POWERGEN DIRECT LIMITED

ACCOUNTS

for the year ended 31 December 2002

Registered No: 4178492



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COMPANIES HOUSE

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POWERGEN DIRECT LIMITED

BALANCE SHEET AS AT 31 DECEMBER 2002

	Note	31 December 2002 £	31 December 2001 £
Current Assets			
Called-up share capital not paid		1	1
Capital and Reserves			
Called-up share capital	4	1	1

The Company was dormant within the meaning of the Companies Act 1985 throughout the year to 31 December 2002.

For the year ended 31 December 2002 the Company was entitled to exemption under section 249aa(1) of the Companies Act 1985.

No members have required the Company to obtain an audit of its accounts for the year in question in accordance with section 249b(2).

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 its financial year, and of its profit and loss for the financial year in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating, so far as applicable to the Company.

The financial statements on pages 2 and 3 were approved by the Board on *[O]* June 2003 and signed on its behalf by:

C J Salamé for Powergen Directors Limited as director

(O June 2003

POWERGEN DIRECT LIMITED

Notes to the Accounts for the year ended 31 December 2002

1 Accounting policies

The accounts are prepared under the historical cost convention and in accordance with applicable UK accounting standards.

2 Profit and loss account

The Company has not traded during the year.

3 Directors' Report

A copy of the Directors' Report has been omitted in accordance with Schedule 8 of the Companies Act 1985.

4 Share Capital

Authorised:	31 December 2002 £	31 December 2001 £
1,000 ordinary shares of £1 each	1,000	1,000
Allotted, called-up and not paid:		
1 ordinary share of £1	1	1

5 Ultimate Parent Undertaking and Controlling Party

The immediate parent undertaking is Powergen Group Investments Limited. The ultimate parent undertaking is E.ON AG, a company incorporated in Germany, which is the parent company of the largest group to consolidate these financial statements. The smallest group to consolidate these financial statements is that of which Powergen Limited (formerly Powergen plc) is the parent undertaking. Copies of E.ON AG's Annual Report are available from the offices of E.ON AG at the following address:

E.ON AG E.ON - Platz 1 D - 40479 Düsseldorf Germany