

**FIBRE POWER (SLOUGH) LIMITED****Directors**

D.R. Wilson  
D.E.F. Simons  
P.N. Jackson  
J. Pebworth  
A.R. Ellis  
C. Benstead (Resigned 9.11.2001)

**Secretary**

J. Probert

**Registered Office and Head Office**

234 Bath Road, Slough, SL1 4EE

**Registered Number**

2902170

**REPORT OF THE DIRECTORS**

The directors submit their annual report and financial statements for the year ended 31st December 2001 which were approved by the board on 15<sup>th</sup> March 2002.

**Business of the Company**

The company is a holder of a 15 year electricity supply contract, which was awarded on the 11th February 1997 and will commence in 2002. Construction of the power station continued during the year with £24m spent to date.

**Results and Dividends**

The company did not trade during the year. However during the year interest costs were incurred and these have been capitalised. The results for the year ended 31<sup>st</sup> December 2001 are set out in the attached financial statements. The directors do not recommend payment to shareholders of a dividend (2000:£NIL).

**Taxation**

Slough Estates plc has assumed the responsibility for discharging any liability for United Kingdom corporation tax, current or deferred, so long as the company remains a member of the Group.

**Directors**

The present directors of the company, all of whom served throughout the period unless otherwise stated, are as shown above.

**Directors' Interests**

None of the directors who were in office at 31st December 2001 had an interest in the shares of the company during the year.

The interests of D.R. Wilson and D.E.F. Simons in the shares of the ultimate holding company, Slough Estates plc, are disclosed in the financial statements of that company. The interests of P.N. Jackson, J. Pebworth and A. Ellis in the shares of Slough Estates plc are disclosed in the financial statement of Slough Heat & Power Ltd.

**Auditors**

An elective resolution to dispense with the annual requirement to reappoint the auditors was approved at a previous Annual General Meeting.

By Order of the Board

*J.R. Probert*

J.R. Probert  
**Secretary**



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COMPANIES HOUSE 29/05/02

**FIBRE POWER (SLOUGH) LIMITED****STATEMENT OF DIRECTORS' RESPONSIBILITIES**

Company law requires the directors to prepare financial statements for each financial year that 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 year. The directors are required to prepare the financial statements on the going concern basis, unless it is inappropriate to presume that the company will continue in business.

The directors confirm that suitable accounting policies have been used and applied consistently. They also confirm that reasonable and prudent judgements and estimates have been made in preparing the financial statements for the year ended 31 December 2001 and that applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements.

The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements 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.

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF  
FIBRE POWER (SLOUGH) LIMITED**

We have audited the financial statements which comprise the profit and loss account, the balance sheet and the related notes.

**Respective Responsibilities of Directors and Auditors**

The directors' responsibilities for preparing the annual report and the financial statements in accordance with applicable 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 issued by the Auditing Practices Board.

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 is not disclosed.

We read the other information contained in the annual report and consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements. The other information comprises only the directors' report.

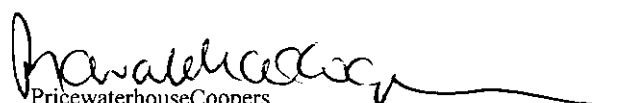
**Basis of audit opinion**

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's affairs at 31 December 2001 and of its results for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

  
PricewaterhouseCoopers  
Chartered Accountants and Registered Auditors  
Reading  
15 March 2002

**FIBRE POWER (SLOUGH) LIMITED****PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST DECEMBER 2001**

	<u>Notes</u>	<u>2001</u> <u>£000's</u>	<u>2000</u> <u>£000's</u>
Interest payable	6	1,385	451
Less: interest capitalised	7	(1,385)	(451)
		<hr/>	<hr/>
Net interest		--	--
		<hr/>	<hr/>
RESULT BEFORE AND AFTER TAXATION		<hr/> <hr/>	<hr/> <hr/>

All company operations for the year are continuing.

The results on ordinary activities all arise in the United Kingdom.

There are no recognised gains or losses other than those included in the profit and loss account above and, therefore, no separate statement of total recognised gains and losses has been prepared.

