# Cytec UK Holdings Limited

# Directors' report and financial statements

31 December 1998 Registered number 2834414



## Directors' report and financial statements

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## Directors' report

The directors present their report and the audited consolidated financial statements for the year ended 31 December 1998.

#### Principal activities

The principal activities of the group are the manufacture and supply of anionic, nonionic and cationic polyacrylamides for use in the mining, paper, water treatment and oilfield industries, and the manufacture and distribution of composites and adhesives for use in, primarily, the aerospace and leisure industries.

#### **Business review**

There has been an increase in the profits of Cytec Fiberite Limited caused principally by higher sales of USA-manufactured products sold into the European market. UK-manufactured sales were at the same level as 1997. Boeing aircraft build rates are expected to remain at a similar level for 1999.

There has been a fall in the profits of Cytec Industries UK Limited, despite entering into a new tolling agreement, where it ceased to purchase or own any raw or packaging materials, resulting in a lower tolling fee.

Details of the group's results for the period are set out in the profit and loss account on page 5.

#### Market value of land and buildings

In the opinion of the directors the market value of the land and buildings of the company on an existing use basis is not materially different from the book value of these assets.

#### Proposed dividend and transfer to reserves

The profit for the period retained in the group was £4,868,000 (1997: £4,359,000).

The directors do not recommend the payment of a dividend (1997:£Nil).

#### Research and development

The directors consider that research and development plays a vital role in the group's success. A significant part of the work of the group's technical services and laboratory staff is concentrated in this area.

The group's spending on research and development during the period was £278,000 (1997:£346,000).

## Directors' report (continued)

#### Directors and directors' interests

The directors who held office during the period were as follows:

JP Cronin (Chairman) B Brine DM Drillock EF Jackman A Cameron

None of the directors who held office at the end of the financial year had any disclosable interest in the shares of the company, or the right to subscribe for shares in the company or another member of the group.

#### **Employees**

Good communication is considered essential, and all employees are kept well informed regarding the group's performance and activities. An open style of management is encouraged and employees are given the opportunity to express their views on matters that are likely to affect their interests. Employees are assessed on merit and equal opportunities for promotion and career progression are available to all.

#### Political and charitable contributions

The holding company made no political or charitable contributions during the period. Details of donations made by subsidiary companies are disclosed in those entities' own accounts.

#### Year 2000

A detailed review has been undertaken of the Year 2000 issue. Modifications have been made to the software to ensure that it is Year 2000 compliant. Confirmations have also been obtained from the hardware and software suppliers that systems are now compliant. Whilst the system had not been tested for compliance, no significant problems are currently anticipated in this area. No significant costs have been incurred or are anticipated.

#### Auditors

In accordance with Section 386 of the Companies Act 1985, the holding company has dispensed with the obligation to re-appoint auditors annually.

By order of the board

B Brine

Director

30 July 1999

Abenbury Way Wrexham Industrial Estate Wrexham LL13 9UZ

## Statement of directors' responsibilities

Company law requires the directors to prepare financial statements for each financial period which give a true and fair view of the state of affairs of the company and group and of the profit or loss 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 group will continue in business.

The directors are responsible for maintaining proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and group and to enable them to ensure that the financial statements comply with the Companies Act 1985. They have general responsibility for taking such steps which are reasonably open to them to safeguard the assets of the group and to prevent and detect fraud and other irregularities.



St James' Square Manchester M2 6DS

## Report of the auditors to the members of Cytec UK Holdings Limited

We have audited the financial statements on pages 5 to 21.

Respective responsibilities of directors and auditors

As described on page 3 the company's directors are responsible for the preparation of financial statements. It is our responsibility to form an independent opinion, based on our audit, on those statements 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 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 company'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.

Opinion

In our opinion the financial statements give a true and fair view of the state of the company and the group's affairs as at 31 December 1998 and of the profit of the group for the financial year then ended and have been properly prepared in accordance with the Companies Act 1985.

