REPORT AND ACCOUNTS YEAR ENDING 31 MARCH 2000

This Report and Statement of Accounts for the year ended 31 March 2000 was approved by the Directors of the Company on 5 September 2000 and will be sent to the Company's single member in accordance with the elective regime adopted on 21 December 1998.

Company Number: 3618080 England

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COMPANY DETAILS

Classification: A company limited by guarantee not having a share capital.

Date of incorporation: 19 August 1998

Chairman: Mr. A.M. Harmer

Directors: The directors during the period were as follows:

Mr. A.M. Harmer Mr. N. Smith-Spark

Mr. A. Gage

Mrs. M. Nisbet (until 31.12.99)

Mr. A.H. Alden (with effect from 01.01.00)

Mr. J. Redman Mr. R. Savinson

None of the directors is a member of the Company.

Secretary: Mr. R. Burton (Tel: 01628 584771)

Fax: 01628 584619)

Registered Number: 3618080 England

Registered Office: EPSL c/o Scottish & Southern Energy plc, Westacott Way,

Littlewick Green, Maidenhead, Berkshire, SL6 3QB

Bankers: The Company does not operate a bank account.

Auditors: The Company is exempt from the requirement to appoint auditors.

Solicitors: Dibb Lupton Alsop, 6 Dowgate Hill, London, EC4R 2SS

Eversheds, Senator House, 85 Queen Victoria Street, London, EC4V 4JL

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DIRECTORS' REPORT

Principal Activity

To undertake and carry on the offices, powers and duties of trustee for and in respect of the Electricity Association Services Group of the retirement benefits scheme established under irrevocable trusts on 20 January 1983 and known as the Electricity Supply Pension Scheme.

Future Activities

The Company will continue to exercise its functions during 2000/2001.

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:

- 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; and
- 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 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.

Auditors

Under the provisions of the Companies Act 1985 an elective resolution was passed on 21 December 1998 to dispense with the holding of annual general meetings, the laying

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DIRECTORS' REPORT

Auditors (continued):

of accounts before the Company in general meeting and the obligation to re-appoint auditors annually. Following receipt of advice from PricewaterhouseCoopers, the auditors of the sole member, the Company passed a further resolution on 25 October 1999 exempting it from the requirement to initially appoint auditors as otherwise required by the Companies Act 1985, Section 384 and that this resolution was passed pursuant to the Companies Act 1985, Section 250.

By order of the Board

R. Burton Secretary

Date: 4 January 2001

EPSL c/o Scottish & Southern Energy plc Westacott Way Littlewick Green Maidenhead Berkshire SL6 3QB

Registered Number: 3618080 England

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BALANCE SHEET AS AT 31 MARCH 2000

£

Assets

NIL

Liabilities

<u>NIL</u>

NIL

The Company was dormant throughout the financial year.

These financial statements were approved by the Board of Directors and signed on their behalf:

M. Man (Chairman)

(Company Secretary)

Dated the 4 111 day of January 2001, 2000

Notes

- (i) Every member undertakes to contribute such amount (not exceeding £50,000) to the Company's assets as may be required if it should be wound up while he is a member or within one year after he ceases to be a member, for payment of the Company's debts and liabilities arising or contracted before he ceased to be a member and of the costs, charges and expenses of winding-up.
- (ii) During the year ended 31 March 2000 the Company received no income and incurred no expenditure on its own behalf and there were no recognised gains or losses. Consequently no profit and loss account or statement of recognised gains and losses have been prepared.