

Lex Commercials Limited

Directors' report and financial statements

31 December 1999

Registered number 653665



A18
COMPANIES HOUSE

0305
02/03/00

Directors' report and financial statements

Contents

Directors' report	1
Statement of directors' responsibilities	5
Auditor's report to the members of Lex Commercials Limited	6
Profit and loss account	7
Balance sheet	8
Notes	9

Directors' report

The directors present their annual report and the audited financial statements for the year ended 31 December 1999.

Business review

The principal activity of the company is the repair and distribution of commercial vehicles. The results compared with the previous year are shown in the table below:

	1999 £000	1998 £000
Profit on ordinary activities before interest, management charge, exceptional items and taxation		
- Continuing dealerships	2,165	1,578
- Closed dealerships	-	61
	<hr/> 2,165	<hr/> 1,639
Interest receivable from/(payable to) group undertakings	37	(242)
Intergroup rent and management charges	(458)	(882)
Loss on closure of dealerships	-	(726)
	<hr/> 1,744	<hr/> (211)
Profit/(loss) on ordinary activities before taxation	1,744	(211)
Taxation	(612)	(130)
	<hr/> 1,132	<hr/> (341)
Profit/(loss) for the financial year	<hr/> <hr/> 1,132	<hr/> <hr/> (341)

The underlying dealership profits increased by over 37% compared with 1998 as the company continues to benefit from the restructuring that took place in 1997.

The company is now well placed to remain profitable although the competitive nature of the commercial vehicle market in general remains a cause for concern.

Dividend

The directors do not recommend the payment of a final dividend (1998: £Nil).

Directors and directors' interests

The directors who held office during the year were as follows:

WK Duffy
 PR Harris
 PA James

None of the persons who were directors at 31 December 1999 had any interests in the shares of the company.

Directors' report (continued)

Directors and directors' interests (continued)

Mr PR Harris is a director of Lex Service PLC and accordingly his interests in the shares and options of the group are disclosed in that company's financial statements. The interests of the remaining directors who held office at the end of the financial year in the ordinary shares of Lex Service PLC, of which the company is a wholly owned subsidiary undertaking, as recorded in the register of directors' share and debenture interests, are as follows:

	Ordinary shares of 25p each	
	31 December 1999	1 January 1999
WK Duffy	600	600
PA James	961	961

The following directors held options at the beginning and end of the year to subscribe for ordinary shares of 25p each in Lex Service PLC:

	1 January 1999	Granted	Lapsed	Exercised during year	31 December 1999	Date of grant	Date from which exercisable	Expiry date	Exercise price (£)
Lex Executive Share Option Scheme (1994)									
PA James	14,626	-	-	(14,626)	-	11.8.95	11.8.98	11.8.05	3.35
PA James	7,827	-	-	(7,827)	-	29.3.96	29.3.99	29.3.03	3.13

The options under the Lex Executive Share Option Scheme (1994) were granted for nil consideration.

The market price at date of exercise of PA James' options, which was 15 June 1999, was 621p per share. As a result of the exercise PA James made an aggregate gain of £65,937.52.

The directors have no outstanding options left under the scheme.

Options are granted at an aggregate value not exceeding an agreed multiple of the employee's earnings. This multiple, which is approved by the Remuneration Committee of Lex Service PLC, varies for each participant and ranges from two to four.

Under the 1994 scheme the exercise of options will normally be conditional on the achievement of a specified performance target determined by the Remuneration Committee of Lex Service PLC, where options are granted. The Remuneration Committee has indicated that it will have regard to guidelines for share option schemes issued by institutional inventors. No options were granted under the scheme during 1999 and it is not intended that any further options will be granted in the foreseeable future.

Under certain conditions, where the employment of persons holding share options under the 1994 Scheme ceases, options will remain exercisable for a twelve month period commencing on the date of cessation of employment, or for a six month period commencing on the third anniversary of their grant, whichever is the later date.

The middle market price of the shares at 30 December 1999 was 377p and the range during 1999 was 319p - 667.5p per share.

