

**WARWICK TECHNOLOGY PARK MANAGEMENT COMPANY (NO. 2)
LIMITED (REGISTERED NUMBER 2725827)**

DIRECTORS' REPORT AND ACCOUNTS

31 March 2000



WARWICK TECHNOLOGY PARK MANAGEMENT COMPANY (NO. 2) LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2000

The directors present their report and the financial statements for the year ended 31 March 2000.

TRADING

The Company's principal activity is the management of landscaping and ground maintenance services at Warwick Technology Park. The Company's affairs are administered by Warwickshire County Council, which is one of the shareholders. No charge is made to the Company in respect of this service.

Warwickshire County Council also provide grounds maintenance services and supervision of these services to the Company.

The Company is a non profit making organisation. The net costs associated with running the Company are shared between participating shareholders in line with a pre determined agreement.

RESULT AND DIVIDEND

The result for the year is set out on page 4.

The directors do not recommend the payment of a dividend.

DIRECTORS AND THEIR INTERESTS

The directors of the Company during the period were as follows:

J.J. Speakman-Brown	(appointed 31 March 1999)
S.R. Freer	(resigned 1.2.00)
D. Clarke	(appointed 1.2.00)
A. Gennard	(resigned 31 March 1999)
J.L.E. Deegan	(appointed 9.11.94)
R.P.B. Swallow	(resigned 31 March 1999)
I. Kolodotschko	(appointed 31 March 1999)

None of the directors held any beneficial interest in the Company's share capital at 31 March 2000 or at any time during the year then ended.

AUDITORS

A resolution to re-appoint PricewaterhouseCoopers as auditors will be proposed at the Annual General Meeting.

WARWICK TECHNOLOGY PARK MANAGEMENT COMPANY (NO. 2) LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2000

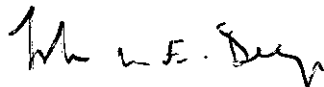
STATEMENT OF DIRECTORS' RESPONSIBILITIES

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;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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.

By Order of the Board



J.L.E. DEEGAN
DIRECTOR

9 November 2000

AUDITORS' REPORT TO THE MEMBERS OF WARWICK TECHNOLOGY PARK MANAGEMENT COMPANY (NO.2) LIMITED

We have audited the financial statements on pages 4 to 9 which have been prepared under the historical cost convention and the accounting policies set out on page 7.

Respective responsibilities of directors and auditors

The directors are responsible for preparing the Annual Report. As described on pages 1 and 2, this includes responsibility for preparing the financial statements, in accordance with applicable United Kingdom accounting standards. Our responsibilities, as independent auditors, are established in the United Kingdom by statute, the Auditing Practices Board and our profession's ethical guidance.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the United Kingdom Companies Act. We also report to you if, in our opinion, the directors' report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions is not disclosed.

We read the other information contained in the Annual Report and consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements.

Basis of audit 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 at 31 March 2000 and of its result and cash flow for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



PricewaterhouseCoopers
Chartered Accountants and Registered Auditors
Cornwall Court
19 Cornwall Street
Birmingham
B3 2DT

Date: 14 December 2000

WARWICK TECHNOLOGY PARK MANAGEMENT COMPANY (NO. 2) LIMITED

PROFIT AND LOSS ACCOUNT FOR THE PERIOD ENDED 31 MARCH 2000

	<u>Notes</u>	<u>2000</u> £	<u>1999</u> £
TURNOVER – CONTINUING OPERATIONS	2	2,453	4,614
Cost of sales		(1,176)	(3,347)
GROSS PROFIT		1,277	1,267
Administrative expenses		(1,277)	(1,267)
PROFIT BEFORE TAXATION AND FOR THE YEAR		<u>£-</u>	<u>£-</u>

There are no recognised gains or losses other than those shown above. There is no difference between the result disclosed above and its historical cost equivalent.

Notes to the financial statements are shown on pages 7 to 9.

WARWICK TECHNOLOGY PARK MANAGEMENT COMPANY (NO. 2) LIMITED

BALANCE SHEET – 31 MARCH 2000

	Notes	<u>2000</u>	<u>1999</u>
		£	£
CURRENT ASSETS			
Debtors	4	3,398	1,439
Cash at bank		<u>3,177</u>	<u>4,825</u>
		6,575	6,264
CREDITORS (amounts falling due within one year)	5	<u>(5,652)</u>	<u>(5,341)</u>
NET CURRENT ASSETS		<u>923</u>	<u>923</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>£923</u>	<u>£923</u>
CAPITAL AND RESERVES			
Called up share capital	6	923	923
Profit and loss account		<u>-</u>	<u>-</u>
EQUITY SHAREHOLDERS' FUNDS	7	<u>£923</u>	<u>£923</u>

The financial statements on pages 4 to 9 were approved at a meeting of the Board of Directors on 9 November 2000.

