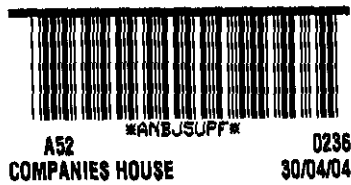


Company Registration No. 1402330

FACTFOCUS LIMITED

Report and Financial Statements

30 June 2003



**Deloitte & Touche LLP
Manchester**

FACTFOCUS LIMITED

REPORT AND FINANCIAL STATEMENTS 2003

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FACTFOCUS LIMITED

REPORT AND FINANCIAL STATEMENTS 2003

OFFICERS AND PROFESSIONAL ADVISERS

DIRECTORS

H.N. Moser
S.E. Kramrisch
G.D. Beckett
M.R. Goldberg
D.J. Seabridge (resigned 1 November 2002)

SECRETARY

G.D. Beckett

REGISTERED OFFICE

Bracken House
Charles Street
Manchester
M1 7BD

PRINCIPAL BANKERS

Bank of Scotland Corporate Banking
9th Floor
No. 1 Marsden Street
Manchester
M2 1HW

AUDITORS

Deloitte & Touche LLP
Manchester

FACTFOCUS LIMITED

DIRECTORS' REPORT

The directors present their annual report and the audited financial statements for the year ended 30 June 2003.

ACTIVITIES AND BUSINESS REVIEW

The principal activities of the company continued to be those of financiers, property developers and property rentals.

The directors consider the results for the year to be satisfactory and look forward to the future with confidence.

RESULTS AND DIVIDENDS

The audited financial statements for the year ended 30 June 2003 are set out on pages 5 to 15. The profit for the year, after tax was £732,097 (2002 - £704,955).

The directors do not recommend payment of a dividend (2002 - £nil).

DIRECTORS AND THEIR INTERESTS

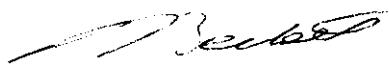
The directors of the company are set out on page 1.

Mr. H.N. Moser is a director of Jerrold Holdings plc, the ultimate parent company, and his interests in the share capital of that company are disclosed in its financial statements. None of the other directors have interests in the share capital of the company, or any other interests required to be disclosed under Schedule 7 of the Companies Act 1985. No director has, or had any material interest in any contract or agreement entered into by the company during the year.

AUDITORS

On 1 August 2003, Deloitte & Touche transferred their business to Deloitte & Touche LLP, a limited liability partnership incorporated under the Limited Liability Partnerships Act 2000. The Company's consent has been given to treating the appointment of Deloitte & Touche as extending to Deloitte & Touche LLP with effect from 1 August 2003 under the provisions of section 26(5) of the Companies Act 1989. A resolution to re-appoint Deloitte & Touche LLP as the Company's auditor will be proposed at the forthcoming Annual General Meeting.

Approved by the Board of Directors
and signed on behalf of the Board



G.D. Beckett
Secretary

28 April 2004

FACTFOCUS LIMITED

STATEMENT OF DIRECTORS' RESPONSIBILITIES

United Kingdom 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 as at the end of the financial year 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;
- state whether applicable accounting standards have been followed;
- 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 the system of internal control, safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF FACTFOCUS LIMITED

We have audited the financial statements of Factfocus Limited for the year ended 30 June 2003 which comprise the profit and loss account, the statement of total recognised gains and losses, the note of historical cost profits and losses, the balance sheet, the statement of accounting policies and the related notes 1 to 21. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As described in the statement of directors' responsibilities, the company's directors are responsible for the preparation of the financial statements in accordance with applicable United Kingdom law and accounting standards. Our responsibility is to audit the financial statements in accordance with relevant United Kingdom legal and regulatory requirements and auditing standards.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report if, in our opinion, the directors' report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the company is not disclosed.

We read the directors' report for the above year and consider the implications for our report if we become aware of any apparent misstatements.

