CHANDLER FOREST PRODUCTS LIMITED

DIRECTORS REPORT AND FINANCIAL STATEMENTS

29 OCTOBER 2000

The Company's registered number is 1229946

# CHANDLER FOREST PRODUCTS LIMITED

## DIRECTORS' REPORT

The directors present their annual report on the affairs of the Company, together with the financial statements for the period ended 29 October 2000.

### Principal Activity

The Company has remained dormant throughout the period. The directors do not envisage initiating any change in the Company's role or activities in the foreseeable future.

### Results and Dividends

The results for the period are set out in the attached financial statements. The directors do not recommend payment of a dividend (1999 - nil).

### Directors

The directors who served during the period and subsequent to the period end were:

| | |
|---|---|
| S H Bhote | (Appointed 11/01/01) |
| R A Brennan | (Resigned 11/01/01) |
| K R Stokes-Smith | |

The directors who held office at 29 October 2000 had no interest in the shares of group undertakings, including options, other than those shown below:

| | Wickes Limited Ordinary Shares - Holdings | | |
|---|---|---|---|
| **Director** | 1 Jan 2000 | Bought / (Sold) | 29 Oct 2000 |
| R A Brennan | 1,565 | (1,565) | - |
| K R Stokes-Smith | 4,096 | (4,096) | - |

## DIRECTORS' REPORT (Continued)

Directors (Continued)

| | Wickes Limited Ordinary Shares - Options | | |
|---|---|---|---|
| **Director** | 01 Jan 2000 | Exercised in the period | 29 Oct 2000 |
| R A Brennan | 19,098 | (15,000) | 4,098 |
| K R Stokes-Smith | 19,098 | (15,000) | 4,098 |

### Auditors

The company was dormant within the meaning of section 252 of the Companies Act 1985, throughout the period to 29 October 2000 and accordingly its accounts have not been audited.

By order of the Board

K R Stokes-Smith
Secretary

16 June 2000

Registered Office
120/138, Station Road,
Harrow,
Middlesex, HA1 2QB

## 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 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;
- 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, and
- 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 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.

CHANDLER FOREST PRODUCTS LIMITED

BALANCE SHEET AS AT 29 OCTOBER 2000

| | Note | 2000 | 1999 |
|---|---|---|---|
| | | £ | £ |
| CURRENT ASSETS | | | |
| Amounts due from other Group undertakings | | 10,100 | 10,100 |
| NET ASSETS | | 10,100 | 10,100 |
| EQUITY CAPITAL AND RESERVES | | | |
| Called up share capital | | 100 | 100 |
| Profit and loss account | | 10,000 | 10,000 |
| | | 10,100 | 10,100 |

(A) For the period ended 29 October 2000 the company was entitled to exemption under section 249AA(1) of the Companies Act 1985.

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

(C) The directors acknowledge their responsibility for:

- Ensuring the company keeps accounting records which comply with section 221; and
- Preparing accounts which give a true and fair view of the state of affairs of the company as at the end of the financial period, and of its profit or loss for the financial period, 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 4 to 6 were approved by the Board on 16 June 2001 and signed on its behalf by

Sanaya Bhote
Director

# NOTES TO THE FINANCIAL STATEMENTS
# 29 OCTOBER 2000

## 1. Accounting Policies

Basis Of Accounting

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards. Under the provisions of Financial Reporting Standard No 1 (Revised 1996), the Company has not presented a cash flow statement because it is a subsidiary undertaking of Focus Group Ltd, which is registered in England and Wales, and which has prepared consolidated financial statements which include the financial statements of the Company for the period and which contain a cash flow statement.

## 2 Profit And Loss Account

The Company has not traded during the periods ended 29 October and 31 December 1999 and accordingly no profit and loss account has been prepared. The Company has no employees (1999 - nil) and no directors have received remuneration for services to the Company during the period (1999 - nil).

## 3. Called Up Share Capital

| | Authorised | | Allotted, called up and fully paid | | | |
|---|---|---|---|---|---|---|
| | 2000 | 1999 | 2000 | 2000 | 1999 | 1999 |
| | £ | £ | No. | £ | No. | £ |
| Ordinary shares of £1 each | 100 | 100 | 100 | 100 | 100 | 100 |

## 4 Contingent Liabilities

The company is registered for VAT purposes in a group of companies which share a common registration number. As a result it has jointly guaranteed the VAT liability of the group, and failure by other members of the group would give rise to an additional liability for the company.

## 5 Ultimate Parent Company

The company is a wholly-owned subsidiary undertaking of Focus Group Limited. Copies of the group financial statements can be obtained from Companies House, Crown Way, Cardiff CF14 3UZ.

Transactions with other companies within the group are not disclosed as the company has taken advantage of the exemption available under Financial Reporting Standard No. 8 " Related party disclosures", as the consolidated accounts of Focus Group Limited in which the company is included are available at the address noted above.