Directors' report (continued)

Directors and directors' interests (continued)

Lex Sharesave Scheme

Under the terms of the Scheme, introduced in 1997, the Board of Lex Service PLC, the company's ultimate parent company, may offer options to purchase ordinary shares in Lex Service PLC, to those eligible employees who enter into an Inland Revenue approved Save As You Earn (SAYE) savings contract. The price at which options may be offered is up to a maximum discount of 20% of the market price for three consecutive dealing days preceding the date of offer. The options may normally be exercised during the period of six months after the completion of the SAYE contract, whether three or five years after entering the Scheme.

With the exception of Mr PR Harris, whose interests are disclosed in the financial statements of Lex Service PLC, none of the directors who held office at the end of the year held options under the Scheme.

Long Term Incentive Plan

The Long Term Incentive Plan was approved by shareholders at the Lex Service PLC 1998 Annual General Meeting. It is designed to align the interests of executive directors and the other senior executives with those of shareholders, to encourage increased shareholding, to assist with the attraction and retention of individuals who will be crucial to the Group's success in the coming years, and to reward sustained good performance over a period of time.

Details of the Lex Service PLC ordinary shares provisionally awarded to each director, as a participant under the Long Term Incentive Plan, are as follows:

	1 January 1999	Grants/awards during 1999	Lapsed	31 December 1999
WK Duffy	22,216	8,429	-	30,645

Full details of the Long Term Incentive Plan are disclosed in the directors' report of Lex Service PLC.

Employee involvement

The company believes that to achieve excellent customer service its employees should be well informed about company plans and performance and have the opportunity to discuss their performance regularly with their manager.

Therefore the company is committed to providing all its employees with information on a regular basis and to encouraging their participation in schemes where they will benefit from the company's progress and profitability. The Lex-wide Champions of Quality programme recognises individuals or teams who have made a significant personal contribution to the quality of service provided to customers, or who have made a major change in operating methods which improves service levels. In addition, it is intended that all employees discuss their individual performance with their manager at least on an annual basis, with the objective of identifying how their performance can be improved.

Employees receive information about the company at their home and at their workplace in several different forms. There are publications such as Lex Service PLC's Annual and Interim Reports, and Reports to Employees, and many of the Lex businesses produce their own in-house newspapers. Employees also receive occasional correspondence in relation to the company share schemes, long service award scheme in which they receive ordinary shares according to their length of service, and the UK pension scheme where they receive information on individual pension benefits.

Charitable donations

The company made charitable donations of £3,313 during the year.

Directors' report *(continued)*

Employment of disabled persons

It is the company's policy to ensure that disabled persons are treated fairly and consistently in terms of recruitment, training, career development and promotion and that their employment opportunities should be based on a realistic assessment of their aptitudes and abilities.

Wherever possible the company will continue the employment of persons who become disabled during the course of their employment with the company through re-training, acquisition of special aids and equipment or the provision of suitable alternative employment.

Payments to suppliers

The company is responsible for agreeing the terms and conditions under which business transactions with suppliers are conducted. It is company policy that payments to suppliers are made in accordance with these terms, providing that the supplier is also complying with all the relevant terms and conditions. The number of days billing outstanding at the end of the financial year is 48 days.

Millennium

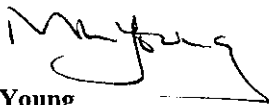
All critical work for the millennium date change was complete during the year and regular progress reports were made to the company and the Lex Service PLC board, supported by independent external reviews. No material problems were identified in either the group, its customers or suppliers over the millennium rollover period. The cost of ensuring compliance is expected to be £696,000 of which £144,000 is revenue expenditure and £552,000 will be capitalised. During 1999 revenue expenditure was £343,000 and £77,000 was capitalised within fixed assets.

Contingency plans are in place for millennium failures which may still occur affecting business critical systems. Given the complexity of the millennium problem it is not possible for any organisation to guarantee that there will not be any future problems. However, based on the experience to date, the Lex Service PLC board believes that the group is at an acceptable state of readiness.

