

**Registered Number 2132959**

**HALIFAX GROUP QUEST (2) TRUSTEE LIMITD  
DIRECTORS' REPORT AND FINANCIAL STATEMENTS  
YEAR ENDED 31 DECEMBER 2001**



# **HALIFAX GROUP QUEST (2) TRUSTEE LIMITED**

## **DIRECTORS' REPORT AND FINANCIAL STATEMENTS**

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## **HALIFAX GROUP QUEST (2) TRUSTEE LIMITED**

### **DIRECTORS AND COMPANY INFORMATION**

#### **DIRECTORS**

D J McPherson  
A R Newton  
A D C Turnbull

#### **COMPANY SECRETARY**

G E Stivey

#### **REGISTERED OFFICE**

Trinity Road  
Halifax  
West Yorkshire  
HX1 2RG

## **HALIFAX GROUP QUEST (2) TRUSTEE LIMITED**

### **DIRECTORS'S REPORT**

The Directors present their Report and Financial Statements for the year ended 31 December 2001.

### **PRINCIPAL ACTIVITY, RESULTS AND DIVIDEND**

The Company has not traded during the year and has therefore received no income and incurred no expenditure. Consequently, the Company made neither a profit nor a loss. The Directors do not recommend the payment of a dividend.

### **ULTIMATE HOLDING COMPANY**

Halifax Group plc owns all the ordinary share capital of Halifax plc, the immediate parent undertaking of Halifax Group QUEST 2 Trustee Limited – the ultimate parent company of Halifax Group plc is HBOS plc which owns all the share capital of Halifax Group plc.

### **DIRECTORS AND DIRECTORS' INTERESTS**

The Directors who served during the year were as follows:

D J McPherson  
A R Newton  
A D C Turnbull

During the year no director had any interest in the share capital of the Company or of any group undertaking other than the ultimate holding company and no rights to subscribe for such interests were granted.

As a consequence of the merger with Bank of Scotland on 10 September 2001 the directors' share interests in Halifax Group plc have been exchanged for interests in HBOS plc on a one for one basis. Therefore the table below reflects interests in HBOS plc shares at 31 December 2001 and those in Halifax Group plc at 1 January 2001.

The interests of the directors in the shares of the ultimate holding company, including interests in shares held beneficially under the Halifax long term and short term bonus schemes, were as follows:

	As at 31 December 2001	As at 1 January 2001
D J McPherson	9502*	4962*
A R Newton	-	2308
A D C Turnbull	2376	2283

\* share interests in the Halifax long term bonus scheme included above represent the maximum number which could be released under the terms of that scheme.

Under the terms of the Halifax Group plc Sharesave Scheme 2000 and the Halifax Group plc Inland Revenue Approved Employee Share Option Scheme 2000, options to acquire shares in the ultimate holding company were granted to the following directors

	Exercised in Year	Granted in Year
A R Newton	-	815

## AUDITORS

Having satisfied the provisions of Section 249AA of the Companies Act 1985 relating to dormant companies the Company as not appointed auditors.

By order of the board



G E Stivey  
Company Secretary

Trinity Road  
Halifax  
HX1 2RG

9 May 2002

# HALIFAX GROUP QUEST (2) TRUSTEE LIMITED

## BALANCE SHEET AS AT 31 DECEMBER 2001

	Note	2001 £	2000 £
CURRENT ASSETS			
Debtors: amounts owed by parent Undertaking		<u>2</u>	<u>2</u>
CAPITAL & RESERVES	2		
Called up share capital		<u>2</u>	<u>2</u>

The Company was dormant throughout the year and the Directors make the following statements:

- the Company is eligible to take advantage of the relevant audit exemption (S249AA(1));
- no notice from the Member has been deposited with the Company requiring an audit relative to the year concerned (S249B(2)); and
- the Directors acknowledge their obligation to keep proper accounting records and to prepare accounts which give a true and fair view of the Company's position and are in accordance with the requirements of the Companies Act 1985.

These Financial Statements were approved by the Board of Directors on and were signed on its behalf by:

  
D J McPherson  
DIRECTOR

The notes on page 6 form part of these Financial Statements.

## **HALIFAX GROUP QUEST (2) TRUSTEE LIMITED**

### **PROFIT AND LOSS ACCOUNT**

During the financial year the Company received no income and incurred no expenditure and consequently there is neither a profit nor a loss to report.

### **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2001**

#### **1 ACCOUNTING POLICIES**

##### **BASIS OF PREPARATION**

These Financial Statements have been prepared in accordance with applicable accounting standards and have been drawn up under the historical cost convention.

#### **2 CALLED UP SHARE CAPITAL**

	<b>2001 £</b>	<b>2000 £</b>
Authorised		
100 ordinary shares of £1 each	<u>100</u>	<u>100</u>
Allotted, called up and fully paid		
2 ordinary shares of £1 each	<u>2</u>	<u>2</u>

#### **ULTIMATE PARENT UNDERTAKING**

The largest Group in which the results of the Company are consolidated is that headed by HBOS plc which acquired 100% of the ordinary share capital of Halifax Group plc on 10 September 2001. Halifax Group plc owns 100% of the ordinary share capital of Halifax plc, the smallest Group in which the Company is consolidated and the immediate parent undertaking of the Company. Copies of the accounts of HBOS plc and Halifax plc are available from The Mound, Edinburgh, EH1 1YZ.

The Company's ultimate parent undertaking is HBOS plc.