

**HOW ENGINEERING SERVICES SOUTHERN LIMITED**

**Report and Financial Statements**

**31st December 1999**



**REPORT OF THE DIRECTORS**

The directors present their report and the accounts for the year ended 31st December 1999.

**ACTIVITIES**

The company was dormant during the year.

**DIRECTORS AND THEIR INTERESTS**

The directors who served during the year are set out below:-

GGR Ludlow (Resigned 17/02/00)

J Matthews (Appointed 14/5/99)

C Gateley (Resigned 30/6/99)

AG Lawson (Resigned 31/1/99)

MJ Stock (Resigned 17/03/00)

In accordance with the Articles of Association, directors are not required to retire by rotation.

None of the above directors has any beneficial interest in the shares of the company.

The interests of the directors at 31st December 1999 in the capital of the ultimate parent undertaking are as stated below.

	<u>Shares of</u> <u>10p each</u>		<u>Options for</u> <u>Shares of</u> <u>10p each</u>		<u>Exercise</u> <u>Price</u>	<u>Period of</u> <u>Exercise</u>	
	1.1.99*	31.12.99	1.1.99*	31.12.99	p	From	To
G G R Ludlow	-	-	91,957	91,957	199 - 268	18/6/2000	17/6/2007
J Matthews	-	-	-	-	-	-	-
M.J. Stock	-	2,980	-	-	-	-	-

\* or date of appointment

No options to subscribe for shares of 10p each in the ultimate parent undertaking were exercised by directors during the year to 31st December 1999. The market price of the shares at 31st December 1999 was 253.5p. The range of closing prices during the year was 218p to 328.5p.

The directors have no other interest in any other group undertaking (1998 - none).

**AUDITORS**

In accordance with Section 250 Companies Act 1985 the company, being a dormant company, does not propose to appoint an auditor at the Annual General Meeting.

Approved by the Board of Directors and signed on behalf of the Board by:



Company Secretary  
17 April 2000

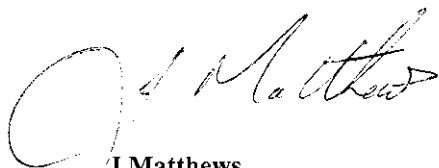
Intersection House  
110 Birmingham Road  
West Bromwich  
West Midlands  
B70 6RX

**BALANCE SHEET AS AT 31ST DECEMBER 1999**

	Note	1999 £	1998 £
<b>CREDITORS: amounts falling due within one year</b>	2	<u>(267,342)</u>	<u>(267,342)</u>
<b>REPRESENTED BY:</b>			
<b>CAPITAL AND RESERVES</b>			
Called up share capital	3	10,000	10,000
Other reserves		37,651	37,651
Profit and loss account		<u>(314,993)</u>	<u>(314,993)</u>
<b>EQUITY SHAREHOLDERS' DEFICIT</b>		<u>(267,342)</u>	<u>(267,342)</u>

These financial statements were approved by the Board of Directors 17 April 2000.  
The company was dormant during the year.

Signed on behalf of the Board of Directors



**J Matthews**  
Director

## NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31ST DECEMBER 1999

**1. ACCOUNTING POLICIES**

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

The parent undertaking, How Engineering Services Limited, has informed How Engineering Services Southern Limited that it intends to make available the finance necessary to satisfy all agreed creditors reflected in the Balance Sheet at 31st December 1999.

The company has not traded during the year and consequently no profit and loss account is presented with this report.

**2. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	1999 £	1998 £
Amounts owed to Group undertakings	<u>267,342</u>	<u>267,342</u>

**3. CALLED UP SHARE CAPITAL**

	1999 £	1998 £
Authorised allotted and fully paid 10,000 ordinary shares of £1 each	<u>10,000</u>	<u>10,000</u>

**4. ULTIMATE PARENT COMPANY**

The company's immediate parent undertaking is How Engineering Services Limited and the ultimate parent undertaking and ultimate controlling party is Tilbury Douglas Plc, which is incorporated in Great Britain. The Group accounts for Tilbury Dougals Plc are available from the Companies House, Crown Way, Maindy, Cardiff, CF4 3UZ.

The company has taken advantage of the exemption contained in Financial Reporting Standard 8 - Related Party Transactions not to report transactions with Tilbury Douglas Group related parties which are disclosed in the consolidated financial statements of Tilbury Douglas Plc.