

AMICREST (TIB STREET) LIMITED
(FORMERLY KNOWN AS PATHFINDER (TIB STREET) LIMITED)
DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2002



AMICREST (TIB STREET) LIMITED
(FORMERLY KNOWN AS PATHFINDER (TIB STREET) LIMITED)
COMPANY INFORMATION

Directors	G Lee	(Appointed 27 May 2002)
	Enrique Elliott	(Appointed 27 May 2002)
	V Lipien	(Appointed 27 May 2002)
	R Yorke - Starkey	(Appointed 27 May 2002)

Secretary	Enrique Elliott
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Company number	4018852
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Registered office	1001 Finchley Road London NW11 7HB
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Auditors	Sedley Richard Laurence Vouters 1 Conduit Street London W1S 2XA
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Business address	1001 Finchley Road London NW11 7HB
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Bankers	The Royal Bank of Scotland 1 Dale Street Liverpool L2 2PP
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AMICREST (TIB STREET) LIMITED
(FORMERLY KNOWN AS PATHFINDER (TIB STREET) LIMITED)
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AMICREST (TIB STREET) LIMITED
(FORMERLY KNOWN AS PATHFINDER (TIB STREET) LIMITED)
DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2002

The directors present their report and financial statements for the year ended 31 December 2002.

Principal activities and review of the business

The principal activity of the company continued to be that of property development.

Results and dividends

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

The directors do not recommend payment of an ordinary dividend.

Directors

The following directors have held office since 1 January 2002:

G Lee	(Appointed 27 May 2002)
Malcolm Bacchus	(Resigned 27 May 2002)
Martin Boase	(Resigned 27 May 2002)
George Heggie	(Resigned 27 May 2002)
Enrique Elliott	(Appointed 27 May 2002)
V Lipien	(Appointed 27 May 2002)
R Yorke - Starkey	(Appointed 27 May 2002)
S Hawkins	(Resigned 15 April 2002)

Directors' interests

The directors' interests in the shares of the company were as stated below:

	Ordinary Shares of £ 1 each	
	31 December 2002	1 January 2002
G Lee	-	-
Enrique Elliott	-	-
V Lipien	-	-
R Yorke - Starkey	-	-

Auditors

Sedley Richard Laurence Voulters were appointed auditors to the company. The company has by elective resolution dispensed with the obligation to appoint auditors annually in accordance with section 386(1) of the Companies Act 1985. Therefore, the auditors, Sedley Richard Laurence Voulters, will be deemed to be reappointed for each succeeding financial year.

AMICREST (TIB STREET) LIMITED
(FORMERLY KNOWN AS PATHFINDER (TIB STREET) LIMITED)
DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 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 handwritten signature in black ink, appearing to be 'G Lee', written over a horizontal line.

G Lee

Director

10 July 2003

AMICREST (TIB STREET) LIMITED
(FORMERLY KNOWN AS PATHFINDER (TIB STREET) LIMITED)
INDEPENDENT AUDITORS' REPORT
TO THE SHAREHOLDERS OF AMICREST (TIB STREET) LIMITED

We have audited the financial statements of Amicrest (Tib Street) Limited on pages 4 to 9 for the year ended 31 December 2002. These financial statements have been prepared under the historical cost convention and the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

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 within it.

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 December 2002 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Sedley Richard Laurence Voulters
Sedley Richard Laurence Voulters

10 July 2003

Chartered Accountants
Registered Auditor

1 Conduit Street
London
W1S 2XA

AMICREST (TIB STREET) LIMITED
(FORMERLY KNOWN AS PATHFINDER (TIB STREET) LIMITED)
PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2002

	Notes	2002 £	2001 £
Cost of sales		(895,003)	(99,053)
Administrative expenses		(236,021)	(8,840)
Other operating income		150,000	150,000
Operating (loss)/profit	2	(981,024)	42,107
Other interest receivable and similar income		-	6,655
(Loss)/profit on ordinary activities before taxation		(981,024)	48,762
Tax on (loss)/profit on ordinary activities	3	-	(7,187)
(Loss)/profit on ordinary activities after taxation	8	(981,024)	41,575

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.

AMICREST (TIB STREET) LIMITED
(FORMERLY KNOWN AS PATHFINDER (TIB STREET) LIMITED)
BALANCE SHEET
AS AT 31 DECEMBER 2002

	Notes	2002 £	£	2001 £	£
Current assets					
Stocks	4	3,250,000		4,145,003	
Debtors	5	-		1	
Cash at bank and in hand		70,334		-	
		<u>3,320,334</u>		<u>4,145,004</u>	
Creditors: amounts falling due within one year	6	<u>(4,231,993)</u>		<u>(4,075,639)</u>	
Total assets less current liabilities			<u>(911,659)</u>		<u>69,365</u>
Capital and reserves					
Called up share capital	7		1		1
Profit and loss account	8		<u>(911,660)</u>		<u>69,364</u>
Shareholders' funds - equity interests	9		<u>(911,659)</u>		<u>69,365</u>

The financial statements were approved by the Board on 10 July 2003


G Lee
Director

AMICREST (TIB STREET) LIMITED
(FORMERLY KNOWN AS PATHFINDER (TIB STREET) LIMITED)
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2002

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention.