Chartered Accountants Registered Auditors

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18 August 1999

## Consolidated profit and loss account

for the year ended 31 December 1998

	Note	Year ended 31 December 1998 £000	Year ended 31 December 1997 £000
Turnover	2	30,942	41,023
Cost of sales		(21,598)	(28,101)
Gross profit		9,344	12,922
Distribution costs		(305)	(316)
Administrative expenses		(7,176)	(7,403)
Other operating income		4,328	998
Operating profit	3-5	6,191	6,201
Other interest receivable and similar income	6	1,062	1,222
Interest payable and similar charges	7	(277)	(529)
Profit on ordinary activities			
before taxation		6,976	6,894
Tax on profit on ordinary activities	8	(2,108)	(2,535)
Profit on ordinary activities after taxation			
and retained profit for the financial period		4,868	4,359
		<del></del>	

There were no recognised gains or losses other than profit for the period.

The results for the period relate solely to continuing activities.

The notes on pages 8 to 21 form part of these financial statements.

#### **Balance sheets**

at 31 December 1998

		G	roup 31 Decemb		ıpany	Gro	up 31 Decemb	Comp	oany
	Notes	£000	£000	£000	£000	£000	£000	£000	£000
Fixed assets	ivotes	TOOD	2000	LUUU	2000	2000	£000	£000	LUUU
Tangible assets	9	12,795		_		11,197			
Investments	10	12,175		20,400		11,177		20,400	
mvesuitents	10	_		20,400		_		20,700	
			12,795		20,400		11,197		20,400
Current assets		2 4 2 5				2 000			
Stocks	11	3,135		-		3,898		-	
Debtors	12	19,321		-		21,251		362	
Cash at bank and in hand		3,236		10		4,114		10	
			25,692		10		29,263		372
Creditors: amounts falling due									
within one year	13	(8,930)		(1,893)		(7,900)		(6)	
Net current assets			16,762		(1,883)		21,363		366
					(-,,		-,-		
Total assets less current			29,557		18,517		32,560		20,766
liabilities			47,557		10,517		32,300		20,700
Creditors: amounts falling									
due after more than one year	14		_		_		(8,116)		(8,116)
Accruals and deferred income	15		(20)		_		(30)		(0,110)
Provision for liabilities &	10		(20)				(30)		
charges	16		(863)		_		(608)		-
	10		(000)				(000)		
Net assets			28,674		18,517		23,806		12,650
Capital and reserves									
Called up share capital	17		10,000		10,000		10,000		10,000
Profit and loss account	18		18,674		8,517		13,806		2,650
	- 0		,		5,521		,		-,
~			***						
Shareholders' funds			28,674		18,517		23,806		12,650

The notes on pages 8 to 21 form part of these financial statements.

These financial statements were approved by the board of directors on 30 July 1999 and were signed on its behalf by:

**B Brine** Director

## Consolidated cash flow statement

for the year ended 31 December 1998

	Note	-	ear ended mber 1998 £000		Year ended ember 1997 £000
Operating activities  Net cash inflow from operating activities	23		3,442		5,911
Returns on investments and servicing of finance Interest received Interest paid		1,062 (277)		1,222 (525)	
Net cash inflow/(outflow) from returns on investments and servicing of finance			785		697
<b>Taxation</b> Tax paid		(2,023)		(2,198)	
			(2,023)		(2,198)
Capital expenditure Payments to acquire tangible fixed assets Proceeds from disposal of tangible fixed assets		(3,265) 183		(4,134)	
Net cash outflow from capital expenditure			(3,082)		(4,134)
Net cash (outflow) /inflow before financing			(878)		276
(Decrease)/increase in cash	24		(878)		276

#### **Notes**

(forming part of the financial statements)

#### 1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements.

#### Basis of preparation

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

#### Basis of consolidation

The consolidated accounts include accounts of the company and both of its subsidiaries up to 31 December 1998. No profit and loss account is presented for the company as provided by section 230 of the Companies Act 1985.

