FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST DECEMBER 1996

Company Registration Number: 2679756

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INDEX TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER 1996

Page No.

1.	Company Details
2	Directors' Report
3	Auditors' Report to the Shareholders
4	Profit and Loss Account
5	Balance Sheet
6 - 9	Notes to the Financial Statements

COMPANY DETAILS

FOR THE YEAR ENDED 31ST DECEMBER 1996

Registered Office:

Wharf Centre Couch Lane Devizes Wiltshire SN10 1EB

Directors:

J. Sankey

P Power (Resigned 10.09.96)

H. Maitland-Jones (Resigned 23.05.96)

D.E. Read (Resigned 20.02.96)
D.L. Lamb (Appointed 23.05.96)
D.J. Saady (Appointed 23.05.96)
Mrs J Poulton (Appointed 23.05.96)
M.E.D. Davis (Appointed 05.07.96)

Secretary:

Miss F. de Rhe-Philipe

Auditors:

David Owen & Co 17 Market Place

Devizes Wiltshire SN10 1BA

Bankers:

Lloyds Bank Plc 38 Market Place

Devizes Wiltshire

Company Number:

2679756

DIRECTORS' REPORT

FOR THE YEAR ENDED 31ST DECEMBER 1996

The directors present their report to the members, together with the annual accounts of the company for the year ended 31st December 1996.

PRINCIPAL ACTIVITY

The principal activity of the company, which is unchanged since last year, is the promotion of the Kennet and Avon Canal. This was achieved by the operation of boat trips and the sale of gifts and souvenirs from the Canal shops.

DIRECTORS

The directors of the company and their interests in shares of the company are set out below.

	Ordinary share	Ordinary shares of £1 each			
	As at	As at			
	31st December 1996	31st December 1995			
D.E. Read (resigned 20.02.96)		_			
J. Sankey	-	-			
P. Power (resigned 10.09.96)	_	_			
H. Maitland-Jones (resigned 23.05.9	6) –	<u>-</u>			
D.L. Lamb (Appointed 23.05.96)	-	-			
D.J. Saady (Appointed 23.05.96)	_	_			
Mrs J. Poulton (Appointed 23.05.96)	-	_			
M.E.D. Davis (Appointed 05.07.96)	_	_			

DIRECTORS' RESPONSIBILITIES FOR THE FINANCIAL STATEMENTS

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 and loss of the company for that period. In preparing those financial statements, the directors are required to:

- (a) select suitable accounting policies and apply them consistently;
- (b) make judgments and estimates that are reasonable and prudent;
- (c) prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue to operate.

The directors are responsible for keeping proper accounting records which disclose with reasonable accruacy 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.

DONATIONS

During the year a charitable covenanted donation of £11,038 (1995 £8,682) was made to the holding company, The Kennet & Avon Canal Trust.

AUDITORS

A resolution to re-appoint the auditors will be proposed at the Annual General Meeting.

The directors have taken advantage, in preparation of their report, of the special exemptions applicable to small companies.

Approved by the board of directors on 22nd April 1997 and signed on their behalf by:

Heur de M. Miss F. de Rhe-Philipe SECRETARY

AUDITORS' REPORT TO THE SHAREHOLDERS OF KENNET & AVON CANAL TRUST (ENTERPRISE) LTD

We have audited the financial statements on pages 4 to 9 which have been prepared under the historical cost convention and the accounting policies set out on page 6.

Respective responsibilities of directors and auditors

As described on page 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 affairs of the company as at 31st December 1996 and of its profit for the period then ended and have been properly prepared in accordance with the Companies Act 1985 applicable to small companies.

DAVID OWEN & CO

17 Market Place Devizes

Wiltshire SN10 1BA

CHARTERED ACCOUNTANTS
AND REGISTERED AUDITOR

22nd April 1997

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST DECEMBER 1996

	Notes	£	1996 £	£	1995 £
TURNOVER			145,363		133,725
COST OF SALES			72,730		65,370
GROSS PROFIT			72,633		68,355
ADMINISTRATION COSTS			66,797		61,696
Other operating income			5,836 85		6,659 485
OPERATING PROFIT	2		5,921		7,144
Interest receivable Interest payable		430 (2,748)	(2,318)	403 (3,018)	(2,615)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION			3,603		4,529
Tax on profit on ordinary activities	3		1,171		930
PROFIT FOR THE FINANCIAL YEAR on ordinary activities after					
transferred to reserves	9		2,432		3,599

In each of the years ended 31st December 1996 and 31st December 1995 the only gain recognised by the company was the profit for the year, all activities undertaken by the company were continuing activities, and the reported profit was found under the historical cost convention.

The notes on pages 6 to 9 form an integral part of these accounts.

