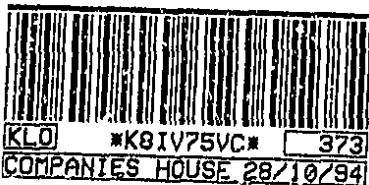


UPS LIMITED

Report and Financial Statements

31 December 1993

**Touche Ross & Co.
Hill House
1 Little New Street
London EC4A 3TR**



**REPORT AND FINANCIAL STATEMENTS 1993**

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DIRECTORS' REPORT

The directors submit their report and financial statements for the year ended 31 December 1993.

PRINCIPAL ACTIVITIES AND REVIEW OF THE BUSINESS

The principal activities of the company are to provide domestic and international parcel delivery services and the provision of customs clearance facilities for inbound parcels, incorporating a delivery service within the United Kingdom for parcels that originate from the United Parcel Service worldwide network.

With effect from 1 January 1993 the businesses and assets of fellow group companies Carryfast Limited and Haulfast Limited (acquired by the group in 1992), which operated parcel delivery services in the United Kingdom, were transferred to the company.

In the past, operating hubs owned by Atlasair Limited (a sister company) and used for air freight, were also used by the company in its parcel business with appropriate recharges made by Atlasair Limited to reflect the use of those assets. By 1992 most of the hubs were in fact being used predominantly for parcel deliveries. In view of this and to simplify the recharge arrangements, the decision was taken to transfer all the hubs not dedicated to air freight to the company on 1 June 1992. From that date the company has invoiced Atlasair Limited for the use of hubs where appropriate.

SHARE CAPITAL AND SHARE PREMIUM ACCOUNT

The company issued 1,000 ordinary shares of £1 each to its immediate parent company, UPS (UK) Limited, as consideration for the acquisition of Carryfast Holdings Limited, Draftmaster Limited, Earlyforce Limited, Scripform Limited and Touchstore Limited as part of a group reorganisation.

A premium of £28,124,606 arose on the issue of these shares which has been taken to the share premium account.

FUTURE PROSPECTS

The company intends to continue to expand its operations both domestically and internationally.

RESULTS AND DIVIDENDS

The profit for the year after taxation transferred to reserves amounted to £2,391,100 (1992 - £2,637,362). The directors do not recommend the payment of a dividend (1992 - £nil).

United Parcel Service of America Inc., the company's ultimate parent company, has agreed to make sufficient finance available to the company to enable it to meet its obligations as they fall due.

DIRECTORS AND THEIR INTERESTS

The following directors held office during the year:

L L Long	(resigned 18 March 1993)
P K Quantrell	(resigned 15 November 1993)
J Smith	
J R Lockhart	(appointed 18 March 1993)
F H Barnes Jr.	(appointed 15 November 1993)

J R Lockhart resigned on 10 February 1994. R E Goetz was appointed as a director on 7 March 1994.

No director had any interests in the share capital of the company during the year. There are no disclosable interests in shares of other group companies.

FIXED ASSETS

Changes in fixed assets are shown in notes 9, 10 and 11 to the accounts.

DIRECTORS' REPORT

EMPLOYMENT OF DISABLED PERSONS

Disabled persons are employed by the company when they appear to be suited to a particular vacancy. The particular aptitudes and abilities of disabled persons are more easily met in certain aspects of our business, particularly in connection with clerical work, and every effort is made to ensure that they are given full and fair consideration when such vacancies arise. In the event that any employee should become disabled while in our employment every effort is made to ensure continuing employment within the company.

EMPLOYEE INVOLVEMENT

The company recognises the need to provide information to employees on issues affecting them and the performance of the company. This is achieved through periodic management meetings and the publication of information bulletins.

AUDITORS

Touche Ross & Co. have expressed their willingness to continue in office as auditors and a resolution to reappoint them will be proposed at the forthcoming Annual General Meeting.

Approved by the Board of Directors
and signed on behalf of the Board



Secretary

26 October 1994

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 as at the end of the financial year 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;
- prepare the financial statements on a 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. 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.



Chartered Accountants

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UPS LIMITED

AUDITORS' REPORT TO THE MEMBERS

We have audited the financial statements on pages 5 to 16 which have been prepared under the accounting policies set out on page 7.

