DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2001

Registered Number: 2591507

#AMMRZDCX# 0680
COMPANIES HOUSE 14/08/02

Company Information

Directors

IF Goodfellow

IA Sexton

Secretary

EJG Cooper

Company Number

2591507

Registered Office

The Pickeridge Stoke Common Road Fulmer

Buckinghamshire SL3 6HA

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DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2001

The directors present their annual report on the affairs of the company, together with the financial statements for the year ended 31 December 2001.

Principal activities and review of business

The company did not trade during the year.

Directors

The directors who served during the year were as follows:

IF Goodfellow

RA Searby (resigned 2 March 2001)
IA Sexton (appointed 2 March 2001)
SJ Thorne (resigned 30 June 2001)

The directors had no beneficial interests required to be disclosed under Schedule 7 of the Companies Act 1985.

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 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 judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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.

This report was approved by the board on 13 August 2002 and signed on its behalf.

IA Sexton Director

BALANCE SHEET As at 31 December 2001

		2001	2000
	Note	£	£
CURRENT ASSETS			
Debtors	3	5,654	5,654
CREDITORS: amounts falling due within one year	4	(1,865)	(1,865)
NET CURRENT ASSETS		3,789	3,789
CAPITAL AND RESERVES			
Called up share capital Profit and loss account	5	3,787	3,787
SHAREHOLDERS' FUNDS - All equity		3,789	3,789

For the year ended 31 December 2001 the company was entitled to exemption under section 249AA(1) of the Companies Act 1985.

Members have not required the company to obtain an audit in accordance with section 249B(2) of the Companies Act 1985.

The directors acknowledge their responsibilities for:

- (i) ensuring the company keeps accounting records which comply with section 221 of the Companies Act 1985, and
- (ii) 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 or loss for the financial year, in accordance with the requirements of section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company.

The financial statements were approved by the board on 13 August 2002 and signed on its behalf.

IA Sexton

Director

The notes on pages 3 to 4 form an integral part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS For the year ended 31 December 2001

1. ACCOUNTING POLICIES

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

2. PROFIT AND LOSS ACCOUNT

The company did not trade during the current and prior years, and therefore there are no profit or loss transactions to be reported.

3. DEBTORS

	2001 €	2000 £
Amounts falling due within one year		
Amounts owed by group undertakings Other debtors	5,652 2	5,652 2
	5,654	5,654
4. CREDITORS:		
Amounts falling due within one year	2001 £	2000 £
Amounts owed to group undertakings	1,865	1,865
	1,865	1,865
5. CALLED UP SHARE CAPITAL		
	2001 £	2000 £
Authorised	*	*
1,000 ordinary shares of £1 each	1,000	1,000
Allotted, called up and fully paid		<u> </u>
2 ordinary shares of £1 each	2	2

6. RELATED PARTIES

Under the provisions of Financial Reporting Standard 8, the company is not required to disclose details of related party transactions with Group entities as it is a wholly owned subsidiary, and the consolidated financial statements in which the company results are included are available to the public.

NOTES TO THE FINANCIAL STATEMENTS For the year ended 31 December 2001

7. PARENT COMPANY

The ultimate parent undertaking is Suez SA, a company incorporated in France.

The largest group of which Openpitch Limited is a member and for which group financial statements are drawn up is that headed by Suez SA, whose consolidated financial statements are available from 1 Rue d'Astorg, Paris, France. The smallest such group is that headed by SITA Holdings UK Limited, a company registered in England and Wales. The consolidated financial statements of the SITA Holdings UK Limited Group may be obtained from The Pickeridge, Stoke Common Road, Fulmer, Buckinghamshire, SL3 6HA.