

**Senior Coatings Limited**

**Directors' report and financial  
statements**

**Registered number 3398632**

**30 June 2003**



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## Company information

|                           |  |
|---------------------------|--|
| <b>Director:</b>          | SOL Jonsson  |
| <b>Company secretary:</b> | SOL Jonsson  |
| <b>Registered office:</b> | Eland Road<br>Denaby Main<br>Doncaster<br>DN12 4HA   |
| <b>Registered number:</b> | 3398632  |
| <b>Auditors:</b>          | KPMG LLP<br>1 The Embankment<br>Neville Street<br>Leeds<br>LS1 4DW                                     |
| <b>Bankers:</b>           | Bank of Scotland<br>4 <sup>th</sup> Floor<br>Lisbon House<br>116 Wellington Street<br>Leeds<br>LS1 4LT |
| <b>Solicitors:</b>        | Lupton Fawcett<br>Yorkshire House<br>Greek Street<br>Leeds<br>LS1 5SX                                  |

## Director's report

The director presents his annual report and the audited financial statements for the six month period ended 30 June 2003.

### Principal activity and business review

During the above financial period the company has not traded and there has been no income or expenditure and therefore no change in the company's position has arisen.

The directors do not expect the company to trade in the next financial period.

### Proposed dividend

The director does not recommend the payment of a dividend, (*31 December 2002: £nil*).

### Director and director's interests

The director who held office during the period is as follows:

SOL Jonsson

The director who held office at the end of the financial period did not have any interest in the shares of the company.

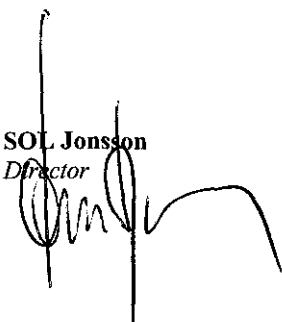
The interests of the director in shares of other group companies are set out in the directors' report of the parent company.

### Auditors

In accordance with Section 384 of the Companies Act 1985 a resolution to re-appoint KPMG LLP as auditors to the company will be proposed at the forthcoming Annual General Meeting.

By order of the board

SOL Jonsson  
Director



Eland Road  
Denaby Main  
Doncaster  
DN12 4HA

29/01/ 2004

## Statement of the director's responsibilities

Company law requires the director 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 for that period. In preparing those financial statements, the director is 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 director is 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. He has 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.



**KPMG LLP**

1 The Embankment  
Neville Street  
Leeds  
LS1 4DW  
United Kingdom

**Independent auditors' report to the members of Senior Coatings Limited**

We have audited the financial statements on pages 5 to 8.

This report is made solely to the company's members, as a body, in accordance with section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

**Respective responsibilities of the director and auditors**

The director is responsible for preparing the director's report and, as described on page 3, the financial statements 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 financial statements 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 financial statements, 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 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 as at 30 June 2003 and of its result for the period then ended and have been properly prepared in accordance with the Companies Act 1985.

**KPMG LLP**

**KPMG LLP**  
*Chartered Accountants*  
*Registered Auditor*

29 January 2004

**Profit and loss account**

*for the six month period ended 30 June 2003*

During the financial period and the preceding financial period the company has not traded on its own account and has received no income and incurred no expenditure. Consequently, during these periods the company has made neither a profit nor a loss.

## Balance sheet

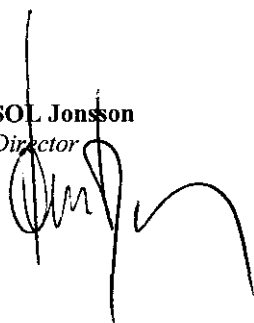
at 30 June 2003

|   | <i>Note</i> | 30 June 2003<br>£ | 31 December 2002<br>£ |
|---|-------------|-------------------|-----------------------|
| <b>Creditors: amounts falling due within one year</b> | 2           | (311,408)         | (311,408)             |
| <b>Net liabilities</b>                                |             | (311,408)         | (311,408)             |
| <b>Capital and reserves</b>                           |             |                   |                       |
| Called up share capital                               | 3           | 1,000             | 1,000                 |
| Profit and loss account                               | 4           | (312,408)         | (312,408)             |
| <b>Equity shareholders' deficit</b>                   |             | (311,408)         | (311,408)             |

These financial statements were approved by the board of directors on  
on its behalf by:

15/01/ 2004 and were signed

**SOL Jonsson**  
*Director*





## Notes

*(forming part of the financial statements)*

### 1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements.

#### *Basis of preparation*

The financial statements have been prepared in accordance with applicable accounting standards and under the historical cost accounting rules. The financial statements have been prepared on a going concern basis which assumes the company will continue to trade, given the continued support of the parent company. If the company were unable to trade, adjustments would have to be made to reduce the value of assets to their recoverable amount and to provide for any liabilities which might arise.

Under Financial Reporting Standard 1 the company is exempt from the requirement to prepare a cash flow statement on the grounds that the parent undertaking includes the company in its own published consolidated financial statements.

As the company is a wholly owned subsidiary of Clytha Holdings Limited, the company has taken advantage of the exemption contained in Financial Reporting Standard 8 and has therefore not disclosed transactions or balances with entities which form part of the group. The consolidated financial statements of Clytha Holdings Limited, within which this company is included, can be obtained from the address included in note 5.

### 2 Creditors: amounts falling due within one year

|                                    | 30 June 2003   | 31 December<br>2002 |
|------------------------------------|----------------|---------------------|
|                                    | £              | £                   |
| Amounts owed to group undertakings | 311,408        | 311,408             |
|                                    | <u>311,408</u> | <u>311,408</u>      |

### 3 Called up share capital

*Authorised, allotted, called up and fully paid*

| Number | Class    | Nominal value | 30 June 2003 | 31 December 2002 |
|--------|----------|---------------|--------------|------------------|
|        |          |               | £            | £                |
| 1,000  | Ordinary | £1            | 1,000        | 1,000            |
|        |          |               | <u>1,000</u> | <u>1,000</u>     |

### 4 Reserves

|                                | Profit and<br>loss account<br>£ |
|--------------------------------|---------------------------------|
| At beginning of period         | (312,408)                       |
| Retained profit for the period | -                               |
|                                | <u>(312,408)</u>                |
| At end of period               | <u>(312,408)</u>                |

**Notes** *(continued)*

**5 Ultimate parent company**

The company is a subsidiary undertaking of Clytha Holdings Limited incorporated in England.

The smallest group in which they are consolidated is that headed by Clytha Holdings Limited. The consolidated accounts of this group are available to the public and may be obtained from Elland Road, Denaby Main, Doncaster, DN12 4HA.