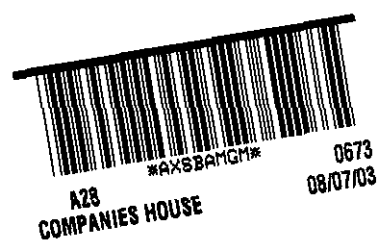


Registration number 04113951

Wind Prospect Developments Limited
Directors' report and financial statements
for the period ended 31 December 2002



Wind Prospect Developments Limited

Company information

Directors	C Palmer B K Larsen	Appointed 3 October 2002
Secretary	E P Cameron	
Company number	04113951	
Registered office	30 Queen Street Bristol BS1 4ND	
Auditors	Paul Clegg & Co Riverside Offices Second Floor 26 St Georges Quay Lancaster LA1 3LD	
Business address	Strawberry How Business Centre Lorton Road Cockermouth Cumbria CA13 9XQ	

Wind Prospect Developments Limited

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Wind Prospect Developments Limited

Directors' report for the period ended 31 December 2002

The directors present their report and the financial statements for the period ended 31 December 2002.

The financial statements show the results for a nine month period compared with the previous period of 14 months.

Principal activity

The principal activity of the company is the development of applicable projects in the form of wind energy sites and subsequent disposal of all or any part of such applicable projects.

Directors and their interests

The directors who served during the period and their interests in the company are as stated below:

		Ordinary A shares		Ordinary B shares	
		31/12/02	01/04/02	31/12/02	01/04/02
		or date of appointment		or date of appointment	
C Palmer		-	-	-	-
B Larsen	Appointed 3 October 2002	-	-	-	-
R L Clingensmith	Resigned 3 October 2002	-	-	-	-
G Hardie	Resigned 5 March 2003	-	-	-	-

Mr R L Clingensmith and Mr G Hardie were also directors of Cumbria Windfarms Limited, a company which owns 70% of the share capital of Wind Prospect Developments Limited. Mr C Palmer is also a director of Windconstruct Limited, a company which owns the remaining 30% of the share capital of Wind Prospect Developments Limited.

Directors' responsibilities

Company law requires the directors to prepare financial statements for each financial period which give a true and fair view of the state of the affairs of the company and of the profit or loss of the company for that period. In preparing these the directors are required to:

- select suitable accounting policies and 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.

Auditors

In accordance with Section 385 of the Companies Act 1985, a resolution proposing that Paul Clegg & Co be reappointed as auditors of the company will be put to the Annual General Meeting.

The directors recommend that Paul Clegg & Co remain in office until further notice.

Wind Prospect Developments Limited

**Directors' report
for the period ended 31 December 2002**

This report is prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

This report was approved by the Board on 7 March 2003 and signed on its behalf by

A handwritten signature in black ink, appearing to be 'E P Cameron', with a long horizontal stroke extending to the right.

E P Cameron
Secretary

Wind Prospect Developments Limited

Independent auditors' report to the shareholders of Wind Prospect Developments Limited

We have audited the financial statements of Wind Prospect Developments Limited for the period ended 31 December 2002 which comprise the profit and loss account, the balance sheet and the related notes. These financial statements have been prepared in accordance with the Financial Reporting Standard for Smaller Entities (effective June 2002), under the historical cost convention and 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 auditor's report and for no other purpose. To the fullest extent permitted by the 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 law and United Kingdom Accounting Standards.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom 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 to you 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 and consider the implications for our report if we become aware of any apparent misstatements within it.

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.

Wind Prospect Developments Limited

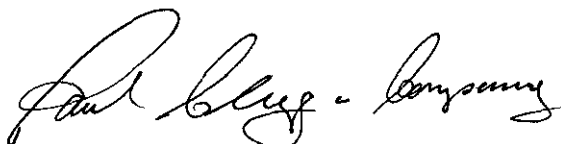
Independent auditors' report to the shareholders of Wind Prospect Developments Limited continued

Fundamental uncertainty

In forming our opinion we have considered the disclosures made by the directors in the accounting policies dealing with the matter of going concern. The company is engaged in a speculative business with no certainty of outcome and consequently no certainty of income. The directors have considered the subsequent eighteen months trading activity and believe that there will be sites on which consent is granted and that there is a market for development of these sites. There is some confirmation that continued support will be forthcoming to the company from its shareholders and their ultimate holding companies. Our opinion is not qualified on this matter.

Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 31 December 2002 and of its loss for the period then ended and have been properly prepared in accordance with the Companies Act 1985.



Paul Clegg & Co
Registered auditors
7 March 2003

Riverside Offices
Second Floor
26 St Georges Quay
Lancaster
LA1 3LD

Wind Prospect Developments Limited

Profit and loss account for the period ended 31 December 2002

		9 months to 31 December 2002 £	14 months to 31 March 2002 £
	Notes		
Turnover	2	-	9,267
Administrative expenses		(313,654)	(266,420)
Other operating income		236	-
Operating loss	3	(313,418)	(257,153)
Other interest receivable and similar income		-	215
Interest payable and similar charges		(35,205)	(18,177)
Loss on ordinary activities before taxation		(348,623)	(275,115)
Loss for the period		(348,623)	(275,115)
Accumulated (loss)/profit brought forward		(275,115)	-
Accumulated loss carried forward		(623,738)	(275,115)

The notes on pages 7 to 9 form an integral part of these financial statements.

