Registered Number: 3817489

DESIGNPLAN MANAGEMENT SERVICES LIMITED

REPORT AND FINANCIAL STATEMENTS

31 DECEMBER 2000



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DIRECTORS' REPORT

31 December 2000

The directors present their report and the audited financial statements for the year ended 31 December 2000.

Principal activity

The principal activity is the supply of management and other related services.

Directors

The directors of the company during the year and their interests in the shares of the company as recorded in the register of directors' interests were as follows:

	31 December 2000 Ordinary shares of £1 each	31 December 1999 Ordinary shares of £1 each
D A Cumper	50	50
M J Cumper	50	50

Auditors

HLB Kidsons have agreed to offer themselves for re-election as auditors of the company.

Small companies exemptions

The financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

By order of the board

M J Cumper

Secretary

Wealdstone Road Kimpton Industrial Estate Sutton Surrey SM3 9RW

21 August 2001

STATEMENT OF DIRECTORS' RESPONSIBILITIES

We are required under company law to prepare financial statements for each financial period which give a true and fair view of the state of affairs of the company and of the profit or loss for that period.

In preparing these financial statements we are required to:

- Select suitable accounting policies and apply them consistently;
- Make reasonable and prudent judgements and estimates;
- State whether accounting standards have been followed and give details of any departures;
- Prepare the financial statements on a going concern basis unless in our view the company will be unable to continue in business.

We are also responsible for:

- Keeping proper accounting records;
- Safeguarding the company's assets;
- Taking reasonable steps for the prevention and detection of fraud.

By order of the board

M J Cumper

Secretary

21 August 2001

AUDITORS' REPORT

Auditors' report to the shareholders of Designplan Management Services Limited

We have audited the financial statements on pages 4 to 7 which have been prepared under the accounting policies set out on page 6.

Respective responsibilities of directors and auditors

As described on page 2 the 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.

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 December 2000 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

HLB Kidsons Registered Auditors Chartered Accountants

Horsham

21 August 2001

PROFIT AND LOSS ACCOUNT

year ended 31 December 2000

Note	Year ended 31 December 2000 £	5 months ended 31 December 1999 £
Turnover	859,639	577,465
Administrative expenses	826,233	547,484
Operating profit	33,406	29,981
Bank interest received	7,388	2,528
Profit on ordinary activities before taxation	40,794	32,509
Tax on ordinary activities	9,100	8,800
Profit for the financial period 5	31,694	23,709

BALANCE SHEET

at 31 December 2000

		Note	2000 £	1999 £
Current assets				
Prepayments and accrued income			-	2,265
Other debtors			145,892	168,680
Cash at bank and in hand			454,773	402,448
			600,665	573,393
Creditors: amounts falling due				
within one year	3		545,162	549,584
Total assets less current liabilities			55,503	23,809
Capital and reserves (equity)				
Capital and reserves (equity)				
Share capital	4		100	100
Profit and loss account	5		55,403	23,709
Shareholders' funds	6		55,503	23,809

These financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

The financial statements on pages 4 to 7 were approved by the board of directors on 21 August 2001.

D A Cumper - Director

NOTES ON FINANCIAL STATEMENTS

31 December 2000

1 Principal accounting policies

Basis of accounting

The financial statements have been prepared under the historical cost convention in accordance with applicable accounting standards and have been prepared in accordance with FRSSE (effective March 2000).

Turnover

Turnover represents the amount derived from the provision of services which fall within the company's ordinary activities, stated net of value added tax.

Cash flow

The company has taken advantage of the exemption from preparing a cash flow statement conferred by Financial Reporting Standard No 1 on the grounds that it is entitled to the exemptions available in sections 246 to 247 of the Companies Act 1985 for small companies.

2	Operating	profit
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• 0•	2000 £	1999 £
Operating profit is stated after charging		
Auditors remuneration	1,500	<u> </u>

All directors' emoluments are recharged to related parties and transaction details are disclosed in note 8 to these financial statements.

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		2000	1999
		£	£
3	Creditors: amounts falling due within one year		
	Corporation tax	9,105	8,800
	Other taxes and social security	107,442	131,364
	Directors' loan accounts	226,302	248,632
	Other loans	37,188	37,188
	Accruals and deferred income	165,125	123,600
		545,162	549,584
4	Share capital		
·	Authorised		
	100 ordinary shares of £1 each	100	100
	Allotted, called up and fully paid		···
	100 ordinary shares of £1 each	100	100
		 	

NOTES ON FINANCIAL STATEMENTS

31 December 2000 (continued)

5	Profit and loss account	Year ended 31 December 2000 £	5 months ended 31 December 1999 £
	1 January 2000 Profit for the financial period	23,709 31,694	23,709
	31 December 2000	55,403	23,709
6	Shareholders' funds		
	Profit for the financial period shares issue Opening shareholders' funds	31,694 - 23,809	23,709 100
	Closing shareholders' funds	55,503	23,809

7 Guarantees and other financial commitments

The company has a cross guarantee with the following companies given to National Westminster Bank Plc against advances by the bank to these companies. The advances at 31 December 2000 totalled £1,261,580 (1999 £1,338,172).

Designplan Lighting Limited
Designplan International Limited
Carvill Lighting Limited
Steelplan Kitchens Limited
Richmond Lighting Limited
Richmond Plastics Limited
Travel by Design (Chertsey) Limited

8 Related party transactions

Designplan Lighting Limited (Designplan), Designplan International Limited (International), Carvill Lighting Limited (Carvill), Designplan Lighting Inc (Inc), Richmond Lighting Limited (Richmond), Richmond Plastics Limited (Plastics) and Travel by Design (Chertsey) Limited (Travel) are seven companies that are under common control with Designplan Management Services Limited (Management).

During the period to 31 December 2000 the following transactions took place between them:-

- (i) Management sold services for £393,214 (1999 £178,855) to Designplan. At 31 December 2000 the balance due from Designplan was £nil (1999 £30,000).
- (ii) Management sold services for £151,460 (1999 £138,680) to International. At 31 December 2000 the balance due from International was £144,351 (1999 £138,680).
- (iii) Management sold services for £112,187 (1999 £35,530) to Carvill.
- (iv) Management sold services for £203,300 (1999 £224,400) to Plastics.