

Company No: 3323464

SUNNY MOUNT LIMITED
REPORT AND FINANCIAL STATEMENTS
31 DECEMBER 1998



Sunny Mount Limited

Directors

Sir John Wickerson, LLB (Chairman)
D.E. Beardsmore, CEng, AMCT, FICE, FCIQB, FRSA
P.H. Coats, CA, FCT
C.N. Tweed

Secretary and Registered Office

R. Cordeschi, ACIS
Roman House, 13/27 Grant Road, Croydon, Surrey, CR9 6BU

Report of the directors

The directors submit their report and financial statements for the year ended 31 December 1998.

Review of activities

The company acts as an intermediate parent company.

Profit and loss account

The profit after tax for the year was £209,100 (1997-£nil). On 6 April 1999 the company paid an interim dividend in respect of the year of £209,100 (1997 - £nil). There was no surplus remaining after deduction of the dividend available for transfer to reserves.

Directors

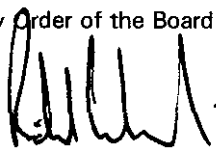
Mr G.D. Bell resigned as a director on 3 February 1999.

Interests in the group

Sir John Wickerson, Mr D.E. Beardsmore, Mr G.D. Bell and Mr P.H. Coats were, at 31 December 1998, directors of the parent company, MANSELL plc, and their interests in the group, as defined by the Companies Act 1985, are set out in the directors' report attached to the financial statements of that company for the year ended 31 December 1998. Mr C.N. Tweed had no interest in the group at any time during the year.

No director had any direct interest in the share capital of the company at any time during the year.

By Order of the Board



R. CORDESCHI
Company Secretary

Sunny Mount Limited

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

- 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 financial statements;
- 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.

Sunny Mount Limited

Auditors' report

We have audited the financial statements on pages 4 to 7 which have been prepared under the historical cost convention and in accordance with the accounting policies set out on page 5.

Respective responsibilities of directors and auditors

As described on page 2 the company's directors are responsible for the preparation of 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, 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 statement 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 affairs of the company as at 31 December 1998 and of the result for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

St. Paul's House,
Warwick Lane,
London,
EC4P 4BN.



Moore Stephens
Registered Auditors
Chartered Accountants

8 April 1999


Sunny Mount Limited
Profit and Loss Account
for the year ended 31 December 1998

	Note	<u>1998</u>	<u>1997</u>
Income from shares in group undertaking		209,100	-
		<hr/>	<hr/>
Profit on ordinary activities before taxation		209,100	-
Taxation on profit on ordinary activities	2	-	-
		<hr/>	<hr/>
		209,100	-
Dividends	3	209,100	-
		<hr/>	<hr/>
Result for the year		£ -	£ -
		<hr/>	<hr/>

Sunny Mount Limited
Balance Sheet at 31 December 1998

	Note	<u>1998</u>	<u>1997</u>
Fixed assets			
Investments	4	-	-
Current assets			
Debtors	5	210,100	1,000
Creditors: amounts falling due within one year - Dividends		(209,100)	-
Net current assets		<u>£ 1,000</u>	<u>£ 1,000</u>
Net assets		<u>£ 1,000</u>	<u>£ 1,000</u>
Capital & reserves			
Called up equity share capital	6	<u>£ 1,000</u>	<u>£ 1,000</u>

These financial statements were approved by the board on 8 April 1999



P. H. COATS

Director

Sunny Mount Limited

Notes to the accounts

1. Principal accounting policies

Basis of accounting

The financial statements have been prepared under the historical cost convention, and in accordance with applicable accounting standards.

Group accounts

The financial information is presented concerning the company as an individual undertaking. The company is exempt from preparing group accounts under s228 of the Companies Act 1985. The results are included in the consolidated financial statements of its ultimate parent undertaking, MANSELL plc.

2. Taxation

No liability to Corporation Tax arises on the income received during the year.

3. Dividends	1998	1997
Interim dividend, £209.10 per share	£ 209,100	£ -

4. Fixed asset investments	Shares in Subsidiary Undertakings
At 31 December 1998 and 1997	£ -

The company's fixed asset investments comprise an 85% shareholding of the ordinary share capital of MANSELL Maintenance Limited (formerly Station Maintenance Limited), acquired in 1997 at a cost of £nil.

MANSELL Maintenance Limited is incorporated in Great Britain and its principal activity is building maintenance.

5. Debtors	1998	1997
Amounts owed by parent undertaking	1,000	-
Amounts owed by subsidiary undertakings	209,100	-
Called up share capital not paid	-	1,000
	£ 210,100	£ 1,000

6. Called up equity share capital

Authorised:		
Ordinary shares of £1 each	£ 1,000	£ 1,000
Allotted, called up and unpaid:		
Ordinary shares of £1 each	£ -	£ 1,000
Allotted, called up and fully paid:		
Ordinary shares of £1 each	£ 1,000	£ -

Sunny Mount Limited

Notes to the accounts

7. Ultimate parent company

The company is a wholly owned subsidiary of MANSELL plc, which is incorporated in Great Britain. Copies of the group accounts may be obtained from the Company Secretary, MANSELL plc, Roman House, Grant Road, Croydon CR9 6BU