



**JLW FINANCE LIMITED**

**Report and Financial Statements**

**30 April 1997**



Deloitte & Touche  
Stonecutter Court  
1 Stonecutter Street  
London EC4A 4TR



**REPORT AND FINANCIAL STATEMENTS 1997**

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**REPORT AND FINANCIAL STATEMENTS 1997**

**OFFICERS AND PROFESSIONAL ADVISERS**

**DIRECTORS**

J A S Bassett  
P J Gadsden  
R J Clarke  
M R Roskelly  
N J Wilden

**SECRETARY**

A H Jones

**REGISTERED OFFICE**

22 Hanover Square  
London W1A 2BN

**BANKERS**

Midland Bank plc  
Poultry and Princes Street  
London EC2P 2BX

**AUDITORS**

Deloitte & Touche  
Chartered Accountants  
Stonecutter Court  
1 Stonecutter Street  
London EC4A 4TR

**DIRECTORS' REPORT**

The directors present their annual report and the audited financial statements for the year ended 30 April 1997.

**ACTIVITIES**

JLW Finance Limited is engaged in the property related financial services sector.

**REVIEW OF BUSINESS DEVELOPMENTS AND FUTURE PROSPECTS**

The results for the year, as shown on page 4, and the financial position of the company, as shown on page 5, are considered to be satisfactory by the directors. The directors do not envisage any change in the company's activities.

**DIRECTORS AND THEIR INTERESTS**

The present membership of the board is set out on page 1. M R Roskelly and N J Wilden were both appointed directors on 4 November 1996.

The directors had no beneficial interests in the shares of the company at 1 May 1996 or 30 April 1997.

The directors have no interests in other group companies.

**RESULTS AND DIVIDENDS**

The profit on ordinary activities after taxation for the year ended 30 April 1997 was £561,073 (1996 - £347,961).

A dividend of £250,000 was paid in the year (1996 - £1,000,000). Retained profit of £311,073 (1996 - loss £652,039) have been transferred to reserves.

**TANGIBLE FIXED ASSETS**

Movements in tangible fixed assets during the year are as set out in note 6 to the accounts.

**AUDITORS**

The company has passed an Elective Resolution in accordance with Section 386 of the Companies Act 1985 dispensing with the obligation to appoint auditors annually and, accordingly, Deloitte & Touche shall remain in office until the company or Deloitte & Touche otherwise determine.

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

A H JONES

Secretary

28 July 1997



## Chartered Accountants

Deloitte & Touche  
Stonecutter Court  
1 Stonecutter Street  
London EC4A 4TR

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## AUDITORS' REPORT TO THE MEMBERS OF JLW FINANCE LIMITED

We have audited the financial statements on pages 4 to 9 which have been prepared under the accounting policies set out on page 6.

### Respective responsibilities of directors and auditors

The directors are responsible for the preparation of financial statements. These responsibilities are shown below. It is our responsibility as auditors to form an independent opinion, based on the audit, on the financial statements and to report our opinion to the members of the company.

Directors are legally required 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 the profit or loss of the company for that period. In preparing those financial statements the directors are required to:

- select suitable accounting policies and apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed;
- 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 safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

### Basis of opinion

The audit has been conducted 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 30 April 1997 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

*Deloitte & Touche*

Chartered Accountants and  
Registered Auditors  
30 July 1997

**PROFIT AND LOSS ACCOUNT**  
**Year ended 30 April 1997**

	Note	1997 £	1996 £
<b>TURNOVER - continuing activities</b>	2	1,200,497	677,649
Staff costs:			
Wages and salaries		(226,816)	(142,799)
Social Security costs		(13,502)	(5,388)
Depreciation		(237)	(240)
Other operating expenses		(156,337)	(63,778)
<b>OPERATING PROFIT - continuing activities</b>		803,605	465,444
Other interest receivable and similar income		56,018	57,865
<b>PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION</b>	3	859,623	523,309
Tax on profit on ordinary activities	4	(298,550)	(175,348)
<b>PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION</b>		561,073	347,961
Dividend paid	5	(250,000)	(1,000,000)
Retained profit/(loss) for the year		311,073	(652,039)
Retained profit brought forward		326,523	978,562
Retained profit carried forward		637,596	326,523

There are no recognised gains or losses for the current financial year and preceding financial year other than as stated in the profit and loss account.


**BALANCE SHEET**  
**30 April 1997**

	Note	1997 £	1996 £
<b>FIXED ASSETS</b>			
Tangible assets	6	-	237
<b>CURRENT ASSETS</b>			
Debtors	7	430,406	118,119
Cash at bank and in hand		906,151	661,926
		<u>1,336,557</u>	<u>780,045</u>
<b>CREDITORS: amounts falling due within one year</b>			
Trade creditors		19,980	-
Amounts owed to parent undertaking		47,810	8,692
Amounts owed to related party	12	9,967	6,674
Other creditors including taxation and social security	8	392,703	208,095
Accruals and deferred income		3,501	5,298
		<u>473,961</u>	<u>228,759</u>
<b>NET CURRENT ASSETS</b>		<u>862,596</u>	<u>551,286</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<u>862,596</u>	<u>551,523</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	9	225,000	225,000
Profit and loss account		637,596	326,523
<b>EQUITY SHAREHOLDERS' FUNDS</b>		<u>862,596</u>	<u>551,523</u>

These financial statements were approved by the Board of Directors on 28 July 1997.

