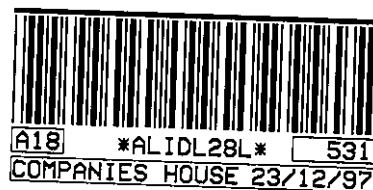


# **Parking Management (Investments) Limited**

**Directors' report and financial statements**

**28 March 1997**

Registered number 954968



# Parking Management (Investments) Limited

## Directors' report and financial statements

<i>Contents</i>	<i>Page</i>
Directors' report	1
Statement of directors' responsibilities	2
Auditors' report	3
Profit and loss account	4
Balance sheet	5
Notes	6 - 10

# Parking Management (Investments) Limited

## Directors' report

The directors present their annual report and the audited financial statements for the period ended 28 March 1997.

## Principal activities

The principal activity of the company is the letting of a property held as an investment.

## Business review

The trading results are shown in the profit and loss account on page 4.

## Changes in fixed assets

The changes in fixed assets are dealt with in note 6 on page 8.

## Proposed dividend and transfer to reserves

The directors do not recommend the payment of a dividend in respect of the period ended 28 March 1997 (1996: nil). The proposed transfer to reserves is £39,999 (1996: £39,999).

## Directors and directors' interests

The directors who held office during the period were as follows:

RD Makenzie	
JGF Flack	
JE Prangnell	(resigned 3 January 1997)
K Mair	(appointed 3 January 1997)

None of the directors had a beneficial interest in the shares of the company other than through their holdings in the shares of the ultimate holding company, National Parking Corporation Limited, which are dealt with in the financial statements of that company.

## Taxation

In the opinion of the directors, the company is a 'close company' within the meaning of the Income and Corporation Taxes Act 1988.

## Auditors

In accordance with Section 379A of the Companies Act 1985 the company has elected to dispense with the requirement to annually appoint KPMG Audit Plc as auditors.

By order of the board

  
**K Mair**  
Secretary

21 Bryanston Street  
London W1A 4NH

17th June 1997

# Parking Management (Investments) Limited

## Statement of 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 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 enable them to ensure that the financial statements comply with the Companies Act 1985. They have a general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

# Report of the auditors to the members of Parking Management (Investments) Limited

We have audited the financial statements on pages 4 to 10.

## *Respective responsibilities of directors and auditors*

As described on page 2 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 28 March 1997 and of its profit for the period then ended and have been properly prepared in accordance with the Companies Act 1985.

**KPMG Audit Plc**  
KPMG Audit Plc  
Chartered Accountants  
Registered Auditor

17 June 1997

# Parking Management (Investments) Limited

## Profit and loss account

for the period ended 28 March 1997

	<i>Note</i>	<b>52 weeks ended 28 March 1997 £</b>	<b>52 weeks ended 29 March 1996 £</b>
<b>Turnover</b>	<i>1</i>	<b>398,000</b>	<b>398,000</b>
Cost of sales		<b>(338,300)</b>	<b>(338,300)</b>
<b>Gross profit</b>		<b>59,700</b>	<b>59,700</b>
Interest payable and similar charges		-	-
<b>Profit on ordinary activities before taxation</b>		<b>59,700</b>	<b>59,700</b>
Tax on profit on ordinary activities	<i>4</i>	<b>(19,701)</b>	<b>(19,701)</b>
<b>Profit for the financial period</b>		<b>39,999</b>	<b>39,999</b>
Dividend	<i>5</i>	-	-
<b>Retained profit for the financial period</b>		<b>39,999</b>	<b>39,999</b>
Retained profit brought forward		<b>77,536</b>	<b>37,537</b>
<b>Retained profit carried forward</b>	<i>11</i>	<b>117,535</b>	<b>77,536</b>

There are no recognised gains or losses other than the profit for the financial period.

The results for the period ended 28 March 1997 reflect the continuing operations of the company.

The notes on pages 6 to 10 form part of these financial statements.

