DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 NOVEMBER 2003

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COMPANIES HOUSE 25/09/04

Company Registration No. 932617 (England and Wales)

COMPANY INFORMATION

Directors B D H Cooper

T Ender H Schneider

Secretary B D H Cooper

Company number 932617

Registered office Hamlyns, Lewes Road

Scaynes Hill, Haywards Heath

West Sussex RH17 7NG

Auditors

The Old Meeting House Meeting House Lane Baldock, Herts

SG7 5BP

Bankers HSBC Bank Plc

Station Place

Letchworth Garden City

Herts SG6 3AJ

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DIRECTORS' REPORT FOR THE YEAR ENDED 30 NOVEMBER 2003

The directors present their report and financial statements for the year ended 30 November 2003.

Principal activities and review of the business

The principal activity of the company continued to be that of the importation and sale of speciality steel products from associated companies and licensed producers.

Results and dividends

The results for the year are set out on page 4.

Directors

The following directors have held office since 1 December 2002:

BDH Cooper

T Ender

H Schneider

Directors' interests

The directors' interests in the shares of the company were as stated below:

	Ordinary	Ordinary shares of £ 1 each	
	30 November 2003	1 December 2002	
BDH Cooper	-	•	
T Ender	-	-	
H Schneider	-	-	

The interests of the directors in the shares of the ultimate holding company are not reported, since the disclosure is exempt under the Companies (Disclosure of Directors' Interests)(Exceptions) Regulations 1985.

Auditors

In accordance with section 385 of the Companies Act 1985, a resolution proposing that WKH be reappointed as auditors of the company will be put to the Annual General Meeting.

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 30 NOVEMBER 2003

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;
- -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.

On behalf of the board

BDH Cooper

Director

22 June 2004

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF A K STEEL LIMITED

We have audited the financial statements of A K Steel Limited on pages 4 to 14 for the year ended 30 November 2003. These financial statements have been prepared under the historical cost convention and the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of the directors and auditors

As described in the statement of directors' responsibilities on page 2 the company's directors are responsible for the preparation of the financial statements in accordance with applicable law and United Kingdom Accounting Standards.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the directors' report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the company is not disclosed.

We read the directors' report and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

We conducted our audit in accordance with United Kingdom Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 30 November 2003 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

LMN

WKH

30 June 2004

Chartered Accountants Registered Auditor The Old Meeting House Meeting House Lane Baldock, Herts SG7 5BP

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30 NOVEMBER 2003

		2003	2002
	Notes	£	£
Turnover	2	7,487,829	6,977,596
Cost of sales		(7,047,887)	(6,432,702)
Gross profit		439,942	544,894
Administrative expenses		(330,783)	(297,367)
Other operating income		4,184	6,013
Operating profit	3	113,343	253,540
Other interest receivable and similar income		359	2 700
Interest payable and similar charges	4	(46,500)	3,798 (59,563)
Profit on ordinary activities before			
taxation		67,202	197,775
Tax on profit on ordinary activities	5	(21,503)	(62,650)
Profit on ordinary activities after			
taxation		45,699	135,125
Dividends	6	(127,205)	(147,083)
Retained loss for the year	13	(81,506)	(11,958)
		(,,	=====

The profit and loss account has been prepared on the basis that all operations are continuing operations.

There are no recognised gains and losses other than those passing through the profit and loss account.

BALANCE SHEET AS AT 30 NOVEMBER 2003

		200	03	200)2
	Notes	£	£	£	£
Current assets					
Stocks	8	584,295		885,047	
Debtors	9	2,323,124		2,322,251	
Cash at bank and in hand		584,739		217,228	
		3,492,158		3,424,526	
Creditors: amounts falling due within					
one year	10	(2,944,867)		(2,795,729)	
Total assets less current liabilities			547,291	 _	628,797
Capital and reserves					
Called up share capital	12		455,000		455,000
Profit and loss account	13		92,291		173,797
Shareholders' funds - equity interests	14		547,291		628,797

The financial statements were approved by the Board on 22 June 2004

T Ender **Director**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 NOVEMBER 2003

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention.

The company has taken advantage of the exemption in Financial Reporting Standard No 1 (Revised 1996) from the requirement to produce a cash flow statement on the grounds that it is a subsidiary undertaking where 90 percent or more of the voting rights are controlled within the group.

1.2 Turnover

Turnover represents amounts receivable for goods and services net of VAT and trade discounts.

1.3 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Plant and machinery

33% straight line

Fixtures, fittings & equipment

33% straight line

1.4 Stock

Stock is valued at the lower of cost and net realisable value.

1.5 Pensions

The regular cost of providing retirement pensions and related benefits is charged to the profit and loss account over the employees' service lives on the basis of a constant percentage of earnings. Any difference between the charge to the profit and loss account and the contributions paid to the scheme is shown as an asset or liability in the balance sheet.

The pension costs charged in the financial statements represent the contributions payable by the company during the year in accordance with FRS 17.

