(Registered Number 2858330)

REPORT AND ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2000

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REPORT OF THE DIRECTORS

The directors submit their report together with the unaudited accounts of the company for the year ended 31 March 2000.

Principal Activity

The company did not trade during the year.

Business Review

The company received no income and incurred no expenditure and has consequently made neither profit nor loss.

Directors

The directors who served during the year were:

D J Brimblecombe (resigned 1 November 1999)

H M Cressey

S D McFarlane (appointed 1 November 1999) (resigned 18 July 2000)

S J Webb (appointed 18 July 2000)

Directors' interests are set out in note 5 to the accounts.

Auditors

A resolution to appoint auditors will not be submitted at the forthcoming Annual General Meeting, a Special resolution to take advantage of the exemption provisions of Section 250 of the Companies Act 1985 having been passed at the Annual General Meeting held on 24 November 1995.

By Order of the Board

JC Downes
Secretary

4 August 2000

Registered Office:

2 The Embankment Sovereign Street

Leeds

LS1 4BG

BALANCE SHEET AS AT 31 MARCH 2000

	Notes	2000 £	1999 £
CURRENT ASSETS			
Debtors		2	2
NET ASSETS		2	2
			
CAPITAL AND RESERVES			
Called up share capital	4	2	2
EQUITY SHAREHOLDERS' FUNDS		2	2
		<u></u>	

Non-Trading Certificate

The company was dormant (within the meaning of Section 250 of the Companies Act 1985) throughout the accounting period ended on the date of this balance sheet.

Approved by the Board of Directors on 4 August 2000 and signed on their behalf by:

H.M. Cressey

H M Cressey DIRECTOR

4 August 2000

NOTES TO THE ACCOUNTS

1 Accounting Policies

Basis of Accounting

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

2 Result for the Period

During the period, the company has not traded, has not incurred any liabilities and, consequently, has made neither profit nor loss.

Auditors' remuneration will be borne by another group company.

3 Directors and Employees

None of the directors received any emoluments in respect of their services to the company.

The company had no employees during the year (1999: Nil).

4 Called up share capital

	2000	1999
	£	£
Authorised		
1,000 Ordinary shares of £1 each	<u>1,000</u>	1,000
Allotted, issued and fully paid		
2 Ordinary shares of £1 each	<u>2</u>	2

5 Directors' Interests

The interests of the directors holding office at 31 March 2000 in the shares of Kelda Group plc (formerly Yorkshire Water plc) are:

	Ordinary shares of	Ordinary shares of	
	15 5/9p each at	15 5/9p each at	
	31 March 2000	1 April 1999	
H M Cressey	11,383	6,165	
S D McFarlane	28	28	

NOTES TO THE ACCOUNTS (continued)

Options to acquire ordinary shares

	At 1 April 1999	Granted during year	Exercised during year	Lapsed during year	At 31 March 2000	Exercise price (p)	Market Price at date of exercise (p)	Date options exercisable	Date options expire
H M Cressey	5,072	-	5,072	-		204p		01.03.2000	31.08.2000
•	1,322	-	-	-	1,322	295p	-	01.05.2000	31.10.2000
S D McFarlane	401	-	-	401	-	389p	_	01.03.2001	31.08.2001
	-	968	-	_	968	240p	-	01.03.2003	31.08.2003

There are no directors interests in the share capital of Dyvell Incineration Services Limited requiring disclosure under the Companies Act 1985.

6 Ultimate Parent Undertaking

The company's immediate parent undertaking is Dyvell (Holdings) Limited, registered in England and Wales.

The ultimate parent company of Dyvell Incineration Services Limited is Kelda Group plc (formerly Yorkshire Water plc), which is registered in England and Wales and prepares group accounts. Kelda Group plc has indicated that it will ensure that the company will meet its liabilities as they fall due.

Copies of the accounts of Kelda Group plc may be obtained from:

The Company Secretary Kelda Group plc 2 The Embankment Sovereign Street Leeds LS1 4BG