

BERKELEY FUND MANAGERS LIMITED
REPORT OF THE DIRECTORS
AND
FINANCIAL STATEMENTS
31ST MARCH 1995



Company No. 2472015

BERKELEY FUND MANAGERS LIMITED

COMPANY INFORMATION

Directors	C P Lockyer B White
Secretary	K W Smith
Company Number	2472015
Registered Office	Berkeley House Manor Road Coventry CV1 2LH
Auditors	Burman & Co Brunswick House Birmingham Road Redditch Worcestershire B97 6DY

BERKELEY FUND MANAGERS LIMITED

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BERKELEY FUND MANAGERS LIMITED**REPORT OF THE DIRECTORS**

The directors present their annual report and the audited financial statements for the year ended 31st March 1995.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

Company law requires the directors to prepare financial 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 of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

PRINCIPAL ACTIVITY

The company's principal activity continues to be that of management of clients' investments.

BUSINESS REVIEW

During the year the company's shares were acquired by Berkeley Management Services Limited, a company registered in the United Kingdom.

DIRECTORS

The directors who served during the year and their beneficial interests in the company's issued ordinary share capital were:

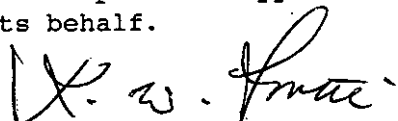
	Number of shares	
	1995	1994
C P Lockyer	-	1
B White	-	-

AUDITORS

Messrs. Burman & Co., will be proposed for reappointment in accordance with section 385 of the Companies Act 1985.

APPROVAL

This report was approved by the board on 11th September 1995 and signed on its behalf.



K W Smith
Secretary

BERKELEY FUND MANAGERS LIMITEDAUDITORS' REPORT TO THE SHAREHOLDERS OF BERKELEY FUND MANAGERS LIMITED

We have audited the financial statements on pages 3 to 10 which have been prepared under the historical cost convention and the accounting policies set out on page 7.

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

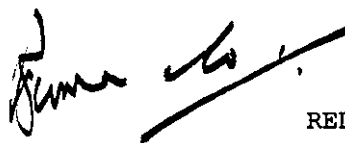
We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and 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 31st March 1995 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

BURMAN & CO
CHARTERED ACCOUNTANTS
AND REGISTERED AUDITORS



REDDITCH
11th September 1995

BERKELEY FUND MANAGERS LIMITEDPROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31ST MARCH 1995

	Notes	1995 £	1994 £
TURNOVER		295,755	218,315
Administrative Expenses		(278,136)	(211,385)
OPERATING PROFIT	2	17,619	6,930
Interest Receivable		5,311	6,943
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		22,930	13,873
Taxation on ordinary activities	5	(3,358)	(4,500)
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		19,572	9,373

There were no recognised gains or losses for 1995 and 1994 other than those included in the profit and loss account.

BERKELEY FUND MANAGERS LIMITEDBALANCE SHEET
AS AT 31ST MARCH 1995

	Notes	1995		1994	
		£	£	£	£
CURRENT ASSETS					
Debtors	6	49,050		53,047	
Cash at bank and in hand		143,612		93,192	
		<u>192,662</u>		<u>146,239</u>	
CREDITORS : amounts falling due within one year	7	(109,450)		(79,599)	
NET CURRENT ASSETS			83,212		66,640
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>83,212</u>		<u>66,640</u>
CAPITAL AND RESERVES					
Called up Share Capital	8		2,000		5,000
Capital Redemption Reserve	9		3,000		-
Profit and Loss Account	9		78,212		61,640
SHAREHOLDERS' FUNDS	10		<u>83,212</u>		<u>66,640</u>

The financial statements were approved by the board on 11th September 1995 and signed on its behalf.



C P Lockyer
Director

BERKELEY FUND MANAGERS LIMITEDCASH FLOW STATEMENT
FOR THE YEAR ENDED 31ST MARCH 1995

	Notes	1995 £	1994 £
NET CASH INFLOW			
FROM OPERATING ACTIVITIES	1	49,205	17,472
Returns on Investments and Servicing of Finance			
Interest Received		<u>5,311</u>	<u>6,943</u>
Net Cash Inflow From Returns on Investments		5,311	6,943
Taxation			
Corporation Taxation Paid		<u>(4,096)</u>	<u>(17,100)</u>
Tax Paid		<u>(4,096)</u>	<u>(17,100)</u>
		50,420	7,315
Investing Activities			
Purchase of Tangible Fixed Assets		<u>-</u>	<u>3,442</u>
Net Cash Outflow From Investing Activities		<u>-</u>	<u>(3,442)</u>
NET CASH INFLOW BEFORE FINANCING		50,420	3,873
Financing		<u>-</u>	<u>-</u>
Increase in Cash and Cash Equivalents	3	<u>50,420</u>	<u>3,873</u>

BERKELEY FUND MANAGERS LIMITEDNOTES TO THE CASH FLOW STATEMENT

1. RECONCILIATION OF OPERATING PROFIT TO
NET CASH INFLOW FROM OPERATING ACTIVITIES

	1995	1994
	£	£
Operating Profit	17,619	6,930
Depreciation Charges	-	925
Decrease/(Increase) in Debtors	3,997	(20,023)
Increase In Creditors	27,589	29,640
	<u>49,205</u>	<u>17,472</u>

