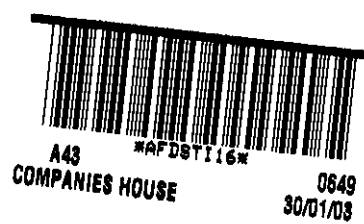


Drivepatch Limited

Directors' report and financial statements

for the year ended 31 March 2002

Registered number 2759001



Drivepatch Limited

Directors' report and financial statements

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Drivepatch Limited

Directors' report

The directors present their report and the financial statements for the year ended 31 March 2002.

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 the affairs of the company and of the profit or loss of the company for that year. In preparing these the directors are required to:

- select suitable accounting policies and 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.

Principal activity

The principal activity of the company was that of the operation of golf and country club facilities. In September 2001, the company sold its business including certain fixed assets, for a consideration of £5,000.

Directors and their interests

The directors who served during the year and their interests in the company are as stated below:

		Ordinary shares	
		2002	2001
M James	- resigned 13 September 2001	102,211	102,211
KE Watkin		519,939	519,939
AC Palmer		-	-

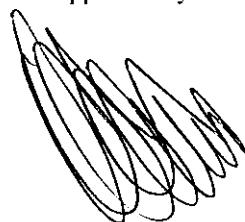
Mrs AC Palmer resigned as a director on 29 November 2002.

M James and KE Watkin also each hold an interest in one deferred non-voting ordinary share each at the beginning and end of the year.

This report is prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

This report was approved by the board on 27 January 2003 and signed on its behalf by

Director





ACCOUNTANTS & BUSINESS ADVISERS

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**Accountants' report on the unaudited financial statements to the directors
of Drivepatch Limited**

As described on the balance sheet you are responsible for the preparation of the financial statements for the year ended 31 March 2002 set out on pages 3 to 10 and you consider that the company is exempt from an audit. In accordance with your instructions we have compiled these unaudited financial statements, in order to assist you to fulfil your statutory responsibilities, from the accounting records and information supplied to us.

The Chartered Accountants Partnership

Accountants & Business Advisers

Date: 27 July 2003

Drivepatch Limited

Profit and loss account

for the year ended 31 March 2002

		2002	2001
	Notes	£	£
Turnover - continuing operations	2	153,035	358,820
Cost of sales		(37,847)	(61,674)
Gross profit		115,188	297,146
Administrative expenses		(134,455)	(299,358)
Other operating costs		-	(107,500)
Operating loss - continuing operations	3	(19,267)	(109,712)
Other interest receivable and similar income		-	56
Exceptional items	4	(469,772)	(1,009,258)
Interest payable and similar charges		(11,792)	(9,547)
Loss on ordinary activities before taxation		(500,831)	(1,128,461)
Taxation	5	-	69,076
Loss for the financial year		(500,831)	(1,059,385)
Accumulated loss brought forward		(1,401,709)	(342,324)
Accumulated loss carried forward		(1,902,540)	(1,401,709)

There are no recognised gains or losses other than the profit or loss for the above two financial years.

The notes on pages 6 to 10 form an integral part of these financial statements.

Drivepatch Limited

Balance sheet

at 31 March 2002

	Notes	£	2002 £	£	2001 £
Fixed assets					
Tangible assets	6		72,990		77,990
Current assets					
Debtors	7	75,625		854,250	
Cash at bank and in hand		6,958		345	
		<u>82,583</u>		<u>854,595</u>	
Creditors: amounts falling due within one year	8	<u>(304,184)</u>		<u>(388,670)</u>	
Net current (liabilities)/assets			<u>(221,601)</u>		<u>465,925</u>
Total assets less current liabilities			<u>(148,611)</u>		<u>543,915</u>
Creditors: amounts falling due after more than one year	9		<u>(1,117,074)</u>		<u>(1,308,769)</u>
Deficiency of assets			<u>(1,265,685)</u>		<u>(764,854)</u>
Capital and reserves					
Called up share capital	10		622,152		622,152
Share premium account	11		14,703		14,703
Profit and loss account	11		<u>(1,902,540)</u>		<u>(1,401,709)</u>
Equity shareholders' funds	12		<u>(1,265,685)</u>		<u>(764,854)</u>

The directors' statements required by Section 249B(4) are shown on the following page which forms part of this Balance Sheet.

The notes on pages 6 to 10 form an integral part of these financial statements.

Drivepatch Limited

Balance sheet (continued)

Directors' statements required by Section 249B(4)

for the year ended 31 March 2002

In approving these financial statements as directors of the company we hereby confirm:

(a) that for the year stated above the company was entitled to the exemption conferred by Section 249A(1) of the Companies Act 1985 ;

(b) that no notice has been deposited at the registered office of the company pursuant to Section 249B(2) requesting that an audit be conducted for the year ended 31 March 2002 and

(c) that we acknowledge our responsibilities for:

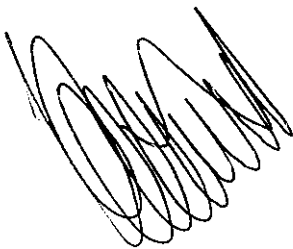
(1) ensuring that the company keeps accounting records which comply with Section 221, and

(2) preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of the financial year and of its profit or loss for the year then ended in accordance with the requirements of Section 226 and which otherwise comply with the provisions of the Companies Act relating to financial statements, so far as applicable to the company.

These financial statements are prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies .

The financial statements were approved by the board on 27 July 2003 and signed on its behalf by

Director



The notes on pages 6 to 10 form an integral part of these financial statements.

Drivepatch Limited

Notes to the financial statements

for the year ended 31 March 2002

1 Accounting policies

Accounting convention

The financial statements are prepared under the historical cost convention .

The company has taken advantage of the exemption in FRS1 from the requirement to produce a cashflow statement because it is a small company.

