(Registered No. 312715)

DIRECTORS' REPORT & FINANCIAL STATEMENTS

FOR THE YEAR TO 31 MAY 2001

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DIRECTORS' REPORT - 31 MAY 2001

The Directors present their report on the affairs of the Company together with the financial statements for the year ended 31 May 2001.

RESULTS

The Company was dormant for the year ended 31 May 2001 within the meaning of the Companies Act 1985.

DIRECTORS AND THEIR INTERESTS

The Directors who served during the year were:-

A.E. Fulker

Mr. Cookson and Mr. Fulker are also Directors of the holding company, NWF Group plc, and their interest is shown in the accounts of that company.

AUDITORS

A special resolution to exempt the Company from the obligation to appoint auditors has been put before an Annual General Meeting in accordance with the terms of the Companies Act 1985.

By Order of the Board

M.D. Cookson

Secretary

Wardle

Nantwich

Cheshire

CW5 6BP

9 August 2001

Registered No. 312715

BALANCE SHEET AT 31 MAY 2001

	<u>Notes</u>	31 May 2001 £	31 May 2000 £
DEBTORS	2	102,527	102,527
		======	
CAPITAL & RESERVES			
Called-up Share Capital Capital Reserve Profit & Loss Account	3	1,330 319 <u>100,878</u>	1,330 319 <u>100,878</u>
		102,527	102,527
		======	======

The Company was dormant (within the meaning of the Companies Act 1985) throughout the year ended 31 May 2001.

Approved by the Board of Directors on 9 August 2001

The notes on page 3 form part of this balance sheet.

NOTES TO THE FINANCIAL STATEMENTS - 31 MAY 2001

1. ACCOUNTING POLICIES

The financial statements are prepared under the historical cost convention.

2. **DEBTORS**

	======	======
Amount due from Group Undertakings	102,527	102,527
•	31/5/01 £	31/5/00 £

3. SHARE CAPITAL

	<u>Authorised</u>		Allotted, called-up and fully paid	
	<u>2001</u>	<u>2000</u>	<u>2001</u>	<u>2000</u>
Ordinary shares of £1 each	£2,500	£2,500	£1,330	£1,330
	====	=====	=====	=====

4. ULTIMATE HOLDING COMPANY

The Company's ultimate parent company is NWF Group plc, a company registered in England and the parent company within the Group which consolidates these financial statements.