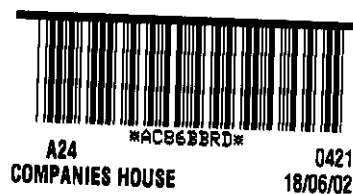


# Hulme High Street Limited

Directors' report and accounts

31 December 2001

Registered number 3153396



# Hulme High Street Limited

## **Directors**

P Parry  
R C Leese  
C M M Nangle  
R S Elliott  
K T Robinson

## **Secretary**

S Taberner

## **Registered Office**

Sandiway House  
Hartford  
Northwich  
Cheshire  
CW8 2YA

## **Auditors**

KPMG Audit Plc  
Chartered Accountants  
St James' Square  
Manchester  
M2 6DS

# Hulme High Street Limited

## Directors' Report

### Company Activities

The company's principal activity is property development. It is responsible for procuring the development of a site in Hulme, Manchester.

The company has not traded during the year.

### Directors

The current directors are listed on page 1.

The directors who serviced during the year were:

P Parry  
RC Leese  
CMM Nangle  
RS Elliott  
KT Robinson

The number of options in the ordinary share capital of AMEC plc, the ultimate parent company of the group, held by directors under the Executive and Savings Related Share Option Schemes were as follows:

	As at 1 January 2001	Exercised during the year	Granted during the year	As at 31 December 2001	Option price (pence)
P Parry	* 342	-	-	342	181p
P Parry	* 842	-	-	842	230p

\* *Savings Related Scheme*

In 1998, shareholders approved the introduction of a long-term incentive plan (the "plan"). The design of the plan took account of the provisions of Schedule A to the Combined Code.

In 2001, further shares were purchased in the market at 462.5p each and awards were made to directors on 19 April 2001, as determined by the remuneration committee.

The interests in restricted shares of the directors to whom awards were made under the plan are as follows:

	As at 1 January 2001	Vested 11 April 2001	Awarded 19 April 2001	As at 31 December 2001	Value of vested shares £000
P Parry	69,690	29,083	8,081	48,688	135

# Hulme High Street Limited

## Notes:

- i) The award of restricted shares will vest only if pre-determined performance conditions are met. These performance conditions, which are measured over three years, require the total return to ordinary shareholders (share price growth plus re-invested dividends) to be ranked in the top quartile of a group of engineering, construction and building material comparator companies for an award to vest in full. If the company's performance is at the median, 25% of the award will vest. Between those two levels, the award will vest on a sliding scale. No awards will vest if the company's performance is below the median at the end of the measured period.
- ii) The total value of awards cannot exceed 75% of a participant's base annual salary in any year.
- iii) Participants in the long-term incentive plan will not receive further
- iv) The shares which vested during the year were sold in the market by the Trustees of the Plan, for the benefit of the directors concerned, at 462.5p per share

The closing price of the ordinary shares at 31 December 2001 was 395.0p (2000: 345.5p).

The range of the closing prices for the ordinary shares during the year was 340.0p to 531.5p.

The register of directors' interests, which is open to inspection at the company's registered office, contains full details of directors' shareholdings, share options and awards under the long-term incentive plan.

Ordinary Shares in AMEC plc held by directors:

	As at 1 January 2001	As at 31 December 2001
P Parry	3,322	3,322

The register of directors' interests, which is open to inspection at the company's registered office, contains full details of directors' shareholdings, share options and awards under the long-term incentive plan.

## Auditors

Pursuant to Section 386 of the Companies Act 1985, the company is not required to reappoint its auditors annually. KPMG Audit Plc will therefore continue as the company's auditor.

By Order of the Board



S TABERNER  
Secretary

27/5/02

AMEC plc  
Sandiway House  
Hartford  
Northwich  
Cheshire CW8 2YA

# Hulme High Street Limited

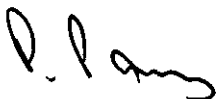
## Profit and Loss Account for the year ended 31 December 2001

During the financial year and the preceding financial year the company did not trade and received no income and incurred no expenditure. Consequently during those years the company made neither a profit nor a loss.

## Balance Sheet as at 31 December 2001

	Note	2001 £	2000 £
<b>DEBTORS</b>			
Debtors due within one year	2	<u>1,000</u>	<u>1,000</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	3	<u>1,000</u>	<u>1,000</u>

These accounts were approved by the board of Directors on 27/5/02  
and were signed on its behalf by:



P PARRY  
DIRECTOR

The notes on page 5 form part of these accounts.

# Hulme High Street Limited

## Notes to the Accounts

### 1 ACCOUNTING POLICIES

#### Accounting Convention

The accounts have been prepared under the historical cost convention and in accordance with applicable accounting standards and the Companies Act 1985.

#### Cash Flow Statement

The company is exempt from the requirement of Financial Reporting Standard No. 1 to prepare a cash flow statement as it is entitled to the filing exemptions as a small company under section 246 and 249 of the Companies Act 1985 when filing accounts with the Registrar of Companies.

### 2 DEBTORS DUE WITHIN ONE YEAR

	2001 £	2000 £
Amounts owed by group undertakings	801	801
Amounts owed by related parties	<u>199</u>	<u>199</u>
	<u>1,000</u>	<u>1,000</u>

### 3 SHARE CAPITAL

	Authorised		Allotted, called up and fully paid	
	2001 number	2000 number	2001 £	2000 £
'A' ordinary shares of £1 each	801	801	801	801
'B' ordinary shares of £1 each	<u>199</u>	<u>199</u>	<u>199</u>	<u>199</u>
	<u>1,000</u>	<u>1,000</u>	<u>1,000</u>	<u>1,000</u>

The 'A' ordinary shares above are all owned by AMEC plc

The 'B' ordinary shares above are all owned by Manchester City Council.

### 4 ULTIMATE PARENT COMPANY

The company regarded by the directors as the ultimate parent company is AMEC plc, which is incorporated in England. Copies of the group accounts can be obtained from AMEC plc, Sandiway House, Hartford, Northwich, Cheshire, CW8 2YA.

# Hulme High Street Limited

## **Statement of directors' responsibilities**

Company law requires the directors to prepare accounts for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss for that period. In preparing those accounts, 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 accounts;
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the company 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 to enable them to ensure that the accounts comply with the Companies Act 1985. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

# Hulme High Street Limited

## Independent Auditors' report to the members of Hulme High Street Limited

We have audited the accounts on pages 4 and 5.

### *Respective responsibilities of directors and auditors*

The directors are responsible for preparing the directors' report and, as described on page 6, the accounts in accordance with applicable United Kingdom law and accounting standards. Our responsibilities, as independent auditors, are established in the United Kingdom by statute, the Auditing Practices Board and by our profession's ethical guidance.

We report to you our opinion as to whether the accounts 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 accounts, 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 with the company is not disclosed.

### *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 accounts. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the accounts, 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 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 the affairs of the company as at 31 December 2001 and of its result for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

*KPMG Audit Plc*

**KPMG Audit Plc**

*Chartered Accountants*

*Registered Auditor*

**MANCHESTER**

Date: *10th June 2002*