Company Registration No: 1008801

D S ESTATES (INVESTMENTS) LIMITED

Report and Financial Statements

31 December 2001

#A59X8FAA# 0668
COMPANIES HOUSE 23/10/02

REPORT AND FINANCIAL STATEMENTS 2001

CONTENTS

	Page
Officers and Professional Advisors	1
Directors' Report	2
Statement of Directors' Responsibilities	3
Balance Sheet	4
Notes to the Accounts	5

REPORT AND FINANCIAL STATEMENTS 2001

OFFICERS AND PROFESSIONAL ADVISORS

DIRECTORS

M H Marx Development Securities Estates PLC

SECRETARY

S A Lanes

REGISTERED OFFICE

Portland House Stag Place London SW1E 5DS

DIRECTORS' REPORT

The directors present their annual report and financial statement for the year ended 31 December 2001.

PRINCIPAL ACTIVITY AND REVIEW OF DEVELOPMENTS

The principal activity of the company at present and for the foreseeable future is that of property investment. The company did not trade during the current and preceding financial year.

DIVIDENDS

The directors do not recommend the payment of a dividend (2000: £nil).

DIRECTORS AND DIRECTORS' INTERESTS

The directors who held office during the year and to date were as follows:

M H Marx

Development Securities Estates PLC

None of the directors had any interests in the shares of the company nor any other Group company during the year except as noted below.

The interests of M H Marx at 31 December 2001 in the 50p ordinary shares of Development Securities PLC, the ultimate parent company, and the options granted to him under that company's share option scheme are disclosed in the 2001 Report and Financial Statements of that company.

PAYMENT POLICY

Amounts due to suppliers are settled promptly by Development Securities PLC on behalf of the company within their terms of payment, except in cases of dispute. The number of days' outstanding for the Development Securities PLC group at 31 December 2001 was seven days (2000: four days).

AUDITORS

The company has been dormant throughout the current and preceding financial year and no members have required the company to obtain an audit of its accounts for the year in question in accordance with section 249b(2).

Approved by the Board of Directors and signed on behalf of the Board

S A Lanes Secretary

22th october 2002

STATEMENT OF DIRECTORS' RESPONSIBILITIES

United Kingdom 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 as at the end of the financial year and of its profit or loss for that year. 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;
- state whether applicable accounting standards have been followed; and
- prepare the financial statements on a 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 the system of internal control, for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

BALANCE SHEET 31 December 2001

	Note	2001 £	2000 £
CURRENT ASSETS Debtors: amounts falling due after more than one year	3	16,075,350	16,075,350
CREDITORS: amounts falling due within one year	4	(11,481,905)	(11,481,905)
NET ASSETS		4,593,445	4,593,445
CAPITAL AND RESERVES Called up share capital Profit and loss account	5	100 4,593,345	100 <u>4,593,345</u>
EQUITY SHAREHOLDERS' FUNDS		4,593,445	<u>4,593,445</u>

For the year ended 31 December 2001 the company was entitled to exemption under section 249aa(1) of the Companies Act 1985.

No members have required the company to obtain an audit of its accounts for the year in question in accordance with section 249b(2).

The directors acknowledge their responsibility for: (i) Ensuring the company keeps accounting records which comply with section 221; and (ii) Preparing accounts which give a true and fair view of the state of affairs of the company as at the end of its financial year, and of its profit and loss for the financial year in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company.

The financial statement was approved by the Board of Directors on

22 nd October

2002.

Signed on behalf of the Board of Directors

Director

NOTES TO THE ACCOUNTS Year ended 31 December 2001

1 ACCOUNTING POLICIES

Basis of accounting

These financial statements are prepared in accordance with applicable accounting standards and under the historical cost convention.

Cash flow statement

The ultimate parent company, Development Securities PLC, has prepared a consolidated cash flow statement in accordance with Financial Reporting Standard No. 1, thus exempting the company from the requirement to prepare a cash flow statement.

2 PROFIT AND LOSS ACCOUNT

The company did not trade during the current or preceding financial year and made neither a profit nor a loss. There are no recognised gains or losses or movements in shareholders' funds for the current or preceding financial year.

None of the directors received any emoluments from the company during the year (2000: £nil).

The company does not have any employees (2000: none).

3	DEBTORS				
		2001	2000		
		£	£		
	Amounts falling due after more than one year				
	Amounts owed by group undertakings	<u>16,075,350</u>	<u>16,075,350</u>		
4	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR				
		2001	2000		
		£	£		
	Amounts owing to group undertaking	<u>11,481,905</u>	<u>11,481,905</u>		
_					
5	CALLED UP SHARE CAPITAL				
		2001	2000		
		£	£		
	Authorised:				
	1,000 Ordinary shares of £1 each	1,000	1,000		
	Called up, allotted and fully paid:				
	100 Ordinary shares of £1 each	100	100		

NOTES TO THE ACCOUNTS Year ended 31 December 2001

6 ULTIMATE AND IMMEDIATE CONTROLLING PARTIES

The ultimate parent and controlling company of the largest group of which D S Estates (Investments) Limited is a member and for which consolidated accounts are produced is Development Securities PLC. The immediate parent company of the smallest group of which D S Estates (Investments) Limited is a member and for which consolidated accounts are produced is Development Securities (Investments) PLC. Both companies are registered in England and Wales. Copies of the Report and Financial Statements of Development Securities PLC and Development Securities (Investments) PLC can be obtained from Portland House, Stag Place, London SW1E 5DS.

7 RELATED PARTY DISCLOSURE

The company is a wholly owned subsidiary undertaking and, in accordance with the exemption provided by Financial Reporting Standard No. 8, "Related Party Disclosures," transactions with other undertakings within the Development Securities PLC Group have not been disclosed within these financial statements.