

NPOWER YORKSHIRE SUPPLY LIMITED

Company Number 4212116

**DIRECTORS' REPORT AND ACCOUNTS
FOR THE YEAR ENDED 31 DECEMBER 2003**



NPOWER YORKSHIRE SUPPLY LIMITED

DIRECTORS' REPORT

The Directors present their report and accounts for the year ended 31 December 2003.

1. PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

Upon the sale of the supply business of Yorkshire Electricity to Npower Yorkshire Limited ("the Company"), the company entered into an Agency Agreement whereby all of the economic risk and reward, in respect of those portions of the business which could not be directly transferred as part of the sale, was passed to the Company. When the provisions of the Utilities Act were followed via the process of a transfer scheme in a form agreed with HM Government, the remaining rights and obligations such as deemed customer contracts were transferred to the Company. The Agency Agreement rights and obligations of Yorkshire Electric were also transferred to the Company and since this Agreement remains in place, the economic risk and reward remains with the Company. Thus, for the purpose of producing statutory accounts, Npower Yorkshire Supply Limited remains dormant and files accounts on this basis.

2. DIRECTORS

The Directors who held office during the financial period were as follows:

Mr Michael Bowden
Dr Brian Count *resigned 1 September 2003*
Mr Andrew Duff

None of the Directors held any interest in any shares in or debentures of the Company at the end of the financial period.

According to the register required to be kept under section 325 of the Companies Act 1985 none of the Directors of the Company at 31 December 2003 held any interest in shareholdings, share options or debentures of group companies incorporated in the United Kingdom. As permitted by statutory instrument, the register does not include shareholdings of Directors in companies incorporated outside Great Britain.

NPOWER YORKSHIRE SUPPLY LIMITED

3. SHARE CAPITAL

The Company was incorporated on 8 May 2001 with an authorised share capital of 100 Ordinary shares of £1 each, of which as at the year ended 31 December 2003, 100 Ordinary shares of £1 each had been issued and fully paid up.

4. AUDITORS

For the year ended 31 December 2003, the company was entitled to exemption under section 249AA(1) of the Companies Act 1985.

By Order of the Board



CAROLINE FAREBROTHER
COMPANY SECRETARY

5 May 2004

DIRECTORS' RESPONSIBILITIES

In respect of the preparation of the accounts

Company law requires the Directors to prepare accounts 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 accounts, 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 accounts;
- prepare the accounts 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 accounts comply with the Companies Act 1985. They have a general responsibility for taking such steps as are reasonably open to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

NPOWER YORKSHIRE SUPPLY LIMITED

BALANCE SHEET

	NOTE	31 December 2003 £	31 December 2002 £
Current assets			
Amount due from Holding Company		100	100
Net assets employed		<u>100</u>	<u>100</u>
Capital and reserves			
Called up share capital	3	100	100
		<u>100</u>	<u>100</u>

The accounting policies and notes on page 5 form an integral part of these accounts.

Director's Statement

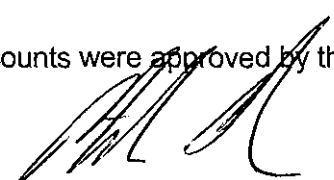
For the year ended 31 December 2003, the company was entitled to exemption under section 249AA(1) of the Companies Act 1985.

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:

- a) Ensuring the company keeps accounting records which comply with section 221.
- b) 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 to accounts, so far as applicable to the company.

The accounts were approved by the Board of Directors on 5 May 2004.



MR M BOWDEN
Director

NPOWER YORKSHIRE SUPPLY LIMITED

NOTES TO THE ACCOUNTS

1. Accounting Policies

Basis of preparation

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

Profit and Loss Account

The Company has not traded during the year ended 31 December 2003 and consequently has made neither a profit nor a loss.

2. Directors' and Employees Remuneration

The Directors received no remuneration during the year ended 31 December 2003 in respect of their services to the Company. No other persons were employed by the Company during the year ended 31 December 2003.

3. Share Capital	31.12.2003 £	31.12.2002 £
Authorised		
100 Ordinary shares of £1 each	100	100
Issued, allotted and fully paid		
100 Ordinary shares of £1 each	100	100

4. Ultimate Parent Company

RWE AG, a company incorporated in Germany, was the Company's ultimate parent company as at 31 December 2003.

Copies of the group financial statements are available from: RWE AG, Opernplatz 1, D-45128, Essen, Germany.