Basis of audit opinion

We conducted our audit in accordance with United Kingdom 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 judgements 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 30 June 2003 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



Deloitte & Touche LLP
Chartered Accountants and Registered Auditors
Manchester
28 April 2004

FACTFOCUS LIMITED

PROFIT AND LOSS ACCOUNT Year ended 30 June 2003

	Note	2003 £	2002 £
TURNOVER	2	3,805,676	1,542,740
Cost of sales		<u>(1,493,638)</u>	<u>(31,979)</u>
GROSS PROFIT		2,312,038	1,510,761
Administrative expenses		<u>(913,109)</u>	<u>(703,930)</u>
OPERATING PROFIT		1,398,929	806,831
(Loss)/gain arising on disposal of investment properties		(53,049)	204,835
Finance charges (net)	5	<u>(221,424)</u>	<u>(45,579)</u>
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	4	1,124,456	966,087
Tax on profit on ordinary activities	6	<u>(392,359)</u>	<u>(261,132)</u>
RETAINED PROFIT ON FOR THE FINANCIAL YEAR	14	<u>732,097</u>	<u>704,955</u>

All activity arose from continuing operations.

FACTFOCUS LIMITED

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES

Year ended 30 June 2003

	Note	2003 £	2002 £
Profit for the financial year		732,097	704,955
Unrealised surplus on revaluation of investment properties		3,324,414	-
Total recognised gains and losses for the year		<u>4,056,511</u>	<u>704,955</u>
Prior year adjustment	21	(453,229)	-
Total gains and losses recognised since last annual report		<u><u>3,603,282</u></u>	

NOTE OF HISTORICAL COST PROFITS AND LOSSES

Year ended 30 June 2003

	2003 £	2002 £
Reported profit on ordinary activities before taxation	1,124,456	966,087
Realisation of property revaluation gains of previous years	-	9,035
Historical cost profit on ordinary activities before taxation	<u><u>1,124,456</u></u>	<u><u>975,122</u></u>

FACTFOCUS LIMITED

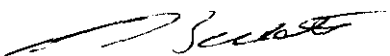
BALANCE SHEET

30 June 2003

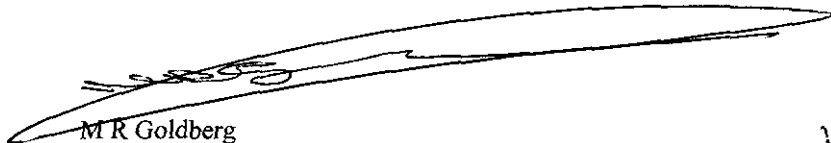
	Note	2003 £	2002 As restated £
FIXED ASSETS			
Investment properties	7	12,757,950	10,453,876
Other tangible assets	8	1	1
Investments	9	23,040	31,841
		<u>12,780,991</u>	<u>10,485,718</u>
CURRENT ASSETS			
Stocks	10	6,827,846	1,169,221
Debtors			
- due within one year	11	9,828,117	10,639,821
- due after one year	11	119,626	171,198
Cash at bank and in hand		305	200
		<u>16,775,894</u>	<u>11,980,440</u>
CREDITORS: Amounts falling due within one year	12	<u>(14,235,875)</u>	<u>(11,201,659)</u>
NET CURRENT ASSETS		<u>2,540,019</u>	<u>778,781</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>15,321,010</u>	<u>11,264,499</u>
CAPITAL AND RESERVES			
Called up share capital	15	200,000	200,000
Revaluation reserve	14	3,008,908	(315,506)
Profit and loss account	14	12,112,102	11,380,005
EQUITY SHAREHOLDER'S FUNDS		<u>15,321,010</u>	<u>11,264,499</u>

These financial statements were approved by the Board of Directors on 28 April 2004.

Signed on behalf of the Board of Directors



G D Beckett
Director



M R Goldberg
Director

NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 June 2003

1. ACCOUNTING POLICIES

The principal accounting policies are summarised below. They have all been applied consistently throughout the year and the preceding year.

Basis of accounting

The financial statements have been prepared in accordance with applicable United Kingdom accounting standards and under the historical cost convention, as modified by the revaluation of investment properties and listed investments.

Tangible fixed assets

Fixed assets are stated at cost net of depreciation and any provision for impairment.

