DIRECTORS' REPORT AND FINANCIAL STATEMENTS

For the Year Ended 31 July 1996

KLO *KJVQYYN7* 3995

Company Number 1994330

DIRECTORS

Mr A R Hancock Mrs T L Hancock

EMPLOYEE DIRECTORS

Miss L O'Connor Mr R Brown Mrs A Lye

SECRETARY

Mrs T L Hancock

REGISTERED OFFICE

The Mill House North Warnborough Nr. Basingstoke Hampshire RG25 1ET

AUDITORS

D A Greenwood

Chartered Accountants

Walnut House Farnham Lane Haslemere Surrey

BANKERS

Barclays Bank Plc Walton Business Centre

Walton on Thames

Surrey

SOLICITORS

Dale & Newberry Clarence House

Staines Middlesex

TW18 4SY

DIRECTORS' REPORT for the year ended 31 July 1996

FINANCIAL STATEMENTS

The directors present their report and financial statements for the year ended 31 July 1996.

Company law requires the directors to prepare 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 of the company 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 to enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

PRINCIPAL ACTIVITY AND REVIEW OF THE BUSINESS

The principal activity of the company remained that of Restauranteurs.

The directors are satisfied with the results of the Company, considering the present economic climate and view the future with cautious optimism.

RESULTS AND DIVIDENDS

The results for the year are set out in the profit and loss account on page 4.

The directors do not recommend the payment of a dividend for the year.

FIXED ASSETS

Details of movements in fixed assets are set out in note 7 to the financial statements.

DIRECTORS' REPORT for the year ended 31 July 1996

DIRECTORS AND THEIR INTERESTS IN SHARES

The directors during the year were as follows:

Mr A R Hancock Mrs T L Hancock

The directors had the following interests in the ordinary shares of the company at the beginning and end of the year:

	£1 ordinary shares fully paid	
	31 July Š	1 August
	1996	1995
Mr A R Hancock	2,501	2,501
Mrs T L Hancock	2,499	2,499

AUDITORS

In accordance with Section 385 of the Companies Act 1985, a resolution proposing that D A Greenwood be re-appointed as auditors of the company will be put to the Annual General Meeting.

This report was approved by the Board on 11TH APRIL 1997

T.L. Hancock.

Director

D A Greenwood Chartered Accountants

Walnut House, Farnham Lane Haslemere, Surrey, GU27 1HE

AUDITORS' REPORT to the members of Blubeckers Limited

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

Respective responsibilities of directors and auditors

As described on page 1, 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 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 31 July 1996 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Chartered Accountants Registered Auditors 11/4/97

BLUBECKERS LIMITED

PROFIT AND LOSS ACCOUNT for the year ended 31 July 1996

	Notes	1996	1995
		£	£
Turnover	1	3,667,553	2,688,906
Operating Costs		(3,290,870)	(2,514,349)
Operating profit	2	376,683	174,557
Interest Payable	4	(101,303)	(96,100)
Interest Receivable	5		
Profit on ordinary activities before taxation		275,380	78,457
Tax on profit on ordinary activities	6	(68,600)	(33,600)
Retained profit for the year		206,780	44,857
Retained Profit brought forward		278,019	233,162
Retained profit carried forward		484,799	278,019

The company has no recognised gains and losses other than the profits above and therefore no separate statement of recognised gains and losses has been presented.

BALANCE SHEET as at 31 July 1996

	Not	199	96	1995	
		£	£	£	£
FIXED ASSETS	7		1,778,281		1,491,408
CURRENT ASSETS					
Stock Debtors Cash at bank and in hand	8	39,027 406,791 1,449		34,363 100,683 26,516	
		447,267		161,562	
CREDITO amounts falling due within one year	9	(901,479)		(599,596)	
Net current liabilities			(454,212)		(438,034)
Total assets less current liabilities			1,324,069		1,053,374
CREDITO amounts falling after more than one year	10)	(739,472)		(675,557)
Net Assets			584,597		377,817
CAPITAL AND RESERVES					
Called up share capital Profit and loss account Directors' Capital Account	1	1	5,000 484,799 94,798		5,000 278,019 94,798
	1:	2	584,597		377,817

The financial statements on pages 4 to 9 were approved by the Board on 17th April 1997.

Director

NOTES TO THE FINANCIAL STATEMENTS

1 ACCOUNTING POLICIES

Basis of accounting

The financial statements are prepared under the historical cost convention

Turnover

Turnover comprises the amount of goods sold, stated net of value added tax.

Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost or valuation, less depreciation. Depreciation is provided on all tangible fixed assets, at rates calculated to write off the cost or valuation, less estimated residual value, of each asset evenly over its expected useful life as follows:

Equipment	10% on cost
Fixtures and Fittings	10% on cost
Motor Vehicles	25% on cost
Improvements to Premises	10% on cost

Stock

Stock has been valued by an independent stocktaker at the lower of cost and net realisable value.

Deferred Taxation

Provision is made for deferred taxation using the liability method to take account of timing differences between the incidence of income and expenditure for taxation and accounting purposes except to the extent that the directors consider a material liability to taxation is unlikely to crystallise.

