



**UK ELECTRIC LIMITED**  
**FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED**  
**31 DECEMBER 2002**

**UK ELECTRIC LIMITED**

**FINANCIAL STATEMENTS**

For the year ended 31 December 2002

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Company registration number: 2742081

Registered office: Mill House  
Hambridge Lane  
Newbury  
Berks  
RG14 5LS

Directors: R W Colburn  
R Evans  
M P Mills  
S Westbrook

Secretary: S Westbrook

Auditors: Grant Thornton  
Registered Auditors  
Chartered Accountants  
London Thames Valley Office  
Slough  
Berks  
SL1 2LS

**UK ELECTRIC LIMITED**

**FINANCIAL STATEMENTS**

For the year ended 31 December 2002

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# UK ELECTRIC LIMITED

## REPORT OF THE DIRECTORS

For the year ended 31 December 2002

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The directors present their report together with the financial statements for the year ended 31 December 2002.

### Principal activity

The principal activity of the company during the year was the distribution of electrical equipment.

### Business review

The directors expect the present level of activity to improve in the current year.

### Results and dividends

The trading results for the year, and the company's financial position at the end of the year are shown in the attached financial statements. There was a loss for the year after taxation amounting to £499,644 (2001: £725,346).

The directors do not recommend payment of a dividend (2001: nil).

### Directors

The present membership of the board of directors is set out below. All the directors served throughout the year.

The interests of the directors and their families in the shares of the company as at 31 December 2002 and 1 January 2002 were as follows:

	31 December 2002	1 January 2002
R W Colburn	*	*
R Evans	-	-
M P Mills	*	*
S Westbrook	-	-

\*The company is a wholly owned subsidiary and the interests of R W Colburn and M P Mills are disclosed in the financial statements of the immediate parent company.

### Auditors

Grant Thornton were appointed auditors during the year to fill a casual vacancy in accordance with section 388(1) of the Companies Act 1985. Special notice pursuant to section 388(3) having been given, a resolution to reappoint Grant Thornton as auditors will be proposed at the Annual General Meeting.

BY ORDER OF THE BOARD



S Westbrook  
Secretary

2 September 2003

# UK ELECTRIC LIMITED

## STATEMENT OF DIRECTORS' RESPONSIBILITIES

For the year ended 31 December 2002

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United Kingdom 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 at the end of the year and of the profit or loss for the year then ended.

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. The directors 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.

## **REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF**

### **UK ELECTRIC LIMITED**

We have audited the financial statements of UK Electric Limited for the year ended 31 December 2002 which comprise the profit and loss account, the balance sheet, the principal accounting policies and notes 1 to 25. 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 the directors and auditors**

The directors' responsibilities for preparing the directors' report and the financial statements in accordance with United Kingdom law and accounting standards are 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 United Kingdom auditing standards.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the directors' report is not consistent with the financial statements, if 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 transactions with the company is not disclosed.

We read other information contained in the directors' report, and consider whether it is consistent with the audited financial statements. We consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements. Our responsibilities do not extend to any other information.

#### **Basis of opinion**

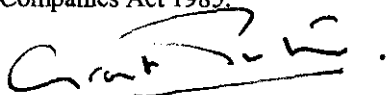
We conducted our audit in accordance with United Kingdom Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the group'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.

**REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF  
UK ELECTRIC LIMITED**

**Opinion**

In our opinion the financial statements give a true and fair view of the state of affairs of the company as at 31 December 2002 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



**GRANT THORNTON  
REGISTERED AUDITORS  
CHARTERED ACCOUNTANTS  
LONDON THAMES VALLEY OFFICE  
SLOUGH**

*2 September 2003.*

# **UK ELECTRIC LIMITED**

## **PRINCIPAL ACCOUNTING POLICIES**

For the year ended 31 December 2002

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### **Basis of accounting**

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

The policies have remained unchanged from the previous year apart from the adoption of Financial Reporting Standard No 19 'Deferred Taxation' which came into effect for the first time this year and had no material impact on the prior year.

### **Cash flow statement**

The directors have taken advantage of the exemption in Financial Reporting Standard No 1 (revised) 'Cash Flow Statements' from including a cash flow statement in the financial statements on the grounds that the company is wholly owned and its immediate parent publishes a consolidated cash flow statement.

### **Turnover**

The turnover shown in the profit and loss account represents amounts invoiced during the year, exclusive of value added tax.