Depreciation is provided on the cost of tangible fixed assets, to write them down to their estimated residual values over their expected useful lives. The principal annual rates used are:

Fixtures, fittings and other equipment 20% to 33% on cost.

Investments

Fixed asset investments are stated at cost less provision for impairment.

Taxation

UK corporation tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

A net deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax is not recognised when fixed assets are revalued unless by the balance sheet date there is a binding agreement to sell the revalued assets and the gain or loss expected to arise on sale has been recognised in the financial statements. Neither is deferred tax recognised when fixed assets are sold and it is more likely than not that the taxable gain will be rolled over, being charged to tax only if and when the replacement assets are sold.

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax is measured on a non-discounted basis.

FACTFOCUS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 June 2003

1. ACCOUNTING POLICIES (continued)

Investment properties

A valuation of investment properties is made annually as at the balance sheet date by the directors, at open market value. A sample of valuations is conducted by external Chartered Surveyors on a periodic basis. Changes in the market value of investment properties are accounted for by way of a movement in revaluation reserve and are included in the statement of total recognised gains and losses unless a deficit (or its reversal) on an individual investment property is expected by the directors to be permanent, in which case the change in market value is charged (credited) to the profit and loss account. On disposal, the cumulative revaluation surpluses or deficits are transferred from the revaluation reserve to the profit and loss account reserve.

In accordance with SSAP 19 no depreciation or amortisation is provided in respect of freehold investment properties and leasehold investment properties with over 20 years to run. The requirement of the Companies Act 1985 is to depreciate all properties, but that requirement conflicts with the generally accepted accounting principle set out in SSAP 19. The directors consider that, as these properties are not held for consumption but for investment, to depreciate them would not give a true and fair view, and that it is necessary to adopt SSAP 19 in order to give a true and fair view. If this departure from the Act had not been made the profit for the financial year would have been decreased by depreciation. However, the amount of depreciation cannot reasonably be quantified, because of the lack of analysis of the cost/value as between land and buildings.

Stocks

Properties held for resale are valued at the lower of cost and estimated net realisable value. Net realisable value is based on the estimated sales price after allowing for all further costs of completion and disposal.

Turnover

Turnover, which is derived wholly within the UK, consists of proceeds of properties disposed of which were previously held for resale, interest received and related commissions on money lending agreements and rental income. The interest credit to the profit and loss account is calculated on an accruals basis.

2. TURNOVER

	2003	2002
	£	£
Disposal of properties	1,895,102	49,119
Loan interest and commissions	410,688	418,233
Rental income	1,486,137	1,074,738
Other income (net)	13,749	650
	<u>3,805,676</u>	<u>1,542,740</u>

3. INFORMATION REGARDING DIRECTORS AND EMPLOYEES

	2003	2002
	£	£
Directors' emoluments	<u>14,361</u>	<u>34,032</u>
	No.	No.
Average number of persons employed		
Office and management	<u>19</u>	<u>22</u>
	£	£
Staff costs during the year (including directors)		
Wages and salaries	222,930	185,491
Social security costs	14,357	7,237
	<u>237,287</u>	<u>192,728</u>

FACTFOCUS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 June 2003

4. PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

	2003	2002
	£	£
Profit on ordinary activities before taxation is stated after charging:		
Staff costs (see note 3)	237,287	192,728
Auditors' remuneration	2,060	2,738
	<u>239,347</u>	<u>195,466</u>

5. FINANCE CHARGES (NET)

	2003	2002
	£	£
<i>Investment income</i>		
Income from listed investments	679	2,619
Bank interest	338	-
Other interest	-	1,513
	<u>1,017</u>	<u>4,132</u>

	2003	2002
	£	£
<i>Interest payable and similar charges</i>		
Bank loans and overdrafts	218,894	49,711
Other interest	3,547	-
	<u>222,441</u>	<u>49,711</u>

	2003	2002
	£	£
Investment income	1,017	4,132
Interest payable	(222,441)	(49,711)
	<u>(221,424)</u>	<u>(45,579)</u>

FACTFOCUS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
Year ended 30 June 2003

