REPORT OF THE DIRECTORS

AND

FINANCIAL STATEMENTS

FOR THE

YEAR ENDED 31ST MARCH 2000

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Year ended 31st March 2000

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Year ended 31st March 2000

Directors:

Mrs Maureen Ann Gibb

Mrs Denise Mary Pullin

Miss Vicky Gibb Mr Steven Crampton

Secretary:

Joseph Friel The Cross Uddingston G71 7ES

Auditors:

White & Hoggard

Chartered Certified Accountants

1-3 Wheelgate

Malton

North Yorkshire

Y017 7HT

Solicitors:

Ellis Lakin & Co

Pickering

North Yorkshire

Bankers:

Barclays Bank Plc

Pickering

North Yorkshire

Registered

The Cross

Office:

Uddingston

G71 7ES

Company No.52543 (Registered in Scotland)

Directors' Report for the year ended 31st March 2000

The Directors present their report and the financial statements for the year ended 31st March 2000

Statement of 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.

Principal Activity

The company's principal activity continues to be that of a Zoo and Pleasure Park and carrying on the business of selling and letting mobile homes and holiday homes.

Review of Business

The directors are satisfied with the company's trading performance for the financial year and look forward to continuing this level of trade for forthcoming years.

Dividends

A Dividend of £2 per Ordinary Share was proposed for the year.

Reserves

The profit after taxation and dividends of £ 274346 (1999 - Profit £ 136836) is added to Reserves of £ 2131625 giving a balance of £ 2405971.

Fixed Assets

Movements in Fixed	Assets are:	£
Additions	Buildings	153869
	Motor Vehicles	61121
	Fixtures, Fittings and Equipment	3652450
Disposals	Motor Vehicles	17019
	Fixtures, Fittings and Equipment	1300

Directors' Report for the year ended 31st March 2000 cont/...

Donations

Charitable Donations amounted to £ Nil

Directors

The Directors who served during the year and their beneficial interests in the company's issued ordinary share capital were:

	Number of Shares 2000	Number of Shares 1999
Maureen Gibb	5000	5000
Denise Pullin	-	-
Vicky Gibb	15000	15000
Steven Crampton	<u>.</u>	-

Auditors

The Auditors, White and Hoggard, will be proposed for reappointment in accordance with Section 385 of the Companies Act 1985.

This report was approved by the board on 4th October 2000 and signed on their behalf.

> Relle

Mrs D Pullin Director

Dated: 4th October 2000

Auditors' Report to the Shareholders of Flamingo Land Limited Year ended 31st March 2000

We have audited the financial statements on pages 4 to 12 which have been prepared under the historical cost convention and the accounting policies set out on pages 6.

Respective responsibilities of directors and auditors

As described on pages 1 and 2 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 judgments 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 31st March 2000 and of its loss for the year then ended and have been properly prepared in accordance with the provisions of the Companies Act 1985.

White & Hoggard Registered Auditors

1-3 Wheelgate Malton North Yorkshire YO17 7HT

Date: 11th October 2000

FLAMINGO LAND LIMITED

Profit and Loss Account for the year ended 31st March 2000

	Notes	2000	1999
		£	£
Turnover	2	13795078	10969134
Cost of Sales		(2511388)	(1633035)
Gross Profit		11283690	9336099
Staff Costs	4	(3873348)	(3423369)
Administrative Expenses		(6454984)	(5349196)
Net Operating Result	3	955358	563534
Interest Received		32832	36227
Interest Payable	5	(186931)	(270008)
Profit for year before Taxation		801259	329753
Taxation	6	(406171)	(142917)
Profit for year after Taxation	14	395088	186836
Dividends Paid or Proposed	15	(50000)	(50000)
Profit for the year After Taxation a	and Dividends	345088	136836

The notes on pages 6 to 12 form part of these Accounts Audit Report Page 3

Balance Sheet as at 31st March 2000

	Notes	2000	1999
		£	£
Fixed Assets:			
Tangible Assets	7	8617675	7184614
		mer er	=
Current Assets:	0	540771	526026
Stocks	8	548771 10724	536926
Investment Debtors	9 10	607706	10051 509870
Bank and Cash Balances	10	156147	133688
		1323348	1190535
Creditors: Amounts falling due within			
one year	11	(7414310)	(4708524)
Net Current (Liabilities)		(6090962)	(3517989)
			
