ATRIO LIMITED DIRECTOR'S REPORT AND ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2001

Phase & Jar Rebon & JA

Company No. 3303693



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DIRECTOR'S REPORT

FOR THE YEAR ENDED 31ST MARCH 2001

The director presents his report and the accounts for the company for the year ended 31st March 2001.

Principal activities

The company's principal activity continued to be that of venture development consultants.

Director and his interests

The director who held office during the year is given below:

Name of director

Mr David John Carman

No director held a beneficial interest in the company's share capital.

Statement of director's responsibilities

Company law requires the director to prepare accounts 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 for that year. In preparing those accounts the director is 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, subject to any material departures disclosed and explained in the accounts;

Prepare the accounts on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The director is responsible for keeping proper accounting records which disclose, with reasonable accuracy at any time, the financial position of the company and enable him to ensure that the accounts comply with the Companies Act 1985. He is 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.

Small company exemptions

This report has been prepared in accordance with the special provisions relating to small companies within part VII of the Companies Act 1985.

By order of the Board

Mr David John Carman

Date: 26 September 2001

ACCOUNTANTS' REPORT TO THE DIRECTORS

ON THE UNAUDITED ACCOUNTS OF

ATRIO LIMITED

As described on the balance sheet you are responsible for the preparation of the accounts for the year ended 31st March 2001, set out on pages 3 to 7, and you consider that the company is exempt from an audit and a report under Section 249A(1) of the Companies Act 1985. In accordance with your instructions, we have compiled these unaudited accounts in order to assist you to fulfil your statutory responsibilities, from the accounting records and information and explanations supplied to us.

Sayers Butterworth
Chartered Accountants
18 Bentinck Street
London
W1U 2AR

Date: 26th September 2001

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31ST MARCH 2001

N	lotes	2001 £	2000 £
Turnover	2	84,368	48,907
Administrative expenses	_	(32,395)	(18,699)
Operating profit	3	51,973	30,208
Interest receivable	_	597	
Profit for the financial year		52,570	30,208
Retained loss brought forward		(133,404)	(163,612)
Retained loss carried forward	_	(80,834)	(133,404)

There were no recognised gains or losses for 2001 or 2000 other than those included in the profit and loss account.

BALANCE SHEET

AS AT 31ST MARCH 2001

	Notes	£	2001 £	£	2000 £
Fixed assets					
Tangible assets	4		4,210		3,095
Investments	5		49		49
		•	4,259	·	3,144
Current assets			-,		,
Debtors	6	20,341		24,806	
Cash at bank and in hand	_	60,597	_	11,246	
		80,938		36,052	
Creditors: amounts falling due within one year	7	(165,931)		(172,500)	
Net current liabilities	_		(84,993)		(136,448)
Total assets less current liabilities		=	(80,734)	=	(133,304)
Capital and reserves					
Share capital	8		100		100
Profit and loss account			(80,834)		(133,404)
Shareholders' funds		:	(80,734)	:	(133,304)

The director is of the opinion that the company is entitled to exemption from audit conferred by Subsection 1 of Section 249A of the Companies Act 1985 for the year ended 31st March 2001.

The director confirms that no member or members have requested an audit pursuant to Subsection 2 of Section 249B of the Companies Act 1985.

The director confirms that he is responsible for:

ensuring that the company keeps accounting records which comply with Section 221 of the Companies Act 1985,

and preparing accounts which give a true and fair view of the state of the affairs of the company as at the end of the financial year and of its results for the financial year in accordance with the requirements of Section 226 of the Companies Act 1985, and which otherwise comply with the requirements of this Act relating to accounts, so far as applicable to the company.

The accounts have been prepared in accordance with the special provisions relating to small companies within Part VII of the Companies Act 1985 and the Financial Reporting Standard for Smaller Entities (effective March 2000)

These accounts were approved by the board on 26th September 2001 and signed on its behalf by:

Mr David John Carman

Director

NOTES TO THE ACCOUNTS

FOR THE YEAR ENDED 31ST MARCH 2001

1 Accounting policies

Basis of accounting

The accounts have been prepared under the historical cost convention and in accordance with applicable accounting standards.

The company has taken advantage of the exemptions in Financial Reporting Standard No. 1 from the requirement to produce a cash flow statement on the grounds that it is a small company.

Turnover

Turnover comprises the value of sales excluding value added tax and trade discounts.

Tangible fixed assets and depreciation

Depreciation is calculated to write down the cost or valuation less estimated residual value of all tangible fixed assets other than freehold land by equal annual instalments over their expected useful lives. The rates and periods generally applicable are:

Computer equipment

33% Straight line

Investments

Investments are included at cost less amounts written off. Profits or losses arising from disposals of fixed asset investments are treated as part of the result from ordinary activities.

Deferred taxation

Provision is made for deferred taxation using the liability method to take account of timing differences between the incidence of income and expenditure for taxation and accounting purposes except to the extent that the director considers that a liability to taxation is unlikely to crystallise.

2 Turnover

The turnover was derived from the company's principal activity which was carried out wholly in the UK.

3 Operating profit

The operating profit is stated after charging or crediting:	2001	2000
Depreciation of tangible fixed assets:	£	£
-owned assets	2,888	1,524

NOTES TO THE ACCOUNTS

FOR THE YEAR ENDED 31ST MARCH 2001

4	Tangible fixed assets		
		Plant and machinery etc	•
		£	£
	Cost		
	At 1st April 2000 Additions	4,619 4,003	4,619 4,003
			4,000
	At 31st March 2001	8,622	8,622
	Depreciation		
	At 1st April 2000	1,524	1,524
	Charge for the year	2,888	2,888
	At 31st March 2001	4,412	4,412
	Net book value		
	At 31st March 2001	4,210	4,210
5	Fixed asset investments		
			Participating Interests
	Cost		£
	At 1st April 2000		49
	Cost and Net Book Value at 31st March 2001		49
	Net book value		
	At 31st March 2001		49
	At 31st March 2000	•	49
		•	
6	Debtors	2001	2000
		£	£
	Trade debtors	20,341	24,556
	Other debtors		250
		20,341	24,806

NOTES TO THE ACCOUNTS

FOR THE YEAR ENDED 31ST MARCH 2001

7	Creditors: amounts falling due within one year	2001	2000
		£	£
	Other loans due within one year	152,000	165,500
	Bank loans and overdrafts	3,539	-
	Other creditors	10,392	7,000
		165,931	172,500
8	Share capital	2001	2000
	Authorised	£	£
	10,000 Ordinary Shares of £1 each.	10,000	10,000
	Allotted		
	100 Allotted, called up and fully paid ordinary shares of £1 each	100	100

9 Related parties Control

The company's ultimate holding company is Atrio Holdings Limited, a company registered in the Isle of Man.