REPORT AND ACCOUNTS

31 DECEMBER 2001

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COMPANIES HOUSE

Report and accounts for the year ended 31 December 2001

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Sole Director

Henderson Administration Services Limited

Secretary and Registered Office

Henderson Secretarial Services Limited 4 Broadgate London EC2M 2DA

Directors' report for the year ended 31 December 2001

The directors present their report and accounts for the year ended 31 December 2001.

Principal activities

The Company has not traded during the period and accordingly no profit and loss account has been prepared. The directors do not propose the payment of a dividend.

The entire share capital of the Company was acquired from National Provident Life Limited on 18 July 2001.

Directors and their interests

The sole director is Henderson Administration Services Limited.

Change of Name

The company changed its name from NPI (Taunton) Limited on 31 July 2001.

Elective resolutions

Elective resolutions are in force which were approved by the Company's shareholders during the period to dispense with the following requirements:

- 1. to re-appoint auditors annually;
- 2. to hold an Annual General Meeting; and
- 3. to lay the accounts before the Company in general meeting.

By order of the Board

Sonia Whiteside

For and on behalf of Henderson Secretarial Services Limited, Secretary

26 February 2002

BALANCE SHEET at 31 December 2001

		31 December 2001	31 December 2000
CURRENT ASSETS	Note	£	£
Amounts owed by parent undertaking		1	1
NET CURRENT ASSETS		1	1
CAPITAL AND RESERVES			
Called up share capital	3	1	1
EQUITY SHAREHOLDERS' FUNDS		1	1

We, the directors:

- (a) confirm that the Company is eligible to take advantage of audit exemption pursuant to section 249AA(1) of the Companies Act 1985;
- (b) confirm that members have not required the Company to obtain an audit of its accounts for the year ended 31 December 2001 in accordance with section 249B(2) of the Companies Act 1985;
- (c) acknowledge our responsibilities for
 - (i) ensuring that the Company keeps accounting records which comply with section 221 of the Companies Act 1985; 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 of the Companies Act 1985 and which otherwise comply with the requirements of the Act relating to accounts, so for as they are applicable to the Company.

The accounts on pages 3 and 4 were approved by the Board on 26th February 2002 and were signed on its behalf by:

R B Ely

For and on behalf of Henderson Administration Services Limited, Director

NOTES TO THE ACCOUNTS at 31 December 2001

1. ACCOUNTING POLICIES

Basis of accounting

The accounts are prepared under the historic cost basis of accounting and conform with applicable United Kingdom Accounting standards.

2. PROFIT AND LOSS ACCOUNT

The Company has not traded during the year and has made neither a profit or loss. No profit and loss account has therefore been prepared.

3. SHARE CAPITAL

	31 December 2001 £	31 December 2000
Authorised		
100 ordinary shares of £1 each	100	100
Allotted, called up and fully paid		
1 ordinary share of £1	1	1

4. PARENT UNDERTAKING

The Company's immediate parent undertaking BNP Paribas Jersey Trust Corporation Limited and Anley Trustees Limited as trustees of Henderson UK Retail Warehouse Fund. The company was acquired from National Provident Life Limited on 18 July 2001.