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ARNOLDS DEVELOPMENT COMPANY LIMITED

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COMPANY INFORMATION FOR THE YEAR ENDED 31ST MAY 2002

DIRECTORS:

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ROBERT WILLIAM STANLEY ARNOLD

CHRISTOPHER CHARLES ARNOLD

SECRETARY:

CHRISTOPHER CHARLES ARNOLD

REGISTERED OFFICE:

BENNELL FARM WEST STREET COMBERTON Cambridgeshire CB3 7DS

REGISTERED NUMBER:

3771980 (England and Wales)

ACCOUNTANTS:

TAYABALI TOMLIN

CHARTERED ACCOUNTANTS

5 HIGH GREEN GREAT SHELFORD CAMBRIDGE CB2 5EG

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31ST MAY 2002

The directors present their report with the financial statements of the company for the year ended 31st May 2002.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of property development.

DIRECTORS

The directors during the year under review were:

ROBERT WILLIAM STANLEY ARNOLD CHRISTOPHER CHARLES ARNOLD

The beneficial interests of the directors holding office on 31st May 2002 in the issued share capital of the company were as follows:

| ORDINARY £1 shares | 31.5.02 | 1.6.01 |
|---|---------|--------|
| ROBERT WILLIAM STANLEY ARNOLD CHRISTOPHER CHARLES ARNOLD | 1 | 1 |

In August 2002 the one share owned by Mr Robert Arnold was transferred to Mr James Arnold (son of Robert Arnold) and the one share owned by Mr Christopher Arnold was transferred to Mrs Veronique Arnold (wife of Mr Christopher Arnold).

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

ON BEHALF OF THE BOARD:

CHRISTOPHER CHARLES ARNOLD - SECRETARY

Dated: 10th March 2003

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MAY 2002

| | 2002 | 2001 |
|--|-----------|-------|
| Notes | £ | £ |
| TURNOVER | - | - |
| Administrative expenses | 3,637 | 807 |
| | (3,637) | (807) |
| Other operating income | 444 | 1,601 |
| OPERATING (LOSS)/PROFIT 2 | (3,193) | 794 |
| Interest receivable and similar income | 348 | |
| | (2,845) | 794 |
| Interest payable and similar charges | 15,909 | |
| (LOSS)/PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION | (18,754) | 794 |
| Tax on (loss)/profit on ordinary activities 3 | <u>-</u> | 79 |
| (LOSS)/PROFIT FOR THE FINANCIAL YEAR AFTER TAXATION | (18,754) | 715 |
| Retained profit/(deficit) brought forward | 106 | (609) |
| (DEFICIT)/RETAINED PROFIT CARRIED FORWARD | £(18,648) | £106 |

BALANCE SHEET 31ST MAY 2002

| | | 2002 | | 2001 | |
|------------------------------|---------|---------|-----------|--------|---------|
| | Notes | £ | £ | £ | £ |
| FIXED ASSETS: | | | | | |
| Tangible assets | 4 | | 2,507 | | 2,507 |
| CURRENT ASSETS: | | | | | |
| Stocks | 5 | 304,921 | | 5,862 | |
| Debtors | 6 | 38,667 | | 60 | |
| Cash at bank | | 63,185 | | 2,081 | |
| | | 406,773 | | 8,003 | |
| CREDITORS: Amounts falling | | | | | |
| due within one year | 7 | 515 | | 10,399 | |
| NET CURRENT ASSETS/(LIABIL | ITIES): | | 406,258 | | (2,396) |
| TOTAL ASSETS LESS CURRENT | | | | | |
| LIABILITIES: | | | 408,765 | | 111 |
| CREDITORS: Amounts falling | | | | | |
| due after more than one year | 8 | | 427,408 | | - |
| | | | £(18,643) | | £111 |
| | | | | | |
| CAPITAL AND RESERVES: | | | | | |
| Called up share capital | 10 | | 5 | | 5 |
| Profit and loss account | | | (18,648) | | 106 |
| SHAREHOLDERS' FUNDS: | | | £(18,643) | | £111 |
| | | | === | | |

The company is entitled to exemption from audit under Section 249A(1) of the Companies Act 1985 for the year ended 31st May 2002.

The members have not required the company to obtain an audit of its financial statements for the year ended 31st May 2002 in accordance with Section 249B(2) of the Companies Act 1985.

The directors acknowledge their responsibilities for:

- (a) ensuring that the company keeps accounting records which comply with Section 221 of the Companies Act 1985 and
- (b) preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of each financial year and of its profit or loss for each financial year in accordance with the requirements of Section 226 and which otherwise comply with the requirements of the Companies Act 1985 relating to financial statements, so far as applicable to the company.

