

**C. G. NOMINEES LIMITED**

**Registered Number: 1445212**

**FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED**

**31 DECEMBER 2002**



# C. G. NOMINEES LIMITED

## REPORT OF THE DIRECTORS

For the year ended 31 December 2002

---

### BUSINESS REVIEW

The company did not trade.

### DIRECTORS AND SHARE INTERESTS

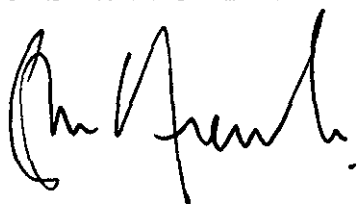
Directors who held office during the year and their disclosable interests in shares, according to the register of directors' interests were as follows:

		At 01.01.02	At 31.12.02
S J Doughty*			
C L Franks	a	393	393
	b	-	149,031

- a - Costain Group PLC ordinary shares of 10p each.
- b - Options granted on 11 October 2002 to acquire Costain Group PLC ordinary shares under the 2002 Long Term Incentive Plan.

\* - The interests of this director in the shares of Costain Group PLC is disclosed in the accounts of that company.

BY ORDER OF THE BOARD



CLIVE L FRANKS  
SECRETARY  
25 March 2003

REGISTERED OFFICE

Costain House, Nicholson's Walk  
Maidenhead, Berkshire, SL6 1LN

**C. G. NOMINEES LIMITED**

**DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE PREPARATION OF  
FINANCIAL STATEMENTS**

**For the year ended 31 December 2002**

---

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 the 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 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.

**C. G. NOMINEES LIMITED**

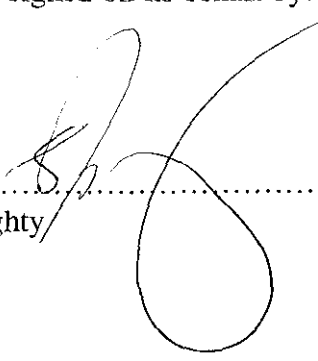
**BALANCE SHEET**

**As at 31 December 2002**

	Notes	2002 £	2001 £
<b>Current assets</b>			
Debtors	3	10	10
		<u>          </u>	<u>          </u>
<b>Net assets</b>		10	10
		<u>          </u>	<u>          </u>
<b>Capital and reserves</b>			
Called up share capital	4	10	10
		<u>          </u>	<u>          </u>
<b>Equity shareholders' funds</b>		10	10
		<u>          </u>	<u>          </u>

The company was dormant within the meaning of Section 249AA(4) of the Companies Act 1985 throughout the financial year ended 31 December 2002.

The financial statements were approved by the Board of Directors on 25 March 2003 and were signed on its behalf by:

  
..... Director  
S J Doughty

THE NOTES ON PAGE 4 FORM PART OF THESE FINANCIAL STATEMENTS

# **Č. G. NOMINEES LIMITED**

## **NOTES ON THE FINANCIAL STATEMENTS**

**For the year ended 31 December 2002**

---

### **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 ACCOUNTING**

The financial statements have been prepared in accordance with applicable United Kingdom standards under the historical cost convention.

### **2. Staff costs and remuneration of directors**

No emoluments were paid to the directors of the company during the year (2001: £nil).

There were no staff employed during the year (2001: nil)

### **3. Debtors**

	2002 £	2001 £
Amounts falling due within one year:		
Amount owing by group undertakings	10	10
	<u>          </u>	<u>          </u>

### **4. Share capital**

	2002 and 2001	
	Authorised fully	Issued and paid
	£	£
Ordinary shares of £1 each	10	10
	<u>          </u>	<u>          </u>

### **5. Ultimate parent company**

The company's ultimate parent company is Costain Group PLC, a company registered in England and Wales. A copy of the Group financial statements of Costain Group PLC may be obtained from the registered office of Costain Group PLC, Costain House, Nicholsons Walk, Maidenhead, Berks. SL6 1LN.