Marchwiel Overseas Properties Limited Registered No. 1221581

Director's Report and Financial Statements For the year ended 31 December 2002

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Directors' report for the year ended 31 December 2002

The directors present their report and the unaudited financial statements for the year ended 31 December 2002.

Principal activities

The company has not traded during the year.

Directors and their interests

The directors who held office during the year were as follows:

A P Jackson

The director had no beneficial interests in the share capital of the company. The interests of A P Jackson in the ordinary share capital of Alfred McAlpine plc at 31 December 2002 are shown in the financial statements of Alfred McAlpine Support Services & Investments Limited.

A P Jackson resigned as director on 20 December 2003. AM Nominees Limited and AM Secretaries Limited were appointed as directors on 31 December 2003.

Statement of director's 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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

By order of the Board

AM Secretaries

Secretary

30 September 2004

Marchwiel Overseas Properties Limited

Balance Sheet at 31 December 2002

	Note	31 December 2002 £	31 December 2001 £
Creditors: Amounts falling due within one year	2	(210,325)	(210,325)
Capital and reserves			
Called up share capital	3	10,000	10,000
Profit and loss account		(220,325)	(220,325)
Shareholders' funds		(210,325)	(210,325)

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

Members have not required the Company to obtain an audit in accordance with section 249(B) of the 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 the requirements of 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 of directors on 30 September 2004.

AM Nominees

Director

30 September 2004

Marchwiel Overseas Properties Limited

Notes to the Financial Statements for the year ended 31 December 2002

1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the Company's financial statements.

Basis of preparation

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

Profit and loss account

The Company has not traded during the year and consequently no amounts have been charged or credited to the profit and loss account (£2001: £nil).

2 Creditors: Amounts falling due within one year

		2002 £	2001 £
	Creditors: Amounts falling due within one year	(210,325)	(210,325)
3	Called up share capital		
		2002	2001
		£	£
	Authorised, called up and fully paid		
	Ordinary shares of £1 each	10,000	10,000

4 Ultimate parent company

The company's ultimate parent company is Alfred McAlpine plc, a company incorporated in Great Britain and registered in England. Copies of the consolidated financial statements of Alfred McAlpine plc can be obtained from the Company Secretary, Alfred McAlpine plc, Kinnaird House, 1 Pall Mall East, London SW1Y 5AZ.