

AMENDING

Company No: 885287

Norman Smith (Congleton) Limited
Annual report and accounts
for the year ended 31 March 2001



Norman Smith (Congleton) Limited

Report and accounts for the year ended 31 March 2001

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Norman Smith (Congleton) Limited

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Directors and advisors

Directors

R W Kendall
GKH Mason
B L Westbrook

Secretary

Jarvis Secretaries Ltd

Registered office

Frogmore Park
Watton-at-Stone
Hertford
SG14 3RU

Directors' report for the year ended 31 March 2001

The directors present their report and the accounts for the year ended 31 March 2001.

Principal activities

The Company acted as an unpaid agent for Prismo Limited but did not itself trade during the year and consequently no profit and loss account has been produced in respect of the period. Any costs incurred by the Company were paid on its behalf by Prismo Limited, a fellow subsidiary of Jarvis plc.

Dividend

The directors do not recommend the payment of a dividend (2000: £nil).

Directors

The directors holding office during the year ended 31 March 2001 and appointed subsequent to that date are shown below.

D J Edwards	(resigned 30 June 2000)
A Gay	(resigned 02 August 2000)
R W Kendall	(appointed 30 June 2000)
G K H Mason	(appointed 24 August 2000)
G F McGowan	(resigned 30 June 2000)
B L Westbrook	(appointed 30 March 2001)
M J Williamson	(resigned 30 June 2000)

Directors' interests

At 31 March 2001 none of the directors had any interests in the shares of the Company.

Other directors' interests were as follows:

Interests in Jarvis plc shares of 5p each	At 1 April 2000 or date of appointment	At 31 March 2001
R W Kendall	139,220	139,220
GKH Mason	500	500
B L Westbrook	3,703	3,703

Interests in options over Jarvis plc shares of 5p each are shown overleaf.

Other directors' interests in options over Jarvis plc shares of 5p each						
Director	Scheme	Grant date	Exercise Price (p)	Options at 31/3/2001	Dates exercisable	
					From	To
R W Kendall	Executive	July 1997	277.00	100,000	Jul 2000	Jul 2007
R W Kendall	Executive	Oct 1998	487.00	10,000	Oct 2001	Oct 2008
R W Kendall	Executive	July 2000	199.50	39,000	Jul 2003	Jul 2010
R W Kendall	Share Save	Aug 2000	153.00	937	Oct 2003	Mar 2004
GKH Mason	Executive	28 July 2000	199.50	25,000	July 2003	July 2010
GKH Mason	Executive	24 Jan 2001	264.00	19,000	Jan 2004	Jan 2011
GKH Mason	Share Save	Aug 2000	153.00	937	Oct 2003	Mar 2004
B L Westbrook	Executive	July 1997	277.00	120,000	July 2000	July 2007
B L Westbrook	Executive	24 Jan 2001	264.00	20,000	Jan 2004	Jan 2011

Statement of directors' responsibilities

Company law requires the directors to prepare accounts for each financial year 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 the profit or loss of the Company for that year. In preparing those accounts, the directors are required:

- To select suitable accounting policies and then apply them consistently;
- To make judgements and estimates that are reasonable and prudent;
- To prepare accounts on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

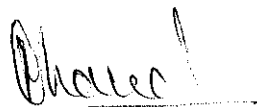
The directors confirm that the accounts comply with these requirements.

The directors are responsible for ensuring that proper accounting records are kept which disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the accounts 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.

Audit

Having passed a special resolution of the shareholders at an Extraordinary General Meeting the Company is exempt from the obligation to appoint auditors and satisfies the provisions of Section 250 of the Companies Act 1985 relating to dormant companies.

By order of the Board



Jarvis Secretaries Limited
Secretary

15 May 2001

Balance sheet at 31 March 2001

	Notes	31 March 2001 £	31 March 2000 £
Fixed assets			
Investments	2	63,100	63,100
Current assets			
Amount owed by group undertaking		488,672	488,672
Net assets		<u>551,772</u>	<u>551,772</u>
Capital and reserves			
Called up share capital	3	83,318	83,318
Share premium		211,482	211,482
Profit and loss account		256,972	256,972
Equity shareholders' funds		<u>551,772</u>	<u>551,772</u>


For the year ended 31 March 2001 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 the financial year, and of its profit or loss for the financial year, in accordance with the requirements of Section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company.

The accounts on pages 5 to 7 were approved by the Board on 15 May 2001 and were signed on its behalf by:



R W Kendall
Director

Notes to the accounts for the year ended 31 March 2001

1 Principal accounting policies

Accounting convention

The accounts have been prepared in accordance with applicable accounting standards and the Companies Act 1985.

Cash flow statement

The Company is a wholly owned subsidiary of Jarvis plc and the cash flows of the Company are included in the consolidated cash flow statement of Jarvis plc. Consequently, the Company is exempt under the terms of Financial Reporting Standard No 1 (revised) from publishing a cash flow statement.

Related party transactions

The Company is a wholly owned subsidiary of Jarvis plc and as such the Company has taken advantage under the terms of Financial Reporting Standard No 8 not to disclose related party transactions which are eliminated on consolidation.

2 Investments

	31 March 2001 £	31 March 2000 £
Shares in subsidiary undertakings	63,100	63,100

Details of the investments in non-trading subsidiary undertakings are set out below.

	<u>Country of Registration</u>	<u>Share Capital Issued</u>	<u>Interest</u>
Somerford Plastics Ltd	England & Wales	£100	100%
Somerford Equipment Ltd	England & Wales	£1,000	100%

3 Called up share capital

	"A" shares No	"A" shares £	"B" shares No	"B" shares £
At 31 March 2000 & 2001				
Authorised				
Ordinary shares of £1 each	165,000	165,000	35,000	35,000
	<hr/>	<hr/>	<hr/>	<hr/>
	"A" shares No	"A" shares £	"B" shares No	"B" shares £
At 31 March 2000 & 2001				
Allotted, called up and fully paid				
Ordinary shares of £1 each	65,000	65,000	18,318	18,318
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4 Parent undertakings

The Company's immediate parent undertaking is Prismo Limited, a company registered in England and Wales. The Company's ultimate parent undertaking and ultimate controlling party is Jarvis plc, a company registered in England and Wales, whose accounts may be obtained from the Secretary, Jarvis plc, Frogmore Park, Watton-at-Stone, Hertford, SG14 3RU.