

**FAIRVIEW (STRATEGIC LAND) LIMITED**

**Report and Financial Statements**

**31 December 2000**

Deloitte & Touche  
Hill House  
1 Little New Street  
London EC4A 3TR



**REPORT AND FINANCIAL STATEMENTS 2000**

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**DIRECTORS' REPORT**

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

**ACTIVITIES AND REVIEW OF DEVELOPMENTS**

The company's principal activity is that of property developer. The directors do not foresee that there will be any change to the activity in the current year.

**REVIEW OF BUSINESS AND RESULTS**

The directors regard progress as satisfactory. The results are set out on page 4. No dividend was paid or proposed during the year (1999 - £nil). The retained profit for the year ended 31 December 2000 of £348,568 (1999 - £nil) has been transferred to reserves.

**DIRECTORS AND THEIR INTERESTS**

The directors who served throughout the year and to date are set out below.

The directors' interests, including their beneficial and family interests, in the ordinary 10p shares and options of the ultimate parent company, Fairview Holdings Plc, are as follows:

	Shares		Share options	
	2000 no.	1999 no.	2000 no.	1999 no.
S C Casey	180,467	180,467	5,802	3,028
R H Westcott (resigned 30 April 2001)	139,559	139,559	-	-
G A Malton (appointed 8 February 2001)	-	-	-	-

The directors had no interests in the company or any other group companies apart from those listed above.

On 31 December 2000, as part of the arrangement for a recommended cash offer for Fairview Holdings Plc ("Fairview"), the directors holding shares in Fairview entered into an agreement for the sale of their shares to General London Constructors Limited.

None of the directors has a service contract or contract for services with the company.

**AUDITORS**

Deloitte & Touche have expressed their willingness to continue in office as auditors and a resolution to reappoint them will be proposed at the forthcoming annual general meeting.

By order of the board



D K Tipping  
Secretary

12 July 2001

Registered office:

50 Lancaster Road  
Enfield  
Middlesex  
EN2 0BY

**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 as at the end of the financial year 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;
- 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.

## **AUDITORS' REPORT TO THE MEMBERS OF FAIRVIEW (STRATEGIC LAND) LIMITED**

We have audited the financial statements on pages 4 to 7 which have been prepared under the accounting policy 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 financial statements, which are required to be prepared in accordance with applicable United Kingdom law and accounting standards. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

### **Basis of 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 policy is 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 December 2000 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



DELOITTE & TOUCHE

Chartered Accountants and  
Registered Auditors

26 July 2001

**PROFIT AND LOSS ACCOUNT**  
**Year ended 31 December 2000**

	Note	2000 £	1999 £
<b>TURNOVER</b>		506,685	-
Cost of sales		-	-
<b>GROSS PROFIT</b>		506,685	-
Administrative expenses		-	-
<b>OPERATING PROFIT AND PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION</b>	2	506,685	-
Tax charge on profit on ordinary activities	3	(158,117)	-
<b>PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION</b>		348,568	-
<b>Retained profit for the year</b>	7	348,568	-

All activities derive from continuing operations. There are no recognised gains or losses or movements in shareholders' funds for the current financial year and preceding financial year other than as stated in the profit and loss account.

BALANCE SHEET  
31 December 2000

	Note	2000 £	1999 £
<b>CURRENT ASSETS</b>			
Debtors	4	1,208,766	642,313
		<u>1,208,766</u>	<u>642,313</u>
<b>CREDITORS: amounts falling due within one year</b>	5	(860,196)	(642,311)
<b>NET ASSETS</b>		<u>348,570</u>	<u>2</u>
<b>CAPITAL AND RESERVES</b>			
Called up equity share capital	6	2	2
Profit and loss account	7	348,568	-
<b>TOTAL EQUITY SHAREHOLDERS' FUNDS</b>		<u>348,570</u>	<u>2</u>

Approved by the board


G A Malton  
Director

12 July 2001

**NOTES TO THE ACCOUNTS****Year ended 31 December 2000****1. ACCOUNTING POLICY**

The financial statements are prepared in accordance with applicable accounting standards. The particular accounting policy adopted is described below.

**Accounting convention**

The financial statements are prepared under the historical cost convention.

The company has taken advantage of S228 and has not prepared consolidated accounts because it is a wholly owned subsidiary.

**2. OPERATING PROFIT**

The company has had no employees during the current or the preceding year. None of the directors has received any emoluments or other benefits in the current or preceding year. Auditors' remuneration was borne by the parent company in both the current and preceding years.

**3. TAX CHARGE ON PROFIT ON ORDINARY ACTIVITIES**

	2000 £	1999 £
United Kingdom corporation tax at 30% (1999 – nil)	158,117	-

**4. DEBTORS**

	2000 £	1999 £
Amount due from joint venture:	1,208,766	642,313

**5. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	2000 £	1999 £
Amount owed to Group Undertakings	620,976	642,311
Corporation tax	158,117	-
Accruals and deferred income	81,103	-
	860,196	642,311

**6. CALLED UP EQUITY SHARE CAPITAL**

	2000 £	1999 £
Authorised share capital:		
100 ordinary shares of £1 each	100	100
Called up, allotted and fully paid:		
2 ordinary shares of £1 each	2	2



**NOTES TO THE ACCOUNTS**  
**Year ended 31 December 2000****7. PROFIT AND LOSS ACCOUNT**

	2000 £	1999 £
Balance 1 January	-	-
Retained profit for the year	348,568	-
	<hr/>	<hr/>
Balance 31 December	<u>348,568</u>	<u>-</u>

**8. ULTIMATE PARENT COMPANY**

At 31 December 2000, the ultimate parent company and controlling party was Fairview Holdings Plc, a company incorporated in Great Britain. The immediate parent company is Fairview New Homes Plc, a company incorporated in Great Britain.

An offer for Fairview Holdings Plc by General London Constructors Limited was declared wholly unconditional on 26 January 2001 and accordingly General London Constructors Limited became the ultimate parent company on that date.

The largest and smallest group of undertakings for which group accounts to 31 December 2000 are drawn up and of which the company is a member is Fairview Holdings Plc. Copies of the group accounts may be obtained from 50 Lancaster Road, Enfield, Middlesex EN2 0BY.

**9. RELATED PARTY TRANSACTIONS**

The company is a 50% partner in the Fairfield Partnership, an entity engaged in the development of land. In accordance with FRS 8 "Related Party Disclosures", transactions with other undertakings within the group have not been disclosed in these financial statements.

**10. POST BALANCE SHEET EVENT**

On 2 April 2001 as part of the arrangements for the acquisition of the company's former parent company, Fairview Holdings plc, by General London Constructors Limited, the company gave guarantees supported by fixed and floating charges over its assets in respect of certain borrowings of General London Constructors Limited.