Auditor

In accordance with Section 385 of the Companies Act 1985, a resolution is to be proposed at the annual general meeting for the re-appointment of KPMG Audit Plc as auditor of the company.

By order of the board



ML Young
Secretary

21 February 2000

Lex House
17 Connaught Place
London
W2 2EL

Statement of directors' responsibilities

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 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;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.



KPMG Audit Plc

2 Cornwall Street
Birmingham B3 2DL

Auditor's report to the members of Lex Commercial Limited

We have audited the financial statements on pages 7 to 17.

Respective responsibilities of directors and auditors

The directors are responsible for preparing the directors' report and, as described on page 5, the financial statements in accordance with applicable United Kingdom law and accounting standards. Our responsibilities, as independent auditors, are established in the United Kingdom by statute, the Auditing Practices Board and by our profession's ethical guidance.

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. 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.

Basis of audit opinion

We conducted our audit in accordance with 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.

Opinion

In our opinion the financial statements give a true and fair view of the state of affairs of the company as at 31 December 1999 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

A handwritten signature in black ink that reads 'KPMG Audit Plc'.

KPMG Audit Plc
Chartered Accountants
Registered Auditor

Profit and loss account
for the year ended 31 December 1999

	<i>Note</i>	Total Continuing activities 1999 £000	Total Continuing activities 1998 £000
Turnover	2	155,702	164,591
Cost of sales		(131,708)	(140,879)
Gross profit		23,994	23,712
Distribution and selling costs		(13,236)	(13,110)
Administrative expenses		(9,051)	(9,845)
Operating profit		1,707	757
Loss on closure of dealerships	3	-	(726)
Profit on ordinary activities before interest		1,707	31
Interest receivable	4	37	-
Interest payable	5	-	(242)
Profit/(loss) on ordinary activities before taxation	6	1,744	(211)
Tax charge on ordinary activities	9	(612)	(130)
Profit/(loss) for the financial year attributable to equity shareholders transferred to/(from) reserves	17	1,132	(341)

There are no recognised gains or losses in either the current or preceding year other than shown in the profit and loss account above.

The notes on pages 9 to 17 form part of these financial statements.

The movement on reserves is detailed in note 17 on page 16 of these financial statements.

Balance sheet
at 31 December 1999

	<i>Note</i>	31 December 1999		31 December 1998
		£000	£000	£000
Fixed assets				
Tangible assets	10		2,229	2,174
Current assets				
Stocks	11	19,093		20,750
Debtors	12	11,847		19,768
Cash at bank and in hand		3,517		6
		<hr/>		<hr/>
Creditors: amounts falling due within one year	14	34,457 (29,530)		40,524 (37,040)
		<hr/>		<hr/>
Net current assets			4,927	3,484
			<hr/>	<hr/>
Total assets less current liabilities			7,156	5,658
Provisions for liabilities and charges	15		(1,976)	(1,610)
			<hr/>	<hr/>
Net assets			5,180	4,048
			<hr/>	<hr/>
Capital and reserves				
Called up share capital	16	560		560
Share premium	17	554		554
Profit and loss account	17	4,066		2,934
		<hr/>		<hr/>
Equity shareholders' funds			5,180	4,048
			<hr/>	<hr/>

The notes on pages 9 to 17 form part of these financial statements.

These financial statements were approved by the board of directors on 21 February 2000 and were signed on its behalf by:



WK Duffy
Director

Notes

(forming part of the financial statements)

1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements.

Basis of preparation

The financial statements have been prepared in accordance with applicable accounting standards under the historical cost accounting rules and on a going concern basis.

Cash flow statement

Under Financial Reporting Standard 1 (revised), the company is exempt from the requirement to prepare a cash flow statement as it is a wholly owned subsidiary undertaking of a UK parent.

FRS 8 Related party disclosures

The company has taken advantage of the exemption in Financial Reporting Standard No 8 to not disclose related party transactions with Lex Service PLC and its subsidiaries.

