

COMPANY REGISTRATION NUMBER 4687976

**C&C HITECH HOLDINGS LIMITED (FORMERLY
PYTHAGORAS VINTAGE CARS LTD)**

FINANCIAL STATEMENTS

31 DECEMBER 2003

SLAVEN JEFFCOTE LLP

Chartered Certified Accountants & Registered Auditors

1 Lumley Street

Mayfair

London

W1K 6TT



**C&C HITECH HOLDINGS LIMITED (FORMERLY PYTHAGORAS
VINTAGE CARS LTD)**

FINANCIAL STATEMENTS

PERIOD FROM 6 MARCH 2003 TO 31 DECEMBER 2003

CONTENTS	PAGE
Officers and professional advisers	1
The directors' report	2
Independent auditors' report to the shareholders	4
Profit and loss account	6
Statement of total recognised gains and losses	7
Balance sheet	8
Cash flow statement	9
Notes to the financial statements	10
The following pages do not form part of the financial statements	
Detailed profit and loss account	15
Notes to the detailed profit and loss account	16

**C&C HITECH HOLDINGS LIMITED (FORMERLY PYTHAGORAS
VINTAGE CARS LTD)**

OFFICERS AND PROFESSIONAL ADVISERS

The director

Mr B Choudhrie
Mr C P Thomas

Company secretary

JD Secretariat Limited

Registered office

1 Lumley Street
Mayfair
London
W1K 6TT

Auditors

Slaven Jeffcote LLP
Chartered Certified Accountants
& Registered Auditors
1 Lumley Street
Mayfair
London
W1K 6TT

C&C HITECH HOLDINGS LIMITED (FORMERLY PYTHAGORAS VINTAGE CARS LTD)

THE DIRECTORS' REPORT

PERIOD FROM 6 MARCH 2003 TO 31 DECEMBER 2003

The directors have pleasure in presenting their report and the financial statements of the company for the period from 6 March 2003 to 31 December 2003.

PRINCIPAL ACTIVITIES

The principal activity of the company during the year was that of an investment company.

DIRECTORS

The directors who served the company during the period were as follows:

Mr B Choudhrie
Lumley Management Limited

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

Mr B Choudhrie was appointed as a director on 2 December 2003.
Lumley Management Limited was appointed as a director on 6 March 2003.

Lumley Management Limited retired as a director on 5 December 2003.
Mr C P Thomas was appointed as a director on 30 April 2004.

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 at the end of the period and of the profit or loss for the period then ended.

In preparing those financial statements, the directors are required to select suitable accounting policies, as described on page 10, and then apply them on a consistent basis, making judgements and estimates that are prudent and reasonable. The directors must also 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. The directors 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

A resolution to re-appoint Slaven Jeffcote LLP as auditors for the ensuing year will be proposed at the annual general meeting in accordance with section 385 of the Companies Act 1985.

**C&C HITECH HOLDINGS LIMITED (FORMERLY PYTHAGORAS
VINTAGE CARS LTD)**

THE DIRECTORS' REPORT *(continued)*

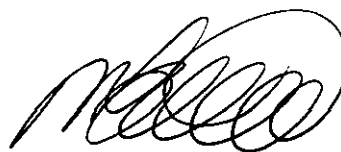
PERIOD FROM 6 MARCH 2003 TO 31 DECEMBER 2003

SMALL COMPANY PROVISIONS

This report has been prepared in accordance with the special provisions for small companies under Part VII of the Companies Act 1985.

Registered office:
1 Lumley Street
Mayfair
London
W1K 6TT

Signed by order of the directors



JD SECRETARIAT LIMITED
Company Secretary

Approved by the directors on 21/01/05

**C&C HITECH HOLDINGS LIMITED (FORMERLY PYTHAGORAS
VINTAGE CARS LTD)**

**INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF
C&C HITECH HOLDINGS LIMITED (FORMERLY PYTHAGORAS
VINTAGE CARS LTD)**

PERIOD FROM 6 MARCH 2003 TO 31 DECEMBER 2003

We have audited the financial statements of C&C Hitech Holdings Limited (Formerly Pythagoras Vintage Cars Ltd) for the period from 6 March 2003 to 31 December 2003 on pages 6 to 1310.

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS

As described in the Statement of Directors' Responsibilities 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.

