued)

4.	TANGIBLE FIXED ASSETS	Fixtures Fittings & <u>Equipment</u>	TOTAL
		Ē	<u>£</u>
	Cost At 1 December 1996 Additions Disposals	4,007 - -	4,007
	At 30 November 1997	4,007	4,007
	Depreciation At 1 Decemebr 1996 On disposals Charge for year	2,153 - 371	2,153
	At 30 November 1997	2,524	2,524
	Net book values At 30 November 1997 At 30 November 1996	£1,483 £1,854	£1,483 £1,854
5.	STOCKS		
		<u>1997</u>	1996
		<u>£</u>	<u>£</u>
	Stocks	£11,394	£7,850
6.	DEBTORS	<u>1997</u>	1996
		£	<u>1990</u>
	Trade debtors	-	
	Others	2,196	648
		£2,196	£648

Other debtors include an amount of NIL (1995 - \pm NIL) falling due after more than one year.

NOTES TO THE ACCOUNTS - 30 NOVEMBER 1997

(continued)

7.	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
		<u>1997</u>	<u>1996</u>
		£	<u>£</u>
	Bank loans and overdrafts (secured)	6,337	4,906
	Trade creditors	9,572	6,844
	Other creditors	27,566	24,575
		£43,475	£36,325
8.	CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE Y	199? £	<u>1496</u>
	Bank loans and overdraft -	£10,730	£11,792
	Bank loan (secured)		OSC PARTY 13 C TO A CONTROLLER
	- repayable within five years	£ 7,500	£ 7,500
	- repayable after five years	£ 3,230	£ 4,292
			11 500

The bank loan, the aggregate total of which amounts to £11,730, is repayable in annual instalments commencing July 1994.

9. CALLED UP SHARE CAPITAL

LED UP SHARE CAPITAL	1997	1996
Authorised	£	£
100 ordinary shares of £1 each	£100	£100
Allotted, called up and fully paid 2 ordinary shares of £1 each	£2	£2.

NOTES TO THE ACCOUNTS - 30 NOVEMBER 1997

(continued)

10.	RECONCILIATION	OF	MOVEMENTS	ON	SHAREHOLDERS '	FUNDS
-----	----------------	----	-----------	----	----------------	-------

	1997	<u>1996</u>
	£	£
Profit (loss) for the financial year after taxation Dividends	(2,118)	(5,444)
Opening shareholders' funds at 1 December 1996	. (2,118)	(5,444)
Closing shareholders' funds at 30 November 1997	(36,600)	(31,156)
	£(38,718)	£(36,600)