

G.T.S. ADMINISTRATION NO.2 LIMITED

FINANCIAL STATEMENTS

30 APRIL 2002



DIRECTORS AND OFFICERS

DIRECTORS

G R Jarzab
N P S Jupp
P T Richards
R J Skillicorn
C J Watkinson

SECRETARY

P T Richards

REGISTERED OFFICE

11 Hobart Place
London SW1W 0HP

DIRECTORS' REPORT

The directors submit their report and the financial statements of G.T.S. Administration No.2 Limited for the year ended 30 April 2002.

PRINCIPAL ACTIVITY AND REVIEW OF THE BUSINESS

The principal activity of the company during the year was the provision of property management services in respect of the long leasehold property at 11 Hobart Place, London. Services are provided exclusively to George Trollope, a partnership engaged in the business of estate agents and surveyors. All expenses incurred are recharged to George Trollope.

RESULTS AND DIVIDENDS

The trading profit after taxation was £1,266 (2001: £813).

The directors do not recommend the payment of a dividend on the ordinary shares, and therefore the profit has been transferred to reserves.

DIRECTORS

The following directors have held office since 1 May 2001:

| | |
|----------------|-----------------------------|
| R G Bell | (resigned 31 December 2001) |
| J A Crossley | (resigned 22 August 2001) |
| G R Jarzab | |
| N P S Jupp | |
| P T Richards | |
| R J Skillicorn | |
| C J Watkinson | |

DIRECTORS' REPORT

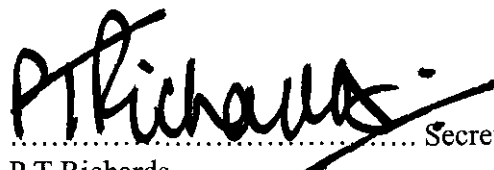
DIRECTORS' INTERESTS IN SHARES

Directors' interests in the shares of the company, including family interests, were as follows:

| | Ordinary shares of 1p each | |
|----------------|----------------------------|------------|
| | 30 April 2001 | 1 May 2000 |
| R G Bell | 1,228 | 1,228 |
| J A Crossley | 1,228 | 1,228 |
| G R Jarzab | 1,228 | 1,228 |
| N P S Jupp | 1,316 | 1,316 |
| P T Richards | 1,316 | 1,316 |
| R J Skillicorn | 1,228 | 1,228 |
| C J Watkinson | 1,228 | 1,228 |

This report is prepared in accordance with the special provisions of Part VII of the Companies Act 1985.

By order of the board


..... Secretary
P T Richards


..... 2002

**DIRECTORS' RESPONSIBILITIES IN THE PREPARATION OF
FINANCIAL STATEMENTS**

Company law requires the directors to prepare financial statements for each financial period, 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:

- a. select suitable accounting policies and then apply them consistently;
- b. make judgements and estimates that are reasonable and prudent;
- c. 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 requirements of 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.

PROFIT AND LOSS ACCOUNT
for the year ended 30 April 2002

| | Notes | 2002 | 2001 |
|-----------------------------------------------------------------------------------------|-------|----------------|--------------|
| TURNOVER | 1 | 75,756 | 70,168 |
| Other operating expenses (net) | 2 | 74,636 | 69,131 |
| OPERATING PROFIT | | <u>1,120</u> | <u>1,037</u> |
| Interest receivable | 3 | - | 1 |
| Interest payable | 4 | - | - |
| PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION | 5 | <u>1,120</u> | <u>1,038</u> |
| Taxation | 7 | (146) | 225 |
| PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION FOR THE YEAR TO BE RETAINED | 11 | <u>£ 1,266</u> | <u>£ 813</u> |

The operating profit for the year arises from the company's continuing activities.

No separate Statement of Total Recognised Gains and Losses has been presented as all such gains and losses have been dealt with in the Profit and Loss Account.

BALANCE SHEET
30 April 2002

| | Notes | 2002 | 2001 |
|----------------------------------------------|-------|----------------|----------------|
| CURRENT ASSETS | | | |
| Debtors | 8 | 8,679 | 8,641 |
| Cash at bank and in hand | | 606 | 607 |
| | | <u>9,285</u> | <u>9,248</u> |
| CREDITORS | | | |
| Amounts falling due within one year | 9 | 4,802 | 6,031 |
| | | <u>4,483</u> | <u>3,217</u> |
| NET CURRENT ASSETS | | | |
| | | <u>4,483</u> | <u>3,217</u> |
| TOTAL ASSETS LESS CURRENT LIABILITIES | | | |
| | | <u>£ 4,483</u> | <u>£ 3,217</u> |
| CAPITAL AND RESERVES | | | |
| Called up share capital | 10 | 100 | 100 |
| Profit and loss account | 11 | 4,383 | 3,117 |
| | | <u>£ 4,483</u> | <u>£ 3,217</u> |
| EQUITY SHAREHOLDERS' FUNDS | | | |
| | 12 | <u>£ 4,483</u> | <u>£ 3,217</u> |

In not having these accounts audited, the board has taken advantage of S249(1) of the Companies Act 1985 ("the Act"), and

- confirm that no notice has been deposited with the company under S249B(2) of the Act in relation to its accounts for the financial year;
- acknowledge their responsibility for ensuring that the company keeps accounting records which comply with S221 of the Act;
- acknowledge their responsibility for preparing accounts which give a true and fair view of the state of the company's affairs at 30 April 2002, and of its profit for the year then ended, in accordance with the requirements of S226 of the Act, and which comply with the accounting requirements of the Act so far as they apply to the company.

