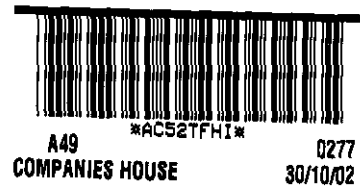


COMPANIES
HOUSE

Report of the Directors and
Financial Statements for the Year Ended 31 March 2002
for
SOUTHERN GOLF MANAGEMENT LIMITED

2937131



SOUTHERN GOLF MANAGEMENT LIMITED

**Company Information
for the Year Ended 31 March 2002**

DIRECTORS: D Newling Ward
R Wilson
S Newling Ward

SECRETARY: L Furnell

REGISTERED OFFICE: Keepers Cottage
Bearwood Road
Sindlesham
Near Wokingham
Berkshire
RG41 4SJ

REGISTERED NUMBER: 2937131

AUDITORS: Churchmill Partnership
Chartered Accountants
and Registered Auditors
Churchmill House
Ockford Road
Godalming
Surrey GU7 1QY

SOUTHERN GOLF MANAGEMENT LIMITED

Report of the Directors for the Year Ended 31 March 2002

The directors present their report with the financial statements of the company for the year ended 31 March 2002.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of the provision of management services for the running of golf courses.

REVIEW OF BUSINESS

The results for the year and financial position of the company are as shown in the annexed financial statements.

DIVIDENDS

The loss on ordinary activities before taxation was £6,445 (2001 - £6,467) which will be deducted from reserves. The directors do not recommend the payment of a dividend.

FUTURE DEVELOPMENTS

The directors expect the company to continue to trade successfully

DIRECTORS

The directors during the year under review were:

D Newling Ward
R Wilson
S Newling Ward

The directors holding office at 31 March 2002 did not hold any beneficial interest in the issued share capital of the company at 1 April 2001 or 31 March 2002.

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.

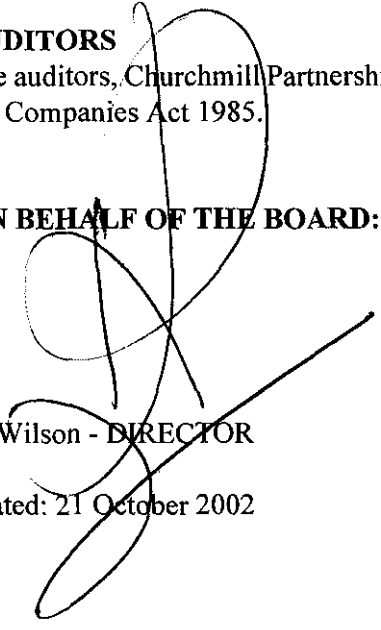
SOUTHERN GOLF MANAGEMENT LIMITED

**Report of the Directors
for the Year Ended 31 March 2002**

AUDITORS

The auditors, Churchmill Partnership, will be proposed for re-appointment in accordance with Section 385 of the Companies Act 1985.

ON BEHALF OF THE BOARD:



R Wilson - DIRECTOR

Dated: 21 October 2002

SOUTHERN GOLF MANAGEMENT LIMITED

Report of the Independent Auditors to the Shareholders of Southern Golf Management Limited

We have audited the financial statements of Southern Golf Management Limited for the year ended 31 March 2002 on pages five to eight. These financial statements have been prepared in accordance with the Financial Reporting Standard for Smaller Entities (effective June 2002), under the historical cost convention and the accounting policies set out therein.

Respective responsibilities of directors and auditors

As described on page two the company's directors are responsible for the preparation of financial statements in accordance with applicable law and United Kingdom Accounting Standards.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

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 Companies Act 1985. We also report to you if, in our opinion, the Report of the Directors 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 with the company is not disclosed.

We read the Report of the Directors and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

We conducted our audit in accordance with United Kingdom 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 31 March 2002 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



Churchmill Partnership
Chartered Accountants
and Registered Auditors
Churchmill House
Ockford Road
Godalming
Surrey GU7 1QY

Dated: 21 October 2002

SOUTHERN GOLF MANAGEMENT LIMITED

**Profit and Loss Account
for the Year Ended 31 March 2002**

		31.3.02	31.3.01
	Notes	£	£
TURNOVER		104,714	137,946
Administrative expenses		111,159	144,413
OPERATING LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION	2	(6,445)	(6,467)
Tax on loss on ordinary activities	3	12,712	-
LOSS FOR THE FINANCIAL YEAR AFTER TAXATION		(19,157)	(6,467)
Retained profit brought forward		169,771	176,238
RETAINED PROFIT CARRIED FORWARD		£150,614	£169,771

