Registra

TOPSHOCK LIMITED

REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 1999

REGISTERED NUMBER: 3198134

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FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 1999

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COMPANY INFORMATION AS AT 31 MARCH 1999

DIRECTORS

P A Howard Mrs J M Howard

SECRETARY

P A Howard

REGISTERED OFFICE

5 Cornfield Terrace Eastbourne East Sussex BN21 4NN

ACCOUNTANTS

Breeze Ralph & Co Chartered Accountants 5 Cornfield Terrace Eastbourne East Sussex BN21 4NN

DIRECTORS' REPORT

The directors present their annual report with the financial statements of the company for the year ended 31 March 1999.

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	
		1999	1998
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: 26109199

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 1999

	Notes	1999 £	1998 £
TURNOVER Administrative expenses		28,722 (13,537)	17,013 (19,001)
OPERATING PROFIT / (LOSS)	2	15,185	(1,988)
PROFIT / (LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION		15,185	(1,988)
Tax on profit / (loss) on ordinary activities	4	(1,259)	-
PROFIT / (LOSS) ON ORDINARY ACTIVITIES AFTER TAXATION	13	13,926	(1,988)
Dividends		(6,400)	-
RETAINED PROFIT / (ACCUMULATED LOSS) FOR THE FINANCIAL YEAR	15 =	7,526	(1,988)

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES FOR THE YEAR ENDED 31 MARCH 1999

	1999 £	1998 £
Profit for the financial year after taxation	13,926	(1,988)
Unrealised movement on revaluation of properties	24,610	27,367
TOTAL RECOGNISED GAINS RELATING TO THE YEAR	38,536	25,379

Historical cost

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

BALANCE SHEET AT 31 MARCH 1999

			1999	1	998
	Notes	£	£	£	£
FIXED ASSETS					
Tangible assets	5		2,246		227
Investments	6		347,000	_	296,449
			349,246		296,676
CURRENT ASSETS					
Debtors	7	2,569		481	
Cash at bank and in hand		1,066	_	217	
		3,635		698	
CREDITORS: amounts falling due					
within one year	8	(22,180)		(28,809)	
NET CURRENT LIABILITIES			(18,545)	_	(28,111)
FOTAL ASSETS LESS CURRENT LIABILITIES			330,701		268,565
			,		•
CREDITORS: amounts falling due					
after more than one year	9		(280,000)	_	(250,000)
NET ASSETS			50,701	=	18,565
CAPITAL AND RESERVES					
Called up share capital	12		500		500
Other reserves	13		51,977		27,367
Profit and loss account	15		(1,776)	_	(9,302)
TOTAL SHAREHOLDERS'				_	
FUNDS	14		50,701		18,565

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 1999 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 and signed on its behalf by:

Mrs J M Howard

Director

The notes on pages 6 to 11 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 1999

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 Motor vehicles 33.3% on cost 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 / (LOSS)

Operating profit / (loss) is stated	1999 £	1998 £
After charging:		
Depreciation of fixed assets (note 5)	932	213
Loss on disposal of tangible assets	226	-

At 31 March 1998

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 1999

3.	INFORMATION ON DIRECTORS			
			1999 £	1998 £
	Directors' emoluments		I.	L
	Remuneration for management services		3,328	-
4.	TAX ON PROFIT ON ORDINARY ACTIV	VITIES		
			1999	1998
	The taxation charge comprises:		£	£
	Corporation tax at 21% (1998 - 21%)		1,259	-
			1,259	_
5.	TANGIBLE FIXED ASSETS			
		Fixtures and fittings	Motor vehicles	Total
	Cost:	£	£	£
	At 1 April 1998	640		640
	Additions	1,628	1,550	3,178
	Disposals	(640)	-	(640)
	At 31 March 1999	1,628	1,550	3,178
	Depreciation:			
	At 1 April 1998	413	_	413
	Charge for year	544	388	932
	On disposals	(413)		(413)
	At 31 March 1999	544	388	932
	Net book value:			
	At 31 March 1999	1,084	1,162	2,246

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NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 1999

5. TANGIBLE FIXED ASSETS - (continued)

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

	1999 £	1998 £
Net book values: Fixtures and fittings	953	<u>.</u>
Depreciation charge for the year: Fixtures and fittings	476	

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

6. INVESTMENTS

Cost or valuation:	Beginning of year	Additions	Revaluation	End of year
	£	£	£	£
Other investments	296,449	25,941	24,610	347,000
Other investments other than lo	oans		1999 £	1998 £
Cost of investment properties			295,023	269,082

During the year the investment properties were valued at open market value, by Messrs William Brown, estate agents and valuers.