#### Fixed assets and depreciation

Depreciation is provided by the company to write off the cost less the estimated residual value of tangible fixed assets by equal instalments over their estimated useful economic lives as follows:

Freehold buildings - 2.5% per annum

Plant and machinery - 10% per annum

Fixtures and fittings - 10-20% per annum

Motor vehicles - 20% per annum

Computer equipment - 20% per annum

No depreciation is provided on freehold land and assets in the course of construction.

#### Foreign currencies

Transactions in foreign currencies are recorded using the rate of exchange ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated using the rate of exchange ruling at the balance sheet date and the gains or losses on translation are included in the profit and loss account.

#### Government grants

Capital based government grants are included within accruals and deferred income in the balance sheet and credited to trading profit over the estimated useful economic lives of the assets to which they relate.

#### 1 Accounting policies (continued)

#### Leases

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 over its estimated useful life or the term of the lease, whichever is shorter. 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, and the capital element which reduces the outstanding obligation for future instalments.

All other leases are accounted for as 'operating leases' and the rental charges are charged to the profit and loss account on a straight line basis over the life of the lease.

#### Pensions and other post-retirement benefits

The group operates pension schemes for the majority of its employees, providing benefits based on final pensionable pay. The assets of the schemes are held separately from those of the group. Contributions to the schemes are charged to the profit and loss account so as to spread the cost of pensions over employees' working lives of the group.

#### Research and development expenditure

Expenditure on research and development is written off against profits in the period in which it is incurred.

#### Stocks

Stocks are stated at the lower of cost and net realisable value. In determining the cost of raw materials, consumables and goods purchased for resale, the weighted average purchase price is used. For work in progress and finished goods manufactured by the company, cost is taken as production cost, which includes an appropriate proportion of attributable overheads.

#### Taxation

The charge for taxation is based on the profit for the period and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes. Provision is made for deferred tax only to the extent that it is probable that an actual liability will crystallise in the foreseeable future.

#### Turnover

Turnover represents the amounts (excluding value added tax) derived from the provision of goods and services to customers during the period.

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## 2 Segmental analysis of turnover

By class of business	Year ended 31 December 1998 £000	Year ended 31 December 1997 £000
Manufacture and distribution of: Polyacrylamides Composites and adhesives	6,946 23,996 ———————————————————————————————————	16,835 24,188 41,023
By geographical market UK Europe/Middle East United States of America Latin America Far East Rest of world	9,828 20,391 - - 723 - 30,942	9,302 30,639 - - 1,082 41,023
Profit on ordinary activities before taxation		
Profit on ordinary activities before taxation is stated	Year ended 31 December 1998 £000	Year ended 31 December 1997 £000
	31 December 1998	31 December 1997
after charging  Auditors' remuneration:     Audit     Other services  Depreciation and other amounts written     off owned tangible fixed assets  Hire of plant and machinery - rentals     payable under operating leases  Hire of other assets - operating leases	31 December 1998 £000 31 15 1,661 27 246	31 December 1997 £000 31 4 1,283 29 246
after charging  Auditors' remuneration: Audit Other services Depreciation and other amounts written off owned tangible fixed assets Hire of plant and machinery - rentals payable under operating leases	31 December 1998 £000 31 15 1,661 27	31 December 1997 £000 31 4 1,283

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## 4 Remuneration of directors

	Year ended 31 December 1998 £000	Year ended 31 December 1997 £000
Directors' emoluments	158	149
	<del></del>	<del></del>
Retirement benefits are accruing to the follow	ing number of directors	under:
		Number of directors
	1998	1997
Defined benefit schemes	2	3
Staff numbers and costs		
The average number of persons employed by analysed by category, was as follows:	the group (including d	Number of employees
Decide diese		
Production Sales and distribution	117 62	==
Management and administration	80	· · · · · · · · · · · · · · · · · · ·
Research and development	9	10
	268	281
	<del></del>	====
The aggregate payroll costs of these persons v	vere as follows:	
	1998	1997
	£000£	£000
Wages and salaries	6,155	6,289
Social security costs	480	
Other pension costs (see note 21)	562	526
	7,197	7,308