### **Depreciation**

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows:

Freehold and long leasehold land - 50 years  
Plant and equipment - 4 years  
Motor vehicles - 4 years  
Office and computer - 4 years  
Leasehold improvements - 5 to 10 years

### **Stocks**

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete slow moving and defective items where appropriate.

### **Finance lease agreements**

Where the company enters into a lease which entails taking substantially all the risks and rewards of ownership of an asset, the lease is treated as a finance lease. The asset is recorded in the balance sheet as a tangible fixed asset and is depreciated in accordance with the above depreciation policies. Future instalments under such leases, net of finance charges, are included with creditors. Rentals payable are apportioned between the finance element, which is charged to the profit and loss account on a straight line basis, and the capital element which reduces the outstanding obligation for future instalments.

### **Operating lease agreements**

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against profits on a straight line basis over the period of the lease.



# **UK ELECTRIC LIMITED**

## **PRINCIPAL ACCOUNTING POLICIES**

For the year ended 31 December 2002

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### **Pension costs**

The company provides pension arrangements to employees through a defined benefit scheme, which is operated by a non group company. It is not possible to identify the share of the underlying assets and liabilities in this scheme which is attributable to the company on a consistent and reasonable basis. Therefore, the company has applied the provisions in FRS 17 to account for the scheme as if it were a defined contribution scheme.

For defined contribution schemes the amount charged to the profit and loss account in respect of pension costs and other post retirement benefits is the contributions payable in the year. Differences between contributions payable and contributions actually paid are shown as either accruals or prepayments in the balance sheet.

### **Deferred taxation**

Deferred tax is recognised on all timing differences where the transactions or events that give the group an obligation to pay more tax in the future, or a right to pay less tax in the future, have occurred by the balance sheet date. Deferred tax on defined benefit pension scheme surpluses or deficits is adjusted against these surpluses. Deferred tax assets are recognised when it is more likely than not that they will be recovered. Deferred tax is measured using rates of tax that have been enacted or substantively enacted by the balance date.

The previous accounting policy was:

Deferred taxation (which arises from differences in the timing of the recognition of items, principally depreciation, in the accounts and by the tax authorities) is calculated using the liability method. Deferred tax is provided on timing differences which will probably reverse, at the rates of tax likely to be in force at the time of reversal. Deferred taxation is not provided on timing differences which, in the opinion of the directors, will probably not reverse.

### **Taxation**

United Kingdom corporation tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantially enacted by the balance sheet date.

The taxation liabilities of certain group companies are reduced wholly or in part by the surrender of losses by fellow group companies. The taxation benefits arising from group relief are recognised in the financial statements of the surrendering and recipient company.

### **Fixed asset investments**

Fixed asset investments are shown at cost less any amounts written off. Provisions are made for any impairment. Where advantage is taken of merger relief under section 131 of the Companies Act 1985, cost is equal to the nominal value of the share issued plus the fair value of any consideration given. Only dividends received and receivable are credited to the company's profit and loss account.

**UK ELECTRIC LIMITED****PROFIT AND LOSS ACCOUNT**

For the year ended 31 December 2002

	Note	2002 £	2001 £
Turnover	1	<u>21,950,699</u>	<u>23,694,152</u>
Operating loss	2	(599,948)	(525,017)
Interest receivable and similar income		921	8,561
Interest payable and similar charges	3	<u>(201,424)</u>	<u>(470,968)</u>
Loss on ordinary activities before taxation		(800,451)	(987,424)
Tax on loss on ordinary activities	6	<u>300,807</u>	<u>262,078</u>
Loss for the financial year		(499,644)	(725,346)
Balance brought forward		<u>(1,313,947)</u>	<u>(588,601)</u>
Balance carried forward		<u>(1,813,591)</u>	<u>(1,313,947)</u>

All of the activities of the company are classed as continuing.

The company has no recognised gains or losses other than the profit for the year as set out above.

The accompanying accounting policies and notes form an integral part of these financial statements.