**C&C HITECH HOLDINGS LIMITED (FORMERLY PYTHAGORAS
VINTAGE CARS LTD)**

**INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF
C&C HITECH HOLDINGS LIMITED (FORMERLY PYTHAGORAS
VINTAGE CARS LTD) *(continued)***

PERIOD FROM 6 MARCH 2003 TO 31 DECEMBER 2003

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 2003 and of its loss for the period then ended, and have been properly prepared in accordance with the Companies Act 1985.



SLAVEN JEFFCOTE LLP
Chartered Certified Accountants
& Registered Auditors

1 Lumley Street
Mayfair
London
W1K 6TT

21/1/05.....

**C&C HITECH HOLDINGS LIMITED (FORMERLY PYTHAGORAS
VINTAGE CARS LTD)**

PROFIT AND LOSS ACCOUNT

PERIOD FROM 6 MARCH 2003 TO 31 DECEMBER 2003

	Note	Period from 6 Mar 03 to 31 Dec 03 £
TURNOVER		—
Administrative expenses		5,135
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		<u>(5,135)</u>
Tax on loss on ordinary activities	3	—
LOSS FOR THE FINANCIAL PERIOD		<u><u>(5,135)</u></u>

All of the activities of the company are classed as continuing.

**C&C HITECH HOLDINGS LIMITED (FORMERLY PYTHAGORAS
VINTAGE CARS LTD)**

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES

PERIOD FROM 6 MARCH 2003 TO 31 DECEMBER 2003

	Period from 6 Mar 03 to 31 Dec 03 £
Loss for the financial period attributable to the shareholders	(5,135)
Currency translation differences on foreign currency net investments	10,901
Total gains and losses recognised for the period	<u>5,766</u>

**C&C HITECH HOLDINGS LIMITED (FORMERLY PYTHAGORAS
VINTAGE CARS LTD)**

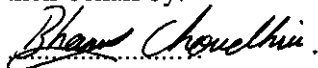
BALANCE SHEET

31 DECEMBER 2003

	Note	31 Dec 03 £
FIXED ASSETS		
Investments	4	2,074,382
CREDITORS: Amounts falling due within one year	5	1,723,395
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>350,987</u>
CREDITORS: Amounts falling due after more than one year	6	344,221
		<u>6,766</u>
CAPITAL AND RESERVES		
Called-up equity share capital	8	1,000
Profit and loss account	9	5,766
SHAREHOLDERS' FUNDS	10	<u>6,766</u>

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

These financial statements were approved by the directors on the 21/1/05..... and are signed on their behalf by:


MR B CHOUDHRIE

**C&C HITECH HOLDINGS LIMITED (FORMERLY PYTHAGORAS
VINTAGE CARS LTD)**

CASH FLOW STATEMENT

PERIOD FROM 6 MARCH 2003 TO 31 DECEMBER 2003

	Note	£	Period from 6 Mar 03 to 31 Dec 03 £
NET CASH INFLOW FROM OPERATING ACTIVITIES	11		1,729,161
ACQUISITIONS AND DISPOSALS			
Acquisition of shares in group undertakings		(2,074,382)	
NET CASH OUTFLOW FROM ACQUISITIONS AND DISPOSALS			(2,074,382)
CASH OUTFLOW BEFORE FINANCING			(345,221)
FINANCING	11		345,221
INCREASE IN CASH			—

C&C HITECH HOLDINGS LIMITED (FORMERLY PYTHAGORAS VINTAGE CARS LTD)

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 6 MARCH 2003 TO 31 DECEMBER 2003

1. ACCOUNTING POLICIES

Basis of accounting

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

Fixed assets

All fixed assets are initially recorded at cost.

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of the transaction. Exchange differences are taken into account in arriving at the operating profit.

2. OPERATING LOSS

Operating loss is stated after charging:

	Period from 6 Mar 03 to 31 Dec 03 £
Directors' emoluments	—
Auditors' fees	1,200
Net loss on foreign currency translation	<u>3,016</u>

3. TAXATION ON ORDINARY ACTIVITIES

Factors affecting current tax charge

The tax assessed on the loss on ordinary activities for the period is higher than the standard rate of corporation tax in the UK of 30%.

