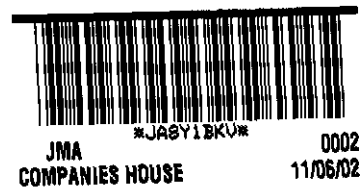


McGILL FINANCE COMPANY LIMITED

REPORT AND FINANCIAL STATEMENTS

31 DECEMBER 2001



COMPANY NUMBER:959164

McGILL FINANCE COMPANY LIMITED

31 DECEMBER 2001

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McGILL FINANCE COMPANY LIMITED

COMPANY INFORMATION

Directors	A L W Brown A M Biggs
Secretary	Mrs B Booth Resigned 12 April 2001 Mr M R Bennett Appointed 17 April 2001
Registered office	Centre House Village Way Trafford Park Manchester M17 1QG
Registered number	959164
Auditors	PricewaterhouseCoopers Manchester M2 3PW

McGILL FINANCE COMPANY LIMITED

REPORT OF THE DIRECTORS

The Directors of McGill Finance Company Limited submit their report and the audited accounts for the year ended 31 December 2001.

REVIEW OF THE BUSINESS/FUTURE DEVELOPMENTS

The company did not trade during the year.

RESULTS AND DIVIDENDS

The results of the Company are shown on page 5.

The Directors do not recommend the payment of a dividend (2000 - £Nil).

DIRECTORS AND DIRECTORS' SHAREHOLDINGS

The Directors who served during 2001 and at the date of this report are shown on page 1.

At 31 December 2000, A L W Brown and A M Biggs were directors of the ultimate parent company, Quicks Group plc, and their notifiable interests are shown in the financial statements of that company.

McGILL FINANCE COMPANY LIMITED
REPORT OF THE DIRECTORS (CONTINUED)

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Directors are required by Company Law 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:

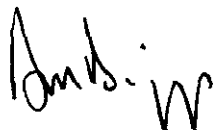
- select suitable accounting policies and then apply them consistently;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and estimates that are reasonable and prudent;
- prepare 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 also 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 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

PricewaterhouseCoopers have expressed their willingness to continue in office and a resolution for their reappointment will be proposed at the next Annual General Meeting.

The Report of the Directors was approved by the Board on 25 March 2002 and signed on its behalf by:



A M Biggs
Director

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF MCGILL FINANCE COMPANY LIMITED

We have audited the financial statements on pages 5 to 8.

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the annual report and the financial statements in accordance with applicable United Kingdom law and accounting standards are set out in the statement of directors' responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards issued by the Auditing Practices Board.

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 1985. 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 is not disclosed.

We read the other information contained in the annual report and consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements. The other information comprises the directors' report.


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 at 31 December 2001 and of the loss of the company for the year then ended and have been properly prepared in accordance with the Companies Act 1985.


PricewaterhouseCoopers
Chartered Accountants and Registered Auditors
101 Barbirolli Square
Lower Mosley Street
Manchester M2 3PW

25 March 2002

McGILL FINANCE COMPANY LIMITED

PROFIT AND LOSS ACCOUNT

YEAR ENDED 31 DECEMBER 2001

	<u>2001</u> £	<u>2000</u> £
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	-	-
Taxation (Note 3)	<u>(7,594)</u>	<u>-</u>
LOSS FOR THE FINANCIAL YEAR (Note 7)	<u>(7,594)</u>	<u>-</u>

There were no recognised gains or losses or movements in equity shareholders' funds other than those shown above. The above results were in respect of discontinued operations.

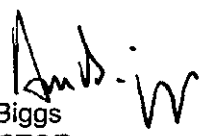
The notes on pages 7 to 8 form part of these accounts.

McGILL FINANCE COMPANY LIMITED

BALANCE SHEET 31 DECEMBER 2001

	<u>2001</u> £	<u>2000</u> £
CURRENT ASSETS		
Debtors (Note 4)	<u>670,000</u>	<u>669,575</u>
CREDITORS – Amounts falling due within one year (Note 5)	<u>(496,198)</u>	<u>(488,179)</u>
NET CURRENT ASSETS	<u>173,802</u>	<u>181,396</u>
CAPITAL AND RESERVES		
Called up share capital (Note 6)	250,008	250,008
Profit and loss account (Note 7)	(76,206)	(68,612)
EQUITY SHAREHOLDERS' FUNDS	<u>173,802</u>	<u>181,396</u>

The financial statements were approved by the Board on 25 March 2002 and signed on its behalf by:


A M Biggs
DIRECTOR

The notes on pages 7 to 8 form part of these accounts.

McGILL FINANCE COMPANY LIMITED

NOTES TO THE ACCOUNTS

1 ACCOUNTING POLICIES

(a) Accounting convention

The accounts have been prepared under the historical cost convention and have been prepared in accordance with applicable accounting standards.

The Company is exempt from publishing a cash flow statement because it is a wholly owned subsidiary undertaking of Quicks Group plc, which publishes a consolidated cash flow statement.

(b) Taxation

Taxation is based on the results for the year and takes into account deferred taxation created by timing differences between the treatment of certain items for accounting and taxation purposes.

Provision is made at the appropriate rates of taxation for liabilities arising from the allocation of items to different periods for taxation and accounting purposes, to the extent that there is reasonable probability that such taxation will become payable in the foreseeable future.

2 DIRECTORS' EMOLUMENTS AND EMPLOYEES

None of the Directors received any emoluments in either the current or previous year.
Other than the Directors, the Company has no employees (2000: Nil).

3 TAXATION

	<u>2001</u>	<u>2000</u>
	£	£
Corporation tax on the result for the year at 30% (2000: 30%)		
- prior year adjustment	7,594	-
	<u>7,594</u>	<u>-</u>

4 DEBTORS

	<u>2001</u>	<u>2000</u>
	£	£
Due from group undertakings	<u>670,000</u>	<u>669,575</u>

McGILL FINANCE COMPANY LIMITED

NOTES TO THE ACCOUNTS

5 CREDITORS

	<u>2001</u> £	<u>2000</u> £
Bank loans and overdrafts	-	482,407
Amounts owed to group subsidiary undertakings	<u>496,198</u>	<u>5,772</u>
	<u>496,198</u>	<u>488,179</u>

6 SHARE CAPITAL

	<u>2001</u> £	<u>2000</u> £
Authorised		
252,000 Ordinary shares of £1 each	252,000	252,000
Allotted, called up and fully paid		
250,008 Ordinary shares of £1 each	<u>250,008</u>	<u>250,008</u>

7 RESERVES

	<u>Profit & loss Account</u> £
Balance at 1 January 2001	(68,612)
Loss for the year	<u>(7,594)</u>
Balance at 31 December 2001	<u>(76,206)</u>

8 PARENT COMPANY

The Company is a wholly owned subsidiary of McGill Group Limited, which is registered in England and Wales. Quicks Group plc is the ultimate parent company, and is the parent undertaking of the smallest and largest group to consolidate the accounts of McGill Finance Company Limited.

Copies of the group accounts are available to the public on payment of the appropriate fee from Companies Registration Office, Companies House, Crown Way, Maindy, Cardiff, CF4 3UZ.

9 RELATED PARTY TRANSACTIONS

Transactions with other companies within the group are not disclosed as the Company has taken advantage of the exemption under Financial Reporting Standard No. 8 "Related Party Disclosures", as the consolidated accounts of Quicks Group plc, in which the Company is included, are available from the address noted above.