BALANCE SHEET 31ST MAY 2002

These financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and with the Financial Reporting Standard for Smaller Entities (effective June 2002).

ON BEHALF OF THE BOARD:

ROBERT WILLIAM STANLEY ARNOLD - DIRECTOR

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Approved by the Board on 10th March 2003

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MAY 2002

1. ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective June 2002).

Tangible fixed assets

No depreciation has been provided on the land & buildings. (see note 4. to the accounts).

Stocks

3.

Work in progress is valued at the lower of cost and net realisable value.

Cost includes all direct expenditure and an appropriate proportion of fixed and variable overheads.

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

2002

2001

Freehold

2. OPERATING (LOSS)/PROFIT

The operating loss (2001 - operating profit) is stated after charging:

| | £ | £ |
|--|---------------|------|
| Directors' emoluments and other benefits etc | <u>-</u> = | - |
| TAXATION | | |
| Analysis of the tax charge | | |
| The tax charge on the loss on ordinary activities for the year was as follows: | | |
| | 2002 | 2001 |
| | £ | £ |
| Current tax: | | |
| UK corporation tax | - | 79 |
| | _ | _ |
| Tax on (loss)/profit on ordinary activities | - | 79 |

4. TANGIBLE FIXED ASSETS

| | property |
|-------------------|-------------|
| | £ |
| COST: | |
| At 1st June 2001 | |
| and 31st May 2002 | 2,507 |
| | |
| NET BOOK VALUE: | |
| At 31st May 2002 | 2,507 |
| | |
| At 31st May 2001 | 2,507 |
| • | · |

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MAY 2002

4. TANGIBLE FIXED ASSETS - continued

In the 2000 accounts the company received a gift of land and farm buildings at Arnold's Farm, Shelford Bottom from Mrs Jean Arnold. The gift was valued at £85,000 at the date of transfer to the company. The amount shown above for land and buildings repesents the legal fees paid by the company to acquire this gift.

The land is currently being developed and therefore no depreciation has been provided in these accounts.

| 5. | STOCKS | 2002 | 2001 |
|----|--|-----------|-----------|
| | | 2002 £ | 2001 |
| | W. A. I | | £ |
| | Work in progress | 304,921 | 5,862 |
| | | | |
| 6. | DEBTORS: AMOUNTS FALLING | | |
| 0. | DUE WITHIN ONE YEAR | | |
| | | 2002 | 2001 |
| | | £ | £ |
| | | | |
| | Other debtors - VAT due | 38,667 | 60 |
| | | | |
| | | | |
| 7. | CREDITORS: AMOUNTS FALLING | | |
| | DUE WITHIN ONE YEAR | 2002 | 2001 |
| | | 2002 | 2001 |
| | | £ | £ |
| | Directors current accounts | • | 2,000 |
| | Other creditors | - | 8,000 |
| | Corporation tax | - | 79 220 |
| | Accrued expenses | 515 | 320 |
| | | 515 | 10,399 |
| | | <u> </u> | 10,399 |
| | | | |
| 8. | CREDITORS: AMOUNTS FALLING | | |
| ٥. | DUE AFTER MORE THAN ONE YEAR | | |
| | DODAN IBRATORE THAT ONE TELESCO | 2002 | 2001 |
| | | £ | £ |
| | Mortgage | 427,408 | _ |
| | 1111,545 | | |
| | | | |
| 9. | SECURED DEBTS | | |
| | | | |
| | The following secured debts are included within creditors: | | |
| | | 2002 | 2001 |
| | | 2002 £ | 2001 £ |
| | N | | L |
| | Mortgage | 427,409 | |

The mortgage with the Cambridge Building Society is secured by a charge on the land owned by the company. It is also backed by personal guarantees given by both directors.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MAY 2002

10. CALLED UP SHARE CAPITAL

| Authorised: Number: | Class: | Nominal | 2002 | 2001 |
|------------------------|---------------------|--------------|-------------------|----------------|
| 1,000 | ORDINARY | value: £1 | £ 1,000 ——— | 1,000 ===== |
| • | ned and fully paid: | | | |
| Number: | Class: | Nominal | 2002 | 2001 |
| | | value: | £ | £ |
| 5 | ORDINARY | £1 | 5 | 5 |
| | | | | |

11. TRANSACTIONS WITH DIRECTORS

The director, Mr R.W.S.Arnold owns a 10% share and is a director in Bennell Developments Ltd. This company has been engaged to carry out the development of the land at Shelford Bottom. During the year the value of the worked invoiced was £272,580.31 (2001 - £NIL).