

FW Terminal Services Limited

(Registered Number: 1178295)

Directors' Report And Financial Statements

For The Year Ended 31 December 1999



FW Terminal Services Limited

Directors' Report For The Year Ended 31 December 1999

The Directors present their report and the audited financial statements of the Company for the year ended 31 December 1999.

Principal activities and review of the business

The Company did not trade during this or the prior year and consequently made neither a profit nor a loss. (1998: profit £Nil). No dividend has been declared (1998: £Nil) and the Company is not expected to recommence trading.

Directors and their interests

The following served as directors during the year:

W S Morrison
M R Banham

No director of FW Terminal Services Limited had any beneficial interest in the shares of the Company or of any group Company at any time during the year ended 31 December 1999.

Liability insurance

As permitted by the Companies Act 1985 (Section 310(3)) the Company's ultimate parent Company, Orient Overseas (International) Limited, maintains a policy of insurance for the benefit of Directors and officers of all its subsidiary undertakings in respect of risks arising in the course of their duties.

Statement of directors' responsibilities

Company law requires the Directors to prepare financial statements for each financial 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; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

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.

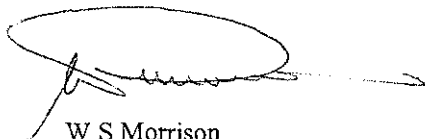
FW Terminal Services Limited

Directors' Report For The Year Ended 31 December 1999 (Continued)

Auditors

PricewaterhouseCoopers have indicated their willingness to continue in office.

By Order of the Board



W S Morrison
Secretary

22 June 2000

OOCL House
Levington Park
Bridge Road
Levington
Suffolk
IP10 0NE

Auditors' Report To The Members Of FW Terminal Services Limited

We have audited the financial statements on pages 4 to 6 which have been prepared under the historical cost convention and the accounting policies set out on page 6.

Respective responsibilities of directors and auditors

The directors are responsible for preparing the Annual Report. As described on page 1, 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 Annual Report and consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements.

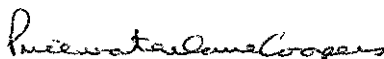
Basis of audit opinion

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 1999 and have been properly prepared in accordance with the Companies Act 1985.



PricewaterhouseCoopers
Chartered Accountants
and Registered Auditors

22 June 2000

PricewaterhouseCoopers is the successor partnership to the UK firms of Price Waterhouse and Coopers & Lybrand. The principal place of business of PricewaterhouseCoopers and its associate partnerships, and of Coopers & Lybrand, is 1 Embankment Place, London WC2N 6NN. The principal place of business of Price Waterhouse is Southwark Towers, 32 London Bridge Street, London SE1 9SY. Lists of the partners' names are available for inspection at those places.

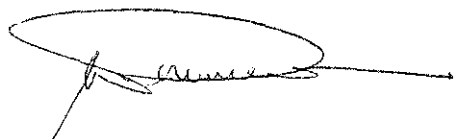
All partners in the associate partnerships are authorised to conduct business as agents of, and all contracts for services to clients are with, PricewaterhouseCoopers. PricewaterhouseCoopers is authorised by the Institute of Chartered Accountants in England and Wales to carry on investment business.

FW Terminal Services Limited

Balance Sheet As At 31 December 1999

	<i>Note</i>	1999 £000	1998 £000
Current assets			
Amounts owed by parent and fellow subsidiary undertakings		975	975
Net assets		975	975
Capital and reserves			
Called up share capital	4	-	-
Profit and loss account		975	975
Shareholders' funds		975	975

Approved by the Board on 22 June 2000 and signed on its behalf by:



W S Morrison
Director

The notes on page 6 form an integral part of these financial statements.

FW Terminal Services Limited

Notes To The Financial Statements For The Year Ended 31 December 1999

1 Accounting Policies

(1) Basis of Preparation

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

2 Trading Results

The Company did not trade during the current or prior year and received no income nor incurred any expenditure. Consequently the Company made neither a profit, recognised gain nor a loss during the current or prior year.

None of the Directors received any emoluments in respect of their services to the Company. Auditors' remuneration is borne by a fellow subsidiary.

The company has no employees. Administrative and other services are provided by FW Terminals Limited.

3 Taxation

No provision has been made in these accounts for current corporation tax since the Company incurred neither a taxable profit nor an allowable loss for the year. At the balance sheet date the Company had no potential deferred tax liability (1998: £Nil).

4 Called Up Share Capital

	1999 £	1998 £
Authorised, allotted, called up and fully paid:		
100 ordinary shares of £1 each	100	100

The share capital of the Company is comprised wholly of equity capital.

5 Parent Undertakings

The largest and smallest groups for which consolidated accounts are prepared, and of which the Company is a member, are Orient Overseas (International) Limited, which is incorporated in Bermuda and registered in Hong Kong, and Kenwake Limited, incorporated in England.

Copies of the accounts of both of these groups can be obtained from the registered office, OOCL House, Levington Park, Bridge Road, Levington, Suffolk, IP10 0NE.

Transactions with other companies within the group are not disclosed as the company has taken advantage of the exemption available under Financial Reporting Standard No. 8 "Related Party Disclosures," as the consolidated accounts of Orient Overseas (International) Limited, in which the company is included, are available at the address noted above.