HIGGINS GROUP SERVICES LIMITED REPORT AND ACCOUNTS FOR THE YEAR ENDED 31 JULY 2001

(Registered No. 1377976)

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REPORT OF THE DIRECTORS

FOR THE YEAR ENDED 31 JULY 2001

The Directors hereby submit the Annual Report and Accounts for the year ended 31 July 2001.

1. Activities

The Company did not trade during the year.

2. Directors and their interests

The names of the Directors who held office throughout the year and at the date of this report, except where indicated, were as follows:

R G Higgins

S P Higgins

C R Green (appointed 26 September 2000)

P H Lewellen

R G Higgins and S P Higgins are shareholders and Directors of the ultimate parent company, Higgins Group PLC, and their interest in the shares of that company are disclosed in the accounts of the parent company. The other Directors have no beneficial interest in the shares of the Company or any other Group company.

R G Higgins and C R Green retire in accordance with the Articles of Association and, being eligible, offer themselves for re-election at the Annual General Meeting.

BY ORDER OF THE BOARD:

S P HIGGINS BA Company Secretary 21 August 2001

BALANCE SHEET AS AT 31 JULY 2001

	<u>Notes</u> £	<u>2001</u> €	2000 £
CURRENT ASSETS	T.	T.	I.
Debtors:	2	<u>£865</u>	£865
Represented by:			
CAPITAL AND RESERVES Share Capital			
Authorised, called up and fully paid 1,000 Ordinary Shares of £1 each		1,000	1,000
Profit and Loss Account - Deficit		(135)	(135)
		£865	£865

The Company is claiming exemption from its obligation to appoint auditors under S384 (1) Companies Act 1985 since the Company is dormant.

The notes of page 3 form part of these accounts.

SIGNED ON BEHALF OF THE BOARD

R G Higgins

Directors

S P Higgins BA

21 August 2001

NOTES TO THE ACCOUNTS

31 JULY 2001

1. Trading

During the financial year and the preceding financial year the company did not trade and received no income and incurred no trading expenditure. Consequently, during those years the company made neither profit nor loss.

2. Debtors

Amounts falling due after more than one year

2001 £ 2000 £

£865 £865

3. Ultimate Parent Company

Higgins Group PLC, which is registered in England and Wales, is the ultimate parent company.

NOTICE OF MEETING

Notice is hereby given that the Annual General Meeting of R.S.M. Properties Limited will be held at Hawke House, Old Station Road, Loughton, Essex on 19 September 2001 at 12.40 pm to transact the following business:

- 1. To receive and approve the Report and Accounts for the year ended 31 July 2001 and the report of the Directors thereon.
- 2. To re-elect Messrs R G Higgins and C R Green as Directors.
- 3. To transact any other business which may be transacted at an Annual General Meeting.

BY ORDER OF THE BOARD

S P HIGGINS BA

Company Secretary

21 August 2001

The Register of Directors and interests in the Company's shares are available for inspection at the Registered Office of the Company during usual business hours (weekends and public holidays excepted) and at the meeting from 15 minutes prior to and during the meeting.

Minutes of the Annual General Meeting

Held at Hawke House, Old Station Road, Loughton

On Wednesday 19 September 2001

Present:

R G Higgins

(Chairman)

P H Lewellen

(Director)

S P Higgins

(Secretary)

C R Green

(Director)

1. Minutes

The Minutes of the last Annual General Meeting held on 19 September 2000 were read, approved by the Meeting and signed by the Chairman.

2. Accounts

It was proposed and seconded that the accounts for the year ended 31 July 2001 be adopted. This proposition was passed unanimously.

3. Directors

Mr R G Higgins retires from the Board in accordance with the Articles of Association and it was resolved that he be reappointed.

There being no further business the Meeting ended.

Chairman ()

CRG/Mins/GrpServ 19.09.01/kmj