GEEST HOLDINGS LIMITED

STATEMENT OF ACCOUNTS

2ND JANUARY 1999

(Company Number: 1068048)

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GEEST HOLDINGS LIMITED

COMPANY NUMBER: 1068048

BALANCE SHEET AT 2ND JANUARY 1999

	2 Jan 1999 £	3 Jan 1998 £
CURRENT ASSETS		
Debtor due within one year Amount due from holding company	11,500,000	11,500,000
NET ASSETS	11,500,000	11,500,000
CAPITAL AND RESERVES SHARE CAPITAL		
Called up share capital (Note 1)	2,629,623	2,629,623
RESERVES		
Share premium reserve	8,700,000	8,700,000
Capital redemption reserve	170,377	170,377
Shareholders' funds (Note 2)	11,500,000	11,500,000

The Company was dormant (within the meaning of Section 252 of the Companies Act 1985) throughout the financial period and any expenses have been met by the holding company.

These accounts were approved by the Board of Directors on 31 March 1999 and were signed on its behalf by:-

J. K. Scriven, Director

COMPANY NUMBER: 1068048

NOTES TO THE ACCOUNTS

1. Share Capital

	Authorised £	Allotted called up and fully paid £
Ordinary shares of £1 each 24.5% convertible preferred	1,800,000	1,629,623
Ordinary shares of £1 each 8.05% Participating Cumulative	250,000	250,000
Preference shares of £1 each	750,000	750,000
Unclassified shares of £1 each	200,000	-
At 3rd January 1998 and 2nd January 1999		
	3,000,000	2,629,623
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The rights attaching to the Preferred Ordinary shares and the Participating Cumulative Preference shares (non-equity) are as follows:

- Entitled to receive a cumulative preferential dividend (Preference shares ahead of Preferred Ordinary shares)
- Priority in the event of a winding up, firstly the Preference shares at a premium of 5 pence per share and any arrears of dividend and secondly the Preferred Ordinary shares at a premium of £4 per share and any arrears of dividend
- No right to vote at general meetings
- The Participating Preference shares are non-redeemable; the Preferred Ordinary shares are convertible by the holder into "A" Ordinary shares

2. Shareholders' Funds

	2 Jan 1999	3 Jan 1998
Shareholders' Funds attributable to:	£	£
Non-equity shares		
Equity (Ordinary shares)	2,504,000	2,437,500
	8,996,000	9,062,500
	11,500,000	11,500,000