Compliance with accounting standards

The financial statements have been prepared in accordance with applicable accounting standards.

NOTES TO THE FINANCIAL STATEMENTS

2	OPERATING PROFIT		
	This is stated after charging/(crediting):	1996 £	1995 £
	Depreciation Directors' remuneration Auditors' remuneration Loss/(Profit) on Sale of Assets	175,630 17,875 6,050 (34,487)	129,152 17,875 3,437 5,284
3	EMPLOYEES		
	The average weekly number of employees including dire year was made up as follows:	ctors during the	
	Office and Management Staff	23 130	23 127
	Staff costs during the year amounted to:	1996 £	1995 £
	Wages & Staff Accomodation Costs Social security costs	1,253,088 66,070 —	943,697 45,535 —
	Pension costs	<u>1,319,158</u>	989,232
4	INTEREST PAYABLE	1996 £	1995 £
	On bank overdraft On bank loan Hire Purchase Interest	21,676 87,681 (8,054)	33,054 67,444 (4,398)
		101,303	96,100
5	INTEREST RECEIVABLE		
	On bank deposits	0	0
6	TAXATION		
	Tax on profit on ordinary activities: UK Corporation Tax @ 24% Deferred Taxation	73,600 (5,000) 68,600	27,600 6,000 33,600

NOTES TO THE FINANCIAL STATEMENTS

7. TANGIBL	EFIXED AS	SETS				
	Property F	Property Edwinns	Property Caversham	Goodwill	Motor Vehicles	Fixtures Fittings
Cost or valuation				07.000	071.066	353,334
1 August 1995	328,000	227,435	130,500	27,000	271,066 37,590	117,324
Additions	570		-	25,000	308,656	470,658
	328,570	227,435	130,500	52,000	76,500	-
Disposals			120 500	52,000	232,156	470,658
31 July 1996	328,570	227,435	130,500	32,000	202, 100	
Depreciation						450.074
1 August 1995	_	_		_	231,008	159,671
Charge for year	_				20,340_	44,148
	_	-	-	_	251,348	203,819
Disposals	_				75,937	203,819
31 July 1996	_		<u> </u>		175,411	203,619
Net book value	200 570	227 425	130,500	52,000	56,745	266,839
31 July 1996	328,570	227,435	130,300	02,000		
31 July 1995	328,000	227,435	130,500_	27,000	40,058	193,663
OT GUILT TOUC						
or only root			to Premises		Leasehold	Total
or oar, roce		vements	to Premises	Equipment	Leasehold Prem & Imps	-
OT Oddy 1000		vements Mill	to Premises Edwinns	Equipment		6
	Impro	vements Mill	Edwinns	, ,	Prem & Imps Hampton Co	ourt
Cost or valuation	Impro	vements Mill m 327,950	Edwinns 171,350	268,812	Prem & Imps Hampton Co 143,534	2,249,281
	Impro	vements Mill m 327,950 22,875	Edwinns 171,350 4,821	268,812 61,236	Prem & Imps Hampton Co 143,534 193,650	2,249,281 463,066
Cost or valuation 1 August 1995	Impro	vements Mill m 327,950 22,875	Edwinns 171,350	268,812	Prem & Imps Hampton Co 143,534	2,249,281 463,066 2,712,347
Cost or valuation 1 August 1995 Additions Disposals	Improv Caversha 300 300	vements Mill m 327,950 22,875 350,825	Edwinns 171,350 4,821 176,171	268,812 61,236 330,048 –	Prem & Imps Hampton Co 143,534 193,650 337,184	2,249,281 463,066 2,712,347 76,500
Cost or valuation 1 August 1995 Additions	Improv Caversha 300	vements Mill m 327,950 22,875 350,825	Edwinns 171,350 4,821 176,171	268,812 61,236	Prem & Imps Hampton Co 143,534 193,650 337,184	2,249,281 463,066 2,712,347
Cost or valuation 1 August 1995 Additions Disposals 31 July 1996	Improv Caversha 300 300	vements Mill m 327,950 22,875 350,825	Edwinns 171,350 4,821 176,171	268,812 61,236 330,048 –	Prem & Imps Hampton Co 143,534 193,650 337,184	2,249,281 463,066 2,712,347 76,500
Cost or valuation 1 August 1995 Additions Disposals 31 July 1996 Depreciation	Improv Caversha 300 300	vements Mill m 327,950 22,875 350,825 — 350,825	Edwinns 171,350 4,821 176,171 — 176,171	268,812 61,236 330,048 — 330,048	Prem & Imps Hampton Co 143,534 193,650 337,184 — 337,184	2,249,281 463,066 2,712,347 76,500
Cost or valuation 1 August 1995 Additions Disposals 31 July 1996 Depreciation 1 August 1995	Improv Caversha 300 300	vements Mill m 327,950 22,875 350,825 — 350,825	Edwinns 171,350 4,821 176,171 - 176,171	268,812 61,236 330,048 — 330,048	Prem & Imps Hampton Co 143,534 193,650 337,184 - 337,184	2,249,281 463,066 2,712,347 76,500 2,635,847
Cost or valuation 1 August 1995 Additions Disposals 31 July 1996 Depreciation	Improv Caversha 300 300	vements Mill .m 327,950 22,875 350,825 — 350,825	Edwinns 171,350	268,812 61,236 330,048 — 330,048 113,675 28,762	Prem & Imps Hampton Co 143,534 193,650 337,184 - 337,184 6,169 29,583	2,249,281 463,066 2,712,347 76,500 2,635,847 757,873 175,630 933,503
Cost or valuation 1 August 1995 Additions Disposals 31 July 1996 Depreciation 1 August 1995 Charge for year	Improv Caversha 300 300	vements Mill m 327,950 22,875 350,825 — 350,825	Edwinns 171,350	268,812 61,236 330,048 — 330,048	Prem & Imps Hampton Co 143,534 193,650 337,184 — 337,184 6,169 29,583 35,752 —	2,249,281 463,066 2,712,347 76,500 2,635,847 757,873 175,630 933,503 75,937
Cost or valuation 1 August 1995 Additions Disposals 31 July 1996 Depreciation 1 August 1995 Charge for year Disposals	Improv Caversha 300 300	vements Mill m 327,950 22,875 350,825 — 350,825 131,819 35,180 166,999	Edwinns 171,350	268,812 61,236 330,048 — 330,048 113,675 28,762 142,437	Prem & Imps Hampton Co 143,534 193,650 337,184 — 337,184 6,169 29,583 35,752	2,249,281 463,066 2,712,347 76,500 2,635,847 757,873 175,630 933,503 75,937
Cost or valuation 1 August 1995 Additions Disposals 31 July 1996 Depreciation 1 August 1995 Charge for year	Improv Caversha 300 300	vements Mill .m 327,950 22,875 350,825 — 350,825	Edwinns 171,350	268,812 61,236 330,048 — 330,048 113,675 28,762 142,437	Prem & Imps Hampton Co 143,534 193,650 337,184 — 337,184 6,169 29,583 35,752	2,249,281 463,066 2,712,347 76,500 2,635,847 757,873 175,630 933,503 75,937
Cost or valuation 1 August 1995 Additions Disposals 31 July 1996 Depreciation 1 August 1995 Charge for year Disposals 31 July 1996 Net book value	Improv Caversha 300 300 	vements Mill m 327,950 22,875 350,825 — 350,825 131,819 35,180 166,999	171,350 4,821 176,171 — 176,171 115,531 17,617 133,148 — 133,148	268,812 61,236 330,048 — 330,048 113,675 28,762 142,437 —	Prem & Imps Hampton Co 143,534 193,650 337,184 — 337,184 6,169 29,583 35,752	2,249,281 463,066 2,712,347 76,500 2,635,847 757,873 175,630 933,503 75,937 857,566
Cost or valuation 1 August 1995 Additions Disposals 31 July 1996 Depreciation 1 August 1995 Charge for year Disposals 31 July 1996	300 300 300 300	vements Mill m 327,950 22,875 350,825 — 350,825 131,819 35,180 166,999	171,350 4,821 176,171 — 176,171 115,531 17,617 133,148 — 133,148	268,812 61,236 330,048 — 330,048 113,675 28,762 142,437 — 142,437	Prem & Imps Hampton Co 143,534 193,650 337,184 - 337,184 6,169 29,583 35,752 - 35,752	2,249,281 463,066 2,712,347 76,500 2,635,847 757,873 175,630 933,503 75,937 857,566

