

ARTHUR
ANDERSEN

ARTHUR ANDERSEN & Co. SC

UK Spares Limited
(formerly Stearn Spares Limited)

Accounts 31 December 1993
together with directors' and auditors' reports

Registered number: 2742081



AAENL271

A021 RECEIPT DATE: 18/06/94

Directors' report

For the period ended 31 December 1993

The directors present their first report on the affairs of the Company, together with the accounts and auditors' report for the period ended 31 December 1993.

Principal activity and business review

The Company was incorporated on 21 August 1992 as Stearn Spares Limited and changed its name to UK Spares Limited on 23 November 1993.

There were no sales in the period ended 31 December 1993, however, the Company did purchase stock for resale.

The principal activity of the Company will be to sell spare parts for electrical goods.

Directors and their interests

The directors who served during the period were:

R W Colburn	(appointed 21 December 1993)
H R Brain	(appointed 21 August 1992)
R Evans	(appointed 21 December 1993)
P G Elsegood	(appointed 21 December 1993)
I G Falconer	(appointed 21 December 1993)
York Place Company Nominees Limited	(appointed and resigned 21 August 1992)

The directors held no interest in the shares of the Company at the beginning or end of the period.

Directors' responsibilities

Company law requires the directors to prepare accounts for each financial period 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 accounts, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments 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 accounts; and
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

Directors' report (continued)

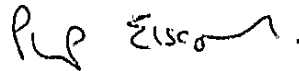
The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the accounts comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Auditors

The directors will place a resolution before the annual general meeting to reappoint Arthur Andersen as auditors for the ensuing year.

Mill House
Hambridge Lane
Newbury
Berkshire
RG14 5LS

By order of the Board



P G Elsegood
Secretary

13 June 1994

ARTHUR ANDERSEN

Auditors' report

Reading

To the Shareholders of UK Spares Limited (formerly Stearn Spares Limited):

We have audited the accounts on pages 4 to 6 which have been prepared under the historical cost convention and the accounting policies set out on page 5.

Respective responsibilities of directors and auditors

As described on pages 1 and 2, the Company's directors are responsible for the preparation of the accounts. It is our responsibility to form an independent opinion, based on our audit, on those accounts and to report our opinion to you.

Basis of opinion

We conducted our audit in accordance with 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 accounts. It also includes an assessment of the significant estimates and judgments made by the directors in the preparation of the accounts, and of whether the accounting policies are appropriate to the circumstances of the Company, 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 accounts 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 accounts.

Opinion

In our opinion, the accounts give a true and fair view of the state of affairs of the Company at 31 December 1993 and have been properly prepared in accordance with the Companies Act 1985.



Arthur Andersen

Chartered Accountants and Registered Auditors

Abbots House
Abbey Street
Reading
RG1 5BD

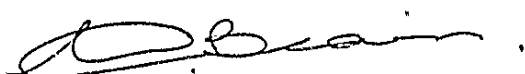
13 June 1994

Balance sheet

31 December 1993

	Notes	1993
		£
Current assets		
Stock		50,549
Debtors	4	339
Creditors: Amounts falling due within one year	5	(30,886)
Net assets		<u>2</u>
Capital and reserves		
Called-up share capital	6	2
Profit and loss account		-
Shareholders' funds	7	<u>2</u>

Signed on behalf of the Board



H R Brain

Director

13 June 1994

The accompanying notes form an integral part of this balance sheet.

Notes to the accounts

31 December 1993

1 Incorporation of the Company

The Company was incorporated on 21 August 1992 as Stearn Spares Limited and changed its name to UK Spares Limited on 23 November 1993. There were no sales in the period ended 31 December 1993, however, the Company did purchase stock for resale.

2 Accounting policies

The principal accounting policies are:

a) Basis of accounting

The accounts are prepared under the historical cost convention and in accordance with applicable accounting standards.

b) Stocks

Stocks are valued at the lower of cost and net realisable value. Cost represents purchase price from the supplier.

Net realisable value is based on estimated normal selling price, less further costs expected to be incurred.

Provision is made for slow moving and obsolete stock where appropriate

c) Taxation

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 tax is not provided on timing differences which, in the opinion of the directors, will probably not reverse.

3 Employees

No directors of the Company received remuneration during the period and there were no other persons employed by the Company.

4 Debtors

The following amounts are included in debtors:

	1993 £
Amounts falling due within one year:	
Amounts owed by other group undertakings	2
Other debtors - VAT	337
	<hr/>
	339
	<hr/>

Notes to the accounts

31 December 1993

5 Creditors: Amounts falling due within one year

	1993 £
Trade creditors	2,283
Accruals and deferred income	28,603
	<hr/> 30,886 <hr/>

The auditors' remuneration of £1,000 has been borne by Newbury Investments (UK) Limited (see note 7).

There is no unprovided deferred tax at 31 December 1993.

6 Called-up share capital

	1993 £
<i>Authorised</i>	
100 ordinary shares of £1 each	100
<i>Allotted, called-up and fully-paid</i>	
2 ordinary shares of £1 each	2

7 Reconciliation of movement on shareholders' funds

	1993 £
New ordinary share capital subscribed, being closing shareholders' funds	<hr/> 2 <hr/>

8 Ultimate holding company

The ultimate holding company is Newbury Investments BV, a company incorporated in The Netherlands. The smallest and largest set of consolidated financial statements which the Company is consolidated into is Newbury Investments (UK) Limited. A copy of these may be obtained from Newbury Investments (UK) Limited, Mill House, Hambridge Lane, Newbury, Berkshire, RG14 5LS.