# UK ELECTRIC LIMITED

## BALANCE SHEET AT 31 DECEMBER 2002

	Note	2002 £	2001 £
<b>Fixed assets</b>			
Tangible assets	9	735,934	695,092
Investments	10	500,273	500,273
		<u>1,236,207</u>	<u>1,195,365</u>
<b>Current assets</b>			
Stocks	11	3,036,442	3,264,607
Debtors	12	6,160,417	4,781,655
Cash at bank		386,349	107,129
		<u>9,583,208</u>	<u>8,153,391</u>
<b>Creditors: Amounts falling due within one year</b>	13	<u>5,453,004</u>	<u>4,068,082</u>
<b>Net current assets</b>		<u>4,130,204</u>	<u>4,085,309</u>
<b>Total assets less current liabilities</b>		<u>5,366,411</u>	<u>5,280,674</u>
<b>Creditors: Amounts falling due after more than one year</b>	14	<u>4,180,000</u>	<u>3,594,619</u>
<b>Net assets</b>		<u>1,186,411</u>	<u>1,686,055</u>
<b>Capital and reserves</b>			
Called-up share capital	17	2	2
Other reserve	18	3,000,000	3,000,000
Profit and loss account		(1,813,591)	(1,313,947)
<b>Shareholders' funds</b>	19	<u>1,186,411</u>	<u>1,686,055</u>

The financial statements were approved by the board of directors on 2 September 2003

 Director

The accompanying accounting policies and notes form an integral part of these financial statements.

# UK ELECTRIC LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2002

### 1 TURNOVER

The turnover is attributable to the principal activity of the company as described in the directors' report.

An analysis of turnover is given below:

	2002 £	2001 £
United Kingdom	<u>21,950,699</u>	<u>23,694,152</u>

### 2 OPERATING LOSS

Operating loss is stated after (charging)/crediting:

	2002 £	2001 £
Change in stocks of finished goods	(228,165)	(39,946)
Other operating income	233,080	180,240
Raw materials and consumables	(17,467,458)	(19,164,278)
Other external charges	(553,012)	(487,898)
Staff costs (see note 4)	(2,685,384)	(2,805,583)
Depreciation written off fixed assets	(221,929)	(245,207)
Other operating charges	<u>(1,627,779)</u>	<u>(1,656,497)</u>
	<u>(22,550,647)</u>	<u>(24,219,169)</u>

Other external charges include:

- Auditors' remuneration
- Audit fees
- Non-audit services

	2002 £	2001 £
	14,400	18,000
	<u>4,000</u>	<u>4,500</u>
Other operating charges include amortisation of goodwill	<u>55,000</u>	<u>-</u>

### 3 INTEREST PAYABLE AND SIMILAR CHARGES

	2002 £	2001 £
Interest payable on bank borrowing	1,473	71,032
Finance charges	4,456	17,559
Other similar charges payable	<u>195,495</u>	<u>382,377</u>
	<u>201,424</u>	<u>470,968</u>

# UK ELECTRIC LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2002

### 4 DIRECTORS AND EMPLOYEES

The average number of staff employed by the company during the financial year amounted to:

	2002 No	2001 No
Administration	46	53
Sales and distribution	68	69
	<u>114</u>	<u>122</u>

The aggregate payroll costs of the above were:

	2002 £	2001 £
Wages and salaries	2,351,988	2,512,911
Social security costs	241,858	210,427
Pension costs	91,538	82,245
	<u>2,685,384</u>	<u>2,805,583</u>

### 5 DIRECTORS

Remuneration in respect of directors was as follows:

	2002 £	2001 £
Emoluments receivable	19,987	18,197
Value of company pension contributions to a final salary scheme	470	1,288
	<u>20,457</u>	<u>19,485</u>

Two directors (2001: 2) are accruing benefits under a defined benefit pension scheme.

### 6 TAXATION ON LOSS ON ORDINARY ACTIVITIES

The tax credit represents:

	2002 £	2001 £
UK Corporation tax at 30% (2001: 30%)	(267,403)	(262,078)
Under provision in prior periods	40,782	-
Total current tax	(226,621)	(262,078)
Origination and reversal of timing differences	(74,186)	-
Tax on loss on ordinary activities	<u>(300,807)</u>	<u>(262,078)</u>

# UK ELECTRIC LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2002

### 7 FACTORS AFFECTING TAX CHARGE FOR THE YEAR

The tax assessed on the loss on ordinary activities for the year is higher than the standard rate of corporation tax in the UK of 30% (2001: 30%).

