

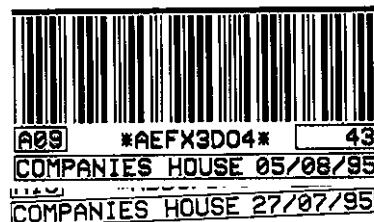
ARTHUR
ANDERSEN

ARTHUR ANDERSEN & CO SC

Premier Investment Corporation Limited

Financial statements 31 December 1994
together with directors' reports

Registered number: 2392728



Directors' report

For the year ended 31 December 1994

The directors present their annual report and the audited financial statements for the year ended 31 December 1994.

Directors' responsibilities

Company law requires the directors to prepare financial statements for each financial period 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;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- 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 of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Principal activity

The principal activity of the company was the rental of system and modular buildings. On 30 April 1993 the rental trade, assets and undertakings of the company were transferred to Premier Transline Hire Limited, a fellow subsidiary undertaking of AAF Industries plc. The company has not traded during the year.

Results and dividends

The results for the year are set out on page 3. The profit for the year retained in the company is £nil (1993 - £161,918). The directors do not recommend the payment of a dividend

Directors and their interests

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

B.S. Hersch (resigned 6 July 1994)
P.G. Cook (Chairman)

None of the directors who held office at the end of the financial year had any disclosable interest in the shares of the company.

Auditors' report

Liability insurance

During the year the company participated in a group liability insurance scheme for its directors.

Auditors

The company is dormant and has passed a resolution under Part VII of the Companies Act 1985 not to appoint auditors. The attached accounts are accordingly unaudited.

7 Queen Street
Mayfair
London
W1X 7PH

By order of the Board,



AAF Consultants Limited
Secretary

24th May 1995

Profit and loss account

For the year ended 31 December 1994

	Notes	1994 £	1993 £
Turnover	2	-	712,831
Cost of sales		-	(202,215)
Gross profit		-	510,616
Administrative expenses		-	(259,106)
Operating profit	2	-	251,510
Interest payable and similar charges	6	-	(89,592)
Profit on ordinary activities before taxation	2&5	-	161,918
Tax on profit on ordinary activities		-	-
Profit on ordinary activities after taxation and retained profit for the financial year		-	161,918
Profit and loss account brought forward		339,360	177,442
Profit and loss account carried forward		339,360	339,360

There are no recognised gains and losses other than as shown above. All figures relate to discontinued activities and are reported on the historical cost basis.

The accompanying notes are an integral part of these statements.

Balance sheet

31 December 1994

	Notes	1994 £	1993 £
Current assets			
Debtors	7	339,562	339,362
Cash at bank and in hand		-	-
		<u>339,562</u>	<u>339,362</u>
Creditors: Amounts falling due within one year		200	-
Net current assets		<u>339,362</u>	<u>339,362</u>
Net assets		<u>339,362</u>	<u>339,362</u>
Capital and reserves			
Called-up share capital	8	2	2
Profit and loss account		339,360	339,360
		<u>339,362</u>	<u>339,362</u>

Signed on behalf of the Board
P.G. Cook

Director

24th May 1995

The accompanying notes are an integral part of this balance sheet.

Notes to financial statements

31 December 1994

1 Accounting policies

A summary of the principal accounting policies, all of which have been applied consistently throughout the year and the preceding year, is set out below.

a) Basis of preparation

The accounts are prepared under the historical cost convention and have been prepared in accordance with applicable accounting standards.

The company is exempt from the requirement of Financial Reporting Standard No. 1 to prepare a cash flow statement as it is a wholly owned subsidiary undertaking of AAF Industries plc, and its cash flows are included within the consolidated cash flow statement of that company.

b) Fixed assets and depreciation

Depreciation is provided by the company to write off the cost less the estimated residual value of tangible fixed assets by equal instalments over their estimated useful economic lives.

c) Leases

Where the company enters into a lease which entails taking substantially all the risks and rewards of ownership of an asset, the lease is treated as a 'finance lease'. The asset is recorded in the balance sheet as a tangible fixed asset and is depreciated over its estimated useful life or the term of the lease, whichever is shorter. Future instalments under such leases, net of finance charges, are included with the creditors. Rentals payable are apportioned between the finance element, which is charged to the profit and loss account, and the capital element which reduces the outstanding obligation for future instalments.

All other leases are accounted for as 'operating leases' and the rental charges are charged to the profit and loss account on a straight-line basis over the life of the lease.

d) Taxation

The charge for taxation is based on the profit for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes. Provision is made for deferred tax only to the extent that it is probable that an actual liability will crystallise.

e) Turnover

Turnover represents the amounts (excluding value added tax) derived from the provision of goods and services to customers during the year.

All of the turnover arose in the United Kingdom. In the directors' opinion, the company had only one class of business.

Notes to financial statements (continued)

2 Analysis of discontinued operations

Until 11 August 1992 the company was dormant. On that date the rental trade, and certain assets and undertakings of Mivaport Limited, a fellow subsidiary undertaking of AAF Industries plc, were transferred to the company. This trade continued until 30 April 1993 when the rental trade, assets and undertakings of the company were transferred to Premier Transline Hire Limited, a fellow subsidiary undertaking of AAF Industries plc. The company has not traded since that date.

Consequently all of the turnover and operating profit in 1993 can be regarded as attributable to a discontinued operation.

3 Profit on ordinary activities before taxation

Profit on ordinary activities before taxation is stated after charging/(crediting):

	1994 £	1993 £
a) Auditors' remuneration		
i. audit	-	-
ii. other services	-	-
b) Depreciation and other amounts written off tangible fixed assets		
i. owned	-	-
ii. leased	-	131,522
c) Hire of plant and machinery		
i. rentals payable under operating leases	-	21,637
d) Hire of other assets		
i. operating leases	-	-
e) (Profit) on disposal of fixed assets	-	(43,951)

Auditors' remuneration for the year ended 31 December 1994, and for the preceeding period, was borne by Premier Transline Hire Limited, a fellow subsidiary of AAF Industries plc.

4 Remuneration of directors

None of the directors received any emoluments during the year for services to the company (1993 - £nil).

Notes to financial statements (continued)

5 Staff costs

The average number of persons employed by the company (including directors) during the year was nil (1993 - 15).

The aggregate payroll costs of these persons were as follows:

	1994 £	1993 £
Wages and salaries	-	118,153
Social security costs	-	13,179
	<u>-</u>	<u>131,332</u>

6 Interest payable and similar charges

	1994 £	1993 £
Finance charges payable in respect of finance leases and hire purchase contracts	<u>-</u>	<u>89,592</u>

7 Debtors: Amounts due within one year

	1994 £	1993 £
Amounts owed by parent and fellow subsidiary undertakings	<u>339,562</u>	<u>339,362</u>

8 Called-up share capital

	1994 £	1993 £
<i>Authorised, allotted, called-up and fully-paid</i>		
Ordinary shares of £1 each	<u>2</u>	<u>2</u>

9 Ultimate parent company

The company is a subsidiary undertaking of AAF Industries plc, registered in England and Wales.

The smallest and largest group in which the results of the company are consolidated is that headed by AAF Industries Plc, incorporated in England and Wales. The consolidated accounts of the group are available to the public and may be obtained from AAF Industries Plc, 7 Queen Street, Mayfair, London, W1X 7PH.

Approximately 43% of the company's share capital is indirectly owned by FS Group Limited, a company registered in South Africa.