Respective responsibilities of directors and auditors

As described on page 3 the company's directors are responsible for the preparation of financial statements. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

Basis of 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 as at 31 December 1993 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Touche Ross & Co.
Chartered Accountants and
Registered Auditors

26 October 1994



PROFIT AND LOSS ACCOUNT
Year ended 31 December 1993

	Note	£	1993 £	1992 £
TURNOVER	2			
Continuing operations		86,678,638		63,994,515
Acquisitions		<u>37,296,354</u>		<u>-</u>
			123,974,992	63,994,515
Cost of sales			<u>(84,225,168)</u>	<u>(32,641,471)</u>
Gross profit			39,749,824	31,353,044
Administrative expenses			<u>(35,626,679)</u>	<u>(29,644,914)</u>
Other operating (expense)/income			<u>(1,355,484)</u>	<u>1,038,971</u>
OPERATING PROFIT	4			
Continuing operations		1,222,005		2,747,101
Acquisitions		<u>1,545,656</u>		<u>-</u>
			2,767,661	2,747,101
Interest receivable and similar income			16,487	7,521
Interest payable and similar charges	5		<u>(366,455)</u>	<u>(4,714)</u>
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	6		2,417,693	2,749,908
Tax on profit on ordinary activities	8		<u>(26,593)</u>	<u>(112,546)</u>
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION			2,391,100	2,637,362
Retained loss brought forward			<u>(7,655,069)</u>	<u>(10,292,431)</u>
Retained loss carried forward			<u>(5,263,969)</u>	<u>(7,655,069)</u>

There are no recognised gains or losses other than those disclosed in the profit and loss account.

BALANCE SHEET
31 December 1993

	Note	1993 £	1992 £
FIXED ASSETS			
Intangible assets	9	27,305,777	3,052,634
Tangible assets	10	19,497,820	7,360,337
Investments	11	2,422,156	72,000
		<u>45,225,753</u>	<u>10,484,971</u>
CURRENT ASSETS			
Stocks	12	416,273	206,807
Debtors	13	98,336,533	33,921,161
Cash at bank and in hand		3,249,169	2,389,705
		<u>102,001,975</u>	<u>36,517,673</u>
CREDITORS: amounts falling due within one year	14	<u>(123,541,129)</u>	<u>(54,650,418)</u>
NET CURRENT LIABILITIES		<u>(21,539,154)</u>	<u>(18,132,745)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>23,686,599</u>	<u>(7,647,774)</u>
CREDITORS: amounts falling due after more than one year			
Obligations under hire purchase contracts and finance leases	15	(359,020)	(6,295)
PROVISION FOR LIABILITIES AND CHARGES	16	<u>(464,942)</u>	<u>-</u>
		<u>22,862,637</u>	<u>(7,654,069)</u>
CAPITAL AND RESERVES			
Called up share capital	17	2,000	4,000
Share premium account	18	28,124,606	-
Profit and loss account		<u>(5,263,969)</u>	<u>(7,655,069)</u>
		<u>22,862,637</u>	<u>(7,654,069)</u>

These financial statements were approved by the Board of Directors on 26 October 1994.

Signed on behalf of the Board of Directors



Director

NOTES TO THE ACCOUNTS
Year ended 31 December 1993

1. ACCOUNTING POLICIES

The financial statements are prepared in accordance with applicable accounting standards. The particular accounting policies adopted are described below.

Accounting convention

The financial statements are prepared under the historical cost convention.

Group accounts and cash flow statement

Neither group accounts nor a cash flow statement have been prepared as the company is itself a wholly owned subsidiary of another company incorporated in Great Britain.

Intangible fixed assets

Goodwill arising on the purchase of unincorporated businesses is amortised over ten years in common with the policy of the ultimate parent company.

Tangible fixed assets

Depreciation of tangible fixed assets is provided at rates calculated to reduce their cost to estimated realisable value at the end of their anticipated useful life.

The rates used and applied to original cost are such as will fully depreciate the assets over the following periods:

Freehold buildings	20 to 40 years
Leasehold premises	over life of lease
Furniture and equipment	3 to 9 years
Motor vehicles	3 to 11 years

Freehold land has not been depreciated.

Investments

Investments held as fixed assets are stated at cost less provision for permanent diminution in value.

Stocks

Stocks are stated at the lower of cost and net realisable value.

Foreign currency

Transactions denominated in foreign currencies are translated into sterling at the rates ruling at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are translated at the rates ruling at that date. These translation differences are dealt with in the profit and loss account.

Pension costs

The expected cost of providing pensions, as calculated periodically by professionally qualified actuaries, is charged to the profit and loss account so as to spread the cost over the service lives of employees in the schemes, in such a way that the pension cost is a substantial level percentage of current and expected future pensionable payroll.