Total Assets Less Current Liabilities		2526713	3666625
Creditors: Amounts falling due after more than one year	12	-	(1485000)
Provision for Liabilities and Charges: Deferred Taxation	13	-	-
		2526713	2181625
Capital and Reserves:			
Called up Share Capital	14	50000	50000
Reserves	16	2476713	2131625
		2526713	2181625
			

Mrs D Pullin (Director)

Date: 4th October 2000

The notes on pages 6 to 12 form part of these Accounts

was a

Notes on the Financial Statements

ACCOUNTING POLICIES: 1.

Stocks:

Stocks have been valued at the lower of cost and net realisable value except for exotic animals which have been valued at £20,000 being the original cost at date of acquisition of Flamingo Land by the Company. The costs of subsequent purchases of animals are charged to Profit and Loss Account in the year of purchase. Proceeds from sales of animals are credited to Profit and Loss Account in the year of sale.

Depreciation:

Depreciation on motor vehicles and fixtures and fittings is provided at 25% on a straight line basis.

Properties are maintained out of revenue and no depreciation is provided on freehold properties which in the opinion of the directors are worth not less than their book values.

Deferred Taxation:

Provision is made for deferred taxation at current tax rates on the excess of the net book values over the written down tax values of fixed assets eligible for capital allowances. (No provision required).

2. TURNOVER:

Turnover is stated at invoiced value, exclusive of V.A.T.

NET OPERATING RESULT: 3.

	2000 £	1999 £
This is stated after charging/(crediting):		
Auditors' Remuneration	9800	9450
Directors Remuneration (Note 4)		
Salaries	626583	564397
Pension Scheme	6290	5663
Depreciation	2424679	1707153
Loss/(Profit) on Sale of Fixed Assets	(8619)	13877
Deferred Contributions Released	20928	18883

Notes on the Financial Statements Continued

4. EMPLOYEES:

The average weekly number of employees during the year was made up as follows:

	2000 No.	1999 No.
Office and Management Pleasure Park, Zoo and Holiday Village	33 308	33 305
	341	338
		=
Staff Costs during the year amounted to:	2000 £	1999 £
Wages and Salaries	3204844	2816358
Pension Scheme	35631	36951
	3240475	2853309
Directors' Remuneration amounted to:	£	£
Salaries	626583	564397
Pension Scheme	6290	5663
	632873	570060
	<u>=</u>	
Total	3873348	3423369
		
Emoluments of the Chairman who was also the highest paid Director	380000	360000
•	====	
The emoluments of the other Directors fell within the range:		
£ 20,000 - £ 25,000	0	0
£ 25,000 - £ 40,000 £ 40,000 - £ 100,000	0	1 2

Notes on the Financial Statements Continued......

5.	INTEREST PAYABLE:				
			2000	1999	
	Donle		£	£	
	Bank Other		186931	27 269981	
			186931	270008	
6.	TAXATION:				
٠.	THAME TO THE		£	£	
	The charge for the year comprises:				
	United Kingdom Corporation Tax Payable Current Year Under provision at 31.3.99	;	399240 6931	142917 -	
			406171	142917	
7.	TANGIBLE FIXED ASSETS:				
		Freehold		Fixtures	
		Land and	Motor	and	
		Buildings £	Vehicles £	Fittings £	Total £
	Cost:	2	£	~	<i>a</i> _
	At 1st April 1999	5014947	223816	21101292	26340055
	Additions during the year	153869	61121	3652450	3867440
	Disposals during the year	-	(44291)	(250158)	(294449)
	At 31st March 2000	5168816	240646	24503584	29913046
	Depreciation:		10.000	10070464	10155141
	At 1st April 1999 Charge for the year	-	176977 38128	18978464 2386551	19155441 2424679
	Disposals during year	-	(34591)	(250158)	(284749)
	A		190514	21114857	21295371
	At 31st March 2000		180514	21114037	
	Net Book Value:				
	At 31st March 2000	5168816	60132	3388727	8617675
				<u></u>	
	At 31st March 1999	5014947	46839	2122828	7184614
					

Notes on the Financial Statements Continued......

