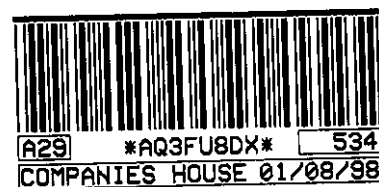


Company Registration No. 1252209 (England and Wales)

**FOREMAN BROS. PROPERTIES LIMITED**

**Directors' Report and Financial Statements**

**For the year ended 30 November 1997**



# FOREMAN BROS. PROPERTIES LIMITED

## Company Information

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<b>Directors</b>	D G Foreman V M Foreman
<b>Secretary</b>	B W Nicholls
<b>Company number</b>	1252209
<b>Registered office</b>	London Road Swanley Kent BR8 7AQ
<b>Auditors</b>	Baxter & Co Lynwood House Crofton Road Orpington Kent BR6 8QE
<b>Business address</b>	London Road Swanley Kent BR8 7AQ
<b>Bankers</b>	Barclays Bank plc 91 Sidcup High Street Sidcup Kent DA14 6DH

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# FOREMAN BROS. PROPERTIES LIMITED

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# FOREMAN BROS. PROPERTIES LIMITED

## Directors' Report

For the year ended 30 November 1997

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The directors present their report and financial statements for the year ended 30 November 1997.

### Principal activities

The principal activity of the company continued to be that of property development and letting.

### Directors

The following directors have held office since 1 December 1996:

D G Foreman

V M Foreman

### Directors' interests

The directors' beneficial interests in the shares of the company were as stated below:

	Ordinary shares of 5p each	
	30 November 1997	1 December 1996
D G Foreman	163,800	163,800
V M Foreman	163,800	163,800

### Auditors

In accordance with section 385 of the Companies Act 1985, a resolution proposing that Baxter & Co be reappointed as auditors of the company will be put to the Annual General Meeting.

### Directors' responsibilities

Company law requires the directors to prepare financial statements 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 financial statements, 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 financial statements 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 financial statements 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.

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

This report was approved on behalf of the Board on 30 April 1998.

D G Foreman  
Director



## **Auditors' Report to the Shareholders of FOREMAN BROS. PROPERTIES LIMITED**

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We have audited the financial statements on pages 3 to 9 which have been prepared under the historical cost convention and the accounting policies set out on page 5.

### **Respective responsibilities of directors and auditors**

As described on page 1 the company's directors are responsible for the preparation of financial statements. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

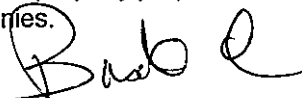
### **Basis of opinion**

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 financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, 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 financial statements 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 financial statements.

### **Opinion**

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 30 November 1997 and of its profit for the year then ended and have been properly prepared in accordance with the provisions of the Companies Act 1985 applicable to small companies.



**BAXTER & CO**  
**Registered Auditors**

Lynwood House  
Crofton Road  
Orpington  
Kent BR6 8QE

1 May 1998

# FOREMAN BROS. PROPERTIES LIMITED

## Profit and Loss Account For the year ended 30 November 1997

	Notes	1997 £	1996 £
Turnover		75,179	50,946
Administrative expenses		(59,601)	(65,066)
Other operating income		35,500	40,250
Operating profit	2	51,078	26,130
Interest payable and similar charges	3	(175)	(318)
Profit on ordinary activities before taxation		50,903	25,812
Tax on profit on ordinary activities	4	(9,454)	(5,402)
Profit on ordinary activities after taxation		41,449	20,410
Dividends	5	(12,000)	(16,000)
Retained profit for the year	12	29,449	4,410

The profit and loss account has been prepared on the basis that all operations are continuing operations.

There are no recognised gains and losses other than those passing through the profit and loss account.

