

ROTHERWEALD MANAGEMENT LIMITED

Company Number: 3057756

FOR THE PERIOD FROM 1 JUNE 2000 to 31 MAY 2001

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ROTHERWEALD MANAGEMENT LIMITED

Company Number: 3057756

DIRECTORS

J B LOCKYER
A P L FERMOR
M F ELLIS

SECRETARY

CRIPPS SECRETARIES LIMITED

REGISTERED OFFICE

SEYMOUR HOUSE, 11-13 MOUNT EPHRAIM ROAD, TUNBRIDGE WELLS, KENT, TN1 1EG

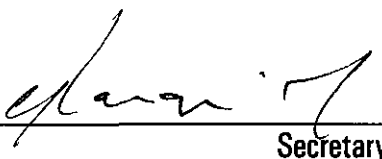
NOTICE OF MEETING

NOTICE IS GIVEN that the Annual General Meeting of the Company will be held at Seymour House 11-13 Mount Ephraim Road Tunbridge Wells Kent TN1 1EG on 1 February 2002 at 11.00 am for the following purposes:

- 1 To receive the Directors' Report and Balance Sheet as at 31 May 2001.
- 2 To consider and if thought fit pass the following resolution which will be passed as a Special Resolution.

That in accordance with section 250 of the Companies Act 1985 the Company shall be exempt from the obligation to appoint auditors as otherwise required by section 384 of that Act.

BY ORDER OF THE BOARD


Secretary

Dated : 2 January 2002

A member who is entitled to attend and vote is entitled to appoint a proxy to attend and, vote in his stead. A proxy need not be a member.

ROTHERWEALD MANAGEMENT LIMITED

Company Number: 3057756

DIRECTORS' REPORT

To be presented at the Annual General Meeting of the Company

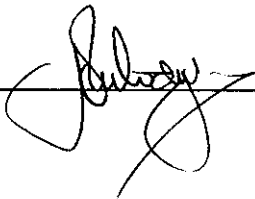
The directors submit herewith their Report and Balance sheet as at For the period 1 June 2000 to 31 May 2001.

The Company's main activity is the management and administration of the properties known as Rother House and Wealden House, 7 High Street, Heathfield, East Sussex. The Company does not trade and accordingly, no profit and loss account is prepared.

The name of the present directors are set out on page 1.

The directors currently hold no interest in the shares of the company.

BY ORDER OF THE BOARD



Director

ROTHERWEALD MANAGEMENT LIMITED

Company Number: 3057756

BALANCE SHEET

as at 31 May 2001

SHARE CAPITAL

Authorised:

100 shares of £1 each £100

Issued:

20 of £1 each, all fully paid 20

REPRESENTED BY:

CURRENT ASSETS

Cash £20

We confirm that throughout the period the company has been dormant within the meaning of Section 250 of the Companies Act 1985. All expenses of the Company have been met personally by the shareholders

BY ORDER OF THE BOARD

Director