Wind Prospect Developments Limited

Balance sheet as at 31 December 2002

			2002	31 March 2002
	Notes	£	£	£
Fixed assets				
Tangible assets	4		9,341	4,854
Current assets				
Debtors	5	26,443		12,284
Cash at bank and in hand		28,538		30,188
		<u>54,981</u>		<u>42,472</u>
Creditors: amounts falling due within one year	6	<u>(230,210)</u>		<u>(99,141)</u>
Net current liabilities			<u>(175,229)</u>	<u>(56,669)</u>
Total assets less current liabilities			<u>(165,888)</u>	<u>(51,815)</u>
Creditors: amounts falling due after more than one year	7		<u>(457,750)</u>	<u>(223,200)</u>
Deficiency of assets			<u>(623,638)</u>	<u>(275,015)</u>
Capital and reserves				
Called up share capital	8		100	100
Profit and loss account			<u>(623,738)</u>	<u>(275,115)</u>
Shareholders' funds			<u>(623,638)</u>	<u>(275,015)</u>

The financial statements are prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and in accordance with the Financial Reporting Standard for Smaller Entities (effective June 2002).

The financial statements were approved by the Board on 7 March 2003 and signed on its behalf by



B K Larsen
Director

The notes on pages 7 to 9 form an integral part of these financial statements.

Wind Prospect Developments Limited

Notes to the financial statements for the period ended 31 December 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. Turnover

Turnover represents the total invoice value, excluding value added tax, of sales made during the year.

1.3. Tangible fixed assets and depreciation

Depreciation is provided at rates calculated to write off the cost less residual value of each asset over its expected useful life, as follows:

Plant and machinery - 25% straight line

1.4. Deferred taxation

Provision is made for deferred taxation using the liability method to take account of timing differences between the incidence of income and expenditure for taxation and accounting purposes except to the extent that the directors consider that a liability to taxation is unlikely to materialise.

1.5. Going concern

The directors have considered a period of eighteen months from the financial year end of the company and have produced appropriate budgets and forecasts. According to those budgets and forecasts, the directors are confident that planning consents will be granted on various sites and as a consequence those sites will be available for development. The directors have also established that associated companies are willing to pay for the feasibility and application costs of those sites. As a consequence, the directors believe that the going concern concept is the right and appropriate one for these accounts.

2. Turnover

The total turnover of the company for the period has been derived from its principal activity wholly undertaken in the UK.

3. Operating loss

	2002	31 March 2002
	£	£
Operating loss is stated after charging:		
Depreciation and other amounts written off tangible assets	3,653	1,618
Auditors' remuneration	1,350	-
	<u> </u>	<u> </u>

No emoluments were paid to the directors during the period.

Wind Prospect Developments Limited

Notes to the financial statements for the period ended 31 December 2002

..... continued

4. Tangible fixed assets	Plant and machinery	Total
	£	£
Cost		
At 1 April 2002	6,472	6,472
Additions	8,140	8,140
At 31 December 2002	<u>14,612</u>	<u>14,612</u>
Depreciation		
At 1 April 2002	1,618	1,618
Charge for the period	3,653	3,653
At 31 December 2002	<u>5,271</u>	<u>5,271</u>
Net book values		
At 31 December 2002	<u>9,341</u>	<u>9,341</u>
At 31 March 2002	<u>4,854</u>	<u>4,854</u>

5. Debtors	2002	31 March 2002
	£	£
Other debtors	<u>26,443</u>	<u>12,284</u>

6. Creditors: amounts falling due within one year	2002	31 March 2002
	£	£
Trade creditors	150,483	16,550
Accruals and deferred income	79,727	82,591
	<u>230,210</u>	<u>99,141</u>

Wind Prospect Developments Limited

Notes to the financial statements for the period ended 31 December 2002

..... continued

7. Creditors: amounts falling due after more than one year	2002 £	31 March 2002 £
Shareholder loan advances	<u>457,750</u>	<u>223,200</u>
8. Share capital	2002 £	31 March 2002 £
Authorised		
70 Ordinary A shares of £1 each	70	70
30.00 Ordinary B shares of £1 each	30	30
	<u>100</u>	<u>100</u>
Allotted, called up and fully paid		
70 Ordinary A shares of £1 each	70	70
30 Ordinary B shares of £1 each	30	30
	<u>100</u>	<u>100</u>

9. Related party transactions

Cumbria Wind Farms Limited, a company which owns 70 % of the share capital of Wind Prospect Developments Limited, advanced loans to the value of £410,350 at 31 December 2002. these loans accrue interest at 15% per annum. An amount of £41,588 is included in accruals in respect of interest owing on these loans. Windconstruct Limited, a company which owns 30% of the share capital of Wind Prospect Developments Limited, advanced loans to the value of £47,400 at December 2002. These loans accrue interest at 15% per annum. An amount of £892 is included in accruals in respect of interest owing on these loans.

10. Ultimate parent undertaking

The immediate parent company is Cumbria Wind Farms Limited, a company incorporated in England and Wales. The ultimate holding company is SIIF Energies SA, a company incorporated in France.