Middle East Holding Limited
Report and Financial Statements
31 December 2002

ACCENTAGE

COMPANIES HOUSE

0835 29/08/03

Company Number

39338

Directors

I W Reeves J E Child

Secretary

J E Child

Bankers

Barclays Bank PLC Business Banking PO Box 544 54 Lombard Street London EC3V 9EX

Solicitors

Semple Fraser 80 George Street Edinburgh EH2 3BU

Registered Office

Cleveland House PO Box 27 Yarm Road Darlington Co Durham DL1 4DE

DIRECTORS' REPORT

The directors present their report and financial statements of the company for the year to 31 December 2002.

Principal Activity

The company has not traded during the year.

Directors

The following persons were directors of the company during the year:

A Rae

Resigned 2 September 2002

J E Child

D G Pattle

Appointed 2 September 2002

Resigned 28 February 2003

I W Reeves

Appointed 28 February 2003

No director had any interest in the ordinary shares of the company at either date.

By order of the board

J E Child Secretary

21 July 2003

BALANCE SHEET AT 31 DECEMBER 2002

FIXED ASSETS Trade Investment	Notes 4	2002 £	2001 £
CURRENT ASSETS Amounts owed by immediate parent undertaking		6,500,002	6,500,002
NET ASSETS		6,500,003	6,500,003
CAPITAL AND RESERVES Equity share capital Preference share capital Profit and loss account	5 5	53,495,287 - (46,995,284) 6,500,003	53,495,286 1 (46,995,284) 6,500,003

The financial statements were approved by the directors on 21 July 2003.

For the year ended 31 December 2002 the company was entitled to exemption under section 249AA(1) of the Companies Act 1985.

No members have required the company to obtain an audit of its financial statements for the year in question in accordance with section 249B(2).

The directors acknowledge their responsibility for:

- a) Ensuring the company keeps accounting records which comply with section 221;
- b) Preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of its financial year, and of its profit and loss for the financial year in accordance with section 226, and which otherwise comply with requirements of the Companies Act relating to financial statements, so far as applicable to the company.

J E Child Director

21 July 2003

Notes to the Financial Statements At 31 December 2002

1. Accounting Policies

Accounting Convention

The financial statements are prepared under the historical cost accounting rules and in accordance with applicable accounting standards.

2. <u>Trading</u>

The company has not traded during the year and has made neither profit nor loss.

3. <u>Directors Emoluments</u>

The directors did not receive any remuneration from the company during the year.

4. <u>Trade Investment</u>

	Country of Incorporation	% Owned	Activity
Cleveland Construction Company (Private) Limited	India	100	Trading
		31 December	31 December
		2002	2001
		£	£
Shares at cost less amounts written off		1_	1

5. Share Capital

	31 December 2002 £	31 December 2001 £
Authorised: Equity share capital 70,000,000 shares of £1 each Preference share capital 1 share of £1	70,000,001	70,000,000 1
Allotted, called up and fully paid: Equity share capital 53,495,287 shares of £1 each Preference share capital, 1 share of £1	53,495,287	53,495,286

Notes to the Financial Statements At 31 December 2002

By special resolution dated 5th November 2002 the sole fully paid preference share of £1 was converted into 1 fully paid ordinary share of £1. The capital clause of the memorandum of association of the company was amended to state that the capital of the company is £70,000,001 divided into 70,000,000 ordinary shares of £1 each.

6. Parent Undertaking and Controlling Party

The company's immediate parent undertaking and controlling party is The Cleveland Group of Companies Ltd, which is incorporated in Jersey. Copies of its group financial statements, which include the company are available from 26 New Street, St Helier, Jersey, JE4 8PP.