# FOREMAN BROS. PROPERTIES LIMITED

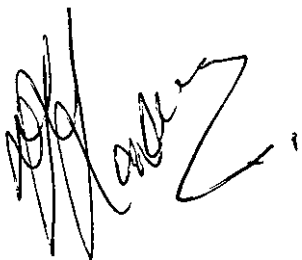
## Balance Sheet At 30 November 1997

	Notes	1997 £	£	1996 £	£
<b>Fixed assets</b>					
Tangible assets	6		561,488		554,336
<b>Current assets</b>					
Debtors	7	3,000		7,333	
Cash at bank and in hand		21,177		9,102	
		<u>24,177</u>		<u>16,435</u>	
<b>Creditors: amounts falling due within one year</b>	8	<u>(196,878)</u>		<u>(213,740)</u>	
<b>Net current liabilities</b>			<u>(172,701)</u>		<u>(197,305)</u>
<b>Total assets less current liabilities</b>			388,787		357,031
<b>Creditors: amounts falling due after more than one year</b>	9		<u>(2,307)</u>		<u>-</u>
			<u>386,480</u>		<u>357,031</u>
<b>Capital and reserves</b>					
Called up share capital	11		20,000		20,000
Share premium account	12		9,882		9,882
Profit and loss account	12		356,598		327,149
<b>Shareholders' funds - equity interests</b>	13		<u>386,480</u>		<u>357,031</u>

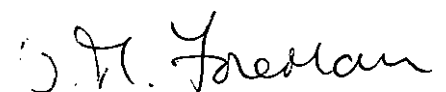
These financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

The financial statements were approved by the Board on 30 April 1998.

D G Foreman  
Director



V M Foreman  
Director



# FOREMAN BROS. PROPERTIES LIMITED

## Notes to the Financial Statements For the year ended 30 November 1997

### 1 Accounting policies

#### 1.1 Accounting convention

The financial statements are prepared under the historical cost convention.

#### 1.2 Turnover

Turnover represents amounts receivable for goods and services net of VAT and trade discounts.

#### 1.3 Tangible fixed assets and depreciation

Tangible fixed assets other than freehold land are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Land and buildings Freehold	Nil
Plant and machinery	15% Straight line
Motor vehicles	25% Straight line

#### 1.4 Leasing and hire purchase commitments

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible assets and depreciated over the shorter of the lease term and their useful lives. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

#### 1.5 Pensions

The pension costs charged in the financial statements represent the contributions payable by the company during the year in accordance with SSAP 24.

#### 1.6 Deferred taxation

Deferred taxation is provided at appropriate rates on all timing differences using the liability method only to the extent that, in the opinion of the directors, there is a reasonable probability that a liability or asset will crystallise in the foreseeable future.

<b>2 Operating profit</b>	<b>1997</b>	<b>1996</b>
	<b>£</b>	<b>£</b>
Operating profit is stated after charging:		
Depreciation of tangible assets	3,001	2,513
Auditors' remuneration	2,291	2,291
Directors' emoluments	12,740	21,479
Sums paid to third parties for directors' services	4,800	4,800
	<u>          </u>	<u>          </u>
<b>3 Interest payable</b>	<b>1997</b>	<b>1996</b>
	<b>£</b>	<b>£</b>
Hire purchase interest	175	318
	<u>          </u>	<u>          </u>

# FOREMAN BROS. PROPERTIES LIMITED

## Notes to the Financial Statements For the year ended 30 November 1997

4	Taxation	1997	1996
		£	£
	<b>U.K. current year taxation</b>		
	U.K. corporation tax at 22% (1996 - 25%)	9,454	5,093
	<b>Prior years</b>		
	U.K. corporation tax	-	309
		<u>9,454</u>	<u>5,402</u>
5	Dividends	1997	1996
		£	£
	Ordinary interim paid 30 November 1997	<u>12,000</u>	<u>16,000</u>