## 6 Other interest receivable and similar income

		Year ended 31 December 1998 £000	Year ended 31 December 1997 £000
	Bank interest receivable Interest receivable from group undertakings	231 831	458 764
		1,062	1,222
7	Interest payable and similar charges		<del></del>
		Year ended 31 December 1998 £000	Year ended 31 December 1997 £000
	Interest payable to group undertakings	277	529
8	Taxation		
		Year ended 31 December 1998 £000	Year ended 31 December 1997 £000
	UK corporation tax at 31% on the profit for the year on ordinary activities Deferred taxation Prior year	2,158 63	2,212 40
	UK corporation tax Deferred taxation	(124) 11	(43) 326
		2,108	2,535

Notes (continued)

Tangible fixed assets

	Freehold land and buildings	Plant and machinery	Fixtures and fittings	Motor vehicles	Assets in construction	Total
Group	0003	£000	0003	6000	6000	0003
Cost Opening Additions Transfer	4,652 - 931	9,572 - 2,998 (775)	1,318 - 439	58	1,218 3,265 (4,368)	16,818
Closing	5,568	12,193	1,757	41	115	19,674
Done and affice						
Depreciation Opening Charge	856	3,979 1 126	768	18	•	5,621
Transfer Disposals	2 E	(36) (207)	(18)	, - (11)		- (225)
Closing	1,024	4,862	979	14	'	6,879
Net book value At 31 December 1998	4,544	7,331	778	27	115	12,795
At 31 December 1997	3,796	5,593	550	40	1,218	11,197
Company						

No tangible fixed assets are held by the company.

#### 10 Fixed asset investments

Group The group holds no external investments	1998 £000	1997 £000
Company Cytec Industries UK Limited Cytec Aerospace Limited	11,000 9,400	11,000 9,400
	20,400	20,400

Details of subsidiary undertakings are set out below. All subsidiaries are owned 100% by Cytec UK Holdings Limited.

Activity	Company	Country of incorporation or registration and principal operation
Manufacture and distribution of polyacrylamides	Cytec Industries UK Ltd	England
Manufacture and distribution of composites and adhesives	Cytec Fiberite Ltd	England

### 11 Stocks

	Group	Company	Group	Company
	1998	1998	1997	1997
	£000	£000	£000	£000
Raw materials and consumables	2,489	-	3,398	-
Finished goods and goods for resale	646	-	500	
	3,135		3,898	
	<del></del>	<del></del>		

## 12 Debtors

	Group 1998 £000	Company 1998 £000	Group 1997 £000	Company 1997 £000
Trade debtors Amounts owed by group undertakings Other debtors Prepayments and accrued income	5,521 12,828 848 124	- - - -	5,230 15,598 237 186	362
	19,321	-	21,251	362
The amounts owed by group undertaking comprise:	<del>==</del>	====		<del></del>
Parent and fellow subsidiary undertakings	12,828	-	15,598	-
			<del></del>	=

## 13 Creditors: amounts falling due within one year

	Gr	oup	Com	pany	Gr	oup	Comp	oany
		1998		1998		1997		1997
	£000	£000	£000	£000	£000	£000	£000	£000
Trade creditors Amounts owed to group	1,686		-		2,741		-	
undertakings	2,451		1,887		795		-	
		4,137		1,887		3,536		-
Other creditors including								
taxation and social security:			•				-	
Corporation tax	2,184		-		2,182		-	
Other taxes and social								
security	460		-		315		-	
		2,644		1,887	<del></del>	2,497		
Accruals and deferred income		•						6
Accruais and deferred income		2,149		6		1,867		O
		8,930		1,893		7,900		6

