REPORT AND ACCOUNTS

31 December 1997

Registered No. 2648287

KIDSONS IMPEY Chartered Accountants Coventry



DIRECTORS' REPORT

31 December 1997

The directors present their report and the audited accounts for the year ended 31 December 1997.

Business review

The principal activity of the company is the development of property for resale.

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

Directors

The directors at 31 December 1997 were as follows:-

E M Newcombe

J M Sedgwick

K M Symington

The directors have no interest in the shares of the company. The interest of the directors in the shares of the ultimate parent undertaking are shown in that company's accounts.

Auditors

The auditors, Kidsons Impey, have expressed their willingness to offer themselves for re-appointment as auditors of the company.

By order of the board

M P NOTTINGHAM Secretary

14 Buckingham Street London WC2N 6DF

23 April 1998

STATEMENT OF DIRECTORS' RESPONSIBILITIES

31 December 1997

We are required under company law to prepare accounts 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 these accounts we are required to:

- select suitable accounting policies and apply them consistently
- make reasonable and prudent judgements and estimates
- state whether accounting standards have been followed.
- prepare the accounts on a going concern basis.

We are also responsible for:

- keeping proper accounting records
- safeguarding the company's assets
- taking reasonable steps for the prevention and detection of fraud and other irregularities.

On behalf of the board

E M NEWCOMBE Managing Director

14 Buckingham Street London WC2N 6DF

23 April 1998

AUDITORS' REPORT

Auditors' report to the members of Longmoor Land Limited

We have audited the accounts on pages 4 to 7 which have been prepared under the accounting policies set out on page 6.

Respective responsibilities of directors and auditors

As described on page 2 the company's directors are responsible for the preparation of accounts. It is our responsibility to form an independent opinion, based on our audit, on those accounts 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 accounts. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the accounts, 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 accounts 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 accounts.

Opinion

In our opinion the accounts give a true and fair view of the state of affairs of the company at 31 December 1997 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

COVENTRY 24 April 1998

KIDSONS IMPEY Registered Auditors Chartered Accountants

Leichon Empay

PROFIT AND LOSS ACCOUNT

for the year ended 31 December 1997

	Note	1997 £	1996 £
Turnover	2	1,660	127,182
Cost of sales and operating charges		(2,733)	(12,010)
Operating (loss)/profit	3	(1,073)	115,172
Interest receivable		967	1,351
Interest payable		(15)	(18)
(Loss)/profit on ordinary activities before taxation		(121)	116,505
Taxation	5	-	(33,000)
Retained (loss)/profit for the year		(121)	83,505
Balance brought forward		223,708	140,203
Balance carried forward		223,587	223,708

There are no recognised gains or losses other than the profit for the current and previous year as shown above.

BALANCE SHEET

at 31 December 1997

	Note	1997 £	1996 £
Current assets			
Stock Debtors Cash at bank and in hand	6 7	64,741 174,272 9,998	57,438 188,862 31,623
		249,011	277,923
Creditors: amounts falling due within one year	8	(25,324)	(54,115)
Net current assets		223,687	223,808
Capital and reserves (equity)			
Called up share capital Profit and loss account	10	100 223,587	100 223,708
Total shareholders' funds		223,687	223,808
			 -

The accounts on pages 4 to 7 were approved by the board of directors on 23 April 1998.

E M NEWCOMBE - Director

tollerconly

NOTES ON ACCOUNTS

31 December 1997

1 Principal accounting policies

Basis of accounting

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

The company has taken advantage of the exemptions from preparing a cash flow statement conferred by Financial Reporting Standard No 1 on the grounds that it is entitled to the exemptions available in Section 246 to 247 of the Companies Act 1985 for small companies.

Turnover

Turnover comprises the gross proceeds of sales and gross rental income.

Stock

Stock is valued at the lower of cost and net realisable value.

2	Turnover	1997 £	1996 £
	Sales of land	-	125,000
	Rental income	1,660	2,182
			
		1,660	127,182
			

The company's turnover and profits were derived from continuing operations during the current year and the previous year. No operations have been acquired during these two years.

3	Operating (loss)/profit	1997 £	1996 £
	Operating (loss)/profit is stated after charging:		
	Auditors' remuneration	550	535
4	Directors and employees There were no staff costs or directors' emoluments during the	e year.	
5	Taxation	1997 £	1996 £
	Corporation tax on profit on ordinary activities for the year	-	33,000
6	Stock		
	50% interest in Country Estate	64,741	57,438

NOTES ON ACCOUNTS

31 December 1997 (continued)

				1997 £	1996 £
7	Debtors Parent undertaking Trade debtors			174,217 55	63,458 125,404
				174,272	188,862
8	Creditors: amounts falling due w	vithin one year			
	Trade creditors			10,589	21,513
	Corporation tax Other taxation			(765)	33,000 (398)
	Amount due to fellow subsidiary undertaking	<i>(</i>		15,500	-
				25,324	54,115
9	Reconciliation of movements in s	shareholders' fu	nds		
	Profit for the financial year Opening shareholders' funds			(121) 223,808	83,505 140,303
	Closing shareholders' funds			223,687	223,808
10	Called up share capital				called up &
	Authorised 1997 1996		fully 1997	paid 1996	
		£	£	£	£
	Ordinary shares of £1 each	100	100	100	100

11 Ultimate parent undertaking

The ultimate parent undertaking is The Newcombe Estates Company Limited which is registered in England.