

Owengate Structured Finance Limited

FINANCIAL STATEMENTS

for the year ended

31 May 2001



Owengate Structured Finance Limited

DIRECTORS AND OFFICERS

DIRECTORS

P M Bruton

D Pinnock

SECRETARY

P M Bruton

COMPANY NUMBER

3749715 (England and Wales)

REGISTERED OFFICE

140 London Road

Guildford

Surrey GU1 1UW

Owengate Structured Finance Limited

DIRECTORS' REPORT

The directors submit their report and financial statements of Owengate Structured Finance Limited for the year ended 31 May 2001.

PRINCIPAL ACTIVITIES

The principal activity of the company during the year was that of providing management services.

REVIEW OF THE BUSINESS

The results for the year and the financial position at the year end were considered satisfactory by the directors who expect continued growth in the foreseeable future.

RESULTS AND DIVIDENDS

The trading loss for the year was £157.

The directors do not recommend payment of an ordinary dividend.

INTRODUCTION OF THE EURO

All relevant parts of the company will be able to handle Euro transactions if required.

DIRECTORS

The following directors have held office since 1 June 2000:-

P M Bruton
D Pinnock

DIRECTORS' INTERESTS IN SHARES

Directors' interests in the shares of the company, including family interests, were as follows:

	<i>Ordinary of £1 each</i>	
	31.5.01	1.6.00
P M Bruton	1	2
D Pinnock	1	-

On behalf of the board


.....

Owengate Structured Finance Limited

PROFIT AND LOSS ACCOUNT

for the year ended 31 May 2001

	<i>Notes</i>	2001 £	2000 £
TURNOVER	1	67,083	-
Cost of sales		53,650	-
Gross profit		13,433	-
Other operating expenses	2	13,614	-
OPERATING LOSS		(181)	-
Investment income	3	24	-
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		(157)	-
Taxation	5	-	-
LOSS ON ORDINARY ACTIVITIES AFTER TAXATION	9	(157)	-

The operating loss for the year arises from the company's continuing operations.

No separate Statement of Total Recognised Gains and Losses has been presented as all such gains and losses have been dealt with in the Profit and Loss Account.

Owengate Structured Finance Limited

BALANCE SHEET

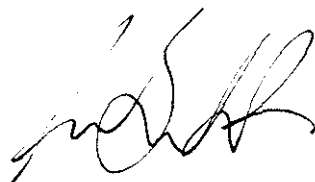
31 May 2001

	Notes	2001 £	2000 £
CURRENT ASSETS			
Debtors	6	4,722	2
Cash at bank and in hand		522	-
		<u>5,244</u>	<u>2</u>
CREDITORS: Amounts falling due within one year	7	5,399	-
		<u>(155)</u>	<u>2</u>
NET CURRENT (LIABILITIES)/ASSETS		<u>(155)</u>	<u>2</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>(155)</u>	<u>2</u>
CAPITAL AND RESERVES			
Called up share capital	8	2	2
Profit and loss account	9	(157)	-
		<u>(155)</u>	<u>2</u>
SHAREHOLDERS' FUNDS	10	<u>(155)</u>	<u>2</u>

In preparing these financial statements:

- The directors are of the opinion that the company is entitled to the exemption from audit conferred by Section 249A(1) of the Companies Act 1985;
- No notice has been deposited under Section 249B(2) of the Companies Act 1985, and
- The directors acknowledge their responsibilities 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 affairs of the company as at the end of the financial year and of its profit or loss for the financial year in accordance with the requirements of Section 226, and which otherwise comply with the requirements of this Act relating to accounts, so far as applicable to the company.

Approved by the board on 12 December 2001



Director

Owengate Structured Finance Limited

ACCOUNTING POLICIES

BASIS OF ACCOUNTING

The financial statements have been prepared under the historical cost convention.

DEFERRED TAXATION

Provision is made for taxation deferred or accelerated by the effect of timing differences, to the extent that it is probable that a liability will crystallise, at the rate expected to be ruling at that date.

TURNOVER

Turnover represents the invoiced value, net of Value Added Tax, of goods sold and services provided to customers.

Owengate Structured Finance Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 May 2001

1. TURNOVER AND LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION

The company's turnover and loss before taxation were all derived from its principal activity wholly undertaken in the United Kingdom.

2. OTHER OPERATING EXPENSES

	2001 £	2000 £
--	-----------	-----------

Administrative expenses	13,614	-
-------------------------	--------	---

3. INVESTMENT INCOME

	2001 £	2000 £
--	-----------	-----------

Bank interest	24	-
---------------	----	---

4. EMPLOYEES

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

5. TAXATION

On the basis of these accounts the company is not liable to corporation tax.

6. DEBTORS

	2001 £	2000 £
Due within one year		
Called up share capital not paid	2	2
Prepayments and accrued income	4,720	-
	4,722	2

7. CREDITORS: Amounts falling due within one year

	2001 £	2000 £
Taxes and social security costs	445	-
Accruals and deferred income	4,954	-
	5,399	-

Owengate Structured Finance Limited

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

for the year ended 31 May 2001

8. SHARE CAPITAL	2001 £	2000 £
Authorised		
10,000 Ordinary of £1 each	<u>10,000</u>	<u>10,000</u>
Allotted, issued and fully paid		
2 Ordinary of £1 each	<u>2</u>	<u>2</u>

9. STATEMENT OF MOVEMENT ON RESERVES

	<i>Profit and loss account</i> £
Retained loss for the year	<u>(157)</u>

10. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS	2001 £	2000 £
Loss for the financial year	(157)	-
Proceeds from issue of shares	<u>-</u>	<u>2</u>
Net (depletion in)/addition to shareholders' funds	(157)	2
Opening shareholders' funds	<u>2</u>	<u>-</u>
Closing shareholders' funds	<u>(155)</u>	<u>2</u>

11. TRANSACTIONS WITH DIRECTORS

During the year fees of £4,436 (2000: £NIL) and £4,585 (2000: £NIL) were paid to Mr P M Bruton and Mr D Pinnock respectively, both are directors of the company.

12. CONTROL

The company is controlled by Mr P M Bruton.

13. RELATED PARTY TRANSACTIONS

During the year £50,250 (2000: £NIL) was paid to Structured Finance Product Marketing Limited, a company in which Mr P Bruton has a controlling influence. As at 31 May 2001 there were no amounts outstanding to the above mentioned company, but an accrual for uninvoiced management costs of £3,400 (2000: £NIL) was made.

All transactions were made on an arms length basis and at full market value.