DIRECTORS' REPORT AND ACCOUNTS

2 August 2003

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COMPANIES HOUSE

0273 19/12/03

COMPANY INFORMATION

Directors: K Sargeant

L F Rutter S P Clews

Secretary: S P Clews

Registered office: Fleming Way

Crawley West Sussex RH10 9YX

Registered number: 3086995

DIRECTORS' REPORT FOR THE YEAR ENDED 2 August 2003

The directors present their report and the financial statements of the company for the year ended 2 August 2003.

PRINCIPAL ACTIVITY

The company has not traded since incorporation.

DIRECTORS

The current directors of the company were appointed on 3 December 2002.

K Sargeant

L F Rutter

S P Clews

DIRECTORS' INTERESTS

The disclosable directors' interests in the share capital of the ultimate holding company, Volution Holdings Limited at the end of the period were as follows:

'B' Ordinary shares of 10p

K Sargeant	14,221
K F Rutter	9,954
S P Clews	6,042

AUDITORS

The company is a dormant company within the meaning of section 249AA of the Companies Act 1985 (Audit Exemption) (Amendment) Regulations 2000, and is accordingly exempt from the obligation to appoint auditors.

The report of the directors was approved by the Board on 28 November 2003 and signed on its behalf by:

S P CLEWS Secretary

BALANCE SHEET – 2 August 2003

31 July	31 July
<u>2003</u>	<u>2002</u>
£	£
2	2
 -	
2	2
	2003 £

The company's parent company is Quartz Limited, and ultimate parent company Volution Holdings Limited, both registered in England and Wales.

For the year ended 2 August 2003 the company was entitled to exemption under section 249AA(1) of the Companies Act 1985.

No members have required the company to obtain an audit of its accounts for the year in question in accordance with section 249B(2).

The directors acknowledge their responsibility for:

- a) Ensuring the company keeps accounting records which comply with section 221;
- b) Preparing accounts which give a true and fair view of the state of affairs of the company as at the end of its financial year, and of its profit and loss for the financial year in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company.

The financial statements were approved by the Board on 28 November 2003 and signed on its behalf by:

K Sargeant

Director