Turnover

Turnover represents the total invoice value, excluding value added tax, of the provision of goods and services during the year.

Tangible fixed assets and depreciation

Depreciation is provided at rates calculated to write off the cost less residual value of each asset over its expected useful life, as follows:

Land and buildings	- not depreciated
Plant and machinery	- 15% reducing balance
Fixtures, fittings and equipment	- 15% reducing balance

Leasing and hire purchase commitments

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible assets and depreciated over the shorter of the lease term and their useful lives. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce constant periodic rates of charge on the net obligations outstanding in each period.

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 that a liability to taxation is unlikely to materialise.

2 Turnover

The total turnover of the company for the year has been derived from its principal activity wholly undertaken in the UK.

Drivepatch Limited

Notes to the financial statements

for the year ended 31 March 2002

3	Operating loss	2002	2001
		£	£
	<i>Operating loss is stated after charging:</i>		
	Depreciation of tangible fixed assets	-	
	Owned	-	16,074
	Leased	-	3,105
	Operating lease rentals	11,750	23,500
	Director's remuneration	-	-
		<u>-</u>	<u>-</u>
4	Exceptional items	2002	2001
		£	£
	Provision to write down fixed assets to net realisable value	-	138,532
	Waiver of amount due from related company:		
	Pacelong Limited	-	870,726
	Provision for amounts owed by related companies		
	Burgham Park Developments Limited	323,768	-
	UK Yachts Limited	61,000	-
	Provision for amounts owed by subsidiary undertaking	85,004	-
		<u>469,772</u>	<u>1,009,258</u>
5	Taxation		
	Analysis of charge in period	2002	2001
		£	£
	UK corporation tax	-	(5,171)
	Prior period adjustments	-	(63,905)
		<u>-</u>	<u>(69,076)</u>

There is no charge for taxation during the year due to the availability of tax losses.

Drivepatch Limited

Notes to the financial statements

for the year ended 31 March 2002

6	Tangible fixed assets	Land and buildings £	Plant and machinery £	Fixtures and fittings £	Total £
	<i>Cost</i>				
	At beginning of year	107,031	154,722	115,472	377,225
	Disposals	(34,041)	(154,722)	(115,472)	(304,235)
	At end of year	72,990	-	-	72,990
	<i>Depreciation</i>				
	At beginning of year	32,855	152,377	114,003	299,235
	On disposals	(32,855)	(152,377)	(114,003)	(299,235)
	At end of year	-	-	-	-
	<i>Net book values</i>				
	At 31 March 2002	72,990	-	-	72,990
	At 31 March 2001	74,176	2,345	1,469	77,990

The net book value of plant and machinery includes £nil (2001: £629) in respect of assets held under finance leases and hire purchase contracts.

7	Debtors	2002 £	2001 £
	Trade debtors	-	8,860
	Amounts owed by related companies	-	751,171
	Amount owed by subsidiary undertaking	-	84,610
	Other debtors	75,625	9,609
		75,625	854,250

8	Creditors: amounts falling due within one year	2002 £	2001 £
	Net obligations under finance leases and hire purchase contracts	-	14,028
	Trade creditors	491	80,959
	Amounts owed to related companies	204,287	154,288
	Other taxes and social security costs	85,068	126,195
	Other loans	11,338	10,000
	Accruals and deferred income	3,000	3,200
		304,184	388,670

Drivepatch Limited

Notes to the financial statements

for the year ended 31 March 2002

9	Creditors: amounts falling due after more than one year	2002 £	2001 £
	Director's loan account	<u>1,117,074</u>	<u>1,308,769</u>

The director's loan account is interest free and subordinated to the rights of other creditors.

10	Share capital	2002 £	2001 £
	<i>Authorised equity</i>		
	Ordinary shares of £1 each	784,400	784,400
	Deferred non-voting shares of £1 each	<u>215,600</u>	<u>215,600</u>
		<u>1,000,000</u>	<u>1,000,000</u>
	<i>Allotted, called up and fully paid equity</i>		
	Ordinary shares of £1 each	622,150	622,150
	Deferred non-voting shares of £1 each	<u>2</u>	<u>2</u>
		<u>622,152</u>	<u>622,152</u>

11	Reserves	Share premium account £	Profit and loss account £	Total £
	At beginning of year	14,703	(1,401,709)	(1,387,006)
	Loss for the year		<u>(500,831)</u>	<u>(500,831)</u>
	At end of year	<u>14,703</u>	<u>(1,902,540)</u>	<u>(1,887,837)</u>

12	Reconciliation of movements in shareholders' funds	2002 £	2001 £
	Loss for the year	(500,831)	(1,059,385)
	Opening shareholders' funds	<u>(764,854)</u>	<u>294,531</u>
	Closing shareholders' funds	<u>(1,265,685)</u>	<u>(764,854)</u>

Drivepatch Limited

Notes to the financial statements

for the year ended 31 March 2002

13 Related party transactions

The directors consider Pacelong Limited, Burgham Park Developments Limited, UK Yachts Limited and Tyne Theatre and Opera House Limited to be related parties as they are under the control of common shareholders. Included in these financial statements are transactions with these related parties as follows:

	2002 £	2001 £
Included in administrative expenses		
Operating lease rentals	11,750	23,500
Included in debtors	-	751,171
Included in creditors: amounts falling due within one year	204,287	154,288
Included within exceptional items	469,772	870,736

14 Subsidiary undertaking

The company is the sole member of a company limited by guarantee, Stakeshare Limited, which is incorporated in England and whose principal activity was the operation of a golf course members club. The company did not trade during the year.

	Last financial period end	Aggregate capital and reserves	Result for period
Stakeshare Limited	31 March 2002	£(115,831)	£(90,649)