Fixed assets and depreciation

Depreciation is provided by the company to write off the cost less the estimated residual value of tangible fixed assets by equal instalments over their estimated useful economic lives as follows:

Service vehicles	-	25% per annum
company cars	-	25% to 33% per annum
Plant and equipment	-	20% per annum
Fixtures and fittings	-	10% per annum
Computer hardware	-	20% to 33% per annum

Leases

Where the company enters into a lease which entails taking substantially all the risks and rewards of ownership of an asset, the lease is treated as a 'finance lease'. The asset is recorded in the balance sheet as a tangible fixed asset and is depreciated over its estimated useful life or the term of the lease, whichever is shorter. Future instalments under such leases, net of finance charges, are included within creditors. Rentals payable are apportioned between the finance element, which is charged to the profit and loss account, and the capital element which reduces the outstanding obligation for future instalments.

All other leases are accounted for as 'operating leases' and the rental charges are charged to the profit and loss account on a straight line basis over the life of the lease.

Pension costs

Lex Service PLC operates a defined benefit pension scheme covering the majority of its permanent employees. The scheme's funds are administered by trustees and are independent of the company's finances. The scheme is fully funded and contributions are paid to the scheme in accordance with the recommendations of independent actuaries. The company's contributions are charged against profits in the year in which contributions are made. Full details of the scheme are given in the financial statements of Lex Service PLC.

Stocks

Stocks are stated at the lower of cost and net realisable value. Provisions are made against obsolete and surplus stocks.

Vehicles held under consignment stock arrangements are brought onto the balance sheet after the interest free stock holding period has expired.

Notes (continued)

1 Accounting policies (continued)

Goodwill

Goodwill is the excess of the purchase consideration over the fair value of the separable net assets of businesses and subsidiary undertakings acquired.

Following the introduction of Financial Reporting Standard 10, goodwill arising on future acquisitions will be capitalised and amortised over the years in which the company is expected to derive direct economic benefit.

In previous years, goodwill was charged to reserves in the year of acquisition. As permitted by FRS 10 there has been no restatement of the prior years' treatment of goodwill.

Deferred taxation

Deferred taxation is provided using the liability method in respect of the taxation effect of timing differences only to the extent that it is probable that they will crystallise in the foreseeable future.

Turnover

Turnover represents the amounts (excluding value added tax) derived from the provision of goods and services to customers during the year.

2 Analysis of turnover

All turnover arises from the one class of business, namely the distribution and repair of commercial vehicles within the UK. Of the total turnover, £143,000 relates to sales to group companies (1998: £62,000).

3 Exceptional items

	1999 £000	1998 £000
Loss on closure of dealerships	-	726
	<u> </u>	<u> </u>

In 1997 the directors decided to restructure this company's operations and cease to trade from specific dealer franchises operating in specified geographical areas of the United Kingdom which were unprofitable.

In 1997 two dealerships were closed and, during the last financial year, a further dealership and a satellite operation were closed. The operating results up until closure were included within continuing operations in 1998 on the face of the profit and loss account, the closure costs themselves have been shown as an exceptional item.

4 Interest receivable

	1999 £000	1998 £000
Interest receivable from group undertakings	37	-
	<u> </u>	<u> </u>

5 Interest payable

	1999 £000	1998 £000
Interest payable to group undertakings	-	242
	<u> </u>	<u> </u>

Notes (continued)

6 Profit/(loss) on ordinary activities before taxation

	1999	1998
	£000	£000

Profit/(loss) on ordinary activities before taxation is stated after charging/(crediting):

Auditors' remuneration:

Audit	53	72
Non audit	1	-

Depreciation and other amounts written off tangible fixed assets:

Owned	1,017	1,014
Hire of plant and machinery - rentals payable under operating leases	783	860
(Profit)/loss on sale of fixed assets	(2)	22

7 Remuneration of directors

	1999	1998
	£000	£000

Directors' emolument as executives:

Salaries and estimated benefits in kind	219	262
Performance related bonus	41	-
Pension contributions	28	14

	288	276
--	-----	-----

The emoluments, including performance related bonuses but excluding pension contributions, of the highest paid director in office at the year end were £134,000 (1998: £102,000) the pension contributions being £9,000 (1998: £7,000).

