

JMP STUDIO LIMITED
DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2001



JMP STUDIO LIMITED

COMPANY INFORMATION

| | |
|--------------------------|--|
| Directors | J McAslan A S J Brown M J Smith M P Markcrow |
| Secretary | N A Martin |
| Company number | 3204556 |
| Registered office | Audrey House 16/20 Ely Place London EC1N 6SN |
| Auditors | Beavis Walker Audrey House 16/20 Ely Place London EC1N 6SN |

JMP STUDIO LIMITED

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JMP STUDIO LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 OCTOBER 2001

The directors present their report and financial statements for the year ended 31 October 2001.

Principal activities

The principal activity of the company continued to be that of provision of services as architects and surveyors on overseas assignments.

Directors

The following directors have held office since 1 November 2000:

J McAslan
A S J Brown
M J Smith
M P Markcrow

Directors' interests

The directors' interests in the shares of the company were as stated below:

| | Ordinary shares of £1 each | |
|--------------|----------------------------|-----------------|
| | 31 October 2001 | 1 November 2000 |
| J McAslan | - | - |
| A S J Brown | - | - |
| M J Smith | - | - |
| M P Markcrow | - | - |

The beneficial interests of the director, J McAslan, in the issued ordinary share capital of the parent company, John McAslan & Partners Limited, were 5,000 £1 Ordinary shares. The remaining directors have no beneficial interests in the issued ordinary share capital of that company.

Auditors

The company has by elective resolution dispensed with the obligation to appoint auditors annually in accordance with section 386(1) of the Companies Act 1985. Therefore, the auditors, Beavis Walker, will be deemed to be reappointed for each succeeding financial year.

JMP STUDIO LIMITED

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 OCTOBER 2001

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.

This 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



N A Martin

Secretary

17th May 2002

JMP STUDIO LIMITED

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF JMP STUDIO LIMITED

We have audited the financial statements of JMP Studio Limited on pages 4 to 8 for the year ended 31 October 2001. These financial statements have been prepared in accordance with the Financial Reporting Standard for Smaller Entities (effective March 2000), under the historical cost convention and the accounting policies set out therein.

Respective responsibilities of the directors and auditors

As described in the statement of directors' responsibilities on page 2 the company's directors are responsible for the preparation of the 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 directors' report 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 directors' report 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 October 2001 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.


Beavis Walker



Chartered Accountants

Registered Auditor

Audrey House
16/20 Ely Place
London
EC1N 6SN



JMP STUDIO LIMITED

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 OCTOBER 2001

| | | 2001 | 2000 |
|---|-------|----------|-----------|
| | Notes | £ | £ |
| Turnover | 2 | 92,575 | 110,106 |
| Cost of sales | | (27,772) | (106,588) |
| Gross profit | | 64,803 | 3,518 |
| Administrative expenses | | (2,017) | (1,555) |
| Profit on ordinary activities before taxation | 3 | 62,786 | 1,963 |
| Tax on profit on ordinary activities | 4 | (12,584) | 3,973 |
| Profit on ordinary activities after taxation | | 50,202 | 5,936 |
| Dividends | | (50,000) | - |
| Retained profit for the year | 9 | 202 | 5,936 |

JMP STUDIO LIMITED

BALANCE SHEET AS AT 31 OCTOBER 2001

| | Notes | 2001 £ | £ | 2000 £ | £ |
|--|-------|-----------------|----------------|-----------------|--------------|
| Current assets | | | | | |
| Debtors | 5 | 30,432 | | 50,486 | |
| Creditors: amounts falling due within one year | 6 | <u>(14,100)</u> | | <u>(41,456)</u> | |
| Total assets less current liabilities | | | 16,332 | | 9,030 |
| Creditors: amounts falling due after more than one year | 7 | | <u>(7,100)</u> | | <u>-</u> |
| | | | <u>9,232</u> | | <u>9,030</u> |
| Capital and reserves | | | | | |
| Called up share capital | 8 | | 100 | | 100 |
| Profit and loss account | 9 | | 9,132 | | 8,930 |
| Shareholders' funds | | | <u>9,232</u> | | <u>9,030</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 March 2000).

The financial statements were approved by the Board on

17th May, 2002

J McAslan

J McAslan

Director

JMP STUDIO LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2001

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective March 2000).

1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable accounting standards.

1.3 Turnover

Turnover and profit on long term contracts are recognised in proportion to work performed during the year. Any uninvoyed work at the year end is included in debtors under accrued income.

1.4 Foreign currency translation

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All differences are taken to profit and loss account.

2 Turnover

In the year to 31 October 2001 100.00% (2000- 100.00%) of the company's turnover was to markets outside the United Kingdom.

3 Operating profit

| | 2001 | 2000 |
|--|-------|------|
| | £ | £ |
| Operating profit is stated after charging: | | |
| Auditors' remuneration | 1,000 | 500 |

4 Taxation

| | 2001 | 2000 |
|---|--------|---------|
| | £ | £ |
| U.K. current year taxation | | |
| U.K. corporation tax at 20% (2000- 20%) | 12,600 | 280 |
| Prior years | | |
| U.K. corporation tax | (16) | (4,253) |
| | 12,584 | (3,973) |

JMP STUDIO LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 OCTOBER 2001

| 5 | Debtors | 2001 £ | 2000 £ |
|---|---|---------------|---------------|
| | Trade debtors | 4,000 | 36,686 |
| | Amounts owed by group undertakings interest | 12,232 | - |
| | Other debtors | 14,200 | 13,800 |
| | | <u>30,432</u> | <u>50,486</u> |

Debtors include an amount of £14,200 (2000- £-) which is due after more than one year.

| 6 | Creditors: amounts falling due within one year | 2001 £ | 2000 £ |
|---|--|---------------|---------------|
| | Amounts owed to group undertakings | - | 33,763 |
| | Taxation and social security | 12,600 | 293 |
| | Other creditors | 1,500 | 7,400 |
| | | <u>14,100</u> | <u>41,456</u> |

| 7 | Creditors: amounts falling due after more than one year | 2001 £ | 2000 £ |
|---|---|-----------|-----------|
| | Contract costs due after 1 year | 7,100 | - |

Contract costs of £7,100 will become payable on completion of the contract.

| 8 | Share capital | 2001 £ | 2000 £ |
|---|---|----------------|----------------|
| | Authorised | | |
| | 100,000 Ordinary shares of £1 each | <u>100,000</u> | <u>100,000</u> |
| | Allotted, called up and fully paid | | |
| | 100 Ordinary shares of £1 each | <u>100</u> | <u>100</u> |

JMP STUDIO LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 OCTOBER 2001

9 Statement of movements on profit and loss account

Profit and loss account

| | £ |
|------------------------------|-------|
| Balance at 1 November 2000 | 8,930 |
| Retained profit for the year | 202 |
| | <hr/> |
| Balance at 31 October 2001 | 9,132 |
| | <hr/> |

10 Related party transactions

At 31st October, 2001 the company was owed £12,232 (2000 - due to £33,763) by its parent company, John McAslan and Partners Limited, which is registered in England and Wales. At 31st October, 2001 the company paid a dividend of £50,000 (2000 - £nil) to John McAslan and Partners Limited.