Signed on behalf of the Board of Directors

R J CLARKE

Director

**NOTES TO THE ACCOUNTS**  
**Year ended 30 April 1997**

**1. ACCOUNTING POLICIES**

The financial statements are prepared in accordance with applicable accounting standards. The particular accounting policies adopted are described below.

**Accounting convention**

The financial statements are prepared under the historical cost convention.

**Tangible fixed assets**

Depreciation is provided on cost in equal annual instalments over the estimated useful lives of the assets. The rates used for computer equipment is 25% of its cost.

**Deferred taxation**

Deferred taxation is provided at the anticipated tax rates on timing differences arising from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in the financial statements, to the extent that it is probable that a liability or asset will crystallise in the future.

**2. TURNOVER**

Turnover represents the amounts invoiced, excluding VAT, for services rendered to external third parties within the UK in respect of the company's business together with the company's drawings on account of its profit share from the Real Ventures Property Partnership of which it is the general partner (see note 11).

**3. PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION**

	1997 £	1996 £
Profit on ordinary activities before taxation is after charging:		
Audit fee	4,700	5,650
	<u>No.</u>	<u>No.</u>
Average number of persons employed:		
Sales and administration	9	6

The directors did not receive any remuneration from the company during the year (1996 - £nil).

**4. TAX ON PROFIT ON ORDINARY ACTIVITIES**

	1997 £	1996 £
United Kingdom corporation tax at 33% (1996 - 33%) based on the profit for the year	298,550	175,348

**5. DIVIDEND**

The directors declared a final dividend of 111 pence per share (1996: 444 pence).

**NOTES TO THE ACCOUNTS**  
**Year ended 30 April 1997**

**6. TANGIBLE FIXED ASSETS**

	Computer equipment £
Cost	
At 1 May 1996 and 30 April 1997	11,804
Accumulated depreciation	
At 1 May 1996	11,567
Charge for the year	237
At 30 April 1997	11,804
Net book value	
At 30 April 1997	-
At 30 April 1996	237

**7. DEBTORS**

	1997 £	1996 £
Trade debtors	341,142	92,526
Amounts owed by related party (note 12)	85,896	16,889
Prepayments and accrued income	10,357	8,704
Tax recoverable	12,308	-
	449,703	118,119
Provision for doubtful debts	(19,297)	-
	430,406	118,119

**8. OTHER CREDITORS INCLUDING TAXATION AND SOCIAL SECURITY**

	1997 £	1996 £
This heading includes:		
Taxation and social security	392,703	198,937

**NOTES TO THE ACCOUNTS**  
**Year ended 30 April 1997**

**9. CALLED UP SHARE CAPITAL**

	1997 £	1996 £
Authorised:		
250,000 ordinary shares of £ 1 each	250,000	250,000
Called up, allotted and fully paid:		
225,000 ordinary shares of £1 each	225,000	225,000

**10. MOVEMENTS IN EQUITY SHAREHOLDERS' FUNDS**

	1997 £	1996 £
Profit for the financial year	561,073	347,961
Dividends	(250,000)	(1,000,000)
Net addition/(reduction) to equity shareholders' funds	311,073	(652,039)
Opening equity shareholders' funds	326,523	978,562
Closing equity shareholders' funds	637,596	326,523

**11. GENERAL PARTNERSHIP INTERESTS**

On 6 December 1994, JLW Finance Limited became the general partner in the Real Ventures Property Partnership which has one limited partner. The general partner is responsible for the management and investment for the funds of the Real Venture Property Partnership for which it is entitled to a share of the profits based on an agreed formula.

**12. RELATED PARTY**

The related party is the Jones Lang Wootton London Partnership. The company's ultimate parent company, JLW Supply Company, (note 14) is 100% owned by the Jones Lang Wootton London Partnership.

**13. DEFERRED TAXATION**

The potential amount of deferred taxation not provided is:

	1997 £	1996 £
Capital allowances in excess of depreciation	(2,361)	(4,005)
Capital losses	(25,377)	(8,613)
	(27,738)	(12,618)

**NOTES TO THE ACCOUNTS****Year ended 30 April 1997****14. ULTIMATE PARENT COMPANY**

In the opinion of the directors, the company's ultimate parent company is JLW Supply Company, a company registered in England and Wales. Copies of the group financial statements of JLW Supply Company are available from 9 Queen Victoria Street, London EC4N 4YY.