DIRECTORS' REPORT AND FINANCIAL STATEMENTS

For the Year Ended 30th November 2001

Company No 3466209 (England and Wales)

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Company Information

Directors IBL Woolf

Secretary R Woolf

Company Number 3466209

Registered Office 52 Great Eastern Street

London EC2A 3EP

Auditors Oppenheims

Oppenheims P O Box 2385 Maidenhead Berkshire SL6 1WG

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DIRECTORS' REPORT

For the Year Ended 30th November 2001

The Directors present their report and the financial statements for the period ended 30th November 2001.

Directors' Responsibilities

The Directors are required by UK company law to prepare financial statements for each financial year that 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.

The Directors confirm that suitable accounting policies have been used and applied consistently and that reasonable and prudent judgements and estimates have been made in the preparation of the financial statements for the period ended 30th November 2001. The Directors also confirm that applicable accounting standards have been followed and that the financial statements have been prepared on a going concern basis.

The Directors are responsible for keeping proper accounting records, for taking reasonable steps to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

Principal Activity

Since incorporation on 14th November 1997 the Company has acted as a nominee and had no beneficial interest in any contract to which it was a party nor was it entitled to any fees or other income.

Directors

The Directors at 30th November 2001 and their interests in the share capital of the Company at both 30th November 2000 and 2001 were as follows:

Ordinary Shares

IBL Woolf

2

Auditors

The auditors, Oppenheims, will be proposed for re-appointments in accordance with section 385 of the Companies Act 1985.

The report which has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 applicable to small companies, and the Financial Reporting Standard for Smaller Entities (effective March 2002) was approved by the board on 6th September 2002 and signed on its behalf.

Secretary

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

Respective Responsibilities of Directors and Auditors

As described on page 1 the Company's directors are 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 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.

Opinion

In our opinion, the financial statements give a true and fair view of the state of the Company's affairs as at 30th November 2001 and of its result for the period then ended and have been properly prepared in accordance with the provisions of the Companies Act 1985 applicable to spall companies.

OPPENHEIMS

Accountants and Registered Auditors

P D Box 2385 Maidenhead SL6 1WG

Date: 6th September 2002

PROFIT AND LOSS ACCOUNT

For the Year Ended 30th November 2001

	Notes	2001	2000
TURNOVER	1	-	-
Cost of Sales		=	=
GROSS PROFIT		-	-
Selling and distribution costs Administrative expenses		- -	- =
OPERATING PROFIT	2	-	-
Profit on disposal of tangible fixed assets		=	=
PROFIT ON ORDINARY AC BEFORE INTEREST	TIVITIES	-	-
Interest receivable Interest payable		-	-
PROFIT ON ORDINARY AC	TIVITIES	-	-
AFTER TAXATION		-	-
Dividends		Ξ	Ξ
RETAINED PROFIT FOR TH	IE YEAR		
Retained Profit Brought Forward	1	Ξ	=
RETAINED PROFIT CARRI	ED FORWARD	£- =	£- =

There were no recognised gains and losses for 2000 and 2001.

BALANCE SHEET as at 30th November 2001

	Notes	2001	2000
FIXED ASSETS		-	-
CURRENT ASSETS Cash at bank and in hand		2	2
CREDITORS: amounts falling within one year		Ξ	=
TOTAL ASSETS LESS CURR LIABILITIES	RENT	2	2
CREDITORS: amounts falling due after more than one year		-	-
PROVISIONS FOR LIABILIT AND CHARGES	TIES		
Deferred taxation		=	Ξ
NET ASSETS		£2 =	£2 =
CAPITAL AND RESERVES			
Called up share capital	5	2	2
Profit and loss account		,=	=
SHAREHOLDERS' FUNDS		£2	£2
		=	=
Represented by		_	_
Equity interests		2	2
Non-equity interests		Ξ	=
		£2	£2
		=	=

The financial statements, which have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 applicable to small companies were approved by the board on 6th September 2002 and signed on its behalf.

I B L WOOLF Director

The notes on page 5 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS

For the Year Ended 30th November 2001

1. TURNOVER

The Company had no beneficial interest in any contract to which it was a party.

The Company was not entitled to any fees or other income by virtue of any contract to which it was a party.

2. OPERATING PROFIT

The Company incurred no cost or expenses. The Company was indemnified against all costs, expenses or other claims arising from any contract to which it was a party.

3.	SHARE CAPITAL	2001	2000
	Authorised		
	Ordinary share of £1 each	£100	£100
		===	
	Allotted, called up and fully paid		
	Ordinary shares of £1 each	£2	£2
		=	=