# FOREMAN BROS. PROPERTIES LIMITED

## Notes to the Financial Statements For the year ended 30 November 1997

### 6 Tangible fixed assets

	Land and buildings Freehold	Plant and machinery	Motor vehicles	Total
	£	£	£	£
<b>Cost</b>				
At 1 December 1996	547,812	6,000	6,450	560,262
Additions	-	-	12,302	12,302
Disposals	-	-	(6,450)	(6,450)
	<u>547,812</u>	<u>6,000</u>	<u>12,302</u>	<u>566,114</u>
At 30 November 1997	547,812	6,000	12,302	566,114
<b>Depreciation</b>				
At 1 December 1996	-	2,700	3,226	5,926
On disposals	-	-	(4,301)	(4,301)
Charge for the year	-	900	2,101	3,001
	<u>-</u>	<u>3,600</u>	<u>1,026</u>	<u>4,626</u>
At 30 November 1997	-	3,600	1,026	4,626
<b>Net book value</b>				
At 30 November 1997	<u>547,812</u>	<u>2,400</u>	<u>11,276</u>	<u>561,488</u>
At 30 November 1996	<u>547,812</u>	<u>3,300</u>	<u>3,224</u>	<u>554,336</u>

Included above are assets held under finance leases or hire purchase contracts as follows:

	Motor vehicles £
<b>Net book values</b>	
At 30 November 1997	<u>11,276</u>
At 30 November 1996	<u>3,224</u>
<b>Depreciation charge for the year</b>	
30 November 1997	<u>1,026</u>
30 November 1996	<u>1,613</u>

# FOREMAN BROS. PROPERTIES LIMITED

## Notes to the Financial Statements For the year ended 30 November 1997

<b>7 Debtors</b>	<b>1997</b>	<b>1996</b>
	<b>£</b>	<b>£</b>
Trade debtors	-	3,025
Other debtors	3,000	4,308
	<u>3,000</u>	<u>7,333</u>

<b>8 Creditors: amounts falling due within one year</b>	<b>1997</b>	<b>1996</b>
	<b>£</b>	<b>£</b>
Net obligations under finance lease and hire purchase contracts	3,075	1,521
Trade creditors	4,882	4,782
Taxation and social security	9,454	5,093
Other creditors	179,467	202,344
	<u>196,878</u>	<u>213,740</u>

All loans and bank overdrafts are secured against the fixed assets of the company.

<b>9 Creditors: amounts falling due after more than one year</b>	<b>1997</b>	<b>1996</b>
	<b>£</b>	<b>£</b>
Net obligations under finance leases and hire purchase agreements	<u>2,307</u>	<u>-</u>
<b>Net obligations under finance leases and hire purchase contracts</b>		
Repayable within one year	3,075	1,521
Repayable between one and five years	<u>2,307</u>	<u>-</u>
	5,382	1,521
Included in liabilities falling due within one year	<u>(3,075)</u>	<u>(1,521)</u>
	<u>2,307</u>	<u>-</u>

All loans and bank loans are secured against the fixed assets of the company.

## 10 Pension costs

No contributions were outstanding or prepaid at the year end.

# FOREMAN BROS. PROPERTIES LIMITED

## Notes to the Financial Statements For the year ended 30 November 1997

11 Share capital	1997 £	1996 £
Authorised		
400,000 Ordinary shares of 5p each	20,000	20,000
	<u>20,000</u>	<u>20,000</u>
Allotted, called up and fully paid		
400,000 Ordinary shares of 5p each	20,000	20,000
	<u>20,000</u>	<u>20,000</u>

## 12 Statement of movements on reserves

	Share premium account £	Profit and loss account £
Balance at 1 December 1996	9,882	327,149
Retained profit for the year	-	29,449
	<u>9,882</u>	<u>356,598</u>
Balance at 30 November 1997	9,882	356,598

## 13 Reconciliation of movements in shareholders' funds

	1997 £	1996 £
Profit for the financial year	41,449	20,410
Dividends	(12,000)	(16,000)
	<u>29,449</u>	<u>4,410</u>
Net addition to shareholders' funds	29,449	4,410
Opening shareholders' funds	357,031	352,621
	<u>386,480</u>	<u>357,031</u>
Closing shareholders' funds	386,480	357,031

## 14 Contingent liabilities

Bank facilities of related companies are indemnified by inter-company guarantees.

## 15 Control

The company is controlled by its directors who, together with their families, own all of the issued share capital in equal proportions.