KENNET & AVON CANAL TRUST (ENTERPRISE) LTD BALANCE SHEET

AS	AΤ	3151	DECEMBER	1996

III JIJI JIMIDIN 1990	Notes	£	1996 £	£	1995 £
FIXED ASSETS					
Tangible assets	4		17,116		21,145
CURRENT ASSETS					
Stocks Debtors Cash at bank and in hand	5	21,035 5,318 40,299		23,683 10,983 26,724	
CREDITORS - amounts falling due within one year	6	66,652 (8,824)		61,390	
NET CURRENT ASSETS		•	57,828		51,367
TOTAL ASSETS LESS CURRENT LIABILITIES			74,944		72,512
CREDITORS - amounts falling after more than one year	due 7		(45,000) 29,944		(45,000) 27,512
CAPITAL AND RESERVES					
Called up share capital Profit and loss account	8		1,000 28,944		1,000 26,512
SHAREHOLDERS' FUNDS	10		29,944		27,512

The directors have taken advantage, in the preparation of the accounts, of the special exemptions applicable to small companies under Schedule 8 Part 1 of the Companies Act 1985. In the opinion of the directors the company qualifies as a small company and is entitled to make use of the special exemptions.

Approved by the board of directors on 22nd April 1997 and signed on their behalf by:

D.J. Saady (Director)

The notes on pages 6 to 9 form an integral part of these accounts.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR KNDED 31ST DECEMBER 1996

1. ACCOUNTING POLICIES

a. Cash Flow Statement

The company qualifies as a small company under the Companies Act 1985. The directors have elected to take advantage of the exemption under Financial Reporting Standard 1 not to prepare a cash flow statement.

b. Turnover

Turnover represents the amounts derived from the provision of goods and services during the period, after the deduction of Value Added Tax.

c. Depreciation of tangible assets

Depreciation on tangible fixed assets is provided at the following annual rates in order to write off each asset over its estimated useful life.

A full period's depreciation being charged on items purchased during the period.

Boats:	15%	per	annum	on	written	down	balance
Equipment:	15%	per	annum	on	written	down	balance
Computer equipment	20%	stra	aight l	line	Э		

d. Stocks

Stock and work in progress are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

e. Deferred taxation

Provision is made by the liability method for all timing differences which are expected to be reversed in the foreseeable future.

f. Leased assets

Fixed assets acquired under finance leases are included in the balance sheet at cost, appropriate provision being made for depreciation. The present value of the future rentals is shown as a liability. Interest payable in each period is charged to profit and loss account in proportion to the amount outstanding under the lease. Operating lease rentals are charged to profit and loss as incurred.

2.	OPERATING PROFIT	<u> 1996</u>	<u> 1995</u>
	This is stated after charging (crediting):	£	£
	Auditors' remuneration Depreciation	1,510 4,122	1,440 3,727

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31ST DECEMBER 1996

3.	TAX ON PROFIT ON ORDINARY ACTIVITIES	<u> 1996</u>	<u>1995</u>
	Garage Aller Comment OFO	£	£
	Corporation tax at 25%	1,171	930

4. TANGIBLE FIXED ASSETS

	Boats I	squipment	<u>Total</u>
	£	£	£
Cost:			
At 1st January 1996	32,900	3,680	36,580
Additions	-	1,370	1,370
Disposals	(3,000)	-	(3,000)
At 31st December 1996	29,900	5,050	34,950
Depreciation:			
At 1st January 1996	14,065	1,370	15,435
Charge for period	3,113	1,009	4,122
Disposals	(1,723)		(1,723)
At 31st December 1996	15,455	2,379	17,834
			
Net book value at			
31st December 1996	14,445	2,671	17,116
21-t December 1005	10.025	0.210	01 145
31st December 1995	18,835	2,310	21,145

In the opinion of the directors the net book value of the assets represents the open market value.

5.	DEBTORS	1996 £	1995 £
	Trade debtors Amounts owed by group companies	4 857	7,482
	Other debtors	4,457 	3,501 ————————————————————————————————————

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31ST DECEMBER 1996

6.	CREDITORS - AMOUNTS FALLING DUE WITHIN ONE YEAR	1996 £	1995 £
	Corporation tax Other creditors	1,171 7,653	930 9,093
		8,824	10,023
7.	CREDITORS - AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR	1996 £	1995 £
	Loan from group company	45,000 ——	45,000
_			
8.	CALLED UP SHARE CAPITAL	1996 £	1995 £
	Authorised 1000 Ordinary shares of £1 each	1,000	1,000
	Allotted, called up and fully paid		
	1,000 Ordinary shares of £1 each	1,000	1,000
9.	RESERVES		
J.	KIESIK VISO		Profit and loss account
	At 1st January 1996		£ 26,512
	Retained profit for the year		2,432
	At 31st December 1996		28,944

10. SHAREHOLDERS FUNDS

A seperate movement of shareholders funds statement is not provided as there are no changes for the current or previous year other than the retained profit in the profit and loss account.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31ST DECEMBER 1996

11. ULTIMATE HOLDING COMPANY

The company regards Kennet & Avon Canal Trust, incorporated in England, as its ultimate holding company.