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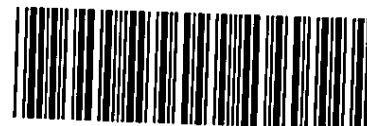
Zeon Chemicals Europe Limited

Report and Financial Statements

31 December 2006

 ERNST & YOUNG

THURSDAY



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COMPANIES HOUSE

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Zeon Chemicals Europe Limited

Registered No 02343599

Directors

T Saya

Y Kuroda (appointed 15 May 2007)

Secretary

K S Gallon

Auditors

Ernst & Young LLP
One Bridewell Street
Bristol
BS1 2AA

Bankers

HSBC plc
33 Holton Road
Barry
South Glamorgan

Mizuho Corporate Bank Limited
River Place House
7-11 Finsbury Circus
London
EC2M 7DH

The Bank of Tokyo - Mitsubishi Limited
Finsbury Circus House
12-15 Finsbury Circus
London

Solicitors

Lane & Partners
15 Bloomsbury Square
London
WC1A 2LS

Registered Office

15 Bloomsbury Square
London
WC1A 2LS

Directors' report

The directors present their report and financial statements for the year ended 31 December 2006

Results and dividends

The loss for the year after taxation amounted to £1,920,000 (2005 loss of £2,141,000)

The directors do not recommend the payment of a dividend

Principal activities and review of business

The group's principal activities during the year continued to be the manufacture and sale of synthetic rubber. The company's key financial performance indicators during the year were as follows

	2006 £'000	2005 £'000	Change %
Turnover	28,785	24,969	+15%
Total operating loss before exceptionals	(1,811)	(2,902)	-38%
Loss after tax	(1,920)	(2,141)	-10%
Shareholders' funds	15,118	11,833	+28%
Current assets as % of current liabilities	253%	164%	+54%

Group turnover increased by 10%. The company continues to expand the sales of new speciality rubber products and this has resulted in the growth in turnover

Operating loss before exceptionals decreased by 38%. This improvement was caused by greater operational efficiency and the improved contribution from the speciality rubber products

Loss after tax declined by 10%. The 2005 results included a profit of £769,000 on the disposal of the company's interest in Zeon Europe GmbH. This is the main reason why the change in loss after tax is so much lower than the change in operating loss

Shareholders' funds increased by 28%. The company issued 4,000,000 fully paid ordinary shares of £1. The shares were later extinguished in order to reduce the profit and loss reserve deficit

The liability to the company pension scheme decreased to £786,000, at the end of 2006, from £2,202,000 at the end of 2005. The performance of the pension fund investments was the principal reason for the improved situation

Both these factors had a significant impact on the shareholders' fund, and offset the negative impact of the loss for the year

Financial risk management objectives and policies

The principal areas of financial risk to which the company is exposed continue to be in the areas of foreign exchange rate fluctuation and credit

Foreign exchange risk is primarily managed by the means of purchasing as well as selling in the same foreign currency. The result is an offset rather a complete elimination of exchange rate risk, and is managed by the execution of foreign exchange contracts

Directors' report

Financial risk management objectives and policies (continued)

Credit risk is the risk that one party to a financial instrument will cause a financial loss for that other party by failing to discharge an obligation. Company policies are aimed at minimising such losses, and require that payment terms are only granted to customers who demonstrate an appropriate payment history and satisfy credit worthiness procedures. Details of the group's debtors are shown in note 11 to the financial statements.

Future developments

The directors aim to continue to promote the emphasis on the recently introduced speciality rubber products and to grow that area of the business.

Fixed assets

The changes in fixed assets during the year are summarised in note 8 to the financial statements.

Directors and their interests

T Saya

H Imai (resigned 15 May 2007)

Y Kuroda was appointed a director on 15 May 2007.

None of the directors had any interest in the shares of the company at any time during the year.

Directors' liabilities

The company has granted an indemnity to one or more of its directors against liability in respect of proceedings brought by third parties, subject to the conditions set out in the Companies Act 1985. Such qualifying third party indemnity provision remains in force as at the date of approving the directors' report.