**FIBRE POWER (SLOUGH) LIMITED**  
**BALANCE SHEET AS AT 31ST DECEMBER 2001**

	<u>Notes</u>	<u>2001</u> <u>£000's</u>	<u>2000</u> <u>£000's</u>
FIXED ASSETS			
Tangible	7	23,997 <u>          </u>	15,387 <u>          </u>
CAPITAL AND RESERVES			
Called up share capital	8	-- <u>          </u>	-- <u>          </u>
Equity shareholders' funds		--	--
CREDITORS			
Amounts falling due after more than one year	9	23,997 <u>          </u>	15,387 <u>          </u>
		<u>23,997</u>	<u>15,387</u>

The financial statements were approved by the Board of Directors on 15<sup>th</sup> March 2002 and were signed on its behalf by:-

  
P.N. Jackson  
Director

The notes on pages 5 and 6 form part of these financial statements.

**FIBRE POWER (SLOUGH) LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**

1. **Principal Accounting Policies**

a) **Basis of Preparation of Financial Statements**

These financial statements have been prepared on the basis of historical costs and in accordance with applicable Accounting Standards.

b) **Transactions with Group Companies**

The company has taken advantage of the exemption allowed by FRS8 from disclosing transactions with other group companies.

c) **Deferred Taxation**

No provision for deferred United Kingdom taxation has been made, nor is any contingent liability disclosed, as any such liability will be discharged by Slough Estates plc.

d) **Cash Flow Statement**

The company is a wholly owned subsidiary of Slough Estates plc and the cash flows of the company are included in the consolidated group cash flow statement of Slough Estates plc. Consequently the company is exempt under the terms of Financial Reporting Standard No. 1 from publishing a cash flow statement.

e) **Finance Costs**

Interest costs incurred in funding major construction programmes are capitalised during the period of construction.

2. **Employees**

There are no employees directly employed by the company.

3. **Audit Fees**

The audit fees are borne by Slough Heat & Power Ltd.

4. **Directors' Emoluments**

The remuneration of D R Wilson and D E F Simons are disclosed in the financial statements of Slough Estates plc, the ultimate holding company. The remuneration of P N Jackson, J Pebworth and C Benstead are disclosed in the financial statements of Slough Heat & Power Limited, the immediate parent company. It is not practicable to allocate the remuneration of directors to subsidiary undertakings. A R Ellis receives no remuneration in respect of his services as a director.

5. **Taxation**

Any United Kingdom corporation tax liability which may arise and is not eliminated by the offset of group relief and/or advance corporation tax, for neither of which payment will be made, will be discharged by the ultimate holding company, Slough Estates plc. No payment is made to the company in the event of losses being surrendered for group relief.

6. **Interest Capitalised**

Interest costs relating to the financing of the power station works under construction are capitalised at 8.25% (the group's weighted average cost of borrowings (2000:8.50%).

**FIBRE POWER (SLOUGH) LIMITED****7. Tangible Fixed Assets**

	<u>£000's</u>
Cost and net book value at 1 <sup>st</sup> January 2001	15,387
Additions	8,610
	<hr/>
Cost and net book value at 31 <sup>st</sup> December 2001	23,997
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Tangible fixed assets represent work performed on a Power Station currently under construction and no depreciation will be charged until they are brought into use. Tangible fixed assets include aggregate finance costs of £1,836,000 (2000:£451,000). Interest capitalised during the year amounted to £1,385,000 (2000:£451,000).

**8. Called up Share Capital**

	<u>Authorised</u> <u>Number</u>	<u>£</u>	<u>Issued &amp; Fully Paid</u> <u>Number</u>	<u>£</u>
Ordinary shares of £1 each at 31 <sup>st</sup> December 2000 And at 31 <sup>st</sup> December 2001	100	100	100	100
	<hr/>	<hr/>	<hr/>	<hr/>

**9. Creditors due after more than One Year**

	<u>2001</u> <u>£000's</u>	<u>2000</u> <u>£000's</u>
Amounts due to parent undertaking	23,997	15,387
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Intercompany loans have no fixed repayment terms and are interest bearing at the Group weighted average cost of funds.

**10. Capital Commitments**

	<u>2001</u> <u>£000's</u>	<u>2000</u> <u>£000's</u>
Capital expenditure	791	11,483
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**11. Ultimate Holding Company and Controlling Party**

The immediate holding of Fibre Power (Slough) Limited is Power From Waste Limited. The company's ultimate holding company and controlling party is Slough Estates plc. Copies of the consolidated accounts of Slough Estates plc can be obtained from 234 Bath Road, Slough, SL1 4EE.