

SEAGLEN INVESTMENTS LIMITEDREPORT OF THE DIRECTORS

The Directors have pleasure in submitting their annual report, together with the accounts for the year ended 31st March, 1982.

Results:

The results for the year are set out in the attached Profit and Loss Account and Explanatory Notes.

Dividend:

The Directors do not recommend the payment of a dividend.

Activities:

The principal activity of the company is property trading.

Properties:

A professional valuation was carried out at 31st January 1982, of the properties held for trading and this revealed a substantial surplus over book values. This surplus was not incorporated into the accounts.

Directors:

The Directors throughout the year were:

B.S.E. Freshwater

D. Davis

No Director has a service contract, nor does any one of them receive any emoluments from the company.

The Articles of Association of the company do not require the Directors to retire by rotation.

Directors' interests in contracts:

Day-to-day management of the company's properties is carried out under an agreement by Highdorn Co. Limited, one of the Freshwater Group of Companies with which this company is closely associated. Mr. B.S.E. Freshwater is a Director of Highdorn Co. Limited and is also interested in its share capital.

The only other contracts in which Directors were interested in were those entered into in the normal course of business.

Directors' interests in share capital:

No Director has any interest in the share capital of the company. Their interests, and those of their families and family trusts, in the share capital of Daejan Holdings PLC are set out in the Directors' Report of that company.

Auditors:

A resolution for the re-appointment of Cohen Arnold & Co. as auditors of the company will be proposed at the forthcoming Annual General Meeting.

Head Office:
Freshwater House,
158-162, Shaftesbury Avenue,
LONDON, WC2.

13th August, 1982.

BY ORDER OF THE BOARD


H.E. SEVERN
SECRETARY



AUDITORS' REPORT TO THE MEMBERS

OF

SEAGLEN INVESTMENTS LIMITED

We have audited the accounts set out on pages 3 to 7 in accordance with approved Auditing Standards.

In our opinion the accounts which have been prepared on the basis of the accounting policies set out on page 6 give a true and fair view of the state of affairs of the company at 31 March 1982 and of the Profit and source and application of funds of the company for the year to that date and comply with the Companies Acts 1948 to 1981

LONDON.

13 AUG 1982

COHEN, ARNOLD & CO.
Chartered Accountants.

SEAGLEN INVESTMENTS LIMITED

Page 3

BALANCE SHEET AT 31 MARCH 1982

	Notes	£	£	£	1981	£
<u>EMPLOYMENT OF CAPITAL</u>						
Properties held for Trading	2		135,603			135,603
Other Investments	3		82,251			78,239
Current Assets	4		85,902			113,875
			<u>303,756</u>			<u>327,717</u>
<u>LESS:</u>						
Current Liabilities	5	20,957		25,973		
Amounts due to:-						
Parent Company (Interest Free)		98,169		119,170		
			<u>119,126</u>			<u>145,143</u>
			<u>£184,630</u>			<u>£182,574</u>
<u>CAPITAL EMPLOYED</u>						
Share Capital	6		200			200
Reserves	7		184,430			182,374
			<u>£184,630</u>			<u>£182,574</u>

The attached Notes form part of these Accounts.

.....

.....
Directors

Accounts approved by Board of Directors

13 AUG 1982

SEAGLEN INVESTMENTS LIMITEDPROFIT AND LOSS ACCOUNTFOR THE YEAR ENDED 31 MARCH 1982

	<u>Notes</u>	<u>£</u>	<u>1981</u> <u>£</u>
Rents and Charges Receivable 8		115,612	138,489
<u>LESS: Property Outgoings</u>		<u>108,931</u>	<u>127,778</u>
		6,681	10,711
 <u>DEDUCT:</u>			
Management Charges 9		<u>2,137</u>	<u>1,379</u>
<u>PROFIT BEFORE TAXATION</u>		4,544	9,332
Taxation 10		<u>2,488</u>	<u>4,853</u>
<u>PROFIT AFTER TAXATION</u>		2,056	4,479
 Balance brought forward		<u>13,038</u>	<u>8,559</u>
 Balance carried forward		<u><u>£15,094</u></u>	<u><u>£13,038</u></u>

The attached Notes form part of these Accounts.

SEAGLEN INVESTMENTS LIMITED

Page 5

SOURCE AND APPLICATION OF FUNDSFOR THE YEAR ENDING 31 MARCH 19821981

	<u>£</u>	<u>£</u>	<u>£</u>	<u>£</u>
<u>SOURCE OF FUNDS</u>				
Profit before Taxation		4,544		9,332
		<u> </u>		<u> </u>
<u>FUNDS GENERATED FROM OPERATIONS</u>		<u>£4,544</u>		<u>£9,332</u>
		<u> </u>		<u> </u>
<u>APPLICATION OF FUNDS</u>				
Corporation Tax Paid		2,488		4,853
Capital Redemption Assurance Policy Premium Paid		4,012		4,012
		<u> </u>		<u> </u>
		6,500		8,865
<u>MOVEMENTS IN NET WORKING CAPITAL</u>				
(Reduction)/ Increase in Current Assets (27,973)			45,633	
Reduction in Current Liabilities	5,016		6,173	
	<u> </u>		<u> </u>	
		(22,957)		51,806
		<u> </u>		<u> </u>
		(16,457)		60,671
<u>MOVEMENTS IN NET LIQUID FUNDS</u>				
Reduction in Cash at Bank	-		(5)	
Reduction/(Increase) in amount due to Parent Company	21,001		(12,653)	
Reduction in amount due from Fellow Subsidiaries	-		(38,681)	
	<u> </u>		<u> </u>	
		21,001		(51,339)
		<u>£ 4,544</u>		<u>£ 9,332</u>
		<u> </u>		<u> </u>

