

**AUTOMOTIVE PARTS DISTRIBUTION
GROUP LIMITED**

COMPANY NUMBER 3198592

REPORT AND FINANCIAL STATEMENTS

YEAR ENDED 30 APRIL 2001



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AUTOMOTIVE PARTS DISTRIBUTION GROUP LIMITED

REPORT AND FINANCIAL STATEMENTS

30 APRIL 2001

DIRECTORS

T MURRAY
A SEAL
G HOARE

SECRETARY

T MURRAY

REGISTERED OFFICE

CHARTER HOUSE
THE SQUARE
LOWER BRISTOL ROAD
BATH
BA2 3BH

AUDITORS

ROBSON TAYLOR
CHARTER HOUSE
THE SQUARE
LOWER BRISTOL ROAD
BATH
BA2 3BH

AUTOMOTIVE PARTS DISTRIBUTION GROUP LIMITED

REPORT AND FINANCIAL STATEMENTS

30 APRIL 2001

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AUTOMOTIVE PARTS DISTRIBUTION GROUP LIMITED

REPORT OF THE DIRECTORS

The directors have pleasure in presenting their report, together with the financial statements of the company for the year ended 30 April 2001.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

Company law requires the directors to prepare financial statements 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 of the company for that period. In preparing those financial statements, the directors are required to:

- 1) Select suitable accounting policies and then apply them consistently;
- 2) Make judgements and estimates that are reasonable and prudent;
- 3) Prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping 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 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.

PRINCIPAL ACTIVITY AND BUSINESS REVIEW

The company has been dormant throughout the year.

INTRODUCTION OF THE EURO

Due to its dormant status, the company will not be affected by the introduction of the Euro.

DIRECTORS AND DIRECTORS' INTERESTS

The directors of the company during the year were:

T Murray
A Seal
G Hoare

The directors and their beneficial interests in the share capital of the parent company during the year are disclosed in the financial statements of that company.

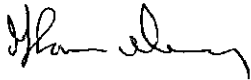
AUTOMOTIVE PARTS DISTRIBUTION GROUP LIMITED

REPORT OF THE DIRECTORS (CONTINUED)

AUDITORS

The auditors, Robson Taylor, have indicated their willingness to continue in office, and a resolution for their reappointment will be submitted to the annual general meeting.

By order of the board



T. MURRAY
Secretary

69/71 Lower Bristol Road,
Bath

20-2-2002

AUTOMOTIVE PARTS DISTRIBUTION GROUP LIMITED

REPORT OF THE AUDITORS

TO THE MEMBERS

We have audited the financial statements on pages 4 to 5 which have been prepared under the historical cost convention.

Respective responsibilities of directors and auditors

As described on page 1 the company's directors are responsible for the preparation of the 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's affairs at 30 April 2001 and have been properly prepared in accordance with the Companies Act 1985.

Robson Taylor

Registered Auditors
Bath,

20 February 2002

AUTOMOTIVE PARTS DISTRIBUTION GROUP LIMITED

BALANCE SHEET

30 APRIL 2001

	2001 £	2000 £
ASSET		
Debtors	<u>1</u>	<u>1</u>

Represented by:

SHARE CAPITAL

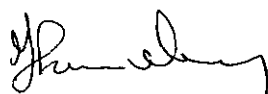
Authorised: 100,000 shares of £1 each

Issued ordinary shares of £1 each	<u>1</u>	<u>1</u>
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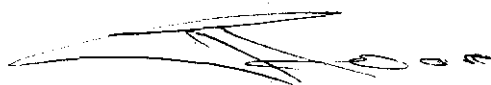
During the year the company has not traded, consequently it has made neither profit nor loss.
The directors have not received any emoluments in respect of their services to the company.

Approved by the board on 20-2-2002

DIRECTOR



T. MURRAY



G. HOARE

The notes on page 5 form part of the financial statements

AUTOMOTIVE PARTS DISTRIBUTION GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS

30 APRIL 2001

1. ULTIMATE PARENT UNDERTAKING

The ultimate parent undertaking is Automotive Parts Distribution Limited, a company incorporated in the United Kingdom.