REPORT AND ACCOUNTS 2003

Registered office

25 Gresham Street London EC2V 7HN

Registered number

726762

Directors

D.J. Morris H.D.C. Stebbing

Company Secretary

S.J. Hopkins

Member of Lloyds TSB Group

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Report of the directors

Activities and results

During the year ended 31 December 2003, the company did not trade or incur any liabilities and consequently made neither profit nor loss.

Directors

The names of the present directors of the company are shown on page 1.

Reference is made on pages 4 and 5 in note 5 to the interests of the directors in the capital of Lloyds TSB Group plc, the ultimate parent company, and its subsidiaries.

On behalf of the board

S.J. Hopkins Secretary

14 Jone 2004

Balance sheet

at 31 December 2003

	Note	2003 £	2002 £
Current assets Amount owed by group undertakings		284,232	284,232
Capital and reserves			
Called-up share capital	3	230,000	230,000
Other reserves		760,068	760,068
Profit and loss account	4	(<u>705,836</u>)	(<u>705,836</u>)
		<u> 284,232</u>	<u>284,232</u>

For the year ended 31 December 2003, the company was dormant and was, therefore, entitled under Section 249AA (1) of the Companies Act to exemption from audit, and the member has not required it to obtain an audit.

The directors are responsible for:

- (1) keeping accounting records which comply with the provisions of the Companies Act; and
- (2) preparing accounts which give a true and fair view of the affairs of the company at 31 December 2003 and of its profit or loss for the year, and which otherwise comply with the requirements of the Act.

H.D.C. Stebbing

Director

The notes on pages 4 and 5 form part of these accounts.

Notes to the accounts

1. Accounting policy

The accounts have been prepared in accordance with applicable accounting standards.

2. Results

During the year ended 31 December 2003 the company did not trade or incur any liabilities and consequently has made neither profit nor loss (2002:£nil).

3.	Called-up share capital	2003	2002
		£	£

Authorised, allotted and issued fully paid: 230,000 ordinary shares of £1 each 230,000 230,000

The company regarded by the directors as the ultimate parent company is Lloyds TSB Group plc, which is also the parent undertaking of the largest group of undertakings for which accounts are drawn up and of which the company is a member. Lloyds TSB Bank plc is the parent undertaking of the smallest such group of undertakings. Copies of the accounts may be obtained from the Company Secretary's office, Lloyds TSB Group plc, 25 Gresham Street, London EC2V 7HN.

4. Profit and loss account

2003

£

Balance at 1 January and 31 December

(705,836)

5. Directors' interests

The interests of the directors in the capital of Lloyds TSB Group plc were:-

Shares

At 31 December 2003	At 1 January 2003
55,250	49,231
16,966	20,901
	,

Notes to the accounts (continued)

5. Directors' interests (continued)

Options to acquire shares

	At			At
	1 January 2003	During the year		31 December 2003
		Granted	Exercised/ lapsed	
D.J. Morris	7,732	5,783	3,083/3,993*	6,439
H.D.C. Stebbing	20,272	10,936	2,206*	29,002

^{*} During the year, these share options lapsed following termination of savings contracts linked to the staff sharesave option scheme, in accordance with the rules of the scheme.

None of the directors had any other interest in the capital of Lloyds TSB Group plc or its subsidiaries.

6. Emoluments of the directors

None of the directors received any emoluments in respect of their services to the company (2002: £nil).

7. Date of approval

The directors approved the accounts on 14 June 2004.