REPORT OF THE DIRECTORS

AND

FINANCIAL STATEMENTS

FOR THE

YEAR ENDED 31ST MARCH 2001

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Year ended 31st March 2001

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Year ended 31st March 2001

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 2001

The Directors present their report and the financial statements for the year ended 31st March 2001

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 £1016557 (2000- Profit £345088) is added to Reserves of £2476711 giving a balance of £3493268

Fixed Assets

Movements in Fixed	Assets are:	£
Additions	Buildings	237374
	Motor Vehicles	41818
	Fixtures, Fittings and Equipment	3042185
Disposals	Motor Vehicles	18100
	Fixtures, Fittings and Equipment	615114

Directors' Report for the year ended 31st March 2001 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 2001	Number of Shares 2000
Maureen Gibb	5000	5000
Denise Pullin	-	_
Vicky Gibb	15000	15000
Gordon Gibb	15000	-
Melanie Wood	15000	-
Steven Crampton	-	-

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 $2\sqrt{4\nu}$ and signed on their behalf.

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Mrs D Pullin Director

Dated: 21st January 2002

Auditors' Report to the Shareholders of Flamingo Land Limited Year ended 31st March 2001

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 2001 and of its profit 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: 28th January 2002

Profit and Loss Account for the year ended 31st March 2001

	Notes	2001	2000
		£	£
T	2	1.41.47000	10705070
Turnover	2	14147822	13795078
Cost of Sales		(2124357)	(2511388)
Gross Profit		12023465	11283690
Staff Costs	4	(4268250)	(3873348)
Administrative Expenses		(6270714)	(6454984)
Net Operating Result	3	1484501	955358
Interest Received		27705	32832
Interest Payable	5	(124581)	(186931)
Profit for year before Taxation		1387625	801259
Taxation	6	(271068)	(406171)
Profit for year after Taxation	14	1116557	395088
Dividends Paid or Proposed	15	(100000)	(50000)
Profit for the year After Taxation	and Dividends	1016557	345088

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

Balance Sheet as at 31st March 2001

	Notes	2001	2000
		£	£
Fixed Assets:			
Tangible Assets	7	9746033	8617675
Current Assets:			
Stocks	8	512645	548771
Investment	9	11217	10724
Debtors	10	504011	607706
Bank and Cash Balances	10	162069	156147
		1189942	1323348
Cuaditana Amounta falling due within			
Creditors: Amounts falling due within one year	11	(7392707)	(7414310)
Net Current (Liabilities)		(6202765)	(6090962)
Total Assets Less Current Liabilities		3543268	2526713
Creditors: Amounts falling due after more than one year	12	-	-
Provision for Liabilities and Charges: Deferred Taxation	13	-	-
		3543268	2526713
Capital and Reserves:		**************************************	
Called up Share Capital	14	50000	50000
Reserves	16	3493268	2476713
		3543268	2526713

D Pulle.

Mrs D Pullin (Director)

Date: 21st January 2002

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

Notes on the Financial Statements

1. ACCOUNTING POLICIES:

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.

3. **NET OPERATING RESULT:**

	2001	2000
	£	£
This is stated after charging/(crediting):		
Auditors' Remuneration	10094	9800
Directors Remuneration (Note 4)		
Salaries	769783	626583
Pension Scheme	6551	6290
Depreciation	2191782	2424679
Loss/(Profit) on Sale of Fixed Assets	(631979)	(8619)
Deferred Contributions Released	22031	20928

2001

2000

Notes on the Financial Statements Continued

4. **EMPLOYEES:**

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

	2001 No.	2000 No.
Office and Management Pleasure Park, Zoo and Holiday Village	33 303	33 308
Treature Turn, 200 and Tronday Things		
	336	341
Staff Coats during the coats and a late		
Staff Costs during the year amounted to:	2001	2000
	£	£
Wages and Salaries	3454023	3204844
Pension Scheme	37893	35631
	3491916	3240475
Discrete I Barrers and an account 14	£	£
Directors' Remuneration amounted to:		
Salaries Pension Scheme	769783 6551	626583 6290
rension scheme		
	776334	632873
		
Total	4268250	3873348
		·
Emoluments of the Chairman who was also the		
highest paid Director	380000	380000
		
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 5	0
,	J	3

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

5.	INTEREST PAYABLE:				
			2001	2000	
			£	£	
	Bank		-	-	
	Other		124581	186931	
			124581	186931	
6.	TAXATION:				
υ.	TAATION.		£	£	
	The charge for the year comprises:				
	United Kingdom Corporation Tax Payable Current Year Under provision at 31.3.99		271068 -	399240 6931	
			271068	406171	
			2/1006	400171	
7.	TANGIBLE FIXED ASSETS:				
		Freehold	<u>.</u> _	Fixtures	
		Land and	Motor	and	5 50 4 3
		Buildings	Vehicles	Fittings	Total
	Cost:	£	£	£	£
	At 1st April 2000	5168816	230946	24503584	29903346
	Additions during the year	237374	41818	3042185	3321377
	Disposals during the year	-	(48695)	(1648267)	(1696962)
	At 31st March 2001	5406190	224069	25897502	31527761
	Depreciation:				
	At 1st April 2000	-	170814	21114859	21285673
	Charge for the year	-	36163	2155619	2191782
	Disposals during year	-	(47945)	(1647782)	(1695727)
	At 31st March 2001	-	159032	21622696	21781728
	Net Book Value:				
	At 31st March 2001	5406190	65037	4274806	9746033
	At 31st March 2000	5168816	60132	3388725	8617673

