

Company Registration No. 3419103 (England and Wales)

FUNEVEN LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2002



FUNEVEN LIMITED

COMPANY INFORMATION

Directors

T Abbotts
A Bannington
W Bennett
M Brandwood
D Edge
R Harris
S Houssart
R Jamieson
M R Talbot

Secretary

A Bannington

Company number

3419103

Registered office

C/O Bates, Wells & Braithwaite
Cheapside House, 138 Cheapside
London
EC2 6BB

Auditors

Saffery Champness
Lion House
Red Lion Street
London
WC1R 4GB

Solicitors

Bates, Wells and Braithwaite
Cheapside House, 138 Cheapside
London
EC2 6BB

FUNEVEN LIMITED

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FUNEVEN LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2002

The Directors submit their Report and Financial Statements for the year ended 31 March 2002.

Principal activities and review of the business

The company is engaged solely in the management of the East India Dock Estate. The company does not operate for profit and costs incurred are charged to individual lessees. Any surplus generated will be carried forward as a reserve to meet future exceptional expenses.

Results and dividends

The results for the year are set out on page 4.

Directors

The following directors have held office since 1 April 2001:

T Abbotts
A Bannington
W Bennett
M Brandwood
D Edge
R Harris
S Houssart
R Jamieson
M R Talbot
A Ruhan

(Resigned 31 July 2002)

Directors' interests

None of the directors were beneficially interested in the shares of the company during the year.

Auditors

In accordance with section 385 of the Companies Act 1985, a resolution proposing that Saffery Champness be reappointed as auditors of the company will be put to the Annual General Meeting.

FUNEVEN LIMITED

**DIRECTORS' REPORT (continued)
FOR THE YEAR ENDED 31 MARCH 2002**

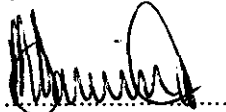
Directors' responsibilities

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.

On behalf of the board



A Bannington

Company Secretary

17 December 2002

FUNEVEN LIMITED

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF FUNEVEN LIMITED

We have audited the financial statements of Funeven Limited on pages 4 to 9 for the year ended 31 March 2002. These financial statements have been prepared 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 or material inconsistencies with the financial statements.

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.

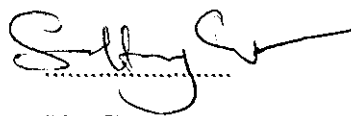
Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 31 March 2002 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Saffery Champness

Chartered Accountants
Registered Auditors

31 March 2003



Lion House
Red Lion Street
London
WC1R 4GB

FUNEVEN LIMITED**PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 MARCH 2002**

	Notes	2002 £	2001 £
Turnover	2	193,590	79,934
Operating expenses		(74,351)	(93,381)
Operating surplus/(deficit)	3	119,239	(13,447)
Interest receivable		1,632	1,209
Surplus/(deficit) on ordinary activities before taxation		120,871	(12,238)
Tax on surplus/(deficit) on ordinary activities	4	(9,049)	(406)
Surplus/(deficit) on ordinary activities after taxation	9	111,822	(12,644)

The profit and loss account has been prepared on the basis that all operations are continuing operations.

There are no recognised gains and losses other than those passing through the profit and loss account.

The notes on pages 6 to 9 form part of these financial statements.

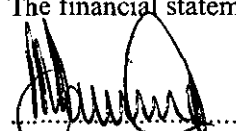
FUNEVEN LIMITED

**BALANCE SHEET
AS AT 31 MARCH 2002**

	Notes	2002 £	£	2001 £	£
Fixed assets					
Tangible assets	5		1		1
Current assets					
Debtors	6	99,504		17,373	
Cash at bank and in hand		79,149		93,190	
		<u>178,653</u>		<u>110,563</u>	
Creditors: amounts falling due within one year	7	<u>(69,712)</u>		<u>(113,444)</u>	
Net current assets/(liabilities)			<u>108,941</u>		<u>(2,880)</u>
Total assets less current liabilities			<u>108,942</u>		<u>(2,880)</u>
Capital and reserves					
Called up share capital	8		100		100
Profit and loss account	9		108,842		(2,980)
Shareholders' funds - equity interests	10		<u>108,942</u>		<u>(2,880)</u>

The notes on pages 6 to 9 form part of these financial statements.