7. **DEBTORS**

	1999 £	1998 £
Other debtors	2,569	481

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 1999

CREDITORS: amounts falling due	within one ye	ar		
			1999 £	1998 £
Taxation and social security			2,859	-
Other creditors (notes 9 & 16)			19,321	28,809
			22,180	28,809
CREDITORS: amounts falling due	after more tha	n one year		
			1999	1998
			£	£
Other creditors (note 16)			280,000	250,000
OBLIGATIONS UNDER FINANC	CE LEASES A	AND HIRE PURC	CHASE CONTR	ACTS
			1999 £	1998 £
Net obligations (included in 'other cr	editors')		1,442	
DEFERRED TAXATION				
		t provided 1998	Provid 1999	ed 1998
	£	£	£	£
		alysed		
On other timing differences =	8,622	4,037	-	-
SHARE CAPITAL				
			1999	1998
Authorised:			£	£
Equity interests: 1,000 Ordinary shares of £1 each			1,000	1,000
Allotted, called up and fully paid: Equity interests:				
	Taxation and social security Other creditors (notes 9 & 16) CREDITORS: amounts falling due Other creditors (note 16) OBLIGATIONS UNDER FINANCE Net obligations (included in 'other creditors') DEFERRED TAXATION Deferred tax is calculated at 20% (19) over the following timing differences On other timing differences SHARE CAPITAL Authorised: Equity interests:	Taxation and social security Other creditors (notes 9 & 16) CREDITORS: amounts falling due after more that Other creditors (note 16) OBLIGATIONS UNDER FINANCE LEASES A Net obligations (included in 'other creditors') DEFERRED TAXATION No. 1999 £ Deferred tax is calculated at 20% (1998 - 20%) and over the following timing differences: On other timing differences: 8,622 SHARE CAPITAL Authorised: Equity interests:	Other creditors (notes 9 & 16) CREDITORS: amounts falling due after more than one year Other creditors (note 16) OBLIGATIONS UNDER FINANCE LEASES AND HIRE PURC Net obligations (included in 'other creditors') DEFERRED TAXATION Not provided 1999 1998 £ £ Deferred tax is calculated at 20% (1998 - 20%) analysed over the following timing differences: On other timing differences SHARE CAPITAL Authorised: Equity interests:	Taxation and social security Other creditors (notes 9 & 16) CREDITORS: amounts falling due after more than one year CREDITORS: amounts falling due after more than one year CREDITORS: amounts falling due after more than one year Other creditors (note 16) OBLIGATIONS UNDER FINANCE LEASES AND HIRE PURCHASE CONTROL Net obligations (included in 'other creditors') 1999 £ Net obligations (included in 'other creditors') 1,442 DEFERRED TAXATION Not provided 1999 £ £ £ £ Deferred tax is calculated at 20% (1998 - 20%) analysed over the following timing differences: On other timing differences On other timing differences SHARE CAPITAL Authorised: Equity interests:

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 1999

This loan is interest free.

13.	INVESTMENT PROPERTY REVALUATION RESERVE		
		1999 £	1998 £
	Balance at the start of the year Revaluation during the year	27,367 24,610	27,367
	Balance at the end of the year	51,977	27,367
14.	RECONCILIATION OF MOVEMENTS IN SHAREHOLI	DERS' FUNDS	
		1999 £	1998 £
	Profit / (loss) for the year Dividends	13,926 (6,400) 24,610	(1,988)
	Other recognised gains and losses relating to the year Net addition to shareholders' funds Opening shareholders' funds	32,136 18,565	27,367 25,379 (6,814)
	Closing shareholders' funds	50,701	18,565
	Represented by:- Equity interests	50,701	18,565
15.	PROFIT AND LOSS ACCOUNT		
		1999 £	1998 £
	Accumulated loss at the start of the year Profit/ (loss) for the year	(9,302) 7,526	(7,314) (1,988)
	Accumulated loss at the end of the year	(1,776)	(9,302)
16.	TRANSACTIONS WITH DIRECTORS		
	Amounts owed to directors notes 8 & 9	1999 £	1998 £
	Mrs J M Howard	292,095	274,984

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 1999

17. CONTROL

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