Leases

Assets held under finance leases and the related lease obligations are recorded in the balance sheet at the fair value of the leased assets at the inception of the leases. The amounts by which the lease payments exceed the recorded lease obligations are treated as finance charges which are amortised over each lease term to give a constant rate of charge on the remaining balance of the obligation.

Rental costs under operating leases are charged to profit and loss account in equal amounts over the periods of the leases.



NOTES TO THE ACCOUNTS
Year ended 31 December 1993

2. TURNOVER

Turnover represents the value of services provided to customers of UPS Limited for forwarding of parcels both domestically and internationally and the provision of customs clearance facilities together with amounts invoiced to group undertakings for services rendered on their behalf. It is stated net of value added tax and duty.

Turnover and pre-tax profit were wholly attributable to the provision of services within the United Kingdom as forwarders and customs clearance agents.

3. OTHER OPERATING (EXPENSE)/INCOME

Other operating (expense)/income represents exchange gains and losses arising from the retranslation of monetary assets and liabilities denominated in foreign currencies.

4. ANALYSIS OF OPERATING PROFIT

	1993 Continuing £	1993 Acquisitions £	1993 Total £	1992 Continuing £
Turnover	86,678,638	37,296,354	123,974,992	63,994,515
Cost of sales	(56,395,261)	(27,829,907)	(84,225,168)	(32,641,471)
	<u>30,283,377</u>	<u>9,466,447</u>	<u>39,749,824</u>	<u>31,353,044</u>
Administrative expenses	(27,814,133)	(7,920,791)	(35,734,924)	(29,644,914)
Other operating (expense)/income	(1,355,484)	-	(1,355,484)	1,038,971
Operating profit	<u>1,113,760</u>	<u>1,545,656</u>	<u>2,659,416</u>	<u>2,747,101</u>

5. INTEREST PAYABLE AND SIMILAR CHARGES

	1993 £	1992 £
Group loans	-	840
Finance lease charges	<u>366,455</u>	<u>3,874</u>
	<u>366,455</u>	<u>4,714</u>



NOTES TO THE ACCOUNTS
Year ended 31 December 1993

6. PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

	1993 £	1992 £
The profit on ordinary activities before taxation was arrived at after charging:		
Auditors' remuneration		
- Audit fees	78,400	62,000
- Other services	64,896	55,321
Depreciation and other amounts written off tangible and intangible fixed assets:		
- Goodwill	2,814,014	407,017
- Owned tangible fixed assets	2,538,817	1,283,575
- Tangible fixed assets held under hire purchase contracts and finance leases	791,418	14,284
Rentals under operating leases		
- Hire of plant and machinery	5,615,301	1,004,865
- Other operating leases	2,742,578	1,685,948
	<u>2,742,578</u>	<u>1,685,948</u>

7. INFORMATION REGARDING DIRECTORS AND EMPLOYEES

	1993 Number	1992 Number
The average weekly number of employees during the year was made up as follows:		
Office and management	1,065	670
Operators	1,545	466
	<u>2,610</u>	<u>1,136</u>
	£	£
Staff costs during the year amounted to:		
Wages and salaries	37,536,439	18,373,385
Social security costs	3,286,350	1,598,392
Other pension costs	882,797	592,988
	<u>41,705,586</u>	<u>20,564,765</u>

The directors of the company are also directors of the immediate parent company UPS (UK) Limited and their remuneration is borne by that company.

8. TAX ON PROFIT ON ORDINARY ACTIVITIES

	1993 £	1992 £
Group relief	-	8,533
Adjustment in respect of prior years	26,593	104,013
	<u>26,593</u>	<u>112,546</u>

The taxation charge is disproportionate to the profit for the year because of the effect of brought forward tax losses.



NOTES TO THE ACCOUNTS
Year ended 31 December 1993

9. INTANGIBLE FIXED ASSETS

	Goodwill £
Cost	
At 1 January 1993	
Additions	4,070,178
	<u>23,067,157</u>
At 31 December 1993	
	<u>27,137,335</u>
Amortisation	
At 1 January 1993	
Provided during the year	1,017,544
	<u>2,814,014</u>
At 31 December 1993	
	<u>3,831,558</u>
Net book value	
At 31 December 1993	
	<u>23,305,777</u>
At 31 December 1992	
	<u>3,052,634</u>

With effect from 1 January 1993 the company acquired the businesses and assets of fellow group companies Carryfast Limited and Haulfast Limited as part of a group reorganisation for a consideration of £21,361,108 and £3,191,890 respectively. Carryfast Limited and Haulfast Limited had originally been acquired by the group on 17 July 1992.