J.L.E. Deegan

J.L.E. DEEGAN
DIRECTOR

9 November 2000

Notes to the financial statements are shown on pages 7 to 9.

WARWICK TECHNOLOGY PARK MANAGEMENT COMPANY (NO. 2) LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2000

	Notes	<u>2000</u> £	<u>1999</u> £
NET CASH INFLOW/(OUTFLOW) FROM OPERATING ACTIVITIES	(i)	(1,648)	128
INCREASE IN CASH	(ii)	<u>(£1,648)</u>	<u>(£128)</u>

NOTES TO CASH FLOW STATEMENT

(i) RECONCILIATION OF OPERATING PROFIT TO NET CASH FLOW FROM OPERATING ACTIVITIES

	<u>2000</u> £	<u>1999</u> £
Operating profit	-	-
Increase in creditors	311	949
(Increase) in debtors	(1,959)	(1,439)
Increase in issued share capital	<u>-</u>	<u>362</u>
NET CASH INFLOW/(OUTFLOW) FROM OPERATING ACTIVITIES	<u>(1,648)</u>	<u>(£128)</u>

(ii) ANALYSIS OF CHANGES IN NET FUNDS

	<u>2000</u> £	<u>1999</u> £	Cash flows £
Cash at bank and in hand	<u>£3,177</u>	<u>£4,825</u>	<u>(£1,648)</u>

WARWICK TECHNOLOGY PARK MANAGEMENT COMPANY (NO. 2) LIMITED

NOTES TO THE FINANCIAL STATEMENTS – 31 MARCH 2000

1 ACCOUNTING POLICIES

Basis of accounting

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

2 TURNOVER

Turnover arises in the United Kingdom and is attributable to a single class of business.

3 TAXATION

The tax charge for the period is £Nil (1999 - £Nil)

4 DEBTORS

	<u>2000</u>	<u>1999</u>
VAT recoverable	520	652
Accrued income	2,878	425
Intercompany debtor	<u>-</u>	<u>362</u>
	<u>£3,398</u>	<u>£1,439</u>

5 CREDITORS (amounts falling due within one year)

	<u>2000</u>	<u>1999</u>
	£	£
Trade creditors	4,552	4,666
Accruals and deferred income	<u>1,100</u>	<u>675</u>
	<u>£5,652</u>	<u>£5,341</u>

6 SHARE CAPITAL

	<u>2000</u>	<u>1999</u>
Authorised:		
1,000 Ordinary shares of £1 each	<u>£1,000</u>	<u>£1,000</u>
Issue and not paid	-	362
Allotted, called up and fully paid	<u>923</u>	<u>561</u>
	<u>£923</u>	<u>£923</u>

WARWICK TECHNOLOGY PARK MANAGEMENT COMPANY (NO. 2) LIMITED

NOTES TO THE FINANCIAL STATEMENTS – 31 MARCH 2000 (CONTINUED)

6 SHARE CAPITAL (CONTINUED)

At 31st March 2000, the issued share capital is as follows:

	<u>2000</u>	<u>1999</u>
	£	£
University of Warwick Service Park Limited	105	105
Warwickshire County Council	2	2
Relovast	559	559
Color Estates Limited	141	257
Council of the Borough of Wolverhampton	<u>116</u>	<u>-</u>
	£923	£923
	<u> </u>	<u> </u>

7 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	<u>2000</u>	<u>1999</u>
	£	£
Profit for the year	<u>-</u>	<u>-</u>
Net addition to shareholders' funds	-	-
Opening shareholders' funds	923	561
Issue of share capital	<u>-</u>	<u>362</u>
Closing shareholders' funds	<u>£923</u>	<u>£923</u>

8 OPERATING PROFIT

This has been arrived at after charging:

	<u>2000</u>	<u>1999</u>
Auditors' remuneration - Audit	£300	
- Other Services	£250	
	<u>£550</u>	<u>£550</u>

The Company has no employees and the directors received no remuneration for their services in either year.

WARWICK TECHNOLOGY PARK MANAGEMENT COMPANY (NO. 2) LIMITED

NOTES TO THE FINANCIAL STATEMENTS – 31 MARCH 2000 (CONTINUED)

9 YEAR 2000

The Company runs all of its computer operations on Warwickshire County Council's computer systems. The directors recognised the potential implications of the Year 2000 problem. The group's objective was that adequate and timely action would be taken to ensure that systems continued to support the business without interruption into the Year 2000. We have not identified any major problems with the Year 2000 date change and we believe that any remaining risks and uncertainties relating to the Year 2000 problem are now very minor.

10 RELATED PARTY TRANSACTIONS

During the year the Company received income in respect of transactions totalling £638 from Warwickshire County Council. The Company also paid Warwickshire County Council £1,626 in relation to grounds maintenance works and the supervision of those services during the period.

Income was also received by the Company in respect of transactions totalling £1,104 from Relovast, £196 from the University of Warwick Science Park Limited and £515 from Color Estates.