Details of directors' share options are disclosed in the directors' report.

The highest paid director is a member of a defined benefit pension scheme, under which his accrued pension at the year end was £5,832 per annum. Retirement benefits are accruing to the following number of directors who held office at the end of the year under the scheme:

	1999	1998
	Number	Number
Defined benefit scheme	3	3

The highest paid director participates in a Long Term Incentive Plan, full details of which are given in the directors' report.

Notes (continued)

8 Staff numbers and costs

The average number of persons employed by the company (including directors) during the year, analysed by category, was as follows:

	Number of employees	
	1999	1998
Sales	84	79
Service and bodyshop	458	452
Parts	179	181
Administration	119	120
	<hr/>	<hr/>
	840	832
	<hr/>	<hr/>

The aggregate payroll costs of these persons were as follows:

	1999	1998
	£000	£000
Wages and salaries	14,865	14,891
Social security costs	1,213	1,171
Other pension costs	643	794
	<hr/>	<hr/>
	16,721	16,856
	<hr/>	<hr/>

9 Tax charge on ordinary activities

	1999			1998		
	Ordinary activities		Total	Ordinary activities		Total
	Normal	Exceptional		Normal	Exceptional	
	£000	£000	£000	£000	£000	£000
UK corporation tax and group relief charge/(credit) based on the results for the year at 30.25% (1998: 31.5%)	785	(30)	755	370	(143)	227
Current years deferred tax charge/(credit) at 30% (1998: 30%)	(173)	30	(143)	(41)	(52)	(93)
	<hr/>	<hr/>	<hr/>	<hr/>	<hr/>	<hr/>
	612	-	612	329	(195)	134
Adjustments in respect of prior years:						
Deferred tax	-	-	-	(4)	-	(4)
	<hr/>	<hr/>	<hr/>	<hr/>	<hr/>	<hr/>
	612	-	612	325	(195)	130
	<hr/>	<hr/>	<hr/>	<hr/>	<hr/>	<hr/>

Notes (continued)

10 Tangible fixed assets

	Plant and machinery £000	Fixtures fittings tools and equipment £000	Total £000
<i>Cost</i>			
At beginning of year	2,508	3,089	5,597
Additions	600	514	1,114
Disposals	(187)	(63)	(250)
	<hr/>	<hr/>	<hr/>
At end of year	2,921	3,540	6,461
	<hr/>	<hr/>	<hr/>
<i>Depreciation and diminution in value</i>			
At beginning of year	1,747	1,676	3,423
Charge for year	409	608	1,017
Disposals	(150)	(58)	(208)
	<hr/>	<hr/>	<hr/>
At end of year	2,006	2,226	4,232
	<hr/>	<hr/>	<hr/>
<i>Net book value</i>			
At 31 December 1999	915	1,314	2,229
	<hr/>	<hr/>	<hr/>
At 31 December 1998	761	1,413	2,174
	<hr/>	<hr/>	<hr/>

11 Stocks

	1999 £000	1998 £000
Goods held for resale	18,731	20,414
Work in progress	91	242
Raw materials and consumables	271	94
	<hr/>	<hr/>
	19,093	20,750
	<hr/>	<hr/>

In accordance with the stated accounting policy, goods held for resale include £938,000 (1998: £179,000) in respect of consignment stock. In addition, at 31 December 1999 there was a further £2,084,000 (1998: £5,254,000) of consignment stock which has not been brought onto the balance sheet in accordance with FRS 5 'Reporting the Substance of Transactions'.