Directors' report (continued)

Directors' statement as to disclosure of information to auditors

The directors who were members of the board at the time of approving the directors' report are listed on page 1. Having made enquires of fellow directors and of the company's auditors, each of these directors confirm that

- To the best of each director's knowledge and belief, there is no information relevant to the preparation of their report of which the company's auditors are not aware, and
- Each director has taken all the steps a director might reasonably be expected to have taken to be aware of relevant audit information and to establish that the company's auditors are aware of that information

Creditor payment policy and practice

It is the company's policy that payments to suppliers are made in accordance with those terms and conditions agreed between the company and its suppliers, provided that all trading terms and conditions have been complied with

At 31 December 2006, the company had an average of 63 days outstanding in trade creditors

Auditors

A resolution to reappoint Ernst & Young LLP as auditors will be put to the members at the Annual General Meeting

By order of the Board



K S Gallon

Secretary

20 June 2007

Date

Statement of directors' responsibilities in respect of the financial statements

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). The financial statements are required by law to 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 judgments and estimates that are reasonable and prudent,
- state whether applicable UK 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 that 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.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Independent auditors' report

to the members of Zeon Chemicals Europe Limited

We have audited the company's financial statements for the year ended 31 December 2006 which comprise the Profit and Loss Account, the Statement of Total Recognised Gains and Losses, the Balance Sheet and the related notes 1 to 22. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

The directors are responsible for the preparation of the financial statements in accordance with applicable United Kingdom law and Accounting Standards (United Kingdom Generally Accepted Accounting Practice) as set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view, are properly prepared in accordance with the Companies Act 1985 and that the information given in the Directors' Report is consistent with the financial statements.

We also report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

We read the directors' report and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgments made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Independent auditors' report

to the members of Zeon Chemicals Europe Limited (continued)

Opinion

In our opinion

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 December 2006 and of its loss for the year then ended,
- the financial statements have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the directors' report is consistent with the financial statements

Ernst & Young LLP

Ernst & Young LLP
Registered Auditor
Bristol

Date 20 June 2007

ERNST & YOUNG

Profit and loss account

for the year ended 31 December 2006

	Note	2006 £000	2005 £000
Turnover	2	28,785	24,969
Cost of sales		(27,482)	(25,209)
Gross profit		1,303	(240)
Distribution costs		(849)	(863)
Administration expenses		(2,265)	(1,799)
Operating loss	3	(1,811)	(2,902)
Profit on disposal of fixed asset investments		-	769
Loss on ordinary activities before interest and taxation		(1,811)	(2,133)
Income from shares in group undertaking		-	123
Interest receivable	5	12	20
Interest payable	6	(142)	(84)
Net finance income/(charge) on pension scheme obligations	14	112	8
Loss on ordinary activities before taxation		(1,829)	(2,066)
Taxation	7	(91)	(75)
Retained loss for the financial year	18	(1,920)	(2,141)

Statement of total recognised gains and losses

for the year ended 31 December 2006

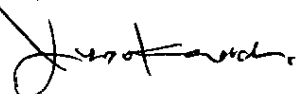
	2006 £000	2005 £000
Loss for the year	(1,920)	(2,141)
Actuarial gain/(loss) relating to pension scheme obligations (note 14(d))	1,721	(486)
Deferred tax relating to actuarial loss (note 7(c))	(516)	146
Total recognised gains and losses for the year	(715)	(2,481)