2. ANALYSIS OF CHANGES IN CASH AND CASH
EQUIVALENTS AS SHOWN IN THE BALANCE SHEET

Balance at 1st April 1994	93,192	89,319
Net Cash Inflow	<u>50,420</u>	<u>3,873</u>
Balance at 31st March 1995	<u>143,612</u>	<u>93,192</u>

3. ANALYSIS OF THE BALANCES OF CASH AND CASH
EQUIVALENTS AS SHOWN IN THE BALANCE SHEET

	1995	1994	Change in year
	£	£	£
Cash at Bank and in Hand	<u>143,612</u>	<u>93,192</u>	<u>50,420</u>

BERKELEY FUND MANAGERS LIMITEDNOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 1995**1. ACCOUNTING POLICIES****a. Basis of preparation of financial statements**

The financial statements are prepared under the historical cost convention and include the results of the company's operations which are described in the directors' report and all of which are continuing.

b. Turnover

Turnover comprises commissions and fees receivable, net of value added tax, in respect of financial services provided by the company.

c. Deferred taxation

Provision is only made for taxation deferred as a result of material timing differences between the incidence of income and expenditure for taxation and accounts purposes, using the liability method, where, in the opinion of the directors, there is a reasonable probability that a liability or asset will crystallise in the near future.

d. Pensions

The company operates a defined contribution pension scheme and the pension charge represents the amounts payable by the company to the fund in respect of the year.

2. OPERATING PROFIT

The Operating Profit is stated after charging the following:

	1995	1994
	£	£
Depreciation of Fixed Assets		
- owned by the company	-	925
Auditors' Remuneration	7,000	6,477
Directors' Remuneration	70,798	44,571
	<u>77,798</u>	<u>51,973</u>

BERKELEY FUND MANAGERS LIMITEDNOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 1995**3. STAFF NUMBERS AND COSTS**

The average number of persons employed by the Company during the year, including Directors, was as follows :

	1995	1994
Management	1	1
Administration	2	1
Total Employees	<u>3</u>	<u>2</u>

The aggregate payroll costs of these persons were as follows:

	1995 £	1994 £
Wages and Salaries	94,934	54,970
Pension Scheme Contributions	3,334	2,550
Social Security Costs	6,742	4,857
	<u>105,010</u>	<u>62,377</u>

4. DIRECTORS' EMOLUMENTS

Excluding pension contributions, the emoluments of the chairman, and the highest paid director, were:

	1995 £	1994 £
Chairman	18,750	7,500
Highest paid Director	<u>51,400</u>	<u>41,714</u>

5. TAXATION

	1995 £	1994 £
Current year taxation		
Corporation Tax at 25% (1994: 25%)	3,358	4,500
	<u>3,358</u>	<u>4,500</u>

6. DEBTORS

	1995 £	1994 £
Amounts due within one year		
Other Debtors	2,918	11,479
Prepayments and Accrued Income	46,132	41,568
	<u>49,050</u>	<u>53,047</u>

BERKELEY FUND MANAGERS LIMITED**NOTES TO FINANCIAL STATEMENTS**
FOR THE YEAR ENDED 31ST MARCH 1995**7. CREDITORS: Amounts falling due
within one year**

	1995 £	1994 £
Trade Creditors	-	2,839
Accruals	28,217	25,000
Corporation Tax	3,762	4,500
Social security and other taxes	7,401	4,493
Other Creditors	70,070	42,767
	<u>109,450</u>	<u>79,599</u>

8. SHARE CAPITAL

	1995 £	1994 £
Authorised		
Ordinary Shares of £1 each	<u>100,000</u>	<u>100,000</u>
Issued		
Ordinary Shares of £1 each	<u>2,000</u>	<u>5,000</u>

9. RESERVES

	Capital Redemption Reserve £	Profit & Loss A/c £
At 1st April 1994	-	61,640
Purchase of own shares	3,000	(3,000)
Retained Profit for the year	-	19,572
	<u>3,000</u>	<u>78,212</u>

10. MOVEMENT IN SHAREHOLDERS' FUNDS

	1995 £	1994 £
Profit for the year	19,572	9,373
Reduction in share capital	(3,000)	-
Opening shareholders' funds	<u>66,640</u>	<u>57,267</u>
Closing shareholders' funds	<u>83,212</u>	<u>66,640</u>

BERKELEY FUND MANAGERS LIMITEDNOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 1995**11. CAPITAL COMMITMENTS**

At 31st March 1995 the company had capital commitments as follows:

	1995 £	1994 £
Contracted but not provided in these financial statements	NIL	NIL
Authorised by the directors but not contracted for	NIL	NIL

12. CLIENT LEDGER BALANCES

At the balance sheet date, the company held client funds in designated bank accounts, of the following amounts:

1995 £	1994 £
1,364,552	1,779,759

Neither the asset nor the corresponding liability are represented in the financial statements.

13. CONTINGENT LIABILITIES

The Company has given unlimited guarantees in respect of the bank borrowings of Berkeley Asset Management Plc, and Berkeley Financial Planning Limited, both of which are associated companies.