Notes (continued)

12 Debtors

	1999 £000	1998 £000
Amounts falling due within one year:		
Trade debtors	10,096	9,497
Amounts owed by group undertakings	1	8,853
Other debtors	467	429
Prepayments	495	344
Deferred taxation (note 13)	737	594
	<hr/> 11,796	<hr/> 19,717
Amounts falling due after more than one year:		
Other debtors	51	51
	<hr/> 11,847	<hr/> 19,768
	<hr/> <hr/>	<hr/> <hr/>

13 Deferred taxation asset

	£000
At beginning of year	594
Amounts transferred to the profit and loss account during the year (note 9):	
Current year credit	143
	<hr/> 737
	<hr/> <hr/>

The amount recognised and the full potential deferred tax asset at 30% comprise:

	1999 £000	1998 £000
Accelerated capital allowances	143	108
Closure and restructuring provision	65	95
Other provisions	528	388
Short term timing differences	1	3
	<hr/> 737	<hr/> 594
	<hr/> <hr/>	<hr/> <hr/>

Notes (continued)

14 Creditors: amounts falling due within one year

	1999 £000	1998 £000
Bank overdraft	-	5,562
Trade creditors	19,773	21,384
Amounts owed to group undertakings	3,741	4,703
Corporation tax	572	227
Other taxes and social security	1,426	1,352
Other creditors	2,668	2,688
Accruals	1,350	1,124
	<u>29,530</u>	<u>37,040</u>

15 Provisions for liabilities and charges

	Exceptional closure and restructuring provision £000	Other provisions £000	Total £000
At beginning of year	317	1,293	1,610
Profit and loss account charge	-	774	774
Utilised during the year	(99)	(235)	(334)
Released during the year	-	(74)	(74)
At end of year	<u>218</u>	<u>1,758</u>	<u>1,976</u>

Other provisions are in respect of guaranteed buy back arrangements, repair and maintenance contracts and sundry items.

16 Called up share capital

	1999 £000	1998 £000
<i>Authorised</i>		
560,000 ordinary shares of £1 each	560	560
	<u>560</u>	<u>560</u>
<i>Allotted, called up and fully paid</i>		
560,000 ordinary shares of £1 each	560	560
	<u>560</u>	<u>560</u>

Notes (continued)

17 Reserves

	Share premium £000	Profit & loss £000
At beginning of year	554	2,934
Profit for the financial year	-	1,132
	<u>554</u>	<u>4,066</u>

The cumulative amount of goodwill deducted, as a matter of accounting policy, from the company's reserves attributable to business acquired and not subsequently sold is as follows:

	£000
Acquisition of trades and assets	2,248
	<u>2,248</u>

18 Reconciliation of movements in shareholders' funds

	1999 £000	1998 £000
Profit/(loss) for the financial year	1,132	(341)
Net increase/(decrease) in shareholders' funds	1,132	(341)
Opening shareholders' funds	4,048	4,389
Closing shareholders' funds	<u>5,180</u>	<u>4,048</u>

19 Contingent liabilities

The company has given a guarantee in respect of certain bank overdrafts granted to and drawn on by Lex Service PLC and its subsidiaries, the relevant amount outstanding at 31 December 1999 being £581,000 (1998: £Nil).

20 Commitments

- (i) Capital commitments at the end of the financial year amounted to £228,000 (1998: £Nil).
- (ii) Annual commitments under non-cancellable operating leases are as follows:

	1999 £000	Assets other than land and buildings 1998 £000
Operating leases which expire:		
Within one year	192	218
In the second to fifth years inclusive	419	409
	<u>611</u>	<u>627</u>

Notes *(continued)*

21 Pension scheme

As explained in the accounting policies set out on page 9, Lex Service PLC operates defined benefit pension schemes for its employees and the employees of its UK subsidiary undertakings providing benefits based on final pensionable pay. Contributions are charged to the profit and loss account so as to spread the cost of pensions over employees' working lives with the group. The group's pension scheme was the subject of an actuarial valuation as at 6 April 1996. The valuation was carried out by an independent qualified actuary and details of the results are presented in the financial statements of the parent undertaking, Lex Service PLC.

22 Ultimate parent undertaking

The company is a subsidiary undertaking of Lex Service PLC, the ultimate controlling party, which is incorporated in Great Britain and registered in England and Wales.

The financial statements of Lex Service PLC which consolidate the results of Lex Commercials Limited are available to the public and may be obtained from Lex House, 17 Connaught Place, London W2 2EL.