Balance sheet

at 31 December 2006

	Note	2006 £000	2005 £000
Fixed assets			
Tangible assets	8	10,624	10,993
Investments	9	27	27
		<u>10,651</u>	<u>11,020</u>
Current assets			
Stocks	10	5,178	5,593
Debtors	11	3,830	3,682
Cash at bank and in hand		832	236
		<u>9,840</u>	<u>9,511</u>
Creditors: amounts falling due within one year	12	(4,123)	(5,799)
		<u>5,717</u>	<u>3,712</u>
Net current assets		<u>16,368</u>	<u>14,732</u>
Total assets less current liabilities			
Creditors amounts falling due after more than one year	13	(464)	(697)
		<u>15,904</u>	<u>14,035</u>
Net assets excluding pension liabilities			
Pension liabilities	14	(786)	(2,202)
		<u>15,118</u>	<u>11,833</u>
Total net assets		<u>15,118</u>	<u>11,833</u>
Capital and reserves			
Called up share capital	17	23,300	23,300
Profit and loss account	19	(8,182)	(11,467)
		<u>15,118</u>	<u>11,833</u>
Equity shareholders' funds	18	<u>15,118</u>	<u>11,833</u>

Approved by the Board



Director

20 June 2007

Date

Notes to the financial statements

at 31 December 2006

1. Accounting policies

Accounting convention

The financial statements are prepared under the historical cost convention and in accordance with applicable accounting standards

Depreciation

Depreciation is provided on all tangible fixed assets, other than freehold land and capital work in progress. Depreciation rates are calculated to write off the cost, less estimated residual value, of each asset evenly over its expected useful life, as follows

Freehold buildings	over 50 years
Leasehold land and buildings	over the lease term
Plant and machinery	over 3 to 20 years

The carrying value of tangible fixed assets are reviewed for impairment if events or changes in circumstances indicate that the carrying value may not be recoverable

Stocks and work in progress

Stocks are stated at the lower of cost and net realisable value as follows

Cost incurred in bringing each product to its present location and condition

Raw materials and goods for re-sale	purchase cost on a first-in, first-out basis
Work in progress and finished goods	cost of direct materials and labour plus attributable overheads based on the normal level of activity

Net realisable value is based on estimated selling price less further costs expected to be incurred to completion and disposal

Research and development

Research and development expenditure is written off as incurred

Taxation

The charge for taxation is based on the loss for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more, or a right to pay less, tax in the future have occurred at the balance sheet date

Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted

Deferred tax is measured on a non-discounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date

Notes to the financial statements

at 31 December 2006

1. Accounting policies (continued)

Pensions

Zeon Chemicals Europe Limited operates a defined benefit pension scheme. Contributions are made by the company and the employees to a separately administered fund.

In accordance with FRS 17 'Retirement Benefits', the service cost of the pension provision relating to the period, together with the cost of any benefits relating to past service, is charged to the profit and loss account. A charge equal to the increase in the present value of the scheme liabilities (because the benefits are closer to settlement) and a credit equivalent to the company's long-term expected returns on assets (based on the market value of the scheme assets at the start of the period), are included in the profit and loss account under 'net finance charge on pension scheme obligations'.

The difference between the market value of the assets of the scheme and the present value of the accrued pension liabilities is shown as an asset or liability on the balance sheet net of deferred tax. Any difference between the expected return on assets and that actually achieved is recognised in the Statement of Total Recognised Gains and Losses along with differences arising from experience or assumption changes.

Foreign currencies

Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the balance sheet date. All differences are taken to the profit and loss account.

Leasing commitments

Rentals paid under operating leases are charged to income on a straight line basis over the lease term.

Cash flow statement

The company has taken advantage of FRS 1 (Revised) and not prepared a cash flow statement.

2. Turnover

Turnover comprises the invoice value of goods and services supplied by the company stated net of value added tax and is attributable to the continuing activity of the manufacture and sale of synthetic rubber.