	Period from 6 Mar 03 to 31 Dec 03 £
Loss on ordinary activities before taxation	<u>(5,135)</u>
Profit/(loss) on ord actvs by rate of tax	(1,540)
Tax losses carried forward	<u>1,540</u>
Total current tax	<u>—</u>

**C&C HITECH HOLDINGS LIMITED (FORMERLY PYTHAGORAS
VINTAGE CARS LTD)**

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 6 MARCH 2003 TO 31 DECEMBER 2003

4. INVESTMENTS

	Shares £
COST	
Additions	2,074,382
At 31 December 2003	<u>2,074,382</u>
NET BOOK VALUE	
At 31 December 2003	<u>2,074,382</u>

The company owns 50% of the issued share capital of the company listed below, which is registered in Austria.

	31 Dec 03 £
Aggregate capital and reserves	
AMST Holdings GmbH	3,210,918
Profit and (loss) for the year	
AMST Holdings GmbH	(768,811)

5. CREDITORS: Amounts falling due within one year

	31 Dec 03 £
Amounts owed to undertakings in which the company has a participating interest	1,722,195
Other creditors	1,200
	<u>1,723,395</u>

6. CREDITORS: Amounts falling due after more than one year

	31 Dec 03 £
Amounts owed to group undertakings	<u>344,221</u>

7. RELATED PARTY TRANSACTIONS

In the opinion of the director there is no one controlling party.

No transactions with related parties were undertaken such as are required to be disclosed under Financial Reporting Standard 8.

C&C HITECH HOLDINGS LIMITED (FORMERLY PYTHAGORAS VINTAGE CARS LTD)

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 6 MARCH 2003 TO 31 DECEMBER 2003

8. SHARE CAPITAL

Authorised share capital:

	31 Dec 03
	£
1,000,000 Ordinary shares of £1 each	<u>1,000,000</u>

Allotted, called up and fully paid:

	No	£
Ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>

During the period under review, the company issued 1,000 ordinary £1 shares, for cash.

9. PROFIT AND LOSS ACCOUNT

	Period from 6 Mar 03 to 31 Dec 03
	£
Accumulated loss for the financial period	(5,135)
Foreign currency retranslation	<u>10,901</u>
Balance carried forward	<u>5,766</u>

10. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	31 Dec 03
	£
Loss for the financial period	(5,135)
New equity share capital subscribed	<u>1,000</u>
	(4,135)
Foreign currency retranslation	<u>10,901</u>
Net addition to shareholders' equity funds	<u>6,766</u>
Closing shareholders' equity funds	<u>6,766</u>

11. NOTES TO THE STATEMENT OF CASH FLOWS

RECONCILIATION OF OPERATING LOSS TO NET CASH INFLOW FROM OPERATING ACTIVITIES

	Period from 6 Mar 03 to 31 Dec 03
	£
Operating loss	(5,135)
Exchange gain foreign currency net investments	<u>10,901</u>
Increase in creditors	<u>1,723,395</u>
Net cash inflow from operating activities	<u>1,729,161</u>

C&C HITECH HOLDINGS LIMITED (FORMERLY PYTHAGORAS VINTAGE CARS LTD)

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 6 MARCH 2003 TO 31 DECEMBER 2003

11. NOTES TO THE STATEMENT OF CASH FLOWS *(continued)*

FINANCING

	Period from 6 Mar 03 to 31 Dec 03 £
Issue of equity share capital	1,000
Long-term loan from group undertakings	344,221
Net cash inflow from financing	<u><u>345,221</u></u>

RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET DEBT

	31 Dec 03 £	£
Increase in cash in the period	—	
Net cash (inflow) from long-term amounts owed to group undertakings	<u>(344,221)</u>	
		<u>(344,221)</u>
Change in net debt		<u>(344,221)</u>
Net funds at 6 March 2003		—
Net debt at 31 December 2003		<u><u>(344,221)</u></u>

ANALYSIS OF CHANGES IN NET DEBT

	At 6 Mar 2003 £	Cash flows £	At 31 Dec 2003 £
Debt:			
Debt due after 1 year	—	<u>(344,221)</u>	<u>(344,221)</u>
Net debt	<u>—</u>	<u><u>(344,221)</u></u>	<u><u>(344,221)</u></u>

12. ULTIMATE PARENT COMPANY

The company's ultimate parent undertaking at the balance sheet date is Harberry Investments Limited, a company incorporated in the British Virgin Islands.

The parent undertaking of the largest group for which group accounts including C&C Hitech Holdings Limited are drawn up is C&C Sons Limited.