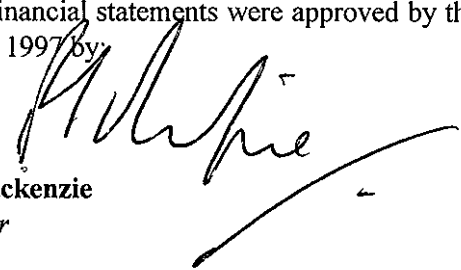
# Parking Management (Investments) Limited

## Balance sheet

at 28 March 1997

	Note	28 March 1997		29 March 1996	
		£	£	£	£
<b>Fixed assets</b>					
Tangible assets	6	485,000		485,000	
<b>Current assets</b>					
Debtors: due within one year	7	155,599		210,196	
Cash at Bank		117,052			
		<u>272,651</u>		<u>210,196</u>	
Creditors: amounts falling due within one year	8	(155,114)		(132,658)	
<b>Net current assets</b>		<u>117,537</u>		<u>77,538</u>	
<b>Net assets</b>		<u><u>602,537</u></u>		<u><u>562,538</u></u>	
<b>Capital and reserves</b>					
Called up share capital	9	2		2	
Revaluation reserve	10	485,000		485,000	
Profit and loss account		117,535		77,536	
<b>Shareholders' funds</b>	11	<u><u>602,537</u></u>		<u><u>562,538</u></u>	

These financial statements were approved by the board of directors and signed on their behalf on 17 June 1997 by:

  
RD Mackenzie  
Director

The notes on pages 6 to 10 form part of these financial statements.

# Parking Management (Investments) Limited

## Notes

*(forming part of the financial statements)*

### 1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements.

#### *Basis of preparation*

The financial statements have been prepared in accordance with applicable accounting standards, under the historical cost accounting rules adjusted for the revaluation of investment property and on a going concern basis.

#### *Turnover*

Turnover represents rental income receivable.

#### *Leasehold properties*

Leasehold properties which are held on a long-term basis are regarded as investment properties and, in accordance with Statement of Standard Accounting Practice 19, are stated in the accounts at directors' valuation based on open market value. Surpluses and deficits on revaluation are taken to the revaluation reserve. On disposal the excess of sale proceeds over valuation is treated as the surplus on sale with a transfer of the related revaluation surplus from the revaluation reserve to the profit and loss account reserve.

#### *Amortisation of leasehold properties*

In accordance with Statement of Standard Accounting Practice 19, no amortisation is provided in respect of leasehold investment properties with sixty years or more to run. This may be a departure from the treatment of the Companies Act concerning the depreciation of fixed assets. However, the property concerned is not held for consumption but for investment, and the directors consider that systematic annual depreciation would be inappropriate and that the accounting policy adopted is therefore necessary for the accounts to give a true and fair view.

#### *Deferred taxation*

Provision for deferred taxation is made, using the liability method, at the appropriate rates of taxation on timing differences to the extent that it is considered that such taxation liabilities may crystallise in the foreseeable future.

No provision for deferred taxation is made in respect of surpluses on revaluation of properties as disposal is not foreseen.

#### *Cash flow statement*

Under Financial Reporting Standard 1, the company is exempt from the requirement to prepare a cash flow statement on the grounds that it is a wholly-owned subsidiary undertaking.

### 2 Auditors' remuneration

The auditors' remuneration is borne by the holding company.



# Parking Management (Investments) Limited

## Notes *(continued)*

### 3 Directors' and employees' emoluments

None of the directors received any emoluments from the company during the period *(1996:nil)*.

There were no employees during the period *(1996:nil)*

### 4 Taxation

	52 weeks ended 28 March 1997 £	52 weeks ended 29 March 1996 £
UK corporation tax at 33% <i>(1996:33%)</i> on the profit for the period on ordinary activities	19,701	19,701

The full amount of deferred tax for which no provision has been made is:

	52 weeks ended 28 March 1997 £	52 weeks ended 29 March 1996 £
Surplus on revaluation of investment property	160,050	160,050

### 5 Dividends

The proposed dividend for this year is NIL *(1996:NIL)*.