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

8.	STOCKS:		
		2001	2000
		£	£
	Stocks consist of:		
	Animals (Exotic)	20000	20000
	Catering Food	81353	63343
	Animal Food	4288	8137
	Caravans	59825	195567
	Provision and Goods for Resale	33228	35083
	Wines and Spirits	32734	25198
	Gifts and Souvenirs	214774	129119
	Sundry Stock, Bingo Prizes and Pens	5391	932
	Staff Uniforms	14032	30303
	Guides and Brochures	26022	21727
	Ride Photographing	2018	2665
	Fuel	17511	15566
	Caravan Equipment	1469	1131
		512645	548771
9.	INVESTMENT:		
		2001	2000
		£	£
	BATA Ltd	11217	10724
		=	
10	DEBTORS - due within one year:		
		2001	2000
		£	£
	Trade Debtors	26703	57247
	Other Debtors	301814	291143
	Prepayments	175494	259316
		504011	607706

Notes on the Financial Statements Continued

11. CREDITORS - amounts falling due within one year:

	2001	2000
	£	£
Bank Overdraft	1251488	913686
Trade Creditors	2166859	1373005
Rents and Deposits Received in Advance	876325	819695
Other Taxes and Social Security Costs	77761	41873
Other Creditors	507230	440029
Accruals	219146	161782
Corporation Tax	271068	399240
Loan from:		
Mrs M Gibb	1812000	1680000
Pension Fund	-	1485000
Hire Purchase	10830	-
Proposed Dividend	100000	100000
Directors Loan Account	100000	-
	7392707	7414310

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

13. **DEFERRED TAXATION:**

There is no provision required for Deferred Taxation

14.	SHARE CAPITAL:	2001 £	2000 £
	Authorised, Issued and Fully Paid Ordinary Shares of £1 each	50000	50000
15.	DIVIDENDS Proposed Dividend - 31.3.00 - Reversed Proposed Dividend - 31.3.01	100000	(50000) 100000
		100000	50000

16. RESERVES:

	Capital	Retained	
	Reserve	Profit	Total
	£	£	£
At 1st April 2000	(73984)	2550695	2476711
Profit for year after Taxation	-	1016557	1016557
At 31st March 2001	(73984)	3567252	3493268

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 2001

	2001 £	2000 £
Net Cash Inflow from Operating Activities (Note 1)	4194569	3202618
		
Returns on Investments and Servicing of Finance Interest Received	27705	32832
Interest Paid	(124581)	(186931)
Net Cash(Outflow)/Inflow from Returns on Investments and Servicing of Finance	(96876)	(154099)
Taxation Corporation Tax (Paid)/ Repaid in year	(399240)	(94372)
Tax Repaid (Paid)	(399240)	(94372)
Dividends Dividends (Paid)	100000	-
Investing Activities: Payments to acquire Tangible Fixed Assets	(3321377)	(3867440)
Receipts from Sales of Tangible Fixed Assets	633214	18319
Net Cash (Outflow) from Investment Activities	(2688163)	(3849121)
Net Cash Inflow/(Outflow) before Financing	910290	(894974)
Financing Loans	(1242170)	423000
Net Cash (Outflow)/Inflow from Financing	(1242170)	423000
Increase/(Decrease) in Cash and Cash Equivalents	(331880)	(471974)
The notes on pages 6 to 12 form part of these Accounts Audit Report page 3		

Note	es to the Cash Flow Statement for the year ended 31st	March 2001				
			2001	2000		
1.	Reconciliation of operating profit to net cash inflow from operating activities.					
			£	£		
	Operating Profits/(Loss)		1484501	955358		
	Operating Profits/(Loss) Depreciation Charges		2191782	2424679		
	Book Loss/(Profit) on Sale of Tangible Fixed	Assets	(631979)	(8619)		
	(Increase)/Decrease in Stocks	110000	36126	(11845)		
	(Increase)/Decrease in Investments		(493)	(673)		
	(Increase)/Decrease in Debtors and Prepayme	ents	103695	(97836)		
	(Decrease)/Increase in Creditors		1010937	(58446)		
	Net Cash Inflow from Operating Activities		4194569	3202618		
2.	Analysis of changes in cash and cash equivalents d	uring the year				
	Balance at 1st April 2001		(757539)	(285565)		
	Net Inflow/(Outflow)		(331880)	(471974)		
	` '			<u> </u>		
	Balance at 31st March 2001		(1089419)	(757539)		
				 -		
3.	Analysis of the balances of cash and cash equivaler	its as shown in	the Balance Shee	t		
		****	•000	Change		
		2001	2000	year		
		£	£	£		
	Cash at Bank and in Hand	162069	156147	5922		
	Bank Overdrafts	(1251488)	(913686)	(337802)		
		(1089419)	(757539)	(331880)		
		(1005415)	(131337)	(551666)		
4.	Analysis of changes in financing during the year	5	Share Capital	Loans		
	Balance at 1st April 2000		50000	3165000		
	Cash Inflow/(Outflow) from financing		~	(1242170)		
	•		50000			
	Balance at 31 st March 2001		50000	1922830		
	notes on pages 6 to 12 form part of these Accounts it Report page 3					