	2002 £	2001 £
Loss on ordinary activities before taxation	<u>(800,451)</u>	<u>(987,424)</u>
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 30% (2001: 30%)	(240,135)	(296,227)
Effect of:		
Expenses not deductible for tax purposes	19,452	2,000
Capital allowances in excess of depreciation	(49,727)	32,149
Other differences	3,007	-
Adjustments to tax charge in respect of prior periods	<u>40,782</u>	<u>-</u>
Current tax charge	<u>(226,621)</u>	<u>(262,078)</u>

### 8 INTANGIBLE FIXED ASSETS

	Goodwill £
Costs	
Additions	<u>55,000</u>
At 31 December 2002	<u>55,000</u>
Amortisation	
Charge for the year	<u>55,000</u>
At 31 December 2002	<u>55,000</u>
Net book value at 31 December 2002	<u>-</u>

# UK ELECTRIC LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2002

### 9 TANGIBLE FIXED ASSETS

	Freehold and leasehold land and buildings £	Plant and equipment £	Motor vehicles £	Office and computer £	Leasehold improvements £	Total £
<b>Cost</b>						
At 1 January 2002	75,000	176,654	507,010	147,537	274,061	1,180,262
Additions	-	15,575	72,655	63,413	138,532	290,175
Disposals	-	(29,039)	(75,301)	(9,400)	(26,086)	(139,826)
At 31 December 2002	75,000	163,190	504,364	201,550	386,507	1,330,611
<b>Depreciation</b>						
At 1 January 2002	-	110,509	186,218	84,861	103,582	485,170
Charge for the year	2,250	41,072	118,157	33,552	26,898	221,929
Disposals	-	(18,403)	(61,044)	(8,615)	(24,360)	(112,422)
At 31 December 2002	2,250	133,178	243,331	109,798	106,120	594,677
Net book value at 31 December 2002	72,750	30,012	261,033	91,752	280,387	735,934
Net book value at 31 December 2001	75,000	66,145	320,792	62,676	170,479	695,092

#### Finance leases and hire purchase agreements

Included within the net book value of £735,934 is £11,083 (2001: £48,410) relating to assets held under finance leases and hire purchase agreements. The depreciation charged to the accounts in the year in respect of such assets amounted to £28,317 (2001: £48,478).

### 10 INVESTMENTS

	Shares in subsidiary undertakings £
<b>Cost</b>	
At 1 January 2002 and 31 December 2002	500,273

The company directly owns the entire issued share capital of the companies listed below, all of which are incorporated in England and Wales.

Name	Activities
ABGO Equipment Sales Limited	Dormant
CSM Lighting Limited	Dormant
IVAC Limited	Dormant
Western Automation Limited	Dormant

# UK ELECTRIC LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2002

Under the provision of section 248 of the Companies Act 1985 the company is exempt from preparing consolidated financial statements and has not done so, therefore the financial statements show information about the company as an individual entity.

### HTE Controls Limited (in receivership) - acquisition of trade and assets

In the year the company acquired the trade and assets of HTE Controls Limited (in receivership). The fair value of the consideration given as compared to the fair value of the net assets acquired is detailed below:

	Book value £	Fair value adjustment £	Fair value £
Fixed assets tangible	40,000	-	40,000
Stock	2,107,415	(2,082,415)	25,000
	2,147,415	(2,082,415)	65,000
Fair value of consideration			120,000
Provisional goodwill arising			55,000

The adjustment to stock reflects the results of a provisional review of the net realisable value of the stock. Stocks acquired are still subject to agreement with suppliers and the receiver and so a more detailed investigation into the stock lines finally acquired will be undertaken once all agreements are complete.

The turnover of HTE Controls Limited to 31 December 2001, the latest audited accounts available, was £18,927,676.

### 11 STOCKS

	2002 £	2001 £
Finished goods	3,036,442	3,264,607

### 12 DEBTORS

	2002 £	2001 £
Trade debtors	5,144,781	4,241,525
Amounts owed by group undertakings	262,053	121,548
Corporation tax recoverable	267,403	306,101
Deferred tax	74,186	-
Other debtors	112,092	45,269
Prepayments and accrued income	299,902	67,212
	6,160,417	4,781,655



# UK ELECTRIC LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2002

### 13 CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2002 £	2001 £
Bank loans and overdrafts	454,215	436,612
Trade creditors	3,795,771	2,176,980
Amount owed to group undertakings	429,688	596,578
Other taxation and social security	79,442	127,560
Other creditors	180,717	62,788
Accruals and deferred income	503,969	597,738
Amounts due under finance leases and hire purchase agreements	9,202	69,826
	<u>5,453,004</u>	<u>4,068,082</u>

### 14 CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	2002 £	2001 £
Amounts due under finance leases and hire purchase agreements	-	14,619
Amounts owed to group undertakings	<u>4,180,000</u>	<u>3,580,000</u>
	<u>4,180,000</u>	<u>3,594,619</u>

The amounts owed to group undertakings represents a short term loan from the immediate parent company of £4,180,000 (2001: £3,580,000). This loan is unsecured, repayable in between one and five years and interest bearing at a rate of 1.5% above the Natwest Bank plc's base rate.

