LAPORTE (DL) LIMITED

Directors' Report and Accounts

for the 52 weeks ended 31 December 1995

Registration Number: 219173

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Directors' report and accounts

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Directors' report

The directors present herewith their annual report and accounts of the Company, for the 52 weeks ended 31 December 1995.

Directors

The directors during the year were:

C E Beasley J D Law A J Scull

The directors' interests in the shares of Laporte plc are disclosed in note 5 on page 4. None of the directors had any beneficial interest in the shares of the Company at any time during the year.

Activities

The Company has not traded during the year.

Dividends

The directors recommend that no dividend be paid in respect of the year (1994: £Nil).

Auditors

The Company has exercised its option, under section 250 of the Companies Act 1985, not to appoint auditors.

By order of the Board

C.E. BEASLEY

C. E. Bearly

Secretary

29 May 1996

3 Bedford Square London WC1B 3RA

Balance Sheet at 31 December 1995

	1995 £'000	1994 £'000
ASSETS EMPLOYED		
Current assets:		
Debtors		
Amounts owed by Group undertakings	<u>208</u>	208
CAPITAL AND RESERVES		
Share capital		
Authorised:		
1,000,000 ordinary shares of £1 each	1,000	1,000
Called up, allotted and fully paid:		
250,000 ordinary shares of £1 each	250	250
Profit and loss account	(42)	(42)
	208	208

The Company was dormant within the meaning of Section 250 Companies Act 1985, throughout the 52 weeks ended 1 January 1995. The accounts on pages 2 to 4 were approved by the Board on 29 May 1996 and sign on its behalf by:

J. Hard law

and signed

JD Law Director

Notes to the Accounts

1. Accounting policies

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

2. Profit and Loss Account

No profit and loss account has been prepared as the company has not traded during the period.

3. Directors and employees

The Company has no employees (1993: None). All the directors are employees of other Group undertakings and receive no emoluments in respect of services to the Company (1993: £Nil).

4. Ultimate parent company

The Company's ultimate parent company is Laporte plc, a company incorporated in Great Britain and registered in England and Wales. The Company is included within the consolidated accounts of Laporte plc. Copies of the accounts of Laporte plc are available from 3 Bedford Square, London WC1B 3RA.

Notes to the accounts

5. Directors' interests

The directors' interests in the shares of the ultimate parent company were as follows:

	As at <u>02.01.95</u>	Acquired in the Period	Options exercised	<u>Disposals</u>	As at 31.12.95		
Ordinary Shares							
C E Beasley	384	68	_	<u></u>	452		
J D Law	1,855	80	5,000	(3,998)	2,937		
A J Scull	834	123	7,254	(5,930)	2,281		
Savings Related Share Scheme							
C E Beasley	3,630	212	_		3,842		
J D Law	3,078	-	-	-	3,078		
A J Scull	5,497	-	(2,016)	-	3,481		
Share Option Scheme							
C E Beasley	5,500	_	_	-	5,500		
J D Law	10,000	3,000	(5,000)	-	8,000		
A J Scull	25,238	10,000	(5,238)	-	30,000		

6. Commitments

The company had no capital commitments at the period end (1994: £Nil).