6. TAX ON PROFIT ON ORDINARY ACTIVITIES

The tax charge comprises:

	2003 £	2002 £
Current tax		
UK corporation tax	336,842	277,604
Adjustment in respect of prior years - UK corporation tax	49,769	(25,364)
Total current tax	<u>386,611</u>	<u>252,240</u>
Deferred tax		
Origination and reversal of timing differences	5,748	8,892
Total deferred tax (see note 13)	<u>5,748</u>	<u>8,892</u>
Total tax on profit on ordinary activities	<u><u>392,359</u></u>	<u><u>261,132</u></u>

The differences between the total current tax shown above and the amount calculated by applying the standard rate of UK corporation tax to the profit before tax is as follows:

	2003 £	2002 £
Profit on ordinary activities before tax	<u>1,124,456</u>	<u>966,087</u>
Tax on profit on ordinary activities at standard UK corporation tax rate of 30% (2002 – 30%)	337,337	289,826
Effects of:		
Expenses not deductible for tax purposes	860	58,121
Gain not taxable for corporation tax	-	(61,451)
Capital allowances in excess of depreciation	(95)	(126)
Other timing differences	(1,260)	(8,766)
Adjustments to tax charge in respect of previous periods	49,769	(25,364)
Current tax charge for year	<u><u>386,611</u></u>	<u><u>252,240</u></u>

FACTFOCUS LIMITED

NOTES TO THE FINANCIAL STATEMENTS Year ended 30 June 2003

7. FREEHOLD INVESTMENT PROPERTIES

	2003 £	2002 £
Valuation		
Beginning of year	10,453,876	5,981,832
Additions	2,816,634	5,661,803
Disposals	(1,030,014)	(1,189,759)
	<u>12,240,496</u>	<u>10,453,876</u>
Revaluation	3,324,414	-
Reclassification to stock	(2,736,851)	-
Write off during the year	(70,109)	-
	<u>12,757,950</u>	<u>10,453,876</u>

If investment properties had not been revalued, they would have been included in the balance sheet at an historical cost of £9,956,872 (2002 - £10,769,382).

The investment properties have been valued on an open market basis by Roger Hannah & Co. an external valuer, a member of the Royal Institute of Chartered Surveyors as at 30 June 2003.

8. OTHER TANGIBLE FIXED ASSETS

	Fixtures, fittings and equipment £
Cost	
Beginning and end of year	<u>16,805</u>
Depreciation	
Beginning and end of year	<u>16,804</u>
Net book value	
Beginning and end of year	<u>1</u>

9. FIXED ASSET INVESTMENTS

	2003 £	2002 £
Listed investments at market value	<u>23,040</u>	<u>31,841</u>

The cost of the above investments at 30 June 2003 was £113,918 (2002 - £118,458).

FACTFOCUS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 June 2003

10. STOCKS

	2003 £	2002 £
Properties held for resale	6,827,846	1,169,221

11. DEBTORS

	2003 £	2002 As restated £
Amounts falling due within one year:		
Trade debtors	1,317,273	1,565,140
Amounts owed by fellow group undertakings	8,348,311	8,183,316
Amounts owed by related companies	107,234	185,734
Prepayments	42,464	-
Other debtors	12,835	705,631
	<u>9,828,117</u>	<u>10,639,821</u>
Amounts falling due within one year:		
Trade debtors	94,826	140,650
Deferred taxation (see note 13)	24,800	30,548
	<u>119,626</u>	<u>171,198</u>
	<u>9,947,743</u>	<u>10,811,019</u>

Amounts owed by related companies are in respect of August Blake Developments Limited, Centrestand Limited and UK Mortgage Corporation Limited, companies in which H.N. Moser is a director and shareholder.

12. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2003 £	2002 As restated £
Bank loans and overdrafts	972,213	3,339,929
Amounts owed to group undertakings	12,299,770	7,243,543
Amount owed to related company	2,495	2,495
Corporation tax	336,842	277,604
Other taxes and social security	3,966	2,088
Other creditors	110,309	42,144
Accruals and deferred income	510,280	293,856
	<u>14,235,875</u>	<u>11,201,659</u>

The bank overdraft is secured by way of a cross-guarantee amongst all group companies.

