STAR INDUSTRIAL HOLDINGS LIMITED

ABBREVIATED ACCOUNTS

FOR THE YEAR ENDED 24 MAY 2002

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CONTENTS

	Page
Auditors' report	1
Abbreviated balance sheet	2
Notes to the abbreviated accounts	3 - 5

INDEPENDENT AUDITORS' REPORT TO STAR INDUSTRIAL HOLDINGS LIMITED UNDER SECTION 247B OF THE COMPANIES ACT 1985

We have examined the abbreviated accounts set out on pages 2 to 5, together with the financial statements of the company for the year ended 24 May 2002 prepared under section 226 of the Companies Act 1985.

Respective responsibilities of directors and auditors

The directors are responsible for preparing the abbreviated accounts in accordance with section 246 of the Companies Act 1985. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts prepared in accordance with sections 246(5) and (6) of the Act to the Registrar of Companies and whether the accounts to be delivered are properly prepared in accordance with those provisions and to report our opinion to you.

Basis of audit opinion

We have carried out the procedures we considered necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts to be delivered are properly prepared. The scope of our work for the purpose of this report did not include examining or dealing with events after the date of our report on the financial statements.

Opinion

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with sections 246(5) and (6) of the Companies Act 1985, and the abbreviated accounts on pages 2 to 5 are properly prepared in accordance with those provisions.

Harold Everett Wreford

Chartered Accountants Registered Auditors 22 January 2003

32 Wigmore Street London W1U 2RP

ABBREVIATED BALANCE SHEET AS AT 24 MAY 2002

	2		2002		2001	
	Notes	£	£	£	£	
Fixed assets						
Tangible assets	2		335,844		-	
Investments	2		830,297		910,138	
			1,166,141		910,138	
Current assets			, ,		,	
Stocks		1,775		1,957		
Debtors		159,702,918		157,515,942		
Cash at bank and in hand		1,773,594		3,671,442		
		161,478,287		161,189,341		
Creditors: amounts falling due within one year	3	(388,781)		(796,525)		
· ·	3	(300,701)		(790,323)		
Net current assets			161,089,506		160,392,816	
Total assets less current liabilities			162,255,647		161,302,954	
Capital and reserves						
Called up share capital	4		711,750		711,750	
Share premium account			12,500		12,500	
Other reserves			588,250		588,250	
Profit and loss account			160,943,147		159,990,454	
Shareholders' funds			162,255,647		161,302,954	

These abbreviated accounts have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

The financial statements were approved by the Board on .21 January 2003

D.D. Fiszman

Director

Director

NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 24 MAY 2002

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective June 2002).

1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable accounting standards.

1.3 Turnover

Turnover represents amounts receivable for goods and services net of VAT and trade discounts.

1.4 Tangible fixed assets and depreciation

Short leasehold premises over the remaining period of the lease

Aircraft 9% reducing balance

Fixtures, fittings and equipment 20% reducing balance

Motor vehicles 20% reducing balance

1.5 Investments

Fixed asset investments are stated at cost less provision for diminution in value.

1.6 Foreign currency translation

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All differences are taken to profit and loss account.

1.7 Group accounts

The financial statements present information about the company as an individual undertaking and not about its group. The company has not prepared group accounts as it is exempt from the requirement to do so by section 228 of the Companies Act 1985 as it is a subsidiary undertaking of Star Group Limited, a company registered in England & Wales, and is included in the consolidated accounts of that company.

2

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 24 MAY 2002

Fixed assets			
	Tangible assets	Investments	Total
	£	£	£
Cost			
At 25 May 2001	-	910,138	910,138
Transfer from group company	340,690	-	340,690
Additions	5,551	4,802	10,353
Disposals	-	(84,643)	(84,643)
At 24 May 2002	346,241	830,297	1,176,538
Depreciation		 	
At 25 May 2001	-	-	_
Transfer from group company	3,033	-	3,033
Charge for the year	7,364	-	7,364
At 24 May 2002	10,397	-	10,397
Net book value		 	
At 24 May 2002	335,844	830,297	1,166,141
At 24 May 2001		910,138	910,138
		-	w

Holdings of more than 20%

The company holds more than 20% of the share capital of the following companies:

Company	Country of registration or	Shares held	
	incorporation	Class	%
Subsidiary undertakings			
Polished Diamond Distributors Limited (dormant)	England & Wales	Ordinary	100
SDC Nominees Limited (dormant)	England & Wales	Ordinary	100
Star Treasury Services Limited	England & Wales	Ordinary	100

The aggregate amount of capital and reserves and the results of these undertakings for the last relevant financial year were as follows:

	Capital and reserves 2002	Profit for the year 2002
	£	£
Polished Diamond Distributors Limited (dormant)	3	-
SDC Nominees Limited (dormant)	2	-
Star Treasury Services Limited	2	4

In the opinion of the directors, the aggregate value of the company's unlisted investments is not less than the amount included in the balance sheet.

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 24 MAY 2002

3 Creditors: amounts falling due within one year

The bank overdraft in the previous year of £392,563 was secured by way of a guarantee given by a fellow subsidiary company.

4	Share capital	2002	2001
	•	£	£
	Authorised		
	200,000 'A' Ordinary shares of £ 1 each	200,000	200,000
	240,000 'B' Ordinary shares of £ 1 each	240,000	240,000
	800,000 'C' Ordinary shares of £ 1 each	800,000	800,000
	60,000 'D' Ordinary shares of £ 1 each	60,000	60,000
		1,300,000	1,300,000
	Allotted, called up and fully paid		
	155,000 'A' Ordinary shares of £ 1 each	155,000	155,000
	156,750 'B' Ordinary shares of £ 1 each	156,750	156,750
	400,000 'C' Ordinary shares of £ 1 each	400,000	400,000
		711,750	711,750

5 Ultimate parent company

The ultimate parent company is Star Group Limited, a company registered in England and Wales. The ultimate controlling party is Mr. D.D. Fiszman, one of the directors, and his immediate family.

Copies of group financial statements for the group headed by Star Group Limited can be obtained from the company's registered office.