

SPENCER MESH LIMITED
(REGISTERED NUMBER 403085)

DIRECTORS' REPORT AND ACCOUNTS

31 December 2000



SPENCER MESH LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2000

The Directors present their Annual Report and the financial statements for the year ended 31 December 2000.

PRINCIPAL ACTIVITY AND BUSINESS REVIEW

The Company did not trade during the year and consequently made neither a profit nor a loss (1999: £Nil).

RESULTS AND DIVIDENDS

The Company made neither a profit nor a loss, before taxation (1999 - £Nil).

The directors do not recommend a dividend for the year (1999 - £Nil).

DIRECTORS AND DIRECTORS' INTERESTS

The following directors served during the year and up to the date of this report:

JD Sword
MA Youens
DJ Roache

None of the Directors had any beneficial interest in the shares of the Company at any time during the year. The interests of Mr JD Sword and Mr DJ Roache in the shares of the ultimate parent company, Acertec Holdings Limited, of which they are also directors, are dealt with in the accounts of that company. Mr MA Youens had no interest in the shares of Acertec Holdings Limited.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

United Kingdom company law requires the Directors to prepare financial statements for each 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;
- 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.

SPENCER MESH LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2000 (CONTINUED)

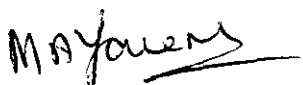
STATEMENT OF DIRECTORS' RESPONSIBILITIES (CONTINUED)

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 United Kingdom 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.

AUDITORS

As Dormant, the company is exempt from the obligation to appoint auditors.

By Order of the Board

A handwritten signature in black ink, appearing to read 'MA Youens', with a horizontal line extending from the end of the signature.

MA Youens
SECRETARY

31 May 2001

SPENCER MESH LIMITED

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2000

During the current financial year and the preceding financial year the Company did not trade and therefore made neither a profit nor a loss or any other recognised gains or losses.

BALANCE SHEET - 31 DECEMBER 2000

	<u>Notes</u>	<u>2000</u>	<u>1999</u>
DEBTORS			
Amounts owed by group undertakings		£1,308,596	£1,308,596
		<u> </u>	<u> </u>
CAPITAL AND RESERVES			
Called up equity share capital	2	1,300,500	1,300,500
Profit and loss account		<u>8,096</u>	<u>8,096</u>
EQUITY SHAREHOLDERS' FUNDS		£1,308,596	£1,308,596
		<u> </u>	<u> </u>

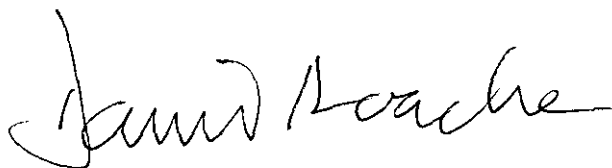
For the period ended 31 December 2000 the company was entitled to the exemption under section 249AA(1) of the United Kingdom Companies Act 1985. Members have not required the company to obtain an audit in accordance with section 249(B)(2) of the United Kingdom Companies Act 1985.

The directors acknowledge their responsibility for:

- (i) ensuring the company keeps accounting records which comply with section 221; and
- (ii) preparing accounts which give a true and fair view of the state of affairs of the company as at the end of the financial year, and of its profit or loss for the financial year, in accordance with section 226, and which otherwise comply with the requirements of the United Kingdom Companies Act relating to accounts, so far as applicable to the company.

Approved by the Board on 31 May 2001

Signed on behalf of the Board



D J Roache
DIRECTOR

SPENCER MESH LIMITED

NOTES TO THE ACCOUNTS - 31 DECEMBER 2000

1 ACCOUNTING POLICIES

Basis of preparation

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

2 CALLED UP SHARE CAPITAL

	<u>2000</u>	<u>1999</u>
Authorised, allotted and fully paid:		
1,300,500 Ordinary shares of £1 each	£1,300,500	£1,300,500
	<u> </u>	<u> </u>

3 TAXATION

Advance corporation tax written off is available as follows:

	<u>2000</u>	<u>1999</u>
ACT written off	£123,451	£123,451
	<u> </u>	<u> </u>

4 ULTIMATE PARENT COMPANY

The ultimate parent company is Acertec Holdings Limited, a company incorporated in Great Britain. A copy of the Group Accounts can be obtained from that company's registered office at Harlescott Lane, Shrewsbury, S3Y1 3AS.