Creditors: amounts falling due	within one yea	r (continued)		
	Group 1998 £000	Company 1998 £000	Group 1997 £000	Company 1997 £000
Amounts owed to group undertakings comprise: Parent and fellow subsidiary	2000	2000	2000	2000
undertakings	564	-	795 	-
Creditors: amounts falling due after	more than on	e year		
	Group 1998 £000	Company 1998 £000	Group 1997 £000	Company 1997 £000
Intercompany loan from Cytec Global Holding Inc	•	•	8,116	8,116
Accruals and deferred income				
	Group 1998 £000	Company 1998 £000	Group 1997 £000	Company 1997 £000
Government grants				
At beginning of the period Debited to profit and loss account	30 (10)	-	100 (70)	-
	20	-	30	-
Provision for liablities and charges	(group)			
		Pension provision	1998 Deferred taxation	Total £000
			258	608 (169)
Charge for the year		350	74	424
At end of year		531	332	863
	Amounts owed to group undertakings comprise: Parent and fellow subsidiary undertakings  Creditors: amounts falling due after  Intercompany loan from Cytec Global Holding Inc  Accruals and deferred income  Government grants At beginning of the period Debited to profit and loss account  Provision for liablities and charges of the period during the year Charge for the year	Group 1998 £000  Amounts owed to group undertakings comprise: Parent and fellow subsidiary undertakings 564  Creditors: amounts falling due after more than on 1998 £000  Intercompany loan from Cytec Global Holding Inc	Amounts owed to group undertakings comprise: Parent and fellow subsidiary undertakings  564  Creditors: amounts falling due after more than one year  Creditors: amounts falling due after more than one year  Creditors: amounts falling due after more than one year  Creditors: amounts falling due after more than one year  Creditors: amounts falling due after more than one year  Creditors: amounts falling due after more than one year  Company 1998 1998 £000 E000  Accruals and deferred income  Group 1998 1998 2000 E000  Government grants  At beginning of the period Debited to profit and loss account (10)   Provision for liablities and charges (group)  At beginning of year Utilised during the year Charge for the year  S30 Charge for the year  S31  At end of year	Group 1998   1998   1997   2000         Group £000         Company £000         E000           Amounts owed to group undertakings comprise:         Parent and fellow subsidiary undertakings         564

## 16 Provision for liablities and charges (group) (continued)

## Deferred taxation

The amounts provided for deferred taxation and the amounts not provided are set out below:

		Group 1998		Grov 199	
	Difference between accumulated	Provided £000	Unprovided £000	Provided £000	Unprovided £000
	depreciation and amortisation and capital allowances	604	529	440	526
	Other timing differences	(272)	(82)	(182)	(82)
		332	447	258	444
17	Called up share capital		<del></del>	<del></del>	
				1998	1997
	And and a			£000	£000
	Authorised Ordinary shares of £1 each			20,000	20,000
	Allotted, called up and fully paid Ordinary shares of £1 each			10,000	10,000
18	Reserves				
				Group Profit	Company Profit
				and loss	and loss
				account £000	account £000
	At beginning of the year			13,806	2,650
	Retained profit for the year			4,868	5,867
	At end of the year			18,674	8,517
				<del></del>	

#### 19 Contingent liabilities

The group paid royalty charges to an associated company, Cytec Technologies Corporation Inc, a US resident corporation, at the rate of 2% on qualifying sales for a number of years to the year ended 31 December 1998. The level of royalty income recognised by the US company is currently under review by the US tax authorities, which could result in additional royalty costs to the group in respect of qualifying sales for the periods ended 30 November 1994 to 31 December 1998. It has been estimated that the maximum liability of the group is of the order of £3,313,000. Net of tax this will be in the order of £2,220,000.

A subsidiary of the group, Cytec Fiberite Limited, has guaranteed duty charges to HM Customs and Excise; the maximum liability at the period end was £100,000.

#### 20 Commitments

(i) Capital commitments at the end of the financial period for which no provision has been made.

	Group 1998 £000	Company 1998 £000	Group 1997 £000	Company 1997 £000
Contracted	160	-	1,205	-

(ii) Annual commitments under non-cancellable operating leases are as follows:

	Group 1998 £000	Company 1998 £000	Group 1997 £000	Company 1997 £000
Operating leases which expire: Within one year In the second to	75	-	102	-
fifth years inclusive	133	-	140	-
	208		242	<del></del>
	<del></del> -	=		<del></del>

#### 21 Pension schemes

The group operates two pension schemes in the United Kingdom, providing benefits based on final pensionable pay, contributions being charged to the profit and loss account so as to spread the cost of pensions over employees' working lives with the group.

