THE OVERNICE PARCELS EXPRESS LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

30th JUNE 1990

(Registered in England number 1395059)

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TNT OVERNITE PARCELS EXPRESS LIMITED

DIRECTORS' REPORT

The directors present their annual report together with the audited financial statements of the company for the year ended 30th June 1990.

Principal activities

The company has not traded during the year and any expenses have been met by a fellow subsidiary company. The directors believe the company will remain dormant.

Directors

The directors or the company during the year were as follows:

P.W. Allsebrook (Chairman)

A.D. Jones

The director retiring by rotation is A.D. Jones who, being eligible, offers himself for re-election.

Auditors

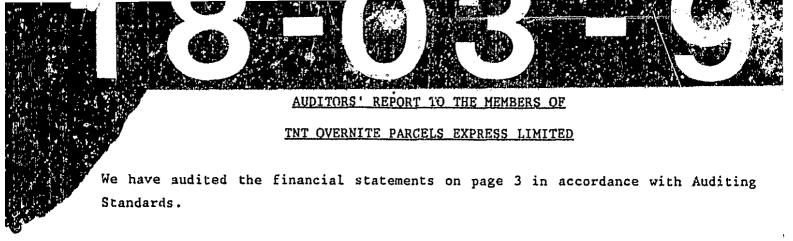
On 1st January 1990 our auditors changed the name under which they practise to KPMG Peat Marwick McLintock, and accordingly have signed their report in their new name. In accordance with Section 365 of the Companies Act 1985, a resolution for the reappointment of KPMG Peat Marwick McLintock as auditors of the company is to be proposed at the forthcoming annual general meeting.

By Order of the Board

Secretary

Aquis Court 31 Fishpool Street St. Albans Hertfordshire AL3 4RF

17th October 1990



In our opinion the financial statements give a true and fair view of the state of the company's affairs at 30th June 1990 and have been properly prepared in accordance with the Companies Act 1985.

Klinglear Maninck Melitax

Birmingham

17th October 1990

Chartered Accountants

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BALANCE SHEET

AS AT 30th JUNE 1990

CURRENT ASSETS Debtors:	<u>Notes</u>	1990 £	1989 £
Amount due from holding company CAPITAL AND RESERVES Called up share capital Profit and loss account		3,922	3,922
	1 2	100 3,822	100 3,822
		3,922	3,922

The financial statements were approved by the board of directors on 17th October 1990.

DIRECTORS

NOTES TO THE FINANCIAL STATEMENTS

1. Called up share capital

Authorised:	1990 £	1989 £
Ordinary shares of 10p each	100	100
Allotted, called up and fully paid:		
Ordinary shares of 10p each	100	100

2. Profit and loss account

As the company has not traded during the year, no profit and loss account has been prepared.

3. Holding company

The ultimate holding company is TNT Limited, incorporated in Australia.

The immediate holding company is TNT Transport (UK) Limited, incorporated in the United Kingdom.