REGISTRAR OF COMPANIES

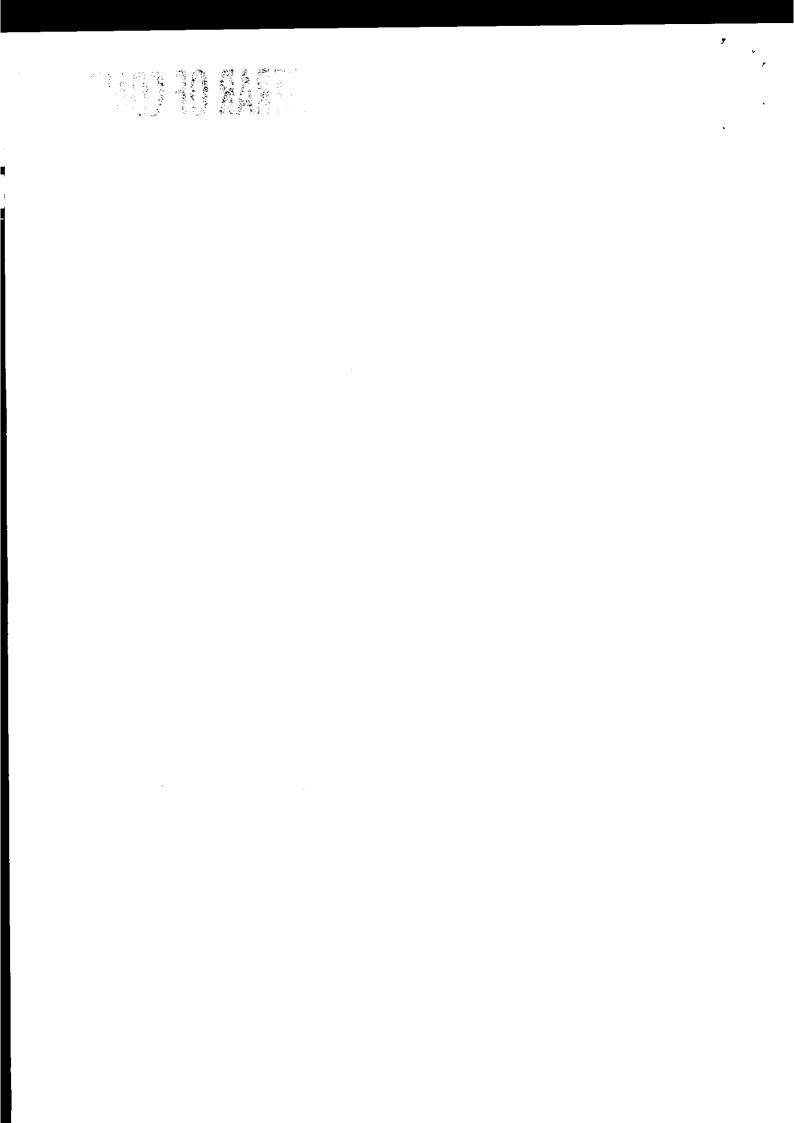
'Nearbuys' Convenience Stores Limited

Director's Report and Financial Statements

for the year ended 30 April 2000

Registration Number 3352798 England and Wales

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COMPANIES HOUSE 28/02/01



Company Information

Director

David John Patient

Secretary

Sherran Patient

Registered Number

3352798 England and Wales

Registered Office

1 The Shrubberies George Lane London E18 1BD

Auditors

Ismail Spyrou

Chartered Accountants and Registered Auditors

820a Green Lanes London N21 2RT

Business Address

20/22 Dovervelt Road

Canvey Island Essex SS8 8DY

Bankers

HSBC Bank plc 74 High Street Barkingside Essex IG6 2DN

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Director's Report for the year ended 30 April 2000

The director presents his annual report with the audited financial statements of the company for the year ended 30 April 2000.

Principal Activity

The principal activity of the company continues to be that of a retail convenience store.

Director and his Interest

The director in office in the year, and his beneficial interest in the company's issued share capital at the beginning and end of the year, was as follows:

Ordinary shares of £1 each

David John Patient 10,000

Director's Responsibilities

Company law requires the director to prepare financial statements for each financial year which give a true and fair view of the state of the affairs of the company and of the profit or loss of the company for that year. In preparing these the director is required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- prepare the financial statements based 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 to enable him to ensure that the financial statements 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

Auditors

Ismail Spyrou were appointed auditors to the company in accordance with Section 385 of the Companies Act 1985. A resolution proposing their reappointment will be put to the Annual General Meeting.