For Cytec Fiberite Limited, the contributions are determined by a qualified actuary on the basis of triennial valuations using the projected unit funding method. The most recent valuation was at I January 1998. The assumptions which have the most significant effect on the results of the valuation are those relating to the rate of return on investments and the rates of increase in salaries and pensions.

Investment return - 9.0% per annum
Earnings increases - 7.5% per annum
Pension increases - 4.0% per annum
Dividend increases (to value assets) - 5.0% per annum

The most recent actuarial valuation showed that the market value of the scheme's assets was £3,145,492 and that the actuarial value of those assets represented 98.7% of the benefits that had accrued to members, after allowing for expected future increases in earnings. The contributions of the company and employees will remain at 11% and 5% of earnings respectively.

There were no outstanding or prepaid contributions at either the beginning or the end of the financial year.

For Cytec Industries UK Limited the most recent formal actuarial valuation of the Scheme was undertaken as at 1 April 1997. The valuation was carried out using the projected unit method with the Scheme's assets being valued by discounting the expected future income generated by them.

An appropriate review of the funding position was carried out as at 1 January 1998 for the purpose of determining the pension charge. The main assumptions are as follows:-

Price inflation - 4.5% per annum
Salary increases - 7.0% per annum
Pension increases - 4.0% per annum
Investment return - 9.0% per annum

As at 1 April 1997 the market value of the assets of the Scheme was £5,990,000 and the actuarial value of the assets was sufficient to cover 100% of the benefits that had accrued to members, after allowing for expected future increases in salaries. The next formal valuation is due to be undertaken as at 1 April 2000.

The contributions of the Company were at 5% of Scheme salaries for the period 1 January to 31 May 1998 and at 10% of salaries thereafter. Employees also contribute 5% of Scheme salaries.

The total pension charge of to the group of both schemes for the period was £562,000 (1997: £526,000).

At 31 December 1998 a provision of £531,000 (1997:£350,000) is included in provisions for liabilities and charges, this being the excess of the pension cost over the amount funded for the Scheme for Cytec Industries UK Limited.

#### 22 Reconciliation of movement in shareholders' funds

	Group 1998	Company 1998	Group 1997	Company 1997
Detained most for the financial	£000	£000	£000	£000
Retained profit for the financial period	4,868	5,867	4,359	173
Net addition to shareholders' funds	4,868	5,867	4,359	173
Opening shareholders' funds	23,806	12,650	19,447	12,477
Closing shareholders' funds	28,674	18,517	23,806	12,650
		<del></del>	<del></del>	

## 23 Reconciliation of operating profit to net cash outflow from operating activities

	Year ended	Year ended
	31 December 1998	31 December 1997
	£000	000£
Operating profit	6,191	6,201
Depreciation	1,483	1,283
Net exchange differences	(29)	(4)
Loss on disposal of fixed assets	1	69
Decrease/(increase) in stocks	763	(372)
Decrease/(increase) in debtors	1,930	(2,667)
(Decrease)/increase in creditors	(7,088)	891
Movement in provisions	191	510
Net cash inflow from operating activities	3,442	5,911

## 24 Analysis of changes in net funds during the period

	Year ended	Year ended
	31 December 1998	31 December 1997
	Cash	Cash
	£000	£000
Net funds		
Balance at beginning of year	4,114	3,838
Net cash (outflow)/inflow	(878)	276
Balance at end of year	3,236	4,114
	<del></del>	<del></del>

#### 25 Related party transactions

The company has taken advantage of the exemption not to disclose details regarding transactions with other group undertakings as permitted by FRS8, as the company is a wholly owned subsidiary. The results of the company and its group have been consolidated in the group financial statements of Cytec Industries Inc. which are publicly available.

## 26 Ultimate parent company and parent undertaking of larger group of which the company is a member

The largest group in which the results of the company are consolidated is that headed by Cytec Industries Inc, incorporated in the United States of America. The consolidated accounts of this group are available to the public and may be obtained from Five Garret Mountain Plaza, West Paterson, NJ 07424, USA.