

DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 1999



GERALD EDELMAN

CHARTERED ACCOUNTANTS

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DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 1999

The directors present their report and financial statements for the year ended 31 March 1999.

Principal activities and review of the business

The principal activity of the company continued to be that of property dealing and the provision of finance.

Results and dividends

The results for the year are set out on page 3.

Directors

The following directors have held office since 1 April 1998:

S G Pinto

D Pinto

Directors' interests

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

	Ordinary shares of £ 1 each	
	31 March 1999	1 April 1998
S G Pinto	2	2
D Pinto	1	1

Auditors

In accordance with Section 385 of the Companies Act 1985, a resolution proposing that Gerald Edelman be reappointed as auditors of the company will be put to the Annual General Meeting.

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.

By order of the board

D Pinto

Director

14 September 1999

AUDITORS' REPORT TO THE SHAREHOLDERS OF E.L.C.O. LIMITED

We have audited the financial statements on pages 3 to 7 which have been prepared under the historical cost convention and the accounting policies set out on page 5.

Respective responsibilities of directors and auditors

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As described on page 1 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 as at 31 March 1999 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Gerald Edelman

14 September 1999

Chartered Accountants

Registered Auditor

25 Harley Street London

W1N 2BR

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 1999

		1999	1998
	Notes	£	£
Administrative expenses		(442)	(443)
Other operating income		(1,030)	(302)
Operating loss	2	(1,472)	(745)
Interest payable and similar charges	3		(102)
Loss on ordinary activities before taxation		(1,472)	(847)
Tax on loss on ordinary activities	4	187	(2,199)
Loss on ordinary activities after taxation	10	(1,285)	(3,046)

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.

BALANCE SHEET AS AT 31 MARCH 1999

		19	99	199	98
	Notes	£	£	£	£
Fixed assets					
Investments	5		15		15
Current assets					
Stocks	6	39,000		39,000	
Debtors	7	1,367		1,591	
Cash at bank and in hand		1,254		3,752	
		41,621		44,343	
Creditors: amounts falling due within one year	8	(36,926)		(38,364)	
Net current assets			4,695		5,979
Total assets less current liabilities			4,710		5,994
Capital and reserves					
Called up share capital	9		4		4
Other reserves	10		270		270
Profit and loss account	10		4,436		5,720
Shareholders' funds - equity interests	11		4,710		5,994
/					

The financial statements were approved by the Board on 14 September 1999

D Pinto

Director

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 1999

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention.

The company has taken advantage of the exemption in Financial Reporting Standard No 1 from the requirement to produce a cashflow statement on the grounds that it is a small company.

1.2 Investments

Fixed asset investments are stated at cost less provision for diminution in value.

1.3 Stock

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

1.4 Group accounts

The company owns a subsidary, details of which are set out in the notes to the financial statements. These companies do not trade and accordingly no group accounts have been prepared

2	Operating loss	1999	1998
	Operating loss is stated after charging:	£	£
	Auditors' remuneration	294 	294
3	Interest payable	1999	1998
3	Interest payable	£	£
	On overdue tax	- 	102
4	Taxation	1999	1998
	Prior years	£	£
	U.K. corporation tax	(187)	2,199

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 1999

5	Fixed asset investments			
				Shares in subsidiary undertakings £
	Cost			-
	At 1 April 1998 & at 31 March 1999			15
	Holdings of more than 20% The company holds more than 20% of the	share capital of the following co	ompanies:	
	Сотрапу	Country of registration or incorporation	Share Class	es held %
	Subsidiary undertakings			
	Devonshire Close (Management) Limited	England	Ordinary	62
	The aggregate amount of capital and reser financial year were as follows:	rves and the results of these u	ndertakings for t	he last relevant
			Capital and reserves	Profit for the
	Devonshire Close (Management) Limited			- = ===
	In the opinion of the directors the aggregat is not less than the amount included in the not trade during the year, nor did it receive	e balance sheet. Devonshire c	lose (Manageme	
6	Stocks		1999	1998
			£	£
	Stock of property		39,000	39,000
7	Debtors		1999	1998
			£	£
	Other debtors		884	1,108
	Prepayments and accrued income		483	483
			1,367	1,591

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 1999

8	Creditors: amounts falling due within one year	1999 £	1998 £
	Other creditors Accruals and deferred income	35,209 1,717	38,364
	Accident and described modifie	36,926	38,364
			= =====
9	Share capital	1999 £	1998 £
	Authorised		
	100 Ordinary shares of £ 1 each	100	100
	Allotted, called up and fully paid		
	4 Ordinary shares of £ 1 each	4	4
10	Statement of movements on reserves		
		Other reserves	Profit and loss account
	Balance at 1 April 1998	reserves	loss account
	Balance at 1 April 1998 Retained loss for the year	reserves £	loss account £
		reserves £	loss account £ 5,721
11	Retained loss for the year	270 - 270 - 270 - 1999	5,721 (1,285) 4,436
11	Retained loss for the year Balance at 31 March 1999	270 	5,721 (1,285) 4,436
11	Retained loss for the year Balance at 31 March 1999	270 - 270 - 270 - 1999	5,721 (1,285) 4,436
11	Retained loss for the year Balance at 31 March 1999 Reconciliation of movements in shareholders' funds	270 - 270 - 270 - 1999 £	5,721 (1,285) 4,436 ————————————————————————————————————
11	Retained loss for the year Balance at 31 March 1999 Reconciliation of movements in shareholders' funds Loss for the financial year	270	5,721 (1,285) 4,436 1998 £ (3,046)

12 Employees

Number of employees

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