The geographical split of turnover can be analysed as follows:

	2006 £000	2005 £000
United Kingdom	12,427	13,178
Other European countries	14,337	11,339
Rest of the World	2,021	452
	<u>28,785</u>	<u>24,969</u>

Notes to the financial statements

at 31 December 2006

3. Operating loss

This is stated after charging

	2006 £000	2005 £000
Auditors' remuneration - audit services	39	40
- non-audit services	47	13
Depreciation of owned assets	1,657	1,487
Operating lease rentals - plant hire	58	64
Foreign exchange loss	284	55

Directors' remuneration

	2006 £000	2005 £000
Emoluments	121	141

4. Staff costs

	2006 £000	2005 £000
Wages and salaries	2,789	2,592
Social security costs	194	184
Other pension costs	308	289
	3,291	3,065

The average weekly number of employees during the year was made up as follows

	2006 No	2005 No
Office management	14	12
Production	67	68
Technical service	5	5
	86	85

5. Interest receivable

	2006 £000	2005 £000
Bank interest receivable	12	20

Notes to the financial statements

at 31 December 2006

6. Interest payable

	2006 £000	2005 £000
Bank loans and overdrafts	98	62
Group interest payable	44	22
	<u>142</u>	<u>84</u>

7. Taxation

(a) Tax on loss on ordinary activities

The tax charge is made up as follows

	2006 £000	2005 £000
<i>Current tax</i>		
UK corporation tax	-	-
Total current tax	<u>-</u>	<u>-</u>
<i>Deferred tax</i>		
Origination and reversal of timing differences (note 7(c))	(91)	(75)
	<u>(91)</u>	<u>(75)</u>

(b) Factors affecting the current tax position for the year

The tax assessed on the loss on ordinary activities for the year differs from the standard rate of corporation tax in the UK. The differences are explained below

	2006 £000	2005 £000
Loss on ordinary activities before tax	(1,829)	(2,141)
Loss on ordinary activities multiplied by the standard rate of corporation tax in the UK of 30% (2005 30%)	<u>(549)</u>	<u>(642)</u>
<i>Effect of</i>		
Disallowed expenses and non-taxable income	5	(190)
Depreciation in excess of capital allowances	(334)	387
Other timing differences	(37)	(54)
Unrelieved tax losses carried forward	915	499
Current tax charge for the year	<u>-</u>	<u>-</u>

Notes to the financial statements

at 31 December 2006

7. Taxation (continued)

(c) Deferred taxation

The company has a deferred tax asset relating to its pension scheme deficit, which is shown net in the balance sheet (note 14). The movements in this deferred tax are as follows

	2006 £000	2005 £000
At beginning of year	944	873
Amounts charged to the profit and loss account	(91)	(75)
Amounts charged to the statement of total recognised gains and losses	(516)	146
At end of year	<u>337</u>	<u>944</u>

(d) Factors that may affect future tax charges

In addition, the company has an unrecognised deferred tax asset at the year end as follows

	2006 £000	2005 £000
Accelerated capital allowances	(163)	87
Other timing differences	-	(54)
Tax losses	2,537	1,605
Unrecognised deferred tax asset	<u>2,374</u>	<u>1,638</u>

The deferred tax asset relating to net excess tax losses has not been recognised as the recognition criteria set out in FRS 19 have not been met. The tax losses would be eligible for relief against future trading profits arising from the same trade in which the losses arose.

Notes to the financial statements

at 31 December 2006

8. Tangible fixed assets

	<i>Freehold land & buildings £000</i>	<i>Short leasehold £000</i>	<i>Plant & machinery £000</i>	<i>Capital work in progress £000</i>	<i>Total £000</i>
<i>Cost</i>					
At 1 January 2006	145	3,589	23,332	697	27,763
Additions	-	-	32	1,182	1,214
Transfers	-	-	1,397	(1,397)	-
At 31 December 2006	145	3,589	24,761	482	28,977
<i>Depreciation</i>					
At 1 January 2006	24	1,414	15,332	-	16,770
Provided during the year	2	180	1,401	-	1,583
At December 2006	26	1,594	16,733	-	18,353
<i>Net book value</i>					
At 31 December 2006	119	1,995	8,028	482	10,624
At 31 December 2005	121	2,175	8,000	697	10,993

