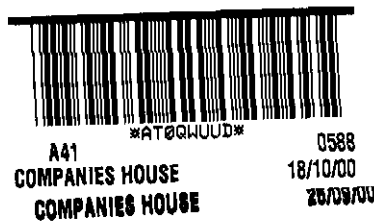


Registered No. 92442

HOOPER & ADLARD LIMITED
ANNUAL REPORT AND ACCOUNTS
YEAR ENDED 31 MARCH 2000



**HOOPER & ADLARD LIMITED
ANNUAL REPORT AND ACCOUNTS
YEAR ENDED 31 MARCH 2000**

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HOOPER & ADLARD LIMITED
DIRECTORS' REPORT

1

The Directors submit their report and financial statements for the year ended 31 March 2000. The Company has not traded during the year

During the year, an offer was made by Orchardflint plc, a wholly owned subsidiary of Compagnie de Saint-Gobain, to acquire the entire issued share capital of Meyer International PLC (which was previously the ultimate holding company of this company). The offer was declared unconditional in all respects on 24 March 2000.

DIRECTORS

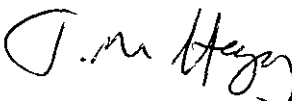
L. Poston (Appointed 6 April 2000)
A.J. Burton (Resigned 6 April 2000)
J.M. Hogg (Appointed 12 November 1999)
S.J. Waine (Resigned 12 November 1999)

The interests of A.J. Burton in ordinary shares and in options granted to subscribe for ordinary shares of Meyer International PLC and its subsidiary undertakings, are disclosed in the report and accounts of Meyer International PLC.

During the year J.M. Hogg was granted SAYE share options in respect of 1,222 (1999: nil) ordinary shares of Meyer International PLC.

The Directors confirm that the Company was dormant within the meaning of Section 250(3) of the Companies Act 1985 throughout the accounting period ended on the balance sheet date.

BY ORDER OF THE BOARD


J.M. Hogg
Secretary

Registered Office:
Aldwych House
81 Aldwych
London
WC2B 4HQ

Registered No. 92442

19/9/ 2000

HOOPER & ADLARD LIMITED
STATEMENT OF DIRECTORS' RESPONSIBILITIES

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Company law requires the Directors to prepare the financial statements for each financial year which give a true and fair view of the state of affairs of the Company. 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 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.

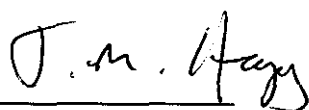
HOOPER & ADLARD LIMITED
BALANCE SHEET
AS AT 31 MARCH 2000

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	<u>Notes</u>	2000 £	1999 £
CURRENT ASSETS			
Debtors – amounts falling due after more than one year	3	<u>342,800</u>	<u>342,800</u>
CAPITAL AND RESERVES			
Called up share capital	4	181,800	181,800
Other reserves		<u>161,000</u>	<u>161,000</u>
Shareholders' funds		<u>342,800</u>	<u>342,800</u>

The Company was dormant throughout the period.

On behalf of the board on 19/9/ 2000



J.M. Hogg
 Director

HOOPER & ADLARD LIMITED
NOTES TO THE ACCOUNTS
YEAR ENDED 31 MARCH 2000

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1. ACCOUNTING POLICIES

The financial statements have been prepared in accordance with applicable UK accounting standards under the historical cost convention.

As permitted by Financial Reporting Standard 8 – "Related Party Disclosures", the financial statements do not disclose transactions with companies that are part of the intermediate holding company's Group, on the grounds that the Company is a wholly owned subsidiary and the intermediate holding company includes the Company in its own published consolidated financial statements.

2. DIRECTORS' REMUNERATION

The Company does not have any employees other than its Directors. None of the Directors received any remuneration during the year (1999: Nil).

3. DEBTORS – AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	2000 £	1999 £
Amounts owed by Group undertakings	<u>342,800</u>	<u>342,800</u>

4. CALLED UP SHARE CAPITAL

	2000 £	1999 £
Authorised:		
Ordinary shares of £100 each	<u>192,400</u>	<u>192,400</u>
Issued and fully paid:		
Ordinary shares of £100 each	<u>181,800</u>	<u>181,800</u>

5. HOLDING COMPANIES

The immediate parent undertaking of the Company is Harcros Dormants Limited.

The ultimate holding and controlling party is Compagnie de Saint-Gobain, incorporated in France. The intermediate holding company is Meyer International PLC, incorporated in the UK.

The consolidated accounts of these groups are available to the public. The accounts for Meyer International PLC may be obtained from the Registrar of Companies and the accounts for Compagnie de Saint-Gobain from Compagnie de Saint-Gobain, Les Miroirs, 18 Avenue d'Alsace, 92096 La Défense Cédex, Paris, France.