# Parking Management (Investments) Limited

## Notes (continued)

### 6 Tangible assets

Long term  
leasehold  
property  
£

#### Valuation

At 28 March 1997 and 29 March 1996

485,000

The historic cost of investment properties at valuation at 28 March 1997 is £nil (1996: £nil).

The investment property at valuation has been valued at 28 March 1997 on the basis of open market value for existing use by qualified members of The Royal Institution of Chartered Surveyors (RICS) who are employed by the holding company. The valuation has been made in accordance with RICS of statements of Asset Valuation Practice and Guidance Notes.

If the leasehold property had been depreciated over sixty years, using the value at which it is stated in the accounts, an additional charge of £8,083 (1996: £8,083) would have been required in the period.

### 7 Debtors

	28 March 1997 £	29 March 1996 £
<b>Debtors: due within one year</b>		
Amounts owed by group company	38,686	70,061
Prepayments	-	84,575
ACT recoverable on dividends	-	55,560
Trade Debtors	116,913	-
	<u>155,599</u>	<u>210,196</u>

# Parking Management (Investments) Limited

## Notes (continued)

8	<b>Creditors: amounts falling due within one year</b>	<b>28 March</b>	<b>29 March</b>
		<b>1997</b>	<b>1996</b>
		<b>£</b>	<b>£</b>
	Amount owed to group company	43,504	17,490
	Corporation tax payable	2,204	7,761
	Other taxation	2,612	2,612
	Accruals and deferred income	106,794	104,795
		<u>155,114</u>	<u>132,658</u>
9	<b>Share capital</b>	<b>28 March</b>	<b>29 March</b>
		<b>1997</b>	<b>1996</b>
		<b>£</b>	<b>£</b>
	<i>Authorised</i>		
	100 ordinary shares of £1 each	100	100
		<u></u>	<u></u>
	<i>Allotted, called up and fully paid</i>		
	2 ordinary shares of £1 each	2	2
		<u></u>	<u></u>
10	<b>Revaluation reserve</b>		<b>£</b>
	Balance at 28 March 1997 and 29 March 1996		485,000
			<u>485,000</u>
11	<b>Reconciliation of movements in shareholders' funds</b>	<b>28 March</b>	<b>29 March</b>
		<b>1997</b>	<b>1996</b>
		<b>£</b>	<b>£</b>
	Profit for the financial period	39,999	39,999
		<u>39,999</u>	<u>39,999</u>
	Net addition to shareholders' funds	39,999	39,999
	Opening shareholders' funds	562,538	522,539
		<u>602,537</u>	<u>562,538</u>
	Closing shareholders' funds	602,537	562,538

# Parking Management (Investments) Limited

## Notes (continued)

### 12 Contingent liabilities

- (a) Under a group registration the company is jointly and severally liable for Value Added Tax due by other group companies. At 28 March 1997 this contingent liability amounted to £0.2m (1996: £2.2m).
- (b) Under a group arrangement the group's principal bankers may utilise any positive bank balances of the company to satisfy liabilities in respect of any overdrafts due to the bank by group companies.

At 28 March 1997, the group did not have a net overdraft liability (1996: a net bank balance liability of the group of £0.1m).

### 13 Commitments

At 28 March 1997 the company had minimum annual commitments under non-cancellable operating leases of land and buildings only of:

	28 March 1997 £	29 March 1996 £
Operating leases which expire:		
Over five years	<u>338,300</u>	<u>338,300</u>

### 14 Ultimate parent company and parent undertaking of larger group of which the company is a member

The company is a subsidiary of National Car Parks Limited, a company registered in England.

The largest group in which the results of the company are consolidated is that headed by National Parking Corporation Limited, the ultimate parent company, which is registered in England. The smallest group in which they are consolidated is National Car Parks Limited. Group accounts for these companies can be obtained from 21 Bryanston Street, London W1A 4NH.