8.	STOCKS:		
		2000	1999
		£	£
	Stocks consist of:		
	Animals (Exotic)	20000	20000
	Catering Food	63343	97517
	Animal Food	8137	4691
	Caravans	195567	97001
	Provision and Goods for Resale	35083	48526
	Wines and Spirits	25198	42785
	Gifts and Souvenirs	129119	158357
	Sundry Stock, Bingo Prizes and Pens	932	475
	Staff Uniforms	30303	31369
	Guides and Brochures	21727	28139
	Ride Photographing	2665	3585
	Fuel	15566	3500
	Caravan Equipment	1131	981
		548771	536926
9.	INVESTMENT:	 -	
J.	MVESTMENT:	2000	1999
		£	£
			-
	BATA Ltd	10724	10051
10	DEBTORS - due within one year:		
		2000	1999
		£	£
	Trade Debtors	57247	38010
	Other Debtors	291143	250865
	Prepayments	259316	220995
		607706	509870

Notes on the Financial Statements Continued

11.	CREDITORS -	amounts fall	ing due	within	one year:
-----	--------------------	--------------	---------	--------	-----------

	2000	1999
	£	£
Bank Overdraft	913686	419253
Trade Creditors	1373005	1379312
Rents and Deposits Received in Advance	819695	760830
Other Taxes and Social Security Costs	41873	81774
Other Creditors	440029	586862
Accruals	161782	86052
Corporation Tax	399240	87441
Loan from:		
Mrs M Gibb	1680000	1257000
Pension Fund	1485000	_
Proposed Dividend	100000	50000
	7414310	4708524
		

The overdraft is secured by a mortgage over the freehold property.

12. CREDITORS : Amounts falling due after

more than one year:

Loan from Pension Fund - 1485000

13 **DEFERRED TAXATION:**

There is no provision required for Deferred Taxation

14.	SHARE CAPITAL:	2000 £	1999 £
	Authorised, Issued and Fully Paid		
	Ordinary Shares of £1 each	50000	50000
15.	DIVIDENDS		
	Proposed Dividend - 31.3.99 - Reversed	(50000)	-
	Proposed Dividend - 31.3.00	100000	50000
		50000	50000

16. **RESERVES:**

	Capital Reserve	Retained Profit	Total
	£	£	£
At 1st April 1999	73984	2057641	2131625
Profit for year after Taxation	-	345088	345088
At 31st March 2000	73984	2402729	2476713

17. CONTINGENT LIABILITIES:

These were no contingent liabilities at the Balance Sheet date or maturity contracts for Expenditure.

Cash Flow Statement for the year ended 31st March 2000

	2000 £	1999 £
Net Cash Inflow from Operating Activities (Note 1)	3202618	2468614
		
Returns on Investments and Servicing of Finance Interest Received	32832	36227
Interest Paid	(186931)	(270008)
Net Cash(Outflow)/Inflow from Returns on Investments and Servicing of Finance	(154099)	(233781)
Taxation Corporation Tax (Paid)/ Repaid in year	(94372)	-
Tax Repaid (Paid)	(94372)	
Investing Activities: Payments to acquire Tangible Fixed Assets	(3867440)	(839419)
Receipts from Sales of Tangible Fixed Assets	18319	29816
Net Cash (Outflow) from Investment Activities	(3849121)	(809603)
Net Cash Inflow/(Outflow) before Financing	(894974)	1425230
Financing Loans	423000	(1092750)
Net Cash Inflow from Financing	423000	(1092750)
Increase/(Decrease) in Cash and Cash Equivalents	(471974)	332480
		

The notes on pages 6 to 12 form part of these Accounts Audit Report page $3\,$

Audit Report page 3

1100	es to the Cash Flow Statement for the year ended 31st	Water 2000	2000	1999	
1.	Reconciliation of operating profit to net cash inflov	Reconciliation of operating profit to net cash inflow from operating activities.			
		•	£	£	
	Operating Profits/(Loss)		955358	563534	
	Depreciation Charges		2424679	1707153	
	Book Loss/(Profit) on Sale of Tangible Fixed	Assets	(8619)	13877	
	(Increase)/Decrease in Stocks		(11845)	(88109)	
	(Increase)/Decrease in Investments		(673)	(676)	
	(Increase) in Debtors and Prepayments		(97836)	92620	
	(Decrease)/Increase in Creditors		(58446)	180215	
	Net Cash Inflow from Operating Activities		3202618	2468614	
					