1.6 Deferred taxation

Deferred tax arises as a result of including items of income and expenditure in taxation computations in periods different from those in which they are included in the company's accounts. Deferred tax is provided in full on timing differences that result in an obligation to pay more (or less) tax at a future date, at the average tax rates that are expected to apply when the timing differences reverse, based on current tax rates and laws.

1.7 Foreign currency translation

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All differences are taken to profit and loss account.

2 Turnover

The total turnover of the company for the year has been derived from its principal activity wholly undertaken in the United Kingdom.

3	Operating profit	2003 £	2002 £
	Operating profit is stated after charging: Auditors' remuneration	8,750	8,500
	and after crediting: Profit on foreign exchange transactions	(22,683)	(51,808)
4	Interest payable	2003 £	2002 £
	On amounts payable to group companies Other interest	46,174 326	59,506 57
		46,500	59,563
5	Taxation	2003 £	2002 £
	Domestic current year tax		
	U.K. corporation tax	21,503	63,881
	Adjustment for prior years	-	(1,231)
	Current tax charge	21,503	62,650
	Factors affecting the tax charge for the year		
	Profit on ordinary activities before taxation	67,202 ————	197,775
	Profit on ordinary activities before taxation multiplied by standard rate of UK		
	corporation tax of 30.00% (2002: 30.00%)	20,161	59,333
	Effects of:		
	Non deductible expenses	1,685	1,329
	Capital allowances	(116)	(155)
	Adjustments to previous periods	(1.10) -	(369)
	Other tax adjustments	(227)	2,512
		1,342	3,317
	Current tax charge	21,503	62,650
			

6	Dividends		2003 £	2002 £
	Ordinary interim paid		127,205	147,083
7	Tangible fixed assets			
		Plant and machinery	Fixtures, fittings &	Total
		£	equipment £	£
	Cost At 1 December 2002 & at 30 November 2003	2,830	14,101	16,931
	Depreciation At 1 December 2002 & at 30 November 2003	2,830	14,101	16,931
	Net book value At 30 November 2003		-	-
8	Stocks		2003 £	2002 £
	Finished goods and goods for resale		584,295	885,047
9	Debtors		2003	2002
			£	£
	Trade debtors Amounts owed by subsidiary undertakings Other debtors Prepayments and accrued income		2,281,896 22,700 (1,273) 19,801	2,278,252 17,770 4,148 22,081
			2,323,124	2,322,251

10	Creditors: amounts falling due within one year	2003	2002
		£	£
	Trade creditors	16,149	64,507
	Amounts owed to parent and fellow subsidiary undertakings	2,831,379	2,614,912
	Corporation tax	30,944	64,469
	Other taxes and social security costs	27,858	-
	Accruals and deferred income	38,537	51,841
		2,944,867	2,795,729

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 NOVEMBER 2003

11 Pension costs

Defined benefit

The company operates a defined benefit pension scheme under which all employees are eligible. The AK Steel & GST (UK) Pension Plan ("the Plan") is funded by contributions from the company.

A full actuarial valuation of the Plan was performed at 6 April 2002. This used the attained age method and assumed a financial yield up to retirement of 7.25% per annum net of expenses, a financial yield after retirement of 5.25% per annum net, salary increases of 4.25% per annum, price inflation of 2.75% and limited price indexation of 2.75%. The market value of assets at the date of valuation was £1,509,000 which was 126% of the scheme's liabilities. The employer's contribution rate for future service has been agreed at 17.5% of pensionable pay, with employees' rate in addition of 5.00%.

The company has continued to account for pensions in accordance with SSAP 24. Financial Reporting Standard 17 ("FRS 17), Retirement Benefits, was issued in November 2000 but it will not be mandatory for the company to comply with FRS 17 until the end of the financial year in 2005.

Phased transitional disclosures, however, are required from last year onwards and these, to the extent not covered above, are provided below.

The actuarial valuation carried out as at 6 April 2002 has been updated to 30 November 2003, in accordance with the advice of a qualified independent actuary.

		2003 £	2002 £
Contributions reveale by the company for the period		23,167	28,996
Contributions payable by the company for the period		23,107	20,990
	2003	2002	2001
	%	%	%
The main financial assumptions are as follows:			
Rate of increase in salaries	4.75	4.35	4.25
Rate of increase in pensions in payment	2.75	2.35	2.25
Rate of increase in pensions in deferment	2.75	2.35	2.25
Discount rate	5.75	5.60	5.50
Inflation assumption	2.75	2.35	2.25
The long term expected rates of return are as follows:		····	
Equities	5.50	5.25	5.00
Bonds	4.00	3.75	3.50
Property	5.00	4.75	4.50
Other assets	3.50	3.25	3.00

