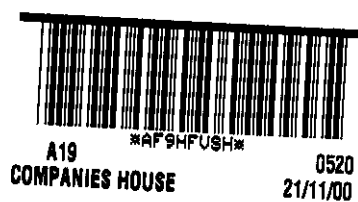


TOPSHOCK LIMITED

**REPORT AND
FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED
31 MARCH 2000**

REGISTERED NUMBER: 3198134



TOPSHOCK LIMITED

FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2000

Contents	Pages
Company information	1
Directors' report	2
Profit and loss account	3
Statement of total recognised gains and losses	4
Balance sheet	5
Notes to the financial statements	6 - 10
The following pages do not form part of the statutory financial statements	
Detailed profit and loss statement	11 - 12

TOPSHOCK LIMITED

COMPANY INFORMATION
AT 31 MARCH 2000

DIRECTORS

P A Howard
Mrs J M Howard

SECRETARY

P A Howard

REGISTERED OFFICE

4a Gildredge Road
Eastbourne
East Sussex
BN21 4RL

TOPSHOCK LIMITED

DIRECTORS' REPORT

The directors present their annual report with the financial statements of the company for the year ended 31 March 2000.

PRINCIPAL ACTIVITIES

The principal activities of the company in the year under review were that of property investment.

DIRECTORS AND THEIR INTERESTS

The directors in office in the year and their beneficial interests in the company at the balance sheet date and the beginning of the year (or on appointment if later) were as follows:

		Number of Shares	
		2000	1999
P A Howard		-	-
Mrs J M Howard	Ordinary shares	500	500

DIRECTORS' RESPONSIBILITIES

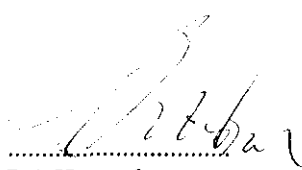
Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company as at the end of the financial year and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- 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 maintaining 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.

The above report has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

By order of the board:


.....
P A Howard
Secretary

Date: 14/11/2000

TOPSHOCK LIMITED

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2000

	Notes	2000 £	1999 £
TURNOVER		37,055	28,722
Administrative expenses		(16,133)	(13,537)
OPERATING PROFIT	2	20,922	15,185
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		20,922	15,185
Tax on profit on ordinary activities	4	(4,257)	(1,259)
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		16,665	13,926
Dividends		(25,200)	(6,400)
(ACCUMULATED LOSS) / RETAINED PROFIT FOR THE FINANCIAL YEAR	15	(8,535)	7,526

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

TOPSHOCK LIMITED

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES FOR THE YEAR ENDED 31 MARCH 2000

	2000	1999
	£	£
Profit for the year after taxation	16,665	13,926
Unrealised movement on revaluation of properties	50,059	24,610
TOTAL RECOGNISED GAINS RELATING TO THE YEAR	<u>66,724</u>	<u>38,536</u>

Historical cost

The difference between the results as disclosed in the profit and loss account before tax, and accumulated loss for the year, on an unmodified historical cost basis is not material.

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

TOPSHOCK LIMITED

BALANCE SHEET AT 31 MARCH 2000

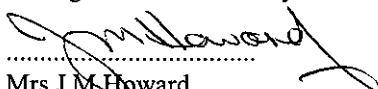
	Notes	£	2000 £	£	1999 £
FIXED ASSETS					
Tangible assets	5		1,415		2,246
Investments	6		460,000		346,999
			<u>461,415</u>		<u>349,245</u>
CURRENT ASSETS					
Debtors	7	1,605		2,569	
Cash at bank and in hand		2,358		1,067	
		<u>3,963</u>		<u>3,636</u>	
CREDITORS: amounts falling due within one year	8	(93,151)		(22,180)	
NET CURRENT LIABILITIES			<u>(89,188)</u>		<u>(18,544)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>372,227</u>		<u>330,701</u>
CREDITORS: amounts falling due after more than one year	9		(280,000)		(280,000)
NET ASSETS			<u>92,227</u>		<u>50,701</u>
CAPITAL AND RESERVES					
Called up share capital	12		500		500
Other reserves	13		102,036		51,977
Profit and loss account	15		(10,309)		(1,776)
TOTAL SHAREHOLDERS' FUNDS	14		<u>92,227</u>		<u>50,701</u>

The directors have taken advantage of the exemption conferred by section 249A(1) not to have these financial statements audited and confirm that no notice has been deposited under section 249B(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;
- ii) The financial statements give a true and fair view of the state of affairs of the company as at 31 March 2000 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 requirements of the Companies Act 1985 relating to financial statements, so far as applicable to the company.

The financial statements have been prepared in accordance with the special provisions of Part VII to the Companies Act 1985, relating to small companies and in accordance with the Financial Reporting Standard for Smaller Entities.

The financial statements were approved by the board of directors on 14 November 2000 and signed on its behalf by:



 Mrs J M Howard
 Director

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

TOPSHOCK LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2000

1. STATEMENT OF ACCOUNTING POLICIES

The financial statements 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 total invoice value, excluding value added tax, of rents receivable during the year.

