Company No: 3323464

SUNNY MOUNT LIMITED

REPORT AND FINANCIAL STATEMENTS 31 DECEMBER 2002

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Sunny Mount Limited

Directors

P A Cleaver BSc CEng MICE P J Scannell BSc FCA

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 2002.

Review of Activities

The company acts as an intermediate parent company.

Profit and loss account

There were no payments or receipts of a revenue nature in the year or the preceding year and consequently a profit and loss account has not been produced.

Dividends

The directors are unable to propose the payment of a dividend for the year (2001: £nil).

Directors

The directors holding office at the date of this report are shown above. Sir John Wickerson resigned as a director on 4 April 2002.

Directors' interests in the group

All the directors were, at 31 December 2002, 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 2002.

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

The "Elective Regime"

At the Annual General Meeting held on 24 November 1999, the company adopted a resolution under the terms of Section 379A, Companies Act 1985 (as amended), to take advantage of the full range of procedural relaxations permitted by that provision. Accordingly, no Annual General Meeting is to be held and the accounts will not be laid before the members.

By order of the board

R Cordeschi Company Secretary

Sunny Mount Limited

Balance Sheet at 31 December 2002

	Note	<u>2002</u>	<u>2001</u>
Fixed assets			
Investments	2	-	-
Current assets			
Debtors	3	1,000	1,000
Creditors: amounts falling due within one year	4	-	-
Net current assets		£ 1,000	£ 1,000
Net assets		£ 1,000	£ 1,000
Capital and reserves			
Called up equity share capital	5 ′	£ 1,000	£ 1,000
	5 ′	£ 1,000	£ 1,000

- (a) For the year ended 31 December 2002 the company was entitled to exemption under section 249AA(1) of the Companies Act 1985.
- (b) Members have not required the company to obtain an audit in accordance with section 249B(2) of the Company Act 1985.
- (c) The directors acknowledge their responsibility for:-
 - (i) ensuring the company keeps accounting records which comply with section 221; and
 - (ii) preparing accounts which give a true and fair view of the state of affairs of the company as at the end of the financial year, and of its profit or loss for the financial year, in accordance with the requirements of 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 on pages 2 to 3 were approved by the board on 3 April 2003

P J Scannell Director

Sunny Mount Limited

Notes to the accounts

1. Principal accounting policies

(a) Basis of accounting

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

(b) 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. Fixed asset investments

Shares in subsidiary undertakings

	<u>2002</u>	2001
At 31 December	£ -	£ -

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

MANSELL Maintenance Limited is incorporated in Great Britain and its principal activity was building maintenance, however this business was, during 2002, wound down.

3.	Debtors	<u>2002</u>	<u>2001</u>
	Amounts owed by parent undertaking	£ 1,000	£ 1,000
			
4.	Creditors: Amounts falling due within one year	<u>2002</u>	<u>2001</u>
	Due to group undertakings	£-	£-
			
5.	Called up equity share capital	<u>2002</u>	<u>2001</u>
	Authorised:		
	Ordinary shares of £1 each	£ 1,000	£ 1,000
	Allotted, called up and fully paid:		
	Ordinary shares of £1 each	£ 1,000	£ 1,000

6. Ultimate parent undertaking

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.