The financial statements were approved by the Board on 17.12.2002


A Bannington
Director

FUNEVEN LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2002

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention.

1.2 Turnover

Turnover represents service charges receivable in the year net of VAT.

1.3 Tangible fixed assets and depreciation

Tangible fixed assets comprise freehold land stated at cost and is not depreciated.

1.4 Deferred taxation

The accounting policy in respect of deferred tax has been changed to reflect the requirements of FRS19 - Deferred tax. Deferred tax is provided in full in respect of taxation deferred by timing differences between the treatment of certain items for taxation and accounting purposes. The deferred tax balance has not been discounted.

The above amounts to a change in accounting policy. The previous policy was to provide deferred tax only to the extent that it was probable that liabilities would crystallise in the foreseeable future.

The adoption of the standard has not required a prior year adjustment. If the new policy had been in place in the previous year no deferred tax liability would have been recognised as the conditions for recognition would not have been satisfied.

2 Turnover

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

3 Operating surplus/(deficit)

	2002	2001
	£	£
Operating surplus/(deficit) is stated after charging:		
Auditors' remuneration	1,350	1,350

FUNEVEN LIMITED

**NOTES TO THE FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 MARCH 2002**

4 Taxation	2002	2001
	£	£
Domestic current year tax		
U.K. corporation tax	9,049	(575)
Adjustment for prior years	-	981
Current tax charge	<u>9,049</u>	<u>406</u>
 Factors affecting the tax charge for the year		
Profit/(loss) on ordinary activities before taxation	<u>120,871</u>	<u>(12,238)</u>
 Profit/(loss) on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 20.00% (2001 : 11.00%)	<u>24,174</u>	<u>(1,346)</u>
Effects of:		
Adjustments to previous periods	-	981
Other tax adjustments	(15,125)	771
	<u>(15,125)</u>	<u>1,752</u>
Current tax charge	<u>9,049</u>	<u>406</u>

The effect of the other tax adjustments is the result of a proportion of income not being chargeable to corporation tax under the provisions of mutual trading.

5 Tangible fixed assets

	Freehold land and buildings £
Cost	
At 1 April 2001 & at 31 March 2002	<u>1</u>
Depreciation	
At 1 April 2001 & at 31 March 2002	<u>-</u>
Net book value	
At 31 March 2002	<u>1</u>
At 31 March 2001	<u>1</u>

FUNEVEN LIMITED

**NOTES TO THE FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 MARCH 2002**

6 Debtors	2002	2001
	£	£
Amounts due from lessees	29,545	15,457
Corporation tax recoverable	575	575
Other debtors	-	1,341
Prepayments and accrued income	69,384	-
	<u>99,504</u>	<u>17,373</u>
 7 Creditors: amounts falling due within one year	 2002	 2001
	£	£
Amounts due to managing agent	-	6,343
Deposits held	-	58,250
Corporation tax	9,049	-
Other taxes and social security costs	3,120	-
Accruals	22,543	48,851
Deferred income	35,000	-
	<u>69,712</u>	<u>113,444</u>
 8 Share capital	 2002	 2001
	£	£
Authorised		
100,000 Ordinary shares of 1p each	<u>1,000</u>	<u>1,000</u>
 Allotted, called up and fully paid		
10,000 Ordinary shares of 1p each	<u>100</u>	<u>100</u>
 9 Statement of movements on profit and loss account		
		Profit and loss account £
Balance at 1 April 2001		(2,980)
Retained surplus for the year		<u>111,822</u>
Balance at 31 March 2002		<u>108,842</u>

FUNEVEN LIMITED**NOTES TO THE FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 MARCH 2002**

10 Reconciliation of movements in shareholders' funds	2002	2001
	£	£
Surplus/(deficit) for the financial year	111,822	(12,644)
Opening shareholders' funds	(2,880)	9,764
	<hr/>	<hr/>
Closing shareholders' funds	108,942	(2,880)
	<hr/>	<hr/>

11 Directors' emoluments	2002	2001
	£	£
Emoluments for qualifying services	5,000	2,500
	<hr/>	<hr/>

The company has been charged £5,000 plus VAT by Telehouse International Corporation of Europe Limited for the services of Mr A Bannington as company secretary.

12 Employees**Number of employees**

There were no employees during the year apart from the directors.