9. Investments

	<i>2006 £000</i>	<i>2005 £000</i>
Other investments - unlisted	27	27

10 Stocks

	<i>2006 £000</i>	<i>2005 £000</i>
Raw materials	1,460	1,305
Work in progress	202	201
Finished goods	3,516	4,087
	5,178	5,593

Notes to the financial statements

at 31 December 2006

11. Debtors

	2006 £000	2005 £000
Trade debtors	3,042	3,396
Amounts owed by group undertakings	521	41
Prepayments and accrued income	267	245
	<u>3,830</u>	<u>3,682</u>

12. Creditors: amounts falling due within one year

	2006 £000	2005 £000
Bank loans and overdrafts	233	637
Trade creditors	2,353	1,104
Amounts owed to group undertakings	1,006	2,529
Other taxes and social security costs	-	84
Accruals	531	1,445
	<u>4,123</u>	<u>5,799</u>

The overdraft is secured by a fixed and floating charge on the company's assets

13. Creditors: amounts falling due after more than one year

	2006 £000	2005 £000
<i>Loans repayable</i>		
- between one and two years	233	233
- between two and five years	231	464
	<u>464</u>	<u>697</u>

The loans are denominated in Japanese Yen and bear interest at 1.375% per annum

14. Pension commitments

The company operates a defined benefit pension scheme which is funded by the payment of contributions to a separately administered trust fund. In addition the company operates an unfunded arrangement for certain employees working overseas.

Company contributions of £486,000 (2005: £476,000) were paid during the year.

The basis rate of employer contribution remains at 13.5% of pensionable pay.

Notes to the financial statements

at 31 December 2006

14. Pension commitments (continued)

The valuation used for accounting under FRS 17 has been based on the most recent actuarial valuation at 31 December 2004, updated to 31 December 2006

The pension scheme assets are stated at their market values at the respective balance sheet dates, and the main assumption used by the actuary were

	2006 %	2005 %	2004 %
Inflation rate	3.0	2.7	2.8
Salary increase rate	3.9	3.6	3.7
Pension increase rate	3.0	2.7	2.8
Discount rate	5.2	4.8	5.3
Long-term rate of return	7.1	6.5	6.5

(a) The assets in the scheme and the expected rates of return were as follows

	Long-term rate of return expected 2006 %	Value at 2006 £000	Long-term rate of return expected 2005 %	Value at 2005 £000	Long-term rate of return expected 2004 %	Value at 2004 £000
Equities and property	7.1	14,684	6.7	13,527	7.0	10,396
Bonds	4.8	2,608	4.2	2,188	4.5	2,204
Cash	5.0	1,112	4.5	898	4.8	913
Total market value of assets		18,404		16,613		13,513
Present value of scheme liabilities		(19,527)		(19,759)		(16,422)
Scheme deficit		(1,123)		(3,146)		(2,909)
Related deferred tax asset		337		944		873
Net pension liability		(786)		(2,202)		(2,036)

(b) Amounts charged to operating profit

	2006 £000	2005 £000
Current service costs	296	235

Notes to the financial statements

at 31 December 2006

14. Pension commitments (continued)

(c) Amounts charged/(credited) to other finance costs

	2006 £000	2005 £000
Expected return on pension scheme assets	1,057	877
Interest on pension scheme liabilities	(945)	(869)
Net finance income/(charge)	112	8

(d) Amounts recognised in the statement of total recognised gains and losses (STRGL)

	2006 £000	2005 £000
Actual return less expected return on pension scheme assets	146	2,002
Experience gains and losses arising on the scheme liabilities	1,494	1 462
Changes in assumptions underlying the present value on scheme liabilities	81	(3,950)
Actuarial gain/(loss) recognised in the STRGL	1,721	(486)

(e) The movement in the deficit during the year is analysed as follows

	2006 £000	2005 £000
Deficit in scheme at 1 January	(3,146)	(2,909)
Current service cost	(296)	(235)
Contributions	486	476
Other finance income/(charge)	112	8
Actuarial gain/(loss)	1,721	(486)
Deficit in scheme at 31 December	(1,123)	(3,146)

