

**DOUGHTY HANSON & CO III NOMINEES 1  
LIMITED**

**ANNUAL REPORT AND FINANCIAL  
STATEMENTS FOR THE YEAR ENDED**

**31 DECEMBER 2000**



Registered In England No. 3637206

**DOUGHTY HANSON & CO III NOMINEES 1 LIMITED  
REPORT AND FINANCIAL STATEMENTS FOR THE  
YEAR ENDED 31 DECEMBER 2000**

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## **DOUGHTY HANSON & CO III NOMINEES 1 LIMITED REPORT OF THE DIRECTORS**

The Directors present their Report to the members together with the financial statements for the year ended 31 December 2000 which were approved by them on 4 May 2001.

### **Business review**

The principal activity of the Company is to hold Fund investments as nominee on behalf of the General Partner (Doughty Hanson & Co Limited) for Doughty Hanson and Co III Limited Partnership 1 within Doughty Hanson & Co III which invests in equity and equity related investments.

### **Results**

The company received no fees for acting as a nominee and all costs were incurred by its parent company. Accordingly, the company made neither a profit nor loss during the year. It is not anticipated that there will be any change to this state of affairs in the foreseeable future.

### **Directors**

The directors of the company during the year were as follows.

#### **Appointed**

|   |                   |
|---|-------------------|
| N. E. Doughty                             | 23 September 1998 |
| R.P. Hanson                               | 23 September 1998 |
| S.T. Horn                                 | 23 September 1998 |
| C. J. Wallis (alternate to N. E. Doughty) | 24 September 1998 |

# **DOUGHTY HANSON & CO III NOMINEES 1 LIMITED**

## **REPORT OF THE DIRECTORS**

### **Interests of directors**

The interests of the Directors in office at 31 December 2000 in the capital of Doughty Hanson & Co Limited, the ultimate parent company, were as follows.

### **Director**

|               |                     | <b>1999 &amp; 2000</b>        |                                       |
|---------------|---------------------|-------------------------------|---------------------------------------|
|               |                     | <b>Ordinary<br/>£1 Shares</b> | <b>Participating<br/>£0.50 Shares</b> |
| N. E. Doughty | Ordinary 'A' Shares | 6,667                         | 65,280                                |
| R. P. Hanson  | Ordinary 'B' Shares | 3,333                         | 40,800                                |
| S. T. Horn    |                     | -                             | 8,160                                 |
| C. J. Wallis  |                     | -                             | 24,480                                |

### **Auditors**

As the company satisfies the conditions laid down in Section 250(1) of the Companies Act 1985, as amended, the provisions of Section 384 shall not apply to the company and auditors will not be appointed.

### **Elective Resolution**

Pursuant to Section 379A of the Companies Act 1985, as amended, an elective resolution was passed on 24 September 1998 to dispense with the laying of accounts before the company in general meeting and the holding of annual general meetings. Accordingly the accounts will not be presented to the company in general meeting.

By order of the Board.



S.T. Horn  
Secretary  
4 May 2001

Registered Office  
45 Pall Mall  
London  
SW1Y 5JG

## **DOUGHTY HANSON & CO III NOMINEES 1 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 year. 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.

The Directors confirm the financial statements comply with the above requirements.

**DOUGHTY HANSON & CO III NOMINEES 1 LIMITED**  
**BALANCE SHEET AS AT 31 DECEMBER 2000**

|                             | Notes | 2000<br>£ | 1999<br>£ |
|-----------------------------|-------|-----------|-----------|
| <b>Current assets</b>       |       |           |           |
| Debtors                     | 4     | <u>1</u>  | <u>1</u>  |
| <b>Capital and Reserves</b> |       |           |           |
| Called-up share capital     | 5     | 1         | 1         |
| Profit and loss account     |       | <u>-</u>  | <u>-</u>  |
| Equity shareholders' funds  |       | <u>1</u>  | <u>1</u>  |

Under the provisions of Section 250(4)(C) of the Companies Act 1985, the company was dormant throughout the year.

The financial statements on pages 6 to 7 were approved by the Board of Directors on 4 May 2001 and were signed on its behalf by:-



S.T. Horn  
Director

**DOUGHTY HANSON & CO III NOMINEES 1 LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR**  
**ENDED 31 DECEMBER 2000**

**1 Basis of accounting**

The Accounts have been prepared under the historical cost convention and are in accordance with applicable accounting standards.

**2 Directors' emoluments**

No directors received emoluments during the year.

**3 Employee information**

There were no employees of the company during the year.

**4 Debtors**

|                                 | <b>2000</b>     | <b>1999</b>     |
|---------------------------------|-----------------|-----------------|
|                                 | <b>£</b>        | <b>£</b>        |
| Amount due from holding company | <u><b>1</b></u> | <u><b>1</b></u> |

**5 Share capital**

|   | <b>2000</b>       | <b>1999</b>       |
|---|-------------------|-------------------|
|   | <b>£</b>          | <b>£</b>          |
| <b>Authorised</b>                         |                   |                   |
| 100 Ordinary shares of £1 each            | <u><b>100</b></u> | <u><b>100</b></u> |
| <b>Allotted, called up and fully paid</b> |                   |                   |
| 1 Ordinary shares of £1 each              | <u><b>1</b></u>   | <u><b>1</b></u>   |

**6 Ultimate holding company**

The Company is a wholly owned subsidiary of Doughty Hanson & Co Limited, a company registered in England and Wales. The consolidated financial statements are available from Companies House, Crown Way, Cardiff, Wales, CF4 3UZ.