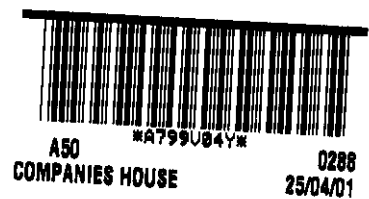


COMPANY NUMBER 637259

PENINSULAR ENGINEERING DESIGN SERVICES LIMITED

DIRECTORS' REPORT AND ACCOUNTS

31 DECEMBER 2000



**PENINSULAR ENGINEERING DESIGN SERVICES LTD**

**DIRECTORS' REPORT**

The Directors present their report and the accounts for the year ended 31 December 2000.

**BUSINESS REVIEW**

The company did not trade during the year.

**DIRECTORS**

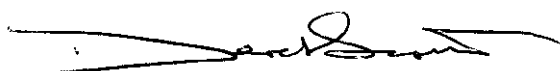
The Directors who held office during the year were:-

G B Standring  
C J Winkley  
P D N Mellis

No Director has any beneficial interest in the shares of the company or any other subsidiary of the Peninsular and Oriental Steam Navigation Company. Of the Directors holding office at the year end, their interests in the shares of the Peninsular and Oriental Steam Navigation Company at the start and end of the year were as follows:-

	<u>31 December 2000</u>	<u>1 January 2000</u>
G B Standring	5179	3404
C J Winkley	3927	3193
P D N Mellis	646	585

By order of the board



Secretary

24 April 2001

**PENINSULAR ENGINEERING DESIGN SERVICES LIMITED****PROFIT AND LOSS ACCOUNT****FOR THE YEAR ENDED 31 DECEMBER 2000**

The company has not traded during the year. Three Quays Marine Services Ltd, also a subsidiary of the Peninsular & Oriental Steam Navigation Company, has waived an outstanding debt of £72,055.

	<u>2000</u>	<u>1999</u>
Waiver of debt by associated company	72,055	
Retained loss brought forward	<u>72,059</u>	<u>72,059</u>
Retained loss carried forward	<u>£4</u>	<u>£72,059</u>

**PENINSULAR ENGINEERING DESIGN SERVICES LIMITED****BALANCE SHEET AS AT 31 DECEMBER 2000**

		<u>2000</u>	<u>1999</u>
	<u>Note</u>	£	£
CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR			
Amounts owed to other group companies		0	(72,055)
		<hr/>	<hr/>
NET LIABILITIES		£0	(£72,055)
		<hr/>	<hr/>
CAPITAL AND RESERVES			
Called up share capital	3	4	4
Profit and loss account		(4)	(72,059)
		<hr/>	<hr/>
		£0	(£72,055)
		<hr/>	<hr/>

**Directors responsibilities**

(a) We hereby confirm that the company was dormant throughout the financial year ended 31 December 2000.

(b) For the period ended 31 December 2000, the company was entitled to exemption under section 249AA(1) of the Companies Act 1985.

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

**PENINSULAR ENGINEERING DESIGN SERVICES LIMITED**

**BALANCE SHEET AS AT 31 DECEMBER 2000**

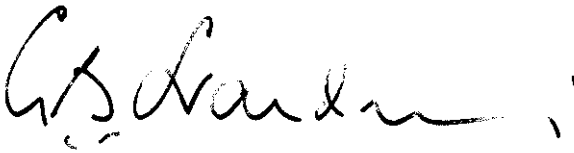
(Directors responsibilities – continued)

(d) The directors acknowledge their responsibility for:

- (1) ensuring the company keeps accounting records which comply with section 221: and
- (2) preparing accounts which give a true and fair view of the state of affairs of the company as at the end of the financial year, and of its profit or loss for the financial year in accordance with the requirements of the Companies Act relating to accounts, so far as applicable to the company.

The Board of Directors approved these accounts on 24 April 2001

And signed on their behalf by

A handwritten signature in black ink, appearing to read 'G. S. Lander', with a small mark at the end.

Director

The notes on page 5 form part of these accounts

**PENINSULAR ENGINEERING DESIGN SERVICES LTD**

**NOTES TO THE ACCOUNTS**

1. **BASIS OF ACCOUNTING**

These accounts are prepared under the historical cost convention.

2. **DIRECTORS' REMUNERATION**

The Directors did not receive any fees or emoluments in respect of their services to the Company during this or the previous year.

3. **CALLED UP SHARE CAPITAL**

	<u>2000</u>	<u>1999</u>
	£	£
Authorised Ordinary shares of £1 each	<u>100</u>	<u>100</u>
Allotted, called up and fully paid. Ordinary shares of £1 each	<u>4</u>	<u>4</u>

4. **HOLDING COMPANY**

The ultimate holding company is The Peninsular and Oriental Steam Navigation Company, which is incorporated by Royal Charter in Great Britain.