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

This report was approved by the Board on 26 February 2001 and signed on its behalf by

Sherran Patient

Secretary

Auditors' Report to the Shareholders of 'Nearbuys' Convenience Stores Limited

We have audited the financial statements on pages 3 to 10 which have been prepared under the historical cost convention and the accounting policies set out on page 5.

Respective responsibilities of director and auditors

As described on page 1 the company's director is responsible for the preparation of financial statements. 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 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 director in the preparation of the financial statements, and 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 30 April 2000 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985 applicable to small companies.

Ismail Spyrou

Chartered Accountants and Registered Auditors

820a Green Lanes London N21 2RT

27 February 2001

Profit and Loss Account for the year ended 30 April 2000

		Continuing operation	
		2000	1999
	Notes	£	£
Turnover	2	912,338	710,669
Cost of sales		(721,373)	(578,879)
Gross profit		190,965	131,790
Administrative expenses		(182,306)	(137,033)
Other operating income		16,006	15,347
Operating profit	3	24,665	10,104
Interest payable	4	(7,948)	(8,699)
Profit on ordinary activities before taxation		16,717	1,405
Taxation	5	(5,409)	(2,759)
Profit/(Loss) on ordinary activities after taxation		11,308	(1,354)
Dividends paid		(5,000)	
Retained profit/(loss) for the	financial year	6,308	(1,354)
Accumulated (loss) brought for	ward	(8,487)	(7,133)
Accumulated (loss) carried fo	rward	(2,179)	(8,487)
		_	

There are no recognised gains or losses other than those included in the profit and loss account.

The notes on pages 5 to 10 form an integral part of these financial statements.

Balance Sheet as at 30 April 2000

	200	0	1999	1
Notes	£	£	£	£
6		31,096		38,743
7		80,077		94,337
		111,173		133,080
	31,139		31,425	
8	34,178		33,628	
	603		450	
	65,920		65,503	
9	(105,341)		(117,226)	
		(39,421)		(51,723)
		71,752		81,357
10		(58,928)		(74,887)
11		(5,003)		(4,957)
		7,821		1,513
12		10,000		10,000
		(2,179)		(8,487)
		7,821		1,513
	6 7 8 9	Notes £ 6 7 8 31,139 8 34,178 603 65,920 9 (105,341)	$ \begin{array}{cccccccccccccccccccccccccccccccccccc$	Notes £ £ 6 31,096 7 80,077 111,173 31,425 8 34,178 33,628 603 450 65,920 65,503 9 (105,341) (117,226) 71,752 (58,928) 10 (58,928) 11 (5,003) 7,821 (2,179)

The 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.

The financial statements were approved by the Board on 26 February 2001 and signed on its behalf by

David John Patient

Danid John Paker

Director

The notes on pages 5 to 10 form an integral part of these financial statements

Notes to the Financial Statements for the year ended 30 April 2000

1. Accounting Policies

1.1. Accounting convention

The financial statements are prepared under the historical cost convention, and include the results of the company's operations which are described in the Director's Report, all of which are continuing

The financial statements do not include a cash flow statement because the company, as a small reporting entity is exempt from the requirement to produce such a statement under Financial Reporting Standard 1.

1.2. Turnover

Turnover represents the value of goods supplied, excluding value added tax.

1.3. Goodwill

Acquired goodwill is written off in equal annual instalments over the remaining life of the property lease which is its estimated useful economic life.

1.4. Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation.

Depreciation is provided on all tangible fixed assets at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Short leasehold property

Straight line over the life of the property lease

Fixtures, fittings

and equipment

Straight line over the life of the property lease

Leased equipment - Straight line over the life of the property lease

1.5. Leasing

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible assets and depreciated over the shorter of the lease term and their useful lives. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce constant periodic rates of charge on the net obligations outstanding in each period.

Rentals payable under operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against profit as incurred.

1.6. Stock

Stock is valued at the lower of cost and net realisable value, after making due allowance for damaged and slow-moving items.

1.7. 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 materialise.

2. Turnover

The total turnover of the company for the year has been derived from its principal activity undertaken wholly in the United Kingdom.

Notes to the Financial Statements for the year ended 30 April 2000

3.	Operating profit	2000 £	1999 £
	Amortisation of intangible fixed assets	7,648	7,648
	Depreciation of tangible fixed assets	20,190	18,470
	Operating lease rentals		
	- hire of equipment	150	415
	- land and buildings	12,000	9,709
	Auditors' remuneration	500	=====
4.	Interest payable	2000	1999
		£	£
	Bank loans and overdraft	7,262	8,326
	Lease finance charges	686	373
		7,948	8,699
5.	Taxation	2000	1999
		£	£
	United Kingdom current year taxation		
	Corporation Tax at 19.87% (1999 - 20.92%)	6,074	784
	Transfer to deferred taxation	46	1,975
		6,120	2,759
	Prior years		
	Corporation Tax	(711)	
		5,409	2,759

Notes to the Financial Statements for the year ended 30 April 2000

6. Intangible fixed assets

· ·	Goodwill	Total
Cost	£	£
At 1 May 1999 and at 30 April 2000	52,258	52,258
Provision for diminution in value At 1 May 1999 Charge for year	13,515 7,648	13,515 7,648
At 30 April 2000	21,162	21,162
Net book values At 30 April 2000 At 30 April 1999	31,096 38,743	31,096

7. Tangible fixed assets

•	Short leasehold property	Fixtures, fittings & equipment	Leased equipment	Total
	£	£	£	£
Cost				
At 1 May 1999	27,500	84,004	8,500	120,004
Additions	-	5,930	-	5,930
At 30 April 2000	27,500	89,934	8,500	125,934
Depreciation				
At 1 May 1999	7,111	17,593	963	25,667
Charge for year	4,024	14,709	1,457	20,190
At 30 April 2000	11,135	32,302	2,420	45,857
Net book values	***************************************			
At 30 April 2000	16,365	57,632	6,080	80,077
At 30 April 1999	20,389	66,411	7,537	94,337

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

	20	00	19	99
Asset description	Net book value £	Depreciation charge	Net book value £	Depreciation charge
Leased equipment	6,080	1,457	7,537	963

Notes to the Financial Statements for the year ended 30 April 2000

8. Debtors

	2000 £	1999 £
Trade debtors	1,334	893
Other debtors	28,000	30,177
Prepayments	4,844	2,558
	34,178	33,628

Included in other debtors is £28,000 relating to a Post Office introductory fee.

9.	Creditors: amounts falling due within one year	2000 £	1999 £
	Bank overdraft	7,244	40,823
	Bank loans	11,699	11,698
	Net obligations under finance leases	,	,
	and hire purchase contracts	2,510	2,510
	Trade creditors	55,381	54,710
	Corporation tax	6,074	784
	Social security and other taxes	6,759	2,613
	Accruals	15,674	4,088
		105,341	117,226

Notes to the Financial Statements for the year ended 30 April 2000

10.	Creditors: amounts falling due after more than one year	2000 £	1999 £
	Bank loans	58,301	71,750
	Net obligations under finance leases		
	and hire purchase contracts	627	3,137
		58,928	74,887
	Bank loans outstanding at the balance sheet date are payable in annual installr	nents, plus interest, as f	ollows:
	Repayable in one year or less, or on demand (Note 9)	11,699	11,698
	Repayable between one and two years	11,699	11,699

Of the creditors falling due within one year and after more than one year £77,243 (1999 - £124,271) was secured by fixed and floating charges over the company's assets and a mortgage over the short leasehold property.

35,096

11,505

69,999

35,096

24,955

On the 16 June 2000 the existing bank loans were repaid and replaced with a larger bank loan which also provided funds to undertake an expansion of the company's business premises which commenced shortly after the balance sheet date.

11. Provisions for liabilities and charges

Repayable between two and five years

Repayable in five years or more

Deferred Taxation

Deferred tax is analysed over the following timing differences:

	Provi	ded
	2000	1999
	£	£
Accelerated capital allowances	5,003	4,957
Movements on the provision for deferred taxation are:		
	2000	1999
	£	£
Provision brought forward	4,957	2,982
Charge for year	46	1,975
Provision carried forward	5,003	4,957

Provision has been made for the full potential deferred taxation liability.

Notes to the Financial Statements for the year ended 30 April 2000

12.	Share capital	2000	1999
		£	£
	Authorised equity		
	25,000 Ordinary shares of £1 each	<u>25,000</u>	25,000
	Allotted, called up and fully paid equity		
	10,000 Ordinary shares of £1 each	10,000	10,000

13. Financial commitments

At the Balance Sheet date the company had annual commitments under non-cancellable operating leases as follows:

	Land and	Land and buildings	
	2000	1999	
	£	£	
Expiry date:			
Less than five years	12,000	9,500	

14. Capital commitments

Details of capital commitments at the balance sheet date are as follows:

	2000 £	1999 £
Contracted for but not provided in the financial statements.	54,800	

The company undertook a further bank loan to meet these commitments after the balance sheet date.

15. Ultimate controlling party

In the opinion of the director, David John Patient who controls 100% of the shares of the company, is the company's ultimate controlling party.

16. Going concern

The director has prepared these financial statements on the basis the the company's creditors will not withdraw their facilities in the forseeable future.