

BABYCHAM LIMITED

**Report and Accounts for the
year ended 28 February 2002**

Registered Number 2684691



BABYCHAM LIMITED

Directors' Report

The Directors present their report and the financial statement for the year ended 28 February 2002.

Principal Activities

The Company has not traded since incorporation.

Directors and Directors' Interests

The Directors who held office during the year were as follows:-

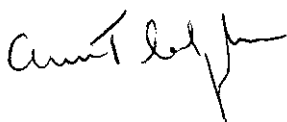
A T Colquhoun
N I Hodges

None of the Directors who held office during the financial year had any interests in the shares of the Company.

Auditors

A special resolution has been passed by the Company, in accordance with Section 250 of the Companies Act 1985 to exempt the Company from its obligations to appoint auditors under Section 384 of the Companies Act 1985.

By order of the Board



A T Colquhoun
Director & Company Secretary

27 August 2002

Registered Office : Whitchurch Lane, Bristol BS14 0JZ

BABYCHAM LIMITED

Balance Sheet as at 28 February 2002

	<i>Note</i>	2002 £	2001 £
Current Assets			
Amount due from parent company		2	2
Capital and Reserves			
Called up share capital	3	2	2

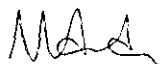
For the year ended 28 February 2002 the Company was entitled to exemption under Section 249AA(1) of the Companies Act 1985.

No members have required the company to obtain an audit of its accounts for the year in question in accordance with Section 249B(2).

The Directors acknowledge their responsibility for:-

- (a) Ensuring the Company keeps accounting records which comply with Section 221;
- (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 Section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the Company.

These financial statements were approved by the Board of Directors on 27 August 2002.



N I Hodges
Director

BABYCHAM LIMITED

Notes to the Financial Statements

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

During the financial year the Company did not trade and received no income and incurred no expenditure. Consequently, during the year the Company made neither a profit nor a loss.

3. Share Capital

	2002 £	2001 £
<i>Authorised</i>		
Ordinary Shares of £1.00 each	1,000	1,000
<i>Allotted called up and fully paid</i>		
Ordinary Shares of £1.00 each	2	2

4. Ultimate Parent Undertaking

The Company's ultimate parent undertaking is Matthew Clark plc which is registered in England and Wales.