Approved by the board on 2003

29.04.03

..... Director
 N/P S Jupp

..... 2003

Financial statements for the year ended 30 April 2002

ACCOUNTING POLICIES

BASIS OF ACCOUNTING

The financial statements have been prepared under the historical cost convention in accordance with applicable accounting standards.

TURNOVER

Turnover represents the invoiced value, net of Value Added Tax, of services provided to customers.

LEASED ASSETS AND OBLIGATIONS

Where assets are financed by leasing agreements that give rights approximating to ownership ("finance leases"), the assets are treated as if they had been purchased outright. The amount capitalized is the present value of the minimum lease payments payable during the lease term. The corresponding leasing commitments are shown as obligations to the lessor.

Lease payments are treated as consisting of capital and interest elements, and the interest is charged to the profit and loss account in proportion to the remaining balance outstanding.

All other leases are "operating leases" and the annual rentals are charged to the profit and loss on a straight line basis over the lease term.

NOTES TO THE FINANCIAL STATEMENTS
for the year ended 30 April 2002

1. TURNOVER AND PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

The company's turnover and profit before taxation were all derived from its principal activity and generated wholly within the United Kingdom.

2. OTHER OPERATING EXPENSES (NET)

| | 2002 | 2001 |
|-------------------------|-------------------|-------------------|
| Administration expenses | £ 74,636 | £ 69,131 |
| | <u> </u> | <u> </u> |

3. INTEREST RECEIVABLE

| | | |
|---------------|-------------------|-------------------|
| Bank interest | £ - | £ 1 |
| | <u> </u> | <u> </u> |

4. INTEREST PAYABLE

| | | |
|---------------|-------------------|-------------------|
| Bank interest | £ - | £ - |
| | <u> </u> | <u> </u> |

5. PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

Profit on ordinary activities before taxation is stated after charging/(crediting):

Operating lease rentals:

| | | |
|--------------------|-------------------|-------------------|
| Land and buildings | £ 52,200 | £ 51,587 |
| | <u> </u> | <u> </u> |

6. EMPLOYEES

The company had no employees, other than the directors, during the current or previous year.

No director received any remuneration for his services during the current or previous year.

7. TAXATION

Based on the profit for the year:

| | | |
|--------------------------------------|-------------------|-------------------|
| UK Corporation tax at 10% (2001:20%) | 103 | 225 |
| Over provided in earlier years | (249) | - |
| | <u> </u> | <u> </u> |
| | £ (146) | £ 225 |
| | <u> </u> | <u> </u> |

NOTES TO THE FINANCIAL STATEMENTS
for the year ended 30 April 2002

| | 2002 | 2001 |
|--------------------------------------|-------------------|-------------------|
| 8. DEBTORS | | |
| Due within one year: | | |
| Prepayments | £ 8,679 | £ 8,641 |
| | <u> </u> | <u> </u> |
| 9. CREDITORS | | |
| Amounts falling due within one year: | | |
| Trade creditors | 0 | 388 |
| Amounts due to related undertakings | 3,049 | 4,381 |
| Corporation tax | 103 | 346 |
| Other tax and social security costs | - | 91 |
| Accruals | 1,650 | 825 |
| | £ 4,802 | £ 6,031 |
| | <u> </u> | <u> </u> |
| 10. SHARE CAPITAL | | |
| Authorised: | | |
| 10,000 ordinary shares of 1p each | £ 100 | £ 100 |
| | <u> </u> | <u> </u> |
| Allotted, issued and fully paid: | | |
| 10,000 ordinary shares of 1p each | £ 100 | £ 100 |
| | <u> </u> | <u> </u> |
| 11. PROFIT AND LOSS ACCOUNT | | |
| 1 May 2001 | 3,117 | 2,304 |
| Profit for the year | 1,266 | 813 |
| | <u> </u> | <u> </u> |
| 30 April 2002 | £ 4,383 | £ 3,117 |
| | <u> </u> | <u> </u> |

NOTES TO THE FINANCIAL STATEMENTS
for the year ended 30 April 2002

| | 2002 | 2001 |
|--------------------------------------------------------------------------|----------------|----------------|
| 12. RECONCILIATION OF MOVEMENTS IN EQUITY SHAREHOLDERS' FUNDS | | |
| Profit for the financial year | 1,266 | 813 |
| Opening shareholders' funds | 3,217 | 2,404 |
| Closing shareholders' funds | <u>£ 4,483</u> | <u>£ 3,217</u> |

13. COMMITMENTS UNDER OPERATING LEASES

At 30 April 2002, the company had annual commitments under non-cancellable operating leases as follows:

| | | |
|----------------------------------------------|-----------------|-----------------|
| Land and buildings expiring after 5 years | <u>£ 52,200</u> | <u>£ 52,200</u> |
|----------------------------------------------|-----------------|-----------------|

14. RELATED UNDERTAKINGS

All of the directors are equity partners in George Trollope, a partnership for whom the company operates exclusively.

Included in turnover is £75,756 (2001:£70,168) in respect of the expenses recharged to George Trollope for management services provided.

Amounts due to George Trollope are disclosed as "Amounts due to related undertakings" in the notes to the financial statements.