The notes form part of these financial statements

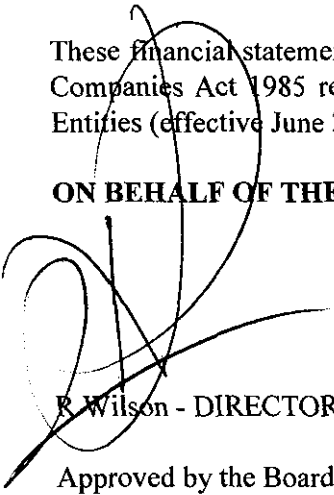
SOUTHERN GOLF MANAGEMENT LIMITED

Balance Sheet 31 March 2002

		31.3.02	31.3.01
	Notes	£	£
CURRENT ASSETS:			
Debtors	4	180,209	184,005
Cash at bank		-	291
		<u>180,209</u>	<u>184,296</u>
CREDITORS: Amounts falling due within one year	5	29,592	14,522
NET CURRENT ASSETS:		<u>150,617</u>	<u>169,774</u>
TOTAL ASSETS LESS CURRENT LIABILITIES:		<u>£150,617</u>	<u>£169,774</u>
CAPITAL AND RESERVES:			
Called up share capital	6	3	3
Profit and loss account		150,614	169,771
SHAREHOLDERS' FUNDS:		<u>£150,617</u>	<u>£169,774</u>

These financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and with the Financial Reporting Standard for Smaller Entities (effective June 2002).

ON BEHALF OF THE BOARD:


R. Wilson - DIRECTOR

Approved by the Board on 21 October 2002

The notes form part of these financial statements

SOUTHERN GOLF MANAGEMENT LIMITED

Notes to the Financial Statements for the Year Ended 31 March 2002

1. ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective June 2002).

Turnover

Turnover represents net invoiced sales of services, excluding value added tax.

Financial Reporting Standard Number 1

Exemption has been taken from preparing a cash flow statement on the grounds that the company's cash flows are included in the consolidated statement of its ultimate parent undertaking

2. OPERATING LOSS

The operating loss is stated after charging:

	31.3.02	31.3.01
	£	£
Auditors' remuneration	-	500
	<u> </u>	<u> </u>
Directors' emoluments and other benefits etc	12,000	12,000
	<u> </u>	<u> </u>

3. TAXATION

Analysis of the tax charge

The tax charge on the loss on ordinary activities for the year was as follows:

	31.3.02	31.3.01
	£	£
Current tax:		
UK corporation tax	-	-
Tax - prior year adjustment	12,712	-
	<u> </u>	<u> </u>
Tax on loss on ordinary activities	12,712	-
	<u> </u>	<u> </u>

4. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	31.3.02	31.3.01
	£	£
V.A.T.	2,831	-
Other debtors	50	55
Amounts owed by group		
undertakings	177,328	171,238
ACT recoverable	-	12,712
	<u> </u>	<u> </u>
	180,209	184,005
	<u> </u>	<u> </u>

SOUTHERN GOLF MANAGEMENT LIMITED

Notes to the Financial Statements for the Year Ended 31 March 2002

5. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	31.3.02	31.3.01
	£	£
Bank loans and overdrafts	18,477	-
Trade creditors	529	1,175
Other creditors	4,129	2,406
V.A.T.	-	1,994
Taxation and social security	1,540	2,654
Taxation	4,917	6,293
	<u>29,592</u>	<u>14,522</u>

6. CALLED UP SHARE CAPITAL

Authorised:				
Number:	Class:	Nominal value:	31.3.02	31.3.01
			£	£
1,000	Ordinary	£1	<u>1,000</u>	<u>1,000</u>
Allotted, issued and fully paid:				
Number:	Class:	Nominal value:	31.3.02	31.3.01
			£	£
3	Ordinary	£1	<u>3</u>	<u>3</u>

7. ULTIMATE PARENT COMPANY

The ultimate parent company is Ward Wilson Investments Limited, a company registered in England.

Copies of the financial statements may be obtained from Keepers Cottage, Bearwood Road, Wokingham, Berkshire, RG41 4SJ.

8. CONTINGENT LIABILITIES

At 31 March 2002, the company's parent undertaking, Ward Wilson Investments Limited had a bank borrowing facility of which the company was co-guarantor of £150,000.

9. TRANSACTIONS WITH DIRECTORS

All the directors of Southern Golf Management Limited are also directors of Ward Wilson Investments Limited and Bearwood Lakes Golf Club Plc. Ward Wilson Investments Limited is wholly owned by D Newling Ward and R Wilson.

During the period £15,000 (2001 - £37,000) was paid to Newling Ward Associates in respect of consultancy services and £5,000 (2001 - £27,000) to Golf Development Associates for the services of R Wilson.