Directors' report and accounts

31 December 1994

Registered number 1166993



Directors

RA Burton GL Drake

Secretary

GL Drake

Registered office

Drayton Norwich NR8 6AH

Auditors

KPMG Holland Court The Close Norwich NR1 4DY

Report of the Directors

The Directors present their Report and Accounts of the Company for the year ended 31 December 1994.

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 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;
- 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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

Business review

The Company has not traded during the year and incurred neither profit nor a loss.

Directors and Directors' interests

The Directors who served the Company during the year were:

Wake.

RA Burton

GL Drake

No Director had any beneficial interest in the shares of this Company.

Mr Drake retires in accordance with the Articles of Association and, being eligible, offers himself for re-election.

By order of the board

GL Drake Secretary



Holland Court The Close Norwich NR1 4DY

Auditors' report to the members of William Mace & Bros Limited

We have audited the accounts on pages 4 and 5.

Respective responsibilities of Directors and Auditors

As described on page 2 the Company's Directors are responsible for the preparation of accounts. It is our responsibility to form an independent opinion, based on our audit, on those accounts and to report our opinion to you.

Basis of opinion

We conducted our audit in accordance with 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 accounts. It also includes an assessment of the significant estimates and judgements made by the Directors in the preparation of the accounts, 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 accounts 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 accounts.

Opinion

In our opinion the accounts give a true and fair view of the state of the Company's affairs at 31 December 1994 and of its result for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

KPMG

Chartered Accountants Registered Auditors 20 April 1995.

Ralance sheet

at 31 December 1994	Note	1994 £	1993 £
Current assets Debtors	2	£50,000	£50,000
Capital and reserves Called up share capital Share premium account	3	25,000 25,000	25,000 25,000
		£50,000	£50,000

The Company was dormant (within the requirements of Section 250 of the Companies Act 1985) throughout the financial year.

The accounts on pages 4 and 5 were approved by the board on 21 March 1995:

RA Burton Director

Notes to the Accounts for the year ended 31 December 1994

Accounting policies 1

Basis of accounting

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

Debtors

L	Deplots	1994	1993
	Amount owed by group undertakings	£50,000	£50,000
Authorised	Share capital	1994	1993
	Authorised, issued and fully paid 25,000 ordinary shares of £1 each	£25,000	£25,000

4 Profit and loss account

The Company did not trade during this nor the preceding year and incurred neither profit nor loss. Consequently there were no recognised gains or losses.

5 Ultimate parent undertaking

The ultimate parent undertaking of William Mace & Bros Limited is RG Carter Holdings Limited which is registered in England.