

Company Registration No. 2496447

D B M AIR PRODUCTS LIMITED

Report and Financial Statements

31 December 2000



D B M AIR PRODUCTS LIMITED

REPORT OF THE DIRECTORS

The directors present their report and the financial statements of the Company for the year ended 31st December 2000.

PROFIT AND LOSS ACCOUNT

No profit and loss account is presented with this report as the Company has not traded during the year.

DIRECTORS AND THEIR INTERESTS

The directors who served during the year are set out below:-

- G J Wentzell
- M S Lee

In accordance with the Articles of Association directors are not required to retire by rotation.

Both directors at the year end are also directors of Interserve plc and their interests are disclosed in that company's financial statements.

Approved by the Board of Directors and
signed on behalf of the Board by



D. COLLIN
Secretary

11th May 2001

Climate House
Highlands Road
Shirley
Solihull
West Midlands
B90 4NL

D B M AIR PRODUCTS LIMITED

STATEMENT OF DIRECTORS' RESPONSIBILITIES

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 applicable accounting standards have been followed;
- 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 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.

D B M AIR PRODUCTS LIMITED**BALANCE SHEET AS AT 31ST DECEMBER 2000**

	NOTE	2000 £	1999 £
CURRENT ASSETS			
Debtors	2	100	100
CREDITORS FALLING DUE WITHIN ONE YEAR	3	(80)	(80)
NET ASSETS		<u>20</u>	<u>20</u>
CAPITAL AND DEFICIENCY			
Called up share capital	4	100	100
Profit and loss account		(80)	(80)
EQUITY SHAREHOLDERS' FUNDS		<u>20</u>	<u>20</u>

These annual accounts have not been audited because the company is entitled to the exemption provided by s249AA(1) Companies Act 1985 and no notice under s249B(2) has been deposited at the company's registered office requiring the company to obtain an audit of the accounts.

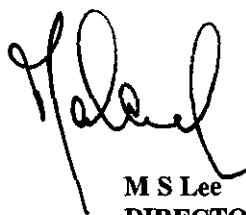
The directors acknowledge their responsibilities for ensuring that the company keeps accounting records that comply with s221 Companies Act 1985. The directors also acknowledge their responsibilities for preparing accounts which give a true and fair view of the state of affairs of the company as at the end of the financial year and of its profit and loss for the financial year in accordance with s226 Companies Act 1985, and which otherwise comply with the requirements of that Act relating to accounts so far as applicable to the company.

These financial statements were approved by the Board of Directors on 11th May 2001

Signed on behalf of the Board of Directors.



G J Wentzell
DIRECTOR



M S Lee
DIRECTOR

11th May 2001

1. ACCOUNTING POLICIES

The financial statements have been prepared in accordance with applicable accounting standards. The particular accounting policies adopted are described below.

CONVENTION

These financial statements have been prepared in accordance with the historical cost convention.

The company has not traded during the year and consequently no profit and loss account is presented with this report.

2. DEBTORS

	2000 £	1999 £
Amounts owed by Group undertakings	100	100

3. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2000 £	1999 £
Amounts owed to Group undertakings	80	80

4. CALLED UP SHARE CAPITAL

	2000 £	1999 £
Authorised, allotted and fully paid 100 ordinary shares of £1 each	100	100

5. CONTINGENT LIABILITIES

There were no contingent liabilities at the end of the year.

6. ULTIMATE PARENT UNDERTAKING

The Company's ultimate parent undertaking is Interserve plc. (formerly Tilbury Douglas plc.) Interserve plc is the parent undertaking of the largest group of which D B M Air Products Limited is a member and for which group accounts are drawn up. Accounts for this undertaking have been delivered and are available from the Registrar of Companies, Crown Way, Maindy, Cardiff CF4 3UZ.

The Company has taken advantage of the exemption within Financial Reporting Standard 8 from reporting transactions with other group companies.