CORNEL INTERNATIONAL LIMITED ACCOUNTS FOR THE YEAR ENDED 31st DECEMBER 1996

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YEAR ENDED 31st DECEMBER 1996

COMPANY NUMBER:

2777843

DIRECTORS:

U F Meyer

S R Soolia

SECRETARY:

S R Soolia

ACCOUNTANTS:

Arnold Miller & Co

7 Chelverton Road

Putney SW15 1RN

REGISTERED OFFICE:

239 Liverpool Road

London

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REPORT OF THE DIRECTORS TO THE MEMBERS

FOR THE YEAR ENDED 31st DECEMBER 1996

The Directors present their annual report on the affairs of the Company together with the Accounts for the above year.

PRINCIPAL ACTIVITIES

The Company's principal activity during the year of Agents had commenced.

DIRECTORS

The Directors of the Company during the year and their beneficial interests in the issued share capital of the Company at the beginning and the end of the year were:

ORDINARY SHARES OF £1 EACH

| | BEGINNING OF YEAR | END OF YEAR |
|------------|-------------------|-------------|
| S R Soolia | 500 | 500 |
| U F Meyer | 500 | 500 |

In preparing the above report, the Directors have taken advantage of special exemptions applicable to small Companies.

SIGNED ON BEHALF OF THE BOARD OF DIRECTORS

DIRECTOR - S R Soolia

APPROVED BY THE BOARD ON THE 29th MAY 1997

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31st DECEMBER 1996

| | Notes | 1996 | 1995 |
|------------------------------------|----------------------------|-------------|------|
| TURNOVER | 2 | 4640 | NIL |
| Cost of Sales | | 4174 | |
| GROSS PROFIT | | 466 | - |
| Administration Expens | es | <u>678</u> | 218 |
| LOSS ON ORDINARY | ACTIVITIES BEFORE TAXATION | 212 | 218 |
| TAXATION | | | |
| LOSS AFTER TAXATIO | DN | 212 | 218 |
| ACCUMULATED LOSSES BROUGHT FORWARD | | <u>1115</u> | 897 |
| ACCUMULATED LOSSE | S CARRIED FORWARD | 1327 | 1115 |
| | | | |

CONTINUING OPERATIONS

None of the Company's activities were acquired or discontinued during the above two financial years.

TOTAL RECOGNISED GAINS AND LOSSES

The Company has no recognised gains or losses other than the profit or loss for the above two financial years.

BALANCE SHEET AS AT 31st DECEMBER 1996

| <u>No</u> | otes | | 1996 | | 1995 |
|---|--------|--------------|--------------|-----------------|--------------|
| FIXED ASSETS Tangible Assets | 4 | | 1300 | | 1560 |
| CURRENT ASSETS Stocks Debtors | 5 | 2073 _515 | | - <u>140</u> | |
| | | 2588 | | 140 | |
| CREDITORS Amounts Falling Due Within One Year | 6 | <u>4215</u> | | <u> 1815</u> | |
| NET CURRENT LIABILITIES | | | 1627 | | 1675 |
| CURRENT LIABILITIES LESS TO | TAL A | SSETS | 327 | | 115 |
| | | | | | |
| CAPITAL AND RESERVES Share Capital Profit and Loss Account Defici | 7 t | | 1000 1327 | | 1000 1115 |
| SHAREHOLDERS' FUNDS | 8 | | 327 | | 115 |
| | • | | | | |

The Directors have taken advantage of the exemption conferred by Section 249A (1) not to have these accounts audited and confirm that no notice has been deposited under s249B (2) of the Companies Act 1985.

The Directors acknowledge their responsibilities for ensuring that:

- i) The Company keeps accounting records which comply with section 221 of the Companies Act 1985, and
- ii) The accounts 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 Loss for the year then ended in accordance with the requirements of s226, and which otherwise comply with the requirements of the Companies Act 1985 relating to accounts, so far as applicable to the Company.

