AKZO NOBEL (UK) PENSION TRUSTEE LIMITED

DIRECTORS REPORT AND FINANCIAL STATEMENTS

31 December 2004

REGISTERED NO. 2514484

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AKZO NOBEL (UK) PENSION TRUSTEE LIMITED

DIRECTORS' REPORT

The Directors present their Annual Report and the Accounts for the year ended 31 December 2004

PRINCIPAL ACTIVITIES

The Company did not trade during the year and accordingly no Profit and Loss Account has been prepared.

There are no plans for the development of the business of the Company.

DIRECTORS AND DIRECTOR'S INTERESTS IN SHARES

| | | 2004 | 2003 |
|----------------|---------------------------|------|------|
| | | | |
| L B Abildgaard | | 1 | 1 |
| R E Hands | Resigned 31 December 2004 | - | - |
| K Chadwick | | - | - |
| D P Young | | - | - |
| A O Bjarnehall | Resigned 21 October 2004 | - | - |
| S Clarkson | | - | - |
| A I McCarthy | | | |
| M L Roughneen | | | |
| P J Kitson | A: | | |
| G A Rothwell | Appointed 27 April 2004 | | |
| A A M Bolwerk | Appointed 28 October 2004 | | |

According to the register kept under Section 325 of the Companies Act 1985, no Director had any beneficial interest in the shares of the Company or any Group Company during the year.

BY THE ORDER OF THE BOARD

Crown House Hollins Road Darwen Lancs BB3 0BG

J M HUNTER SECRETARY

28 February 2005

AKZO NOBEL (UK) PENSION TRUSTEE LIMITED

| BALANCE SHEET 31 December 2004 | 2004 £ | 2003 £ |
|--------------------------------------------------------|-----------|-----------|
| Capital Employed Ordinary shares of £1 each Authorised | £100 | £100 |
| Issued and fully paid | £2 | £2 |
| Employment of Capital | | |
| Current Assets | | |

NOTES:

Cash

(i) The authorised share capital of the Company is £100 in Ordinary £1 shares, of which 2 are issued and fully paid up.

£2

£2

- (ii) For the year ended 31st December, 2004 the Company was entitled to exemption under S.249AA (1) of the Companies Act 1985.
- (iii)Members have not required the Company to obtain an audit in accordance with S249B (2) of the Companies Act 1985.
- (iv)The directors acknowledge their responsibility for:
 - (a) ensuring the Company keeps accounting records which comply with S221, and

AKZO NOBEL (UK) PENSION TRUSTEES LIMITED

NOTES Continued

(b) 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 S226, and which otherwise comply with the requirements of the Companies Act relating to accounts so far as applicable to the Company.

(v) The ultimate parent Company is Akzo Nobel NV, a company incorporated in The Netherlands.

Akzo Nobel NV represents the only group of undertakings for which Group Accounts are drawn up, and of which the Company is a member. Copies of Group Accounts are obtainable from Akzo Nobel NV Velperweg,76, PO Box 9300,6800 SB Arnhem,The Netherlands.

These financial statements were approved by the Board of Directors on 27 February 2005 and were signed on its behalf by :

K CHADWICK DIRECTOR

Klahudo.