

AVON COMPUTER SERVICES LIMITED

DIRECTORS' REPORT

Directors: M Ingrey-Counter
P J Fairbairn
P C Slabbert

Secretary: P J Fairbairn
Registered Office: Hampton Park West
Semington Road
Melksham
Wiltshire

The directors present the annual report and audited financial statements of the company for the year ended 30 September 2006

1. PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

Throughout the year the company has not traded and there has been no income or expenditure and therefore no change in the company's position has arisen. Any expenses have been met by Avon Rubber plc.

2. DIRECTORS

Mr D A W Bedford retired from the board on 31 July 2006 and Mr M Ingrey-Counter was appointed to the board on 1 August 2006.

None of the directors had a beneficial interest in the shares of the company.

The beneficial interests of Mr P C Slabbert in the shares and share options of the ultimate holding company, Avon Rubber plc, are disclosed in the financial statements of that company.

The beneficial interests of the remaining directors in the shares of the holding company Avon Rubber plc were as follows -

	At the beginning of the year Ordinary	At the end of the year Ordinary
P J Fairbairn	9,108	11,516

Under the Group Savings Related Share Option Schemes the following directors hold options to subscribe for ordinary shares of £1 each in Avon Rubber plc.

	Number of options at 30 Sep 05	Granted during the year	Exercised during the year	Lapsed during the year	Number of options at 30 Sep 06	Exercise price (£)	Exercisable during 6 months commencing
P J Fairbairn	824	-	-	(824)	-	1.72	-
	2,336	-	(2,336)	-	-	1.33	-
	5,891	-	-	-	5,891	1.00	June 2007

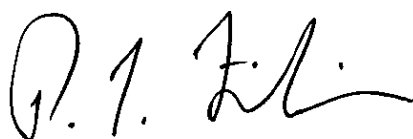
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Under the Performance Share Plan 2002, a description of which is given in the Reports and Accounts of the ultimate controlling party Avon Rubber p l c , the following options have been granted -

	Granted* 2002/3 (for the qualifying period ending 30 Sep 2005)	Granted** 2003/4 (for the qualifying period ending 30 Sep 2006)	Granted 2004/5 (for the qualifying period ending 30 Sep 2007)	Granted 2005/6 (for the qualifying period ending 30 Sep 2008)	Lapsed in year	Total option awards outstanding at 30 Sep 2008
P J Fairbairn	-	20,414	23,812	27,826	-	72,052



By order of the board
P J Fairbairn, Secretary
 Hampton Park West, Wiltshire

18 May 2007

AVON COMPUTER SERVICES LIMITED

BALANCE SHEET

AS AT 30 SEPTEMBER 2006

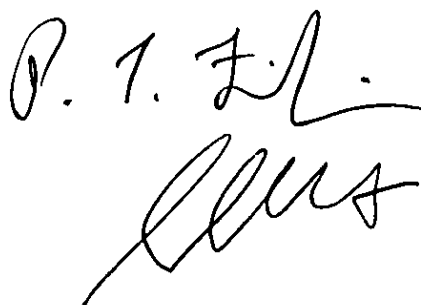
	2006 and 2005 £
DEBTOR	
Due from parent company within one year	<u>24,533</u>
SHARE CAPITAL	
Authorised, allotted, called up and fully paid 9,000 ordinary shares of £1 each	9,000
RESERVES	
Profit and loss account	15,533
	<u>24,533</u>

For the year ended 30 September 2006 the company was entitled to exemption under section 249AA(1) of the companies Act 1985

Members have not required the company to obtain an audit in accordance with section 249B(2) of the Companies Act 1985

The directors acknowledge their responsibility for

- i ensuring the company keeps accounting records which comply with section 221, and
- ii preparing accounts 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 or loss for the financial year in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company



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} Directors
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