(Company Registration Number: 1984019)

Directors' Report and Accounts

31st March 2002

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REPORT OF THE DIRECTORS

The directors have pleasure in submitting their annual report, together with the accounts for the year to 31st March 2002.

1. BUSINESS REVIEW

The Company did not trade during the year ended 31st March 2002. There is no intention to trade in the foreseeable future.

2. <u>DIVIDEND</u>

The directors do not recommend payment of a dividend.

3. <u>DIRECTORS</u>

The directors of the Company during the financial year were:

Mr N A Brown
Mr S P Card
Mr C E Bellhouse
Mr J M Durrant

(Appointed 17th August 2001)
(Appointed 17th August 2001)
(Resigned 17th August 2001)
(Resigned 18th August 2001)

No director had an interest in the issued share capital of the Company or in shares or debenture stock of the ultimate parent company or fellow subsidiary undertakings at the end of the nine month period which is required to be disclosed under Schedule 7 of the Companies Act 1985.

By order of the Board

A J White Secretary

Shackleton House 4 Battlebridge Lane London Bridge City London SE1 2HX

BALANCE SHEET AT 31 ST MARCH 2002

	31st March 2001 and 2002
CURRENT ASSETS	£
DEBTOR:	
Amount owed by parent undertaking	2
NET CURRENT ASSETS	2
CAPITAL AND RESERVES	
Called up share capital Authorised: 100 ordinary shares of £1 each	
Allotted, called up and fully paid: 2 ordinary shares of £1 each	2

The notes on page 3 form part of these accounts.

The Company was a dormant company within the meaning of Section 252 of the Companies Act 1985 throughout the financial period.

The directors:

- a) confirm that the company was entitled to exemption under subsection (1) of section 249AA of the Companies Act 1985 from the requirement to have its accounts for the financial year ended 31st March 2002 audited.
- b) confirm that members have not required the company to obtain an audit of its accounts for that financial year in accordance with subsection (2) of section 249B(2) of that Act.
- c) acknowledge their responsibilities for:
 - (i) ensuring that the company keeps accounting records which comply with section 221 of the Companies Act 1985, and
 - (ii) preparing accounts 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 the financial year in accordance with the requirements of section 226 of that Act, and which otherwise comply with the requirements of that Act relating to accounts, so far as applicable to the company.

During the financial year and the preceding financial period the company did not trade and received no income and incurred no expenditure. Consequently, during those years the company made neither a profit nor a loss. There are no recognised gains or losses for the financial year or the preceding financial period. There have been no movements in shareholders' funds in either the financial year or preceding financial period.

These financial statements were approved by the Board of Directors on 19 APR 2002 and were signed on its behalf by: N.A. Brown

Director

NOTES ON THE ACCOUNTS

1. ACCOUNTING POLICIES

These accounts have been prepared under the historical cost convention in accordance with accounting standards applicable in the United Kingdom and the requirements of the Companies Act 1985.

2. <u>ULTIMATE PARENT COMPANY</u>

The immediate parent undertaking is St Martins Property Corporation Limited, a company registered in the United Kingdom. On 31st March 2002, the largest and smallest group in which the results of the Company are consolidated is that headed by St Martins Le Grand Limited, the ultimate parent company. St Martins Le Grand Limited is registered in England and its group accounts are available from Companies House, Cardiff.