

TECHNICAL AND ANALYTICAL SERVICES LIMITED
(REGISTERED NO.1149651)

**DIRECTORS' REPORT
AND
FINANCIAL STATEMENTS**

31 DECEMBER 2002



TECHNICAL AND ANALYTICAL SERVICES LIMITED

REPORT OF THE DIRECTORS

FOR THE YEAR ENDED 31 DECEMBER 2002

Directors: Miss P A Cheatle
Mr S M Irvine

Secretary: Mr S M Irvine

Registered Office: 20 Manchester Square, London W1U 3AN

The Directors submit their Report, together with the Accounts of the Company for the year ended 31 December 2002.

The Company does not trade and, at present, has no plans to do so.

The Directors who held office during the year are shown above.

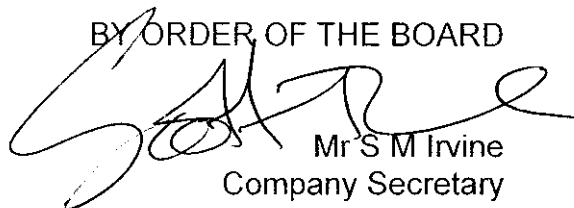
The interests of the Directors in office at the end of the year in the shares, stock and debentures of the Companies in the Imperial Chemical Industries PLC ('ICI') Group were as follows. Options to subscribe for Ordinary Shares granted to, exercised by Directors or lapsed during 2002 are included in the table below.

<u>Director</u>	<u>ICI Ordinary Share interests at 1 January 2002 or at date of appointment*</u>	<u>ICI Ordinary Share interests at 31 December 2002</u>	<u>ICI Ordinary Shares under option as at 1 January 2002 or at date of appointment*</u>	<u>Options Granted</u>	<u>Options Lapsed</u>	<u>ICI Ordinary shares under option at 31 December 2002</u>
P A Cheatle	1,727	1,727	3,335	-	-	3,335

* The number of shares and shares under option as at 1 January 2002 and their exercise prices are stated after adjustment for the impact of the Rights Issue of Imperial Chemical Industries PLC using adjustment factors determined by the Remuneration Committee of Imperial Chemical Industries PLC.

The Company, being a dormant company within the meaning of Section 249 AA (1) of the Companies Act 1985, and having by Special Resolution passed on 19 October 1999 excluded the provisions of Section 384 of the Companies Act 1985 from applying to the Company, will not appoint auditors.

BY ORDER OF THE BOARD

A handwritten signature in black ink, appearing to be 'S M Irvine', written over the printed name.

Mr S M Irvine
Company Secretary
1 August 2003

TECHNICAL AND ANALYTICAL SERVICES LIMITED

BALANCE SHEET AS AT 31 DECEMBER 2002

	Note	2002 £	2001 £
CURRENT ASSETS			
Debtors - due within one year			
Amount due from parent company		3	3
		<hr/>	<hr/>
FINANCED BY			
CAPITAL AND RESERVES			
Called-up share capital	3	3	3
		<hr/>	<hr/>

For the year ended 31 December 2002 the Company was entitled to exemption under section 249aa(1) of the Companies Act 1985.

No members have required the company to obtain an audit of its accounts for the year in question in accordance with section 249b(2).

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 its financial year, and of its profit and loss for the financial year in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company.

Approved by the Board on 1 August 2003.



Director
Miss P A Cheadle

The attached notes form part of these financial statements.

TECHNICAL AND ANALYTICAL SERVICES LIMITED

NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2002

1. ACCOUNTING POLICIES

These financial statements have been prepared under the historical cost convention and in accordance with the Companies Act 1985, as amended by the Companies Act 1989, and in accordance with applicable accounting standards.

2. PROFIT AND LOSS ACCOUNT

The Company has not traded during the year ended 31 December 2002; consequently it has made neither profit nor loss and no profit and loss account is therefore attached. None of the Directors received any emoluments in respect of their services to the Company in 2002 (2001 £ nil). No staff are employed by the Company.

There are no recognised gains and losses other than the result for the year.

3. CALLED-UP SHARE CAPITAL

	2002 £	2001 £
Authorised 1000 Shares of £1 each	1000	1000
	—	—
Allotted, called-up and fully paid 3 Shares of £1 each	3	3
	====	====

There are no recognised gains or losses and no movements in share capital for the year. Hence a reconciliation of movements in shareholder's funds is not provided.

4. ULTIMATE PARENT COMPANY

The Company's ultimate parent company is Imperial Chemical Industries PLC, which is registered in England.

A copy of the group accounts is available from, 20 Manchester Square, London, W1U 3AN.