Notes to the financial statements

at 31 December 2006

14. Pension commitments (continued)

(f) History of experience gains and losses

	2006	2005	2004	2003
<i>Difference between the expected and actual return on scheme assets</i>				
Amount (£'000)	146	2,002	373	1,605
Percentage of scheme assets (%)	0.8	12.1	2.8	8.8
<i>Experience gains and losses on scheme liabilities</i>				
Amount (£'000)	1,494	1,462	(1)	(43)
Percentage of scheme assets (%)	7.7	7.4	(0.0)	(0.3)
<i>Total amount recognised in STRGL</i>				
Amount (£'000)	1,721	(486)	(226)	(480)
Percentage of scheme assets (%)	8.8	(2.5)	(1.4)	(3.2)

15. Capital commitments

The company had capital commitments contracted for but not provided for in the financial statements of £112,000 at 31 December 2006 (2005: £179,550)

16. Obligations under operating leases

	2006 £000	2005 £000
<i>Operating leases which expire</i>		
- within one year	2	9
- in two to five years	82	61
	<u>84</u>	<u>70</u>

Notes to the financial statements

at 31 December 2006

17. Share capital

	<i>Authorised</i>		<i>Allotted, called up and fully paid</i>	
	<i>2006</i>	<i>2005</i>	<i>2006</i>	<i>2005</i>
	<i>£000</i>	<i>£000</i>	<i>£000</i>	<i>£000</i>
23,300,000 ordinary shares of £1 each	23,300	23,300	23,300	23,300

On 23 March 2006, the authorised share capital was increased to 27,300,000 £1 ordinary shares. On the same day, 4,000,000 £1 ordinary shares were allotted, called up and fully paid.

On 28 June 2006 the shares were extinguished in order to reduce the profit and loss reserve deficit and this capital reduction was confirmed by a court order on 26 July 2006.

18. Reconciliation of movements in shareholders' funds

	<i>2006</i>	<i>2005</i>
	<i>£000</i>	<i>£000</i>
Loss for the financial year	(1,920)	(2,141)
Proceeds of new share issues (note 17)	4,000	-
Other recognised gains and losses relating to the year	1,205	(340)
Net increase/(decrease) in shareholders' funds	3,285	(2,481)
Opening shareholders' funds	11,833	14,314
Closing shareholders' funds	15,118	11,833

at 31 December 2006

*Profit and
loss
account
£000*

At beginning of year	(11,467)
Arising on capital reduction (note 17)	4,000
	<hr/>
Profit for the year	(715)
	<hr/>
At end of year	(8,182)

	2006	2005
	£000	£000
Profit and loss reserve (excluding pension deficit)	(7,396)	(9,265)
Pension deficit	(786)	(2,202)
Profit and loss reserve	<u>(8,182)</u>	<u>(11,467)</u>

The company is currently under investigation by the European Commission on suspicion of having engaged in restraint of competition. This is part of a wider investigation by the United States Department of Justice and the European Commission into the activities of Zeon Corporation and other competitors in the nitrile rubber ('NBR') market.

The directors are taking legal advice in connection with this investigation, and do not consider that any provision is required

On May 7/8, 2007, the company, the Japanese parent company and the European sister company received a Statement of Objection from the European Commission with respect to an investigation into the NBR market in Europe. This Statement of Objection was issued in the course of the European Commission's ongoing investigation. The company will study the Statement of Objection in detail and will take the appropriate response in due course.

The company has taken advantage of the exemption within FRS 8 which allows related party transactions with other group companies not to be disclosed on the basis that greater than 90% of the company's voting rights are held within the group and that group consolidated financial statements are publicly available

The directors regard Zeon Corporation, a company incorporated in Japan, as being the ultimate parent undertaking and controlling party

Group financial statements are prepared by Zeon Corporation, copies of which can be obtained from 2-6-1 Shin Maranouchi, 6-2 Maranouchi, Chiyoda-ku Tokyo 100-8246 Japan