The accounts have been prepared on a going concern basis as Amicrest Holdings PLC, the parent company, has confirmed its intention to provide financial support for the foreseeable future and for at least the next 12 months to enable the company to continue in operation without any significant curtailment in activity and to meet its liabilities as they fall due.

The company has taken advantage of the exemption in Financial Reporting Standard No 1 (Revised 1996) from the requirement to produce a cash flow statement on the grounds that it is a subsidiary undertaking where 90 percent or more of the voting rights are controlled within the group.

1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable accounting standards.

1.3 Stock

Stock is valued at the lower of cost and net realisable value.

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 period adjustment. If the new policy had been in place in the previous period no asset/liability would have been recognised as the conditions for recognition would not have been satisfied.

2 Operating (loss)/profit	2002	2001
	£	£
Operating (loss)/profit is stated after charging:		
Auditors' remuneration	3,500	7,400
and after crediting:		
Rents receivable	150,000	150,000

AMICREST (TIB STREET) LIMITED
(FORMERLY KNOWN AS PATHFINDER (TIB STREET) LIMITED)
NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2002

3	Taxation	2002	2001
		£	£
	Domestic current year tax		
	U.K. corporation tax	-	10,490
	Adjustment for prior years	-	(3,303)
		<u>-</u>	<u>(3,303)</u>
	Current tax charge	<u>-</u>	<u>7,187</u>
	Factors affecting the tax charge for the year		
	(Loss)/profit on ordinary activities before taxation	(981,024)	48,762
		<u>(981,024)</u>	<u>48,762</u>
	(Loss)/profit on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 30.00 % (2001 : 20.00 %)	(294,307)	9,752
		<u>(294,307)</u>	<u>9,752</u>
	Effects of:		
	Non deductible expenses	66,742	-
	Unrelieved tax losses	9,022	-
	Group relief surrendered	218,543	-
	Other tax adjustments	-	(2,565)
		<u>294,307</u>	<u>(2,565)</u>
	Current tax charge	<u>-</u>	<u>7,187</u>
4	Stocks	2002	2001
		£	£
	Work in progress - Property	3,250,000	4,145,003
		<u>3,250,000</u>	<u>4,145,003</u>
5	Debtors	2002	2001
		£	£
	Other debtors	-	1
		<u>-</u>	<u>1</u>

AMICREST (TIB STREET) LIMITED
(FORMERLY KNOWN AS PATHFINDER (TIB STREET) LIMITED)
NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2002

6	Creditors: amounts falling due within one year	2002	2001
		£	£
	Amounts owed to parent and fellow subsidiary undertakings	4,151,499	4,005,208
	Corporation tax	10,490	10,490
	Other taxes and social security costs	6,563	-
	Other creditors	9,385	9,385
	Accruals and deferred income	54,056	50,556
		<u>4,231,993</u>	<u>4,075,639</u>

The loan due to the parent undertaking is repayable out of the proceeds of the development.

7	Share capital	2002	2001
		£	£
	Authorised		
	100 Ordinary Shares of £ 1 each	<u>100</u>	<u>100</u>
	Allotted, called up and fully paid		
	1 Ordinary Shares of £ 1 each	<u>1</u>	<u>1</u>

8	Statement of movements on profit and loss account	Profit and loss account
		£
	Balance at 1 January 2002	69,364
	Retained loss for the year	<u>(981,024)</u>
	Balance at 31 December 2002	<u>(911,660)</u>

9	Reconciliation of movements in shareholders' funds	2002	2001
		£	£
	(Loss)/Profit for the financial year	(981,024)	41,575
	Opening shareholders' funds	<u>69,365</u>	<u>27,790</u>
	Closing shareholders' funds	<u>(911,659)</u>	<u>69,365</u>

10 Employees

Number of employees

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

AMICREST (TIB STREET) LIMITED
(FORMERLY KNOWN AS PATHFINDER (TIB STREET) LIMITED)
NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2002

11 Control

The ultimate controlling party and ultimate parent company is Amicrest Holdings Limited, a company registered in England and Wales.

Amicrest Holdings Limited prepares group financial statements and copies can be obtained from - 1001 Finchley Road, London, NW11 7HB.

12 Related party transactions

The company has taken advantage of the exemption in Financial Reporting Standard Number 8 from the requirement to disclose transactions with group companies on the grounds that consolidated financial statements are prepared by the ultimate parent company.