11	Pension costs				(continued)
			2003	2002	2001
			£	£	£
		e scheme are as follows:			
	• • •	d General managed fund units			
		quity units	785,000	737,000	945,000
		ond units	64,000	52,000	41,000
		operty units	19,000	28,000	25,000
	(ii) Insured p		459,000	443,000	432,000
	(iii) Other as:	sets	14,000	15,000 ———	26,000
			1,341,000	1,275,000	1,469,000
	Present value of	scheme liabilities	1,369,000	1,292,000	1,451,000
	Deficit/surplus in	scheme	(28,000)	(17,000)	18,000
	Net pension liabil	ity/asset	(28,000)	(17,000)	18,000
	•		· · · · · · · · · · · · · · · · · · ·	===	
	Analysis of the	amount charged to operating pro	fit	2003	2002
	-	-		£	£
	Current service of	ost		27,000	25,000
	Past service cost			-	-
	Total operating c	harge		27,000	25,000
	3				
	Analysis of net	return on pension scheme		2003	2002
				£	£
	Expected return	on pension scheme assets		43,000	49,000
	Interest on pensi	on liabilities		(50,000)	(55,000)
	Net return			(7,000)	(6,000)
					==
	Analysis of net	amount which would be recognis	sed in statement of	2003	2002
	•	d gains and losses (STRGL)		£	£
	Actual return les	s expected return on assets		(27,000)	(206,000)
		s and losses on liabilities		93,000	192,000
	Changes in assu	mptions		(69,000)	(16,000)
	Actuarial gain/(lo	ss) recognised in STRGL		(3,000)	(30,000)
	Adjustment due			•	
	Net gain/(loss) re	ecoanised		(3,000)	(30,000)
	35(1000) 1			(3,555)	=====

11	Pension costs		(continued)
	Movement in surplus/deficit during the year	2003 £	2002 £
	(Deficit)/surplus in scheme at the beginning of the year	(17,000)	18,000
	Current service cost	(27,000)	(25,000)
	Contributions	26,000	26,000
	Past service costs	-	-
	Net return on assets/(interest costs)	(7,000)	(6,000)
	Actuarial gain/(loss)	(3,000)	(30,000)
	Deficit in scheme at 30 November 2003	(28,000)	(17,000)
	History of experience gains and losses	2003	2002
	Difference between expected and actual return on scheme assets:		
	amount in £'s	(27,000)	(206,000)
	Difference between expected and actual return on scheme assets:		
	percentage of scheme assets	(3)%	(25)%
	Experience gains and losses on scheme liabilities:		
	amount in £'s	93,000	192,000
	percentage of scheme liabilities	10%	23%
	Total amount recognised in statement of total recognised gains and losses:		
	amount in £'s	(3,000)	(30,000)
	percentage of scheme liabilities	0%	(4)%
	Company contributions paid during the year amounted to £23,167.		
12	Share capital	2003	2002
	•	£	£
	Authorised		
	500,000 Ordinary shares of £1 each	500,000	500,000
			-
	Allotted, called up and fully paid		
	455,000 Ordinary shares of £1 each	455,000	455,000

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 NOVEMBER 2003

13	Statement of movements on profit and loss account		Profit and loss account £
	Balance at 1 December 2002		173,797
	Retained loss for the year		(81,506)
	Balance at 30 November 2003		92,291
14	Reconciliation of movements in shareholders' funds	2003 £	2002 £
	Profit for the financial year	45,699	135,125
	Dividends	(127,205)	(147,083)
	Net depletion in shareholders' funds	(81,506)	(11,958)
	Opening shareholders' funds	628,797	640,755
	Closing shareholders' funds	547,291	628,797

15 Financial commitments

At 30 November 2003 the company had annual commitments under non-cancellable operating leases as follows:

		Land and buildings			Other	
		2003	2002	2003	2002	
		£	£	£	£	
	Expiry date:					
	Within one year	-	-	7,887	1,400	
	Between two and five years	7,450	7,450	1,585	9,472	
		7,450	7,450	9,472	10,872	
16	Directors' emoluments			2003 £	2002 £	
	Emoluments for qualifying services			59,632	50,942	

The number of directors for whom retirement benefits are accruing under defined benefit schemes amounted to 1 (2002-1).

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 NOVEMBER 2003

17 Employees

Number of employees

The average monthly number of employees (including directors) during the vear was:

year was:	2003 Number	2002 Number
Administration staff	5	5
Employment costs	£	£
Wages and salaries	123,543	120,590
Social security costs	12,005	17,169
Other pension costs	23,167	28,996
	158,715	166,755

18 Related party transactions

The company's ultimate parent undertaking is AK Steel Holding Corporation, a company incorporated in the United States of America. AK Steel Limited have taken advantage of the FRS 8 exemption to disclose inter-group transactions and balances as they are a 100% subsidiary. AK Steel Holding Corporation has included the company in it's group accounts, copies of which are available from its principal office at 703 Curtis Street, Middletown, Ohio 45043 0001, United States of America.

The immediate holding company AK Steel (Europe) Limited and its accounts are available from its registered office at Hamlyns, Lewes Road, Scaynes Hill, Haywards Heath, West Sussex RH17 7NG.