

SD MARSTON LIMITED
(Formerly IBIS (530) Limited)

FINANCIAL STATEMENTS

31 DECEMBER 2000



bh Bessler Hendrie
Chartered Accountants

River House
6 Walnut Tree Park
Walnut Tree Close
Guildford
Surrey GU1 4TW

SD MARSTON LIMITED

DIRECTORS AND OFFICERS

DIRECTORS

C P Oliver
D R J Baird
R G F Henderson
D J Stewart

SECRETARY

D W Waddington

REGISTERED OFFICE

46 Mount Street
London
W1Y 6HH

AUDITORS

Bessler Hendrie
Chartered Accountants
River House
6 Walnut Tree Park
Walnut Tree Close
Guildford
Surrey GU1 4TW

SD MARSTON LIMITED

DIRECTORS' REPORT

The directors submit their report and the financial statements of the company for the year ended 31 December 2000.

PRINCIPAL ACTIVITY

The company's principal activity is the provision of site management staff.

REVIEW OF THE BUSINESS

The directors are satisfied with the results for the year.

RESULTS AND DIVIDENDS

The post tax profit for the year was £ nil. No dividend is proposed for the year.

DIRECTORS

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

C P Oliver
D R J Baird
R F Henderson
D J Stewart

DIRECTORS' INTERESTS IN SHARES

The company is a wholly owned subsidiary and the interests of group directors are disclosed in the accounts of the parent company.

INCORPORATION AND CHANGE OF NAME

The company was incorporated on 24 August 1999 and commenced trading on 1 January 2000. The company changed its name from IBIS (530) Limited to SD Marston Limited on 1 December 1999.

By order of the Board



C P Oliver

Director

11 April 2001

**DIRECTORS' RESPONSIBILITIES IN THE PREPARATION OF
FINANCIAL STATEMENTS**

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:

- a. select suitable accounting policies and then apply them consistently;
- b. make judgements and estimates that are reasonable and prudent;
- c. 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 requirements of 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.

**AUDITORS' REPORT TO THE MEMBERS OF
SD MARSTON LIMITED**

We have audited the financial statements on pages 5 to 9, which have been prepared in accordance with the Financial Reporting Standard for Smaller Entities (effective March 2000) under the historical cost convention and the accounting policies set out on page 7.

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS

As described on page 3 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.

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 at 31 December 2000 and have been properly prepared in accordance with the provisions of the Companies Act 1985.

Bessler Hendrie

Registered Auditor
Chartered Accountants
River House
6 Walnut Tree Park
Walnut Tree Close
Guildford
Surrey GU1 4TW

12 April 2001

SD MARSTON LIMITED**PROFIT AND LOSS ACCOUNT**
for the year ended 31 December 2000

	Notes	2000
TURNOVER	1	18,543
Cost of sales		(18,543)
GROSS PROFIT		-
Administrative expenses		-
OPERATING PROFIT		-
Tax on profit on ordinary activities		-
PROFIT FOR THE YEAR		£ -

The company has no recognised gains or losses other than the results for the year as set out above.

All of the activities of the company relate to a discontinued operation.

SD MARSTON LIMITED**BALANCE SHEET****31 December 2000**

	Notes	2000
CURRENT ASSETS		
Debtors	3	1
Cash at bank and in hand		-
		<u>1</u>
CREDITORS		
Amounts falling due within one year		-
		<u>1</u>
NET CURRENT ASSETS		
		<u>1</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		
		£ <u>1</u>
CAPITAL AND RESERVES		
Called up share capital	5	1
Profit and loss account	6	-
		<u>1</u>
SHAREHOLDERS' FUNDS		
	7	£ <u>1</u>

Approved by the Board on 11 April 2001

D R Baird

Director

SD MARSTON LIMITED

Financial statements for the year ended 31 December 2000

ACCOUNTING POLICIES

BASIS OF ACCOUNTING

The financial statements have been prepared under the historical cost convention, and in accordance with applicable accounting standards.

CASH FLOW STATEMENT

The directors have taken advantage of the exemption in Financial Reporting Standard No 1 from including a cash flow statement in the financial statements on the grounds that the company is wholly owned and its parent published a consolidated cash flow statement.

TURNOVER

Turnover represents the invoiced value of goods and services supplied and is stated exclusive of VAT.

SD MARSTON LIMITED**NOTES TO THE FINANCIAL STATEMENTS
for the year ended 31 December 2000****1. TURNOVER AND PROFIT ON ORDINARY
ACTIVITIES BEFORE TAXATION**

The turnover and profit before tax is attributable to the one principal activity of the company.

An analysis of turnover is given below:

	2000
United Kingdom	£ 18,543
	<u> </u>

2. PARTICULARS OF EMPLOYEES**No.**

The average number of staff employed by the company during the financial year amounted to:

Directors	4
Administration	<u>1</u>
	<u>5</u>

Wages & Salaries	16,922
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Social Security	<u>1,621</u>
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	£ 18,543
	<u> </u>

No remuneration was paid to the directors during the year.

3. DEBTORS

Amounts owed by group undertakings	<u>1</u>
	£ 1
	<u> </u>

4. RELATED PARTY TRANSACTIONS

The company has taken advantage of the exemptions provided by Financial Reporting Standard 8 and has not reported transactions with other group companies.

SD MARSTON LIMITED

NOTES TO THE FINANCIAL STATEMENTS
for the year ended 31 December 2000

2000

5. SHARE CAPITAL

Authorised share capital:

1,000 Ordinary shares of £1 each	£	1,000
		<u> </u>

Allotted, called up and fully paid:

Ordinary share capital	£	1
		<u> </u>

6. PROFIT AND LOSS ACCOUNT

Profit for the financial year	-
	<u> </u>

Balance carried forward	£	-
		<u> </u>

7. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS FUNDS

Profit for the financial year	-
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Allotment of subscriber share	1
	<u> </u>

Net addition to shareholders' funds	1
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Opening shareholders' funds	-
	<u> </u>

Closing shareholders' funds	£	1
		<u> </u>

8. ULTIMATE CONTROLLING PARTY

The ultimate parent company is Salmon Developments Plc, a company incorporated in England and Wales.