The acquisition has been accounted for by the acquisition method of accounting. The amount of goodwill arising on the purchase was £23,067,157.

The profits before taxation of the acquired businesses (excluding exceptional reorganisation costs) prior to acquisition was as follows:

Year ended 31 December 1992	<u>1,001,900</u>
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The fair value attributed to the net tangible assets acquired were as follows:

	Book value £	Provisions £	Fair value to the company £
Tangible fixed assets			
Stocks	14,068,386	-	14,068,386
Debtors	203,012	-	203,012
Cash and cash equivalents	6,216,719	-	6,216,719
Creditors	924,919	-	924,919
Hire purchase and finance lease obligations	(15,170,622)	-	(15,170,622)
Provision for reorganisation	(2,914,931)	-	(2,914,931)
	<u>-</u>	<u>(1,841,642)</u>	<u>(1,841,642)</u>
	3,327,483	<u>(1,841,642)</u>	1,485,841
Goodwill			<u>23,067,157</u>
Consideration			<u>24,552,998</u>

NOTES TO THE ACCOUNTS
Year ended 31 December 1993

10. TANGIBLE FIXED ASSETS

	Freehold land and buildings £	Short leasehold premises £	Motor vehicles £	Fixtures, fittings, tools and equipment £	Financed leased equipment and motor vehicles £	Total £
Cost						
At 1 January 1993	5,195,444	-	641,938	5,333,160	88,216	11,258,758
Acquisitions (see note 9)	7,064,753	614,273	6,247,337	1,310,608	3,601,454	18,838,426
Additions	-	5,486	44,085	1,254,636	343,837	1,648,044
Disposals	-	-	(406,145)	(390,002)	(16,598)	(812,745)
Reclassification	(16,723)	-	-	16,723	-	-
At 31 December 1993	12,243,474	619,759	6,527,215	7,525,126	4,016,909	30,932,483
Depreciation						
At 1 January 1993	504,994	-	252,511	3,101,790	39,126	3,898,421
Acquisitions (see note 9)	164,776	105,314	3,257,970	782,503	459,476	4,770,039
Provided during the year	294,695	45,152	1,151,738	1,047,232	791,418	3,330,235
Disposals	-	-	(190,032)	(368,829)	(5,171)	(564,032)
Reclassification	(2,805)	-	-	2,805	-	-
At 31 December 1993	961,660	150,466	4,472,187	4,565,501	1,284,849	11,434,663
Net book value						
At 31 December 1993	11,281,814	469,293	2,055,028	2,959,625	2,732,060	19,497,820
At 31 December 1992	4,690,450	-	389,427	2,231,370	49,090	7,360,337

NOTES TO THE ACCOUNTS
Year ended 31 December 1993

11. INVESTMENTS HELD AS FIXED ASSETS

	Subsidiary undertakings £	Other group undertaking £	Total £
Cost			
At 1 January 1993	-	72,000	72,000
Additions (see below)	49,407,600	-	49,407,600
Dividends receivable	(47,057,444)	-	(47,057,444)
At 31 December 1993	<u>2,350,156</u>	<u>72,000</u>	<u>2,422,156</u>

As part of a group reorganisation the company acquired from its immediate parent company, UPS (UK) Limited, 25% of the issued share capital of fellow group company Carryfast Holdings Limited and 100% of the issued share capital in each of Draftmaster Limited, Earlyforce Limited, Scripform Limited and Touchstore Limited in consideration for which 1,000 ordinary shares of £1 each in the company shares were issued to UPS (UK) Limited.

A premium arose on the issue of the shares of £28,124,606 which has been taken to the share premium account (see note 18).

The company then acquired the remaining 75% of the issued share capital of Carryfast Holdings Limited from Draftmaster Limited, Earlyforce Limited, Scripform Limited and Touchstore Limited for a total non-cash consideration of £21,282,796.

Carryfast Holdings Limited is the immediate parent company of Carryfast Limited and Haulfast Limited whose businesses and assets were transferred to UPS Limited with effect from 1 January 1993 as part of the same group reorganisation (see note 9).

The subsidiary undertakings of the company at 31 December 1993, which are all incorporated in Great Britain and registered in England and Wales, are:

Name	Class of shares held	Proportion held	Nature of business
Carryfast Holdings Limited	Ordinary	100%	Holding company
Carryfast Limited	Ordinary	*100%	