Depreciation of tangible fixed assets

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

Office furniture and fittings	33.3% on cost
Motor vehicles	25% on cost

Investment properties

Investment properties are valued at their open market value at the balance sheet date. Any surplus on revaluation is transferred to the investment property revaluation reserve. Any deficit is deducted from the investment property revaluation reserve, except for permanent diminutions in value, which are charged to the profit and loss account.

No amortisation or depreciation is provided in respect of freehold investment properties and leasehold investment properties with over 20 years to expiry, in accordance with Statement of Standard Accounting Practice 19: "Accounting for investment properties". This treatment is contrary to the requirements of the Companies Act 1985 to provide for depreciation but is considered necessary to ensure the financial statements give a true and fair view. Depreciation is only one of the factors reflected at the balance sheet date valuation and the amount that might otherwise have been shown cannot be separately identified or quantified.

Deferred taxation

Deferred taxation is provided using the liability method on all timing differences to the extent that they are expected to reverse in the future without being replaced, calculated at the rate at which it is anticipated the timing differences will reverse.

2. OPERATING PROFIT

Operating profit is stated	2000	1999
	£	£
After charging:		
Depreciation of fixed assets (note 5)	978	932
Loss on disposal of tangible assets	-	226

3. INFORMATION ON DIRECTORS AND EMPLOYEES

	2000	1999
	£	£
Directors' emoluments		

TOPSHOCK LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2000

3. INFORMATION ON DIRECTORS AND EMPLOYEES -(continued)

Remuneration for management services (including pension contributions)	-	3,328
--	---	-------

4. TAX ON PROFIT ON ORDINARY ACTIVITIES

	2000 £	1999 £
The taxation charge comprises:		
Corporation tax at 20% (1999 - 21%)	4,257	1,259

5. TANGIBLE FIXED ASSETS

	Fixtures and fittings £	Motor vehicles £	Total £
Cost:			
At 1 April 1999	1,628	1,550	3,178
Additions	147	-	147
At 31 March 2000	1,775	1,550	3,325
Depreciation:			
At 1 April 1999	544	388	932
Charge for year	590	388	978
At 31 March 2000	1,134	776	1,910
Net book value:			
At 31 March 2000	641	774	1,415
At 31 March 1999	1,084	1,162	2,246

Included above are assets held under finance leases or hire purchase contracts as follows:

	2000 £	1999 £
Net book values:		
Fixtures and fittings	-	953
Depreciation charge for the year:		
Fixtures and fittings	-	476

Net obligations under finance leases and hire purchase contracts are secured on the assets acquired.

TOPSHOCK LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2000

6. INVESTMENTS

Cost or valuation:	Beginning of year £	Additions £	Revaluation £	End of year £
Other investments	346,999	62,942	50,059	460,000

Other investments other than loans

	2000 £	1999 £
Cost of investment properties	357,965	295,023

7. DEBTORS

	2000 £	1999 £
Other debtors	1,605	2,569

8. CREDITORS: amounts falling due within one year

	2000 £	1999 £
Trade creditors	3,000	-
Taxation and social security	4,257	2,859
Other creditors (notes 9 & 16)	85,894	19,321
	93,151	22,180

9. CREDITORS: amounts falling due after more than one year

	2000 £	1999 £
Other creditors (note 16)	280,000	280,000

10. OBLIGATIONS UNDER FINANCE LEASES AND HIRE PURCHASE CONTRACTS

	2000 £	1999 £
Net obligations (included in 'other creditors')	-	1,442

TOPSHOCK LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2000

11. DEFERRED TAXATION

	Not provided		Provided	
	2000	1999	2000	1999
	£	£	£	£
Deferred tax is calculated at 20% (1999 - 20%) analysed over the following timing differences:				
On other timing differences	17,037	8,622	-	-

12. SHARE CAPITAL

	2000	1999
	£	£
Authorised:		
Equity interests:		
1,000 Ordinary shares of £1 each	1,000	1,000
Allotted, called up and fully paid:		
Equity interests:		
500 Ordinary shares of £1 each	500	500

13. INVESTMENT PROPERTY REVALUATION RESERVE

	2000	1999
	£	£
Balance at the start of the year	51,977	27,367
Revaluation during the year	50,059	24,610
Balance at the end of the year	102,036	51,977

TOPSHOCK LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2000

14. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	2000	1999
	£	£
Profit for the year	16,666	13,926
Dividends	(25,200)	(6,400)
Other recognised gains and losses relating to the year	50,059	24,610
Net addition to shareholders' funds	41,525	32,136
Opening shareholders' funds	50,701	18,565
Closing shareholders' funds	92,226	50,701
Represented by:-		
Equity interests	92,226	50,701

15. PROFIT AND LOSS ACCOUNT

	2000	1999
	£	£
Accumulated loss at the start of the year	(1,776)	(9,302)
Profit/ (loss) for the year	(8,533)	7,526
Accumulated loss at the end of the year	(10,309)	(1,776)

16. TRANSACTIONS WITH DIRECTORS

	2000	1999
	£	£
Amounts owed to directors notes 8 & 9		
Mrs J M Howard	362,413	262,095

This loan is interest free.

17. CONTROL

During the year, the company was under the control of Mrs J M Howard the major shareholder and a director.