

Registered No: 1011956

NELSON GROUP SERVICES (MAINTENANCE) LIMITED

ANNUAL REPORT

for the financial period 2 April 2000
to 31 December 2000 inclusive



NELSON GROUP SERVICES (MAINTENANCE) LIMITED

DIRECTORS' REPORT

The directors present their report and the audited accounts for the financial period 2 April 2000 to 31 December 2000 inclusive.

Principal activity

The company did not trade during the period. The directors consider the company's financial position to be satisfactory.

Financial year end

Following completion during the period of a takeover offer by Guinness Peat Group plc of Staveley Industries plc the former became the company's ultimate holding company. In consequence the company has adopted its new group's financial year-end of 31 December.

Dividend

No dividend is recommended (1.4.00: £Nil).

Directors

RL Todd and F Blurton served as directors throughout the period.

Directors' interests

The directors held no notifiable interests in the company or its parent entities.

Elective resolution

The company has by elective resolution passed on 25 November 1996 elected to dispense with the holding of an annual general meeting, the annual laying of accounts before the members in general meeting and the annual appointment of auditors. A member is nevertheless entitled, by virtue of section 253(2) of the Companies Act 1985, to require the company in any year to lay the accounts and accompanying reports before a general meeting of members.

Statement of directors' responsibilities

The directors are required by UK company law to prepare financial statements for each financial year that give a true and fair view of the state of affairs of the company as at the end of the financial year and of the profit or loss of the company for that period.

The directors confirm that suitable accounting policies have been used and applied consistently and reasonable and prudent judgements and estimates have been made in the preparation of the financial statements for the period 2 April 2000 to 31 December 2000. The directors also confirm that applicable accounting standards have been followed and that the financial statements have been prepared on the going concern basis.

NELSON GROUP SERVICES (MAINTENANCE) LIMITED

DIRECTORS' REPORT (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 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

PricewaterhouseCoopers will be deemed to be reappointed auditors for the next financial period in the absence of a notice proposing that the appointment be terminated.

By order of the board



F Blurton
Director and Secretary

Registered office:

Staveley House
11 Dingwall Road
Croydon
Surrey CR9 3DB
4 September 2001

REPORT OF THE AUDITORS TO THE MEMBERS OF NELSON GROUP SERVICES (MAINTENANCE) LIMITED

We have audited the financial statements on pages 4 to 6.

Respective responsibilities of directors and auditors

The directors are responsible for preparing the Report and Accounts. As described on pages 1 and 2 this includes responsibility for preparing the financial statements in accordance with applicable United Kingdom accounting standards. Our responsibilities, as independent auditors, are established in the United Kingdom by statute, the Auditing Practices Board and our profession's ethical guidance.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the United Kingdom Companies Act. We also report to you if, in our opinion, the directors' report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions is not disclosed.

We read the other information contained in the Report and Accounts and consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements.

Basis of opinion

We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs at 31 December 2000 and have been properly prepared in accordance with the Companies Act 1985.

PricewaterhouseCoopers

PricewaterhouseCoopers

Chartered Accountants and Registered Auditors

London 4 September 2001.

NELSON GROUP SERVICES (MAINTENANCE) LIMITED

RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

for the period 2 April 2000 to 31 December 2000

	2.4.2000 to 31.12.2000 £'000	52 weeks to 1.4.2000 £'000
Deficit brought forward and carried forward	<u>(2,480)</u>	<u>(2,480)</u>

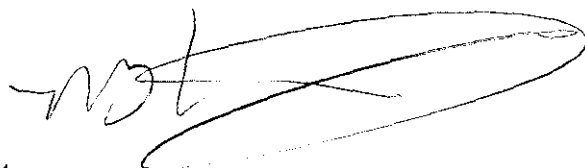
The company was inactive in the period. No profit and loss account and no statement of recognised gains and losses have, therefore, been prepared.

BALANCE SHEET

31 December 2000

	Note	31.12.2000 £'000	1.4.2000 £'000
Creditors: amounts falling due within one year	2	<u>(2,480)</u>	<u>(2,480)</u>
Net liabilities		<u>(2,480)</u>	<u>(2,480)</u>
Capital and reserves			
Called up share capital	3	-	-
Capital reserve		16	16
Profit and loss account		<u>(2,496)</u>	<u>(2,496)</u>
Deficit of equity shareholders' funds		<u>(2,480)</u>	<u>(2,480)</u>

The financial statements on pages 4 to 6 were approved by the board of directors on
4 September 2001 were signed on its behalf by:



**F Blurton
Director**

NELSON GROUP SERVICES (MAINTENANCE) LIMITED

31 December 2000

NOTES TO THE ACCOUNTS

1. PRINCIPAL ACCOUNTING POLICIES

The financial statements have been prepared in accordance with applicable Accounting Standards in the United Kingdom. A summary of the more important accounting policies, which have been applied consistently, is set out below.

Accounting convention

The financial statements are prepared in accordance with the historical cost convention.

Deferred taxation

Provision is made for deferred taxation using the liability method but not where, in the opinion of the directors, the potential tax liability is remote.

Related party transactions

As permitted by financial reporting standard FRS 8, disclosures regarding related party intra group transactions are not included in the financial statements because of the exemption available to wholly owned subsidiaries.

NELSON GROUP SERVICES (MAINTENANCE) LIMITED

31 December 2000

NOTES TO THE ACCOUNTS (cont'd)

2. CREDITORS: Amounts falling due within one year

	31.12.2000	1.4.2000
	£'000	£'000
Amounts owed to group undertakings	<u>2,480</u>	<u>2,480</u>

3. CALLED UP SHARE CAPITAL

	£	£
Authorised, called up and fully paid : 100 ordinary shares of £1 each	<u>100</u>	<u>100</u>

4. CONTINGENT LIABILITIES

As a result of group registration for VAT purposes, the company is contingently liable for the VAT liabilities of certain group undertakings. At 31 December 2000 this amounted to £2,538,390 (1.4.2000: £3,379,681).

5. PARENT COMPANIES

The directors consider that at the period end the company's immediate holding company was Staveley Industries plc and its ultimate holding company was Guinness Peat Group plc, both of which are registered in England. Copies of the latter company's accounts may be obtained from The Secretary, Guinness Peat Group plc, 2nd floor, 21-26 Garlick Hill, London EC4V 2AU.