### 15 COMMITMENTS UNDER FINANCE LEASES AND HIRE PURCHASE AGREEMENTS

Future commitments under finance leases and hire purchase agreements are as follows:

	2002 £	2001 £
Amounts payable within one year	9,202	69,826
Amounts payable after one and within two years	-	14,619
	<u>9,202</u>	<u>84,445</u>

### 16 DEFERRED TAXATION

	2002 £	2001 £
The movement in the deferred taxation asset account during the year was:		
Profit and loss account movement arising during the year	<u>74,186</u>	-
At 31 December 2002	<u>74,186</u>	-

# UK ELECTRIC LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2002

The balance of the deferred taxation account consists of the tax effect of timing differences in respect of:

	2002 £	2001 £
Capital allowances and depreciation	28,809	-
Other timing differences	45,377	-
	<u>74,186</u>	<u>-</u>

### 17 SHARE CAPITAL

	2002 £	2001 £
<b>Authorised</b>		
100 ordinary shares of £1 each	<u>100</u>	<u>100</u>
<b>Allotted, called up and fully paid</b>		
2 Ordinary shares of £1 each	<u>2</u>	<u>2</u>

### 18 OTHER RESERVES

	2002 £	2001 £
Capital contribution reserve	<u>3,000,000</u>	<u>3,000,000</u>

### 19 RECONCILIATION OF MOVEMENTS IN SHAREHOLDER'S FUNDS

	2002 £	2001 £
Loss for the financial year	(499,644)	(725,346)
Capital contribution	-	3,000,000
Net (reduction)/addition to funds	(499,644)	2,274,654
Opening shareholder's equity funds	<u>1,686,055</u>	<u>(588,599)</u>
Closing shareholder's equity funds	<u>1,186,411</u>	<u>1,686,055</u>

The cumulative amount of goodwill written off against reserves is £395,000 (2001: £395,000).

### 20 CAPITAL COMMITMENTS

The company had not capital commitments at 31 December 2002 or 31 December 2001.

# UK ELECTRIC LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2002

### 21 CONTINGENT LIABILITIES

There is an unlimited cross guarantee between the company, Newbury Investments (UK) Limited, Deta Designs Limited, Deta Electrical Company Limited, Stearn Electrical Company Limited and UK Cables Limited in favour of Natwest Bank Plc. The obligation under this guarantee at 31 December 2002 was £116,654 (2001: £nil).

There were no other contingent liabilities at 31 December 2002 or at 31 December 2001.

### 22 LEASING COMMITMENTS

At 31 December 2002 the company had annual commitments under non-cancellable operating leases as set out below:

	2002 £	2001 £
Operating leases which expire		
Within one year	-	20,885
Within two to five years	194,340	161,940
After more than five years	175,558	175,208
	<u>369,898</u>	<u>358,033</u>

### 23 RELATED PARTY TRANSACTIONS

The company is a wholly owned subsidiary undertaking of Newbury Investments (UK) Limited and has taken advantage of the exemption available under Financial Reporting Standards No 8 'Related Party Transactions' not to disclose details of transactions with entities which are part of this group. The directors do not consider that transactions with other related parties, which were conducted under normal commercial terms, are sufficiently material to influence decisions made by the users of the financial statements.

### 24 PENSION ARRANGEMENTS

The pension cost for the year was £91,538 (2001: £82,245).

The company contributes to a defined benefit scheme operated by a non-group company which provides pensions to certain employees. The assets of the scheme are managed through a separate trustee administered fund.

The contributions to this fund are based upon independent actuarial advice using the projected unit method. Triennial actuarial valuations of the scheme are made, with the most recent having been carried out as at 31 March 2001. The most significant assumption in arriving at this valuation is that the investment returns would exceed the increase in average earnings by 2%. The valuation showed that the market value of the scheme's assets was £96,451,000 with the actuarial value of the assets representing 105% of the liabilities which had accrued to members. The next valuation will be performed as at 31 March 2004, with the results expected to be finalised in late 2004.

### 25 ULTIMATE PARENT COMPANY

The ultimate parent company is Newbury Investments BV, incorporated in the Netherlands. The smallest and largest group in which the results of the company are consolidated is that headed by Newbury Investments (UK) Limited. A copy of these financial statements may be obtained from Companies House.