The Directors have taken advantage of special exemptions conferred by Schedule 8 to the Companies Act 1985 applicable to small Companies in the preparation of the accounts and have done so on the grounds that, in their opinion, the Company is entitled to those exemptions.

SIGNED ON BEHALF OF THE BOARD OF DIRECTORS

Director - S R Soolia

APPROVED BY THE BOARD ON THE 29th MAY 1997

NOTES TO THE ACCOUNTS

FOR THE YEAR ENDED 31st DECEMBER 1996

1) ACCOUNTING POLICIES

Basis of Accounting

The accounts have been prepared under the historical cost convention.

Cash Flow

The accounts do not include a cash flow statement because the Company, as a small reporting entity, is exempt from the requirement to prepare such a statement under Financial Reporting Standard 1 "Cash Flow Statements".

Turnover

Turnover represents the net amount of invoices to third parties, excluding VAT.

Tangible Fixed Assets

Depreciation is provided, at the following annual rates in order to write off each asset over its estimated useful life.

Freehold Buildings - 2% On Cost

Plant and Machinery – 15% On Written Down Value Fixtures and Fittings – 10% On Written Down Value Motor Vehicles – 25% On Written Down Value

Stocks

Stocks and Work in Progress are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Deferred Taxation

Provision is made at current rates for taxation deferred in respect of all material timing differences except to the extent that, in the opinion of the Directors, there is reasonable probability that the liability will not arise in the foreseeable future. Deferred taxation not provided in the accounts amount to £180. (1995-£NIL).

Research and Development

Expenditure on research and development is written off in the year in which it is incurred.

Foreign Currencies

Assets and Liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the Balance Sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of the transaction. Exchange differences are taken into account in arriving at the operating profit.

Pension Costs

Contributions in respect of the Company's defined contribution pension scheme are charged to the Profit and Loss account for the year in which they are payable to the scheme.

NOTES TO THE ACCOUNTS

FOR THE YEAR ENDED 31st DECEMBER 1996

 $\frac{\text{TURNOVER}}{\text{The Company sales in the year were all within the UK}}.$

| | · · | | |
|----|---|-----------------------------|-----------------------------|
| | | <u>1996</u> | 1995 |
| 3) | OPERATING PROFIT The operating profit is stated after charging: | | |
| | Depreciation | 260 | - |
| 4) | TANGIBLE FIXED ASSETS | PLANT & EQUIPMENT | TOTAL |
| | COST At the Beginning of Year Additions in Year Disposals in Year | 1560 - - - 1560 | 1560 - - - 1560 |
| | DEPRECIATION At the Beginning of the Year Disposals in Year Charge for Year | 260 260 | - - |
| | NET BOOK VALUE As at the 31st December 1996 As at the 31st December 1995 | <u>1300</u> <u>1560</u> | <u>1560</u> <u>1560</u> |
| 5) | DEBTORS Value Added Tax | <u>515</u> 515 | <u>140</u> 140 |
| | | | |

NOTES TO THE ACCOUNTS

FOR THE YEAR ENDED 31st DECEMBER 1996

| | | <u>1996</u> | <u>1995</u> |
|----|---|----------------------------|---------------------------|
| 6) | CREDITORS Amounts Falling Due Within One Year | | |
| | Creditors Accruals Directors' Current Account | 2392 400 <u>1423</u> | 174 200 <u>1441</u> |
| | | 4215 | 1815 |
| | | | |
| 7) | SHARE CAPITAL Authorised | | |
| | 1000000 Ordinary Shares of £1 each | 1000000 | 1000000 |
| | Issued and Fully Paid | | |
| | 1000 Ordinary Shares of £1 each | 1000 | 1000 |
| 8) | MOVEMENTS ON SHAREHOLDERS' FUNDS | | |
| · | Deficit at Beginning of Year Loss for the Year | 115 <u>212</u> | (103) <u>218</u> |
| | | 327 | 115 |
| | | | |

9) RELATED PARTIES

This Company is in the control of the Directors'.