The related company balance is with Sedgewick House Properties Limited, a company in which H.N. Moser is a director and shareholder.

FACTFOCUS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 June 2003

13. DEFERRED TAXATION

	£
Balance at 1 July 2002	30,548
Provision - current year	(1,354)
- prior year	(4,394)
	<u>24,800</u>
Balance at 30 June 2003	<u>24,800</u>

The amounts provided in the financial statements and the amounts not provided are as follows:

	Provided 2003 £	Provided 2002 £	Not Provided 2003 £	Not Provided 2002 £
Capital allowances in advance of depreciation	284	379	-	-
Other timing differences	24,516	30,169	-	-
Taxation on valuation surplus	-	-	(902,672)	94,652
	<u>24,800</u>	<u>30,548</u>	<u>(902,672)</u>	<u>94,652</u>

14. RESERVES

	Revaluation reserve as restated £	Profit and loss account £	Total £
At 1 July 2002	(315,506)	11,380,005	11,064,499
Retained profit for the financial year	-	732,097	732,097
Revaluation surplus	3,324,414	-	3,324,414
	<u>3,008,908</u>	<u>12,112,102</u>	<u>15,121,010</u>
At 30 June 2003	<u>3,008,908</u>	<u>12,112,102</u>	<u>15,121,010</u>

15. CALLED UP SHARE CAPITAL

	2003 £	2002 £
Authorised, allotted, called up and fully paid 200,000 ordinary shares of £1 each	<u>200,000</u>	<u>200,000</u>

16. RECONCILIATION OF MOVEMENT IN EQUITY SHAREHOLDER'S FUNDS

	2003 £	2002 As restated £
Profit for the financial year	732,097	704,955
Other recognised gains and losses relating to the year	3,324,414	-
Net addition to equity shareholder's funds	4,056,511	704,955
Opening equity shareholder's funds	<u>11,264,499</u>	<u>10,559,544</u>
Closing equity shareholder's funds	<u>15,321,010</u>	<u>11,264,499</u>

The opening shareholder's funds at 1 July 2002 as previously reported amounted to £11,717,728 before the prior year adjustment of £453,229 (see note 21).

FACTFOCUS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 June 2003

17. CONTINGENT LIABILITY

The company's assets are subject to a fixed and floating charge in respect of the £141 million bank loan held in the parent company (2002 - £97 million).

18. CASH FLOW STATEMENT

As permitted by FRS 1 (Revised 1996), the company has not produced a cash flow statement, as it is a wholly owned subsidiary undertaking of Jerrold Holdings plc which has produced consolidated financial statements that are publicly available.

19. RELATED PARTY TRANSACTIONS

As a subsidiary of Jerrold Holdings plc, the company has taken advantage of the exemption in FRS 8 "Related party disclosures" not to disclose transactions with other members of the group headed by Jerrold Holdings plc.

H.N. Moser is a director and shareholder in all the above companies.

20. ULTIMATE PARENT COMPANY

The company is a wholly owned subsidiary undertaking of Jerrold Holdings plc (formerly Blemain Group plc), a company incorporated in Great Britain and registered in England and Wales.

The largest and smallest group of which Factfocus Limited is a member, and for which group financial statements are drawn up, is that headed by Jerrold Holdings plc, whose principal place of business is at Bracken House, Charles Street, Manchester, M1 7BD.

21. PRIOR YEAR ADJUSTMENT

The prior year figures for intercompany debtors and creditors and revaluation reserve have been amended following a group wide review of the costs and valuations of investment properties. It was discovered that certain costs and valuations had been incorrectly allocated across the group's property portfolio. The effect of the adjustment is to decrease net assets by £453,229.

	As previously stated £	Prior year adjustment £	As restated £
Amounts owed by group undertakings	8,605,621	(422,305)	8,183,316
Amounts owed to group undertakings	7,212,619	30,924	7,243,543
Revaluation reserve	137,723	(453,229)	(315,506)