

Company Number: 01706320

HP NOMINEES LIMITED ("the Company")

DIRECTORS REPORT

The Directors hereby submit the Accounts of the Company for the financial year ended 30 April 2001.

The Directors of the Company during the financial year were:

Barnes A J	
Bennion C R	
Brown R	(resigned 13.12.00)
Burnell A R	
Cachia J E	
Couldrake G M	
Duff S B	
Gilbert G L	
Gilbert K J	
Halpin R	
Harris A D	
Heal J P	
Herd J K	
Honour H G	(appointed 23.6.00 - resigned 30.3.01)
Jackson E J W	(appointed 23.6.00)
Kefford A	
Maddock C J	
Morris J W	
Munro A G	
Ransley B W	
Rowland I S	
Singh J	
Wilkinson S P	(resigned 13.12.00)
Wood A D K	

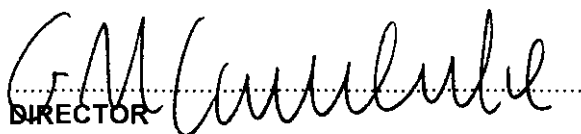
Charles Richard Bennion and Gerald Mark Couldrake each held one £1 share each in the Company throughout the year.

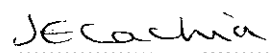
The Company was incorporated on 14 March 1983 as Goodlaw Nominees Limited, changed its name to Howes Percival Nominees Limited on 27 October 1988 and changed its name to HP Nominees Limited on 1 June 1995.

During the above financial period the Company has not traded and there has been no income or expenditure and therefore no change in the Company's position has arisen. Any expenses have been met by the Directors personally.

Dated: 16 January 2002

Signed on behalf of the Board


DIRECTOR


DIRECTOR



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HP NOMINEES LIMITED ("the Company")

BALANCE SHEET AT 30 APRIL 2001

ASSETS

£2.00

Represented by:

AUTHORISED SHARE CAPITAL

10,000 Shares of £1.00

SHARE CAPITAL ISSUED AND FULLY PAID

2 Ordinary Shares of £1.00 each

£2.00

1. For the year ended 30 April 2001 the Company was entitled to exemption under section 249AA (1) of the Companies Act 1985;
2. Members have not required the Company to obtain an audit of its accounts for the year in question in accordance with subsection (2) of 249B.
3. The directors acknowledge their responsibility for:
 - 3.1 ensuring the Company keeps accounting records which comply with section 221; and
 - 3.2 preparing accounts which give a true and fair view of the state of affairs of the Company as at the end of its financial year, and of its profit and loss for the financial year in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the Company.

Dated: 16 January 2002

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DIRECTOR

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DIRECTOR