

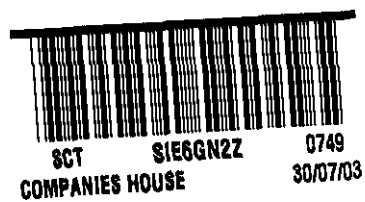
Sanderson Bros (Engineering) Limited

Report and Financial statements

31 December 2002

Registered No: 00590398

ERNST & YOUNG



Directors' report

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

Principal activity

The company had no activities during the year ended 31 December 2002. The directors are considering the future direction of the company.

Ultimate parent undertaking

The ultimate parent undertaking is J J Lawrence Investments Limited.

Directors and their interests

According to the register maintained under the Companies Act 1985, Mr K M Miller had an interest in one ordinary share of £1 in the company as at 31 December 2002 and 31 December 2001. No other director had an interest in the ordinary share capital of the company at 31 December 2002 or 31 December 2001.

The directors, each of whom served throughout the year, and their beneficial interests in the share capital of the ultimate parent undertaking at 31 December 2002 and 31 December 2001 were as follows:-

	<i>Ordinary shares of £1 each</i>
	<i>J J Lawrence</i>
	<i>Investments Limited</i>
Mr K M Miller	286,900
Mrs L H Miller	15,100

Directors' responsibilities for the financial statements

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 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;
- 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

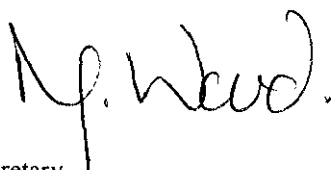
A special resolution not to appoint auditors was put to the members, and approved, on 30 August 1995, as allowed by Sections 252 and 253 of the Companies Act 1985.

Directors' report

Special provisions relating to small companies

The report has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

By order of the Board



Secretary
Edinburgh

10 July 2003

Balance sheet

at 31 December 2002

	Note	2002 £	2001 £
Current assets			
Debtors	2	500	500
Creditors: amounts falling due within one year		-	-
Net current assets		500	500
Total assets less current liabilities		500	500
Capital and reserves			
Called up share capital	3	500	500
Profit and loss account		-	-
Equity shareholders' funds		500	500

The financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

The company was dormant (within the meaning of Section 250 of the Companies Act 1985) throughout the financial year.

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:

- Ensuring the company keeps accounting records which comply with section 221;
- Preparing financial statements which give a true and fair view of the state of affairs of the company as 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 the requirements of the Companies Act relating to financial statements, so far as applicable to the company.

Director

Keith M. Smith
10 July 2003

Notes to the financial statements

at 31 December 2002

1. Accounting policies

Basis of preparation

The financial statements are prepared under the historical cost convention.

2. Debtors

	2002 £	2001 £
Amounts owed by group undertakings	500	500

3. Share capital

	2002	2001
Authorised - 5,000 ordinary shares of £1 each	5,000	5,000
Allotted, called up and fully paid 2,000 ordinary shares of £1 each (25p called up)	500	500

4. Reconciliation of shareholders' funds

	2002 £	2001 £
At 1 January	500	500
Profit for the year	-	-
Ordinary dividend on equity shares	-	-
At 31 December	500	500

5. Ultimate parent undertaking

The company is a wholly owned subsidiary of J J Lawrence Investments Limited a company registered in Scotland. A copy of the financial statements of the ultimate parent undertaking is available from Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB.