REPORT AND ACCOUNTS 2001

Registered office

71 Lombard Street London, EC3P 3BS

Registered number

2022662

Directors

S G Barford Wilks M R Hatcher S N O'Connor D A Saunders

Company Secretary

David Jarvis

LD3 **LC9\$HB9U** 0259
COMPANIES HOUSE 31/05/02

Member of Lloyds TSB Group

Report of the directors

Activities and results

During the year ended 31 December 2001, the company did not trade or incur any liabilities and consequently made neither profit nor loss.

Directors

The names of the present directors of the company are shown on page 1.

Mrs H S Rodgers and Mr A J Michie resigned as directors on 11 October 2001 and 18 October 2001, respectively. Miss S G Barford Wilks and Ms S N O'Connor were appointed directors on 18 October 2001.

Reference is made on pages 4 and 5 in note 5 to the interests of the directors in the capital of Lloyds TSB Group plc, the ultimate parent company, and its subsidiaries.

On behalf of the board

David Jarvis

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Company Secretary

31 May 2002

Balance sheet

at 31 December 2001

	Note	2001 £000	2000 £000
Current assets Amount owed by parent undertaking		<u>2,406</u>	<u>2,406</u>
Capital and reserves Called up share capital Profit and loss account	3 4	1,550 <u>856</u>	1,550 <u>856</u>

For the year ended 31 December, 2001, the company was dormant and was, therefore, entitled to exemption from audit, and the member has not required it to obtain an audit.

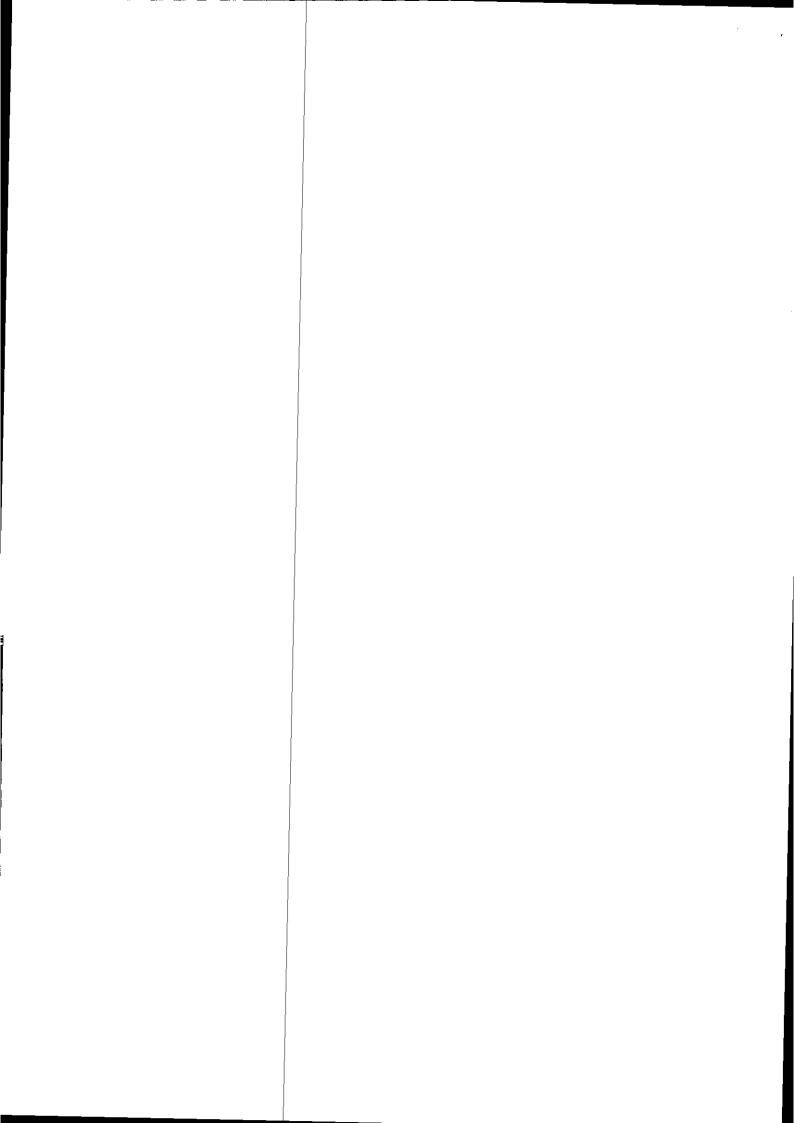
The directors are responsible for:

- (1) keeping accounting records which comply with the provisions of the Companies Act; and
- (2) preparing accounts which give a true and fair view of the affairs of the company at 31 December, 2001 and of its profit or loss for the year, and which otherwise comply with the requirements of the Act.

M R Hatcher

Director

The notes on pages 4 and 5 form part of these accounts.



Notes to the accounts

1. Accounting policy

The accounts have been prepared in accordance with applicable accounting standards.

2. Results

During the year ended 31 December 2001 the company did not trade or incur any liabilities and consequently has made neither profit nor loss (2000: £nil).

3. Called up share capital

	2001 £000	2000 £000
Authorised: 5,000,000 ordinary shares of £1 each Allotted and issued fully paid:	<u>5,000</u>	<u>5,000</u>
1,550,000 ordinary shares of £1 each	<u>1,550</u>	<u>1,550</u>

The company regarded by the directors as the ultimate parent company is Lloyds TSB Group plc, which is also the parent undertaking of the largest group of undertakings for which group accounts are drawn up and of which the company is a member. Lloyds TSB Bank plc is the parent undertaking of the smallest such group of undertakings. Copies of the group accounts of both companies may be obtained from the Company Secretary's office, Lloyds TSB Group plc, 71 Lombard Street, London, EC3P 3BS.

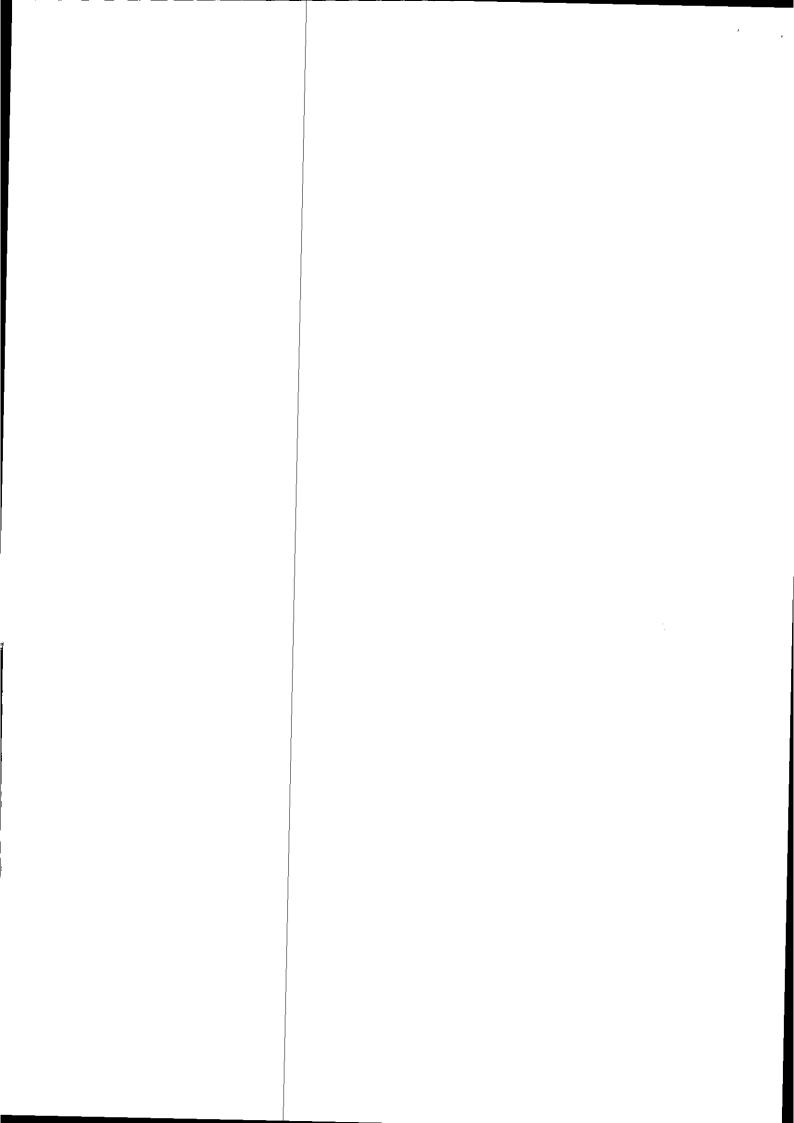
4. Profit and loss account

	2001 £000
Balance at 1 January and 31 December	<u>856</u>

5. Directors' interests

The interests of the directors in the capital of Lloyds TSB Group plc were:-

Shares	At 31 December 2001	At 1 January 2001 or date of appointment if later
S G Barford Wilks	14,125	14,093
M R Hatcher	13,061	13,706
S N O'Connor	3,574	3,523
D A Saunders	18,504	15,830



Notes to the accounts (continued)

5. Directors' interests (continued)

Options to acquire shares

	At 1 January 2001 or date of	Granted	Exercised	At 31 December 2001
	appointment if later	During the ye date of app		
S G Barford Wilks	2,191	-	_	2,191
M R Hatcher	4,399	3,062	1,636	5,825
S N O'Connor	1,988	-	_	1,988
D A Saunders	4,126	607	2,081	2,652

None of the directors had any other interest in the capital of Lloyds TSB Group plc or its subsidiaries.

6. Emoluments of the directors

No remuneration was paid or is payable by the company to the directors (2000: £ nil).

The directors are employed by other companies in the Lloyds TSB Group and consider that their services to this company are incidental to their other activities within the group.

7. Date of approval

The directors approved the accounts on 31 May 2002.

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