2.	Analysis of changes in cash and cash equivalents de	uring the year			
	Balance at 1st April 1999		(285565)	(618045)	
	Net Inflow/(Outflow)		(471974)	332480	
	Balance at 31st March 2000		(757539)	(285565)	
3.	Analysis of the balances of cash and cash equivalen	nts as shown in t	he Balance Sheet		
	·			Change	
		2000	1999	year	
		£	£	£	
	Cash at Bank and in Hand	156147	133688	22459	
	Bank Overdrafts	(913686)	(419253)	(494433)	
		(757539)	(285565)	(471974)	
4.	Analysis of changes in financing during the year			<u> </u>	
		5.	hare Capital	Loans	
	Balance at 1st April 1999		50000	2742000	
	Cash Inflow/(Outflow) from financing		-	423000	
	Balance at 31st March 2000		50000	3165000	
	notes on pages 6 to 12 form part of these Accounts				

Trading and Profit and Loss Account for the year ended 31st March 2000

	2000 £	1999 £
	*	£
INCOME:	4004656	4167000
Pleasure Park & Zoo	4984656	4165888
Caravan and Holiday Village Income	5031125	3532918
Less: Related Charges	1097725	210666
	3933400	3322252
Catering Income Less: Purchases	1431975 497498	1176602 427391
	934477	749211
Bar Income	1117276	948969
Less: Purchases	357195	309730
	760081	639239
Sweet Shop Income	287489	268433
Less: Purchases	118282	119632
	169207	148801
Gift Shop Income Less: Purchases	689586 342874	645434 329831
Dess. Parentages		
	346712	315603
Vending Income	232043	212007
Less: Purchases	97814	94666
	134229	117341
		
Deferred Contributions Released	20928	18883
Summary:		
Turnover Costs	13795078 2511388	10950251 1473033
Gross Profit Carried forward	£ 11283690	£ 9477218

Trading and Profit and Loss Account for the year ended 31st March 2000 cont/...

	2000	1999
	£	£
EXPENDITURE:		
Direct Expenses:		
Purchase of Animals	3365	10269
Animal Foods and Bedding	59761	62740
Veterinary Fees and Expenses	16276	16039
Sundries	57473	52071
	136875	141119
Administration Expenses:		
Wages and Salaries	3204844	2816358
Hire and Rentals	237676	192946
Upkeep and Repairs	1364274	1265746
Laundry and Cleaning	177167	155574
Staff Welfare and Recruitment	44391	24967
Ride Inspection Fees	39118	42102
Licences	27008	26346
Sundry Expenses	20068	18964
Advertising, Brochures and Marketing Expenses	713533	651154
Heat and Light	204896	215527
Rates	326437	314159
Insurance	221746	222318
Motor Expenses	70124	81310
Travelling Expenses	3885	12696
Printing and Stationery	89600	95157
Telephone and Postage	66209	69753
Artists	191257	128785
Security Costs	46099	42600
	7048332	6376462
Financial and Other Charges:		=
Bank Interest	-	27
Other Interest	186931	269981
Bank Charges	40243	36574
Professional Fees	8518	22038
Auditors Remuneration	9800	9450
Directors' Remuneration	626583	564397
Directors' Pension Schemes	6290	5663
Staff Pension Scheme	35631	36951
Depreciation (Net of Book Profit)	2416060	1721030
	3330056	2666111
Expenditure carried forward	10515263	9183692
	<u>=</u>	=

Trading and Profit and Loss Account for the year ended 31st March 2000 cont/...

	2000 £	1999 £
Gross Profit brought forward	11283690	9477218
Expenditure brought forward	(10515263)	(9183692)
Trading Profit for the year	768427	293526
Interest Received	32832	36227
		
Profit for year before Taxation and Dividends	801259	329753
Proposed Dividend	(50000)	(50000)
Profit for year before Taxation	751259	279753