NOTES TO THE FINANCIAL STATEMENTS

DEBTORS			1996 £	1995 £
Prepayments and accrued inc	ome		406,791 406,791	100,683 100,683
			400,731	100,000
CREDITORS:			1996	1995
Amounts falling due within one	e year		£	£
Bank overdraft			234,216	30,569
Bank Loan			180,324	170,821
Directors' Loan Account			14,460	14,460
Obligations under Hire Purcha	ase contracts		52,045	34,456
Trade Creditors			154,956	145,662
Other taxes and social security	y costs		121,290	101,382
Corporation tax			102,700	60,310
Accruals			41,488	41,936
			901,479	599,596
CREDITORS:			1996	1995
Amounts falling due after mor	e that one year		£	£
Bank Loan			680,127	615,687
Obligations under Hire Purcha	ase contracts		51,345	46,870
Deferred Taxation			8,000	13,000
			739,472	675,557
SHARE CAPITAL				
SHARL OAF HAL	Author	rised	Allotted,	issued
	,		and fully	
	1996	1995	1996	1995
			£	£
£1 ordinary shares	10,000	10,000	5,000	5,000
RECONCILIATIONOF MOV	MENTSIN SH	AREHOLDER	S'FUNDS	
			1996	1995
			£	£
Retained Profit for the financia	al year		206,780	44,857
Net addition to shareholders'	funds	<u>.</u>	206,780	44,857
Opening Shareholders' funds			377,817	332,960
			584,597	377,817
				Page