SEAGLEN INVESTMENTS LIMITEDNOTES ON THE ACCOUNTS1. ACCOUNTING POLICIES(a) Accounting Convention

The accounts are prepared under the historical cost convention.

(b) Disposal of Properties

Disposals are considered to take place at the date of legal completion.

(c) Trading Properties

These properties are stated at the lower of cost and net realisable value.

	<u>£</u>	<u>1981</u> <u>£</u>
<u>2. PROPERTIES HELD FOR TRADING</u>		
At the lower of cost and net realisable value at 31 March 1982	<u>£135,603</u>	<u>£135,603</u>

3. OTHER INVESTMENTS

Capital Redemption Assurance Policy at Cost	<u>£82,251</u>	<u>£78,239</u>
Surrender value £96,365 (1981-£90,728)		

The policy has been charged as part security for a loan of £218,000 (1981 £218,000) to the Parent Company, the Bampton Property Group Limited.

4. CURRENT ASSETS

	<u>£</u>	<u>1981</u> <u>£</u>
Rents due and accrued	58,433	9,938
Debtors	27,464	103,932
Cash at Bank	5	5
	<u>£85,902</u>	<u>£113,875</u>

5. CURRENT LIABILITIES

	<u>£</u>	<u>£</u>
Rents charged and received in advance	2,485	3,879
Creditors and Provisions	18,472	22,094
	<u>£20,957</u>	<u>£25,973</u>

6. SHARE CAPITALAUTHORISED, ISSUED AND FULLY PAID

	<u>£</u>	<u>£</u>
Ordinary Shares of £1 each	100	100
Deferred Ordinary Shares of £1 each	100	100
	<u>£200</u>	<u>£200</u>

NOTES ON THE ACCOUNTS (Contd..)

1981

7. RESERVES

	£	£
Capital Reserve at 31 March 1981	169,336	169,336
Retained Earnings	15,094	13,038
	<u>£184,430</u>	<u>£182,374</u>
	=====	=====

8. TURNOVER

Rent and Charges Receivable	<u>£115,612</u>	<u>£138,489</u>
	=====	=====

9. MANAGEMENT CHARGES

Legal & Professional Charges	1,160	345
Audit Fees	977	1,034
	<u>£2,137</u>	<u>£1,379</u>
	=====	=====

10. TAXATION

Charge in the Profit and Loss Account:-

United Kingdom Tax based on the Profit
for the year at 52%

<u>£ 2,488</u>	<u>£ 4,853</u>
=====	=====

The provision is in respect of a payment to the Parent Company, Bampton Holdings Limited as consideration for proposed group relief available under Section 258, Income and Corporation Taxes Act, 1970.

11. Directors' Interest in Contracts

Day to day management of the Company's properties is carried out by Highdorn Co.Limited and its subsidiary company, Freshwater Property Management Limited, which are members of the Freshwater Group of Companies with which this Company is closely associated. Mr B S E Freshwater is a director of both companies and is also interested in the share capital of the Company. During the year £18,409 was paid to Highdorn Co.Limited and Freshwater Property Management Limited for the provision of a full range of management services, which are charged for at normal commercial rates.

12. The Company has paid no Directors' remuneration during the year.

13. The company's ultimate Holding Company is Daejan Holdings PLC, a company incorporated in the United Kingdom.

SEAGLEN INVESTMENTS LIMITED

PROPERTY REVENUE ACCOUNT

FOR THE YEAR ENDED 31 MARCH 1982

	<u>£</u>	<u>£</u>	<u>£</u>	<u>1981</u>	<u>£</u>
Rent Receivable		39,420			35,812
Service Charges Receivable		76,192			102,677
		<u>115,612</u>			<u>138,489</u>
 <u>DEDUCT: PROPERTY OUTGOINGS</u>					
Ground Rent Payable	1,650		1,650		
General & Water Rates	3,618		1,902		
Insurance	6,118		5,612		
Lighting, Heating & Fuel	22,870		35,687		
Porterage & Cleaning	15,580		12,265		
Repairs & Maintenance	40,199		52,168		
Management & Letting Commission	18,409		17,577		
Legal Fees	487		917		
		<u>108,931</u>			<u>127,778</u>
Surplus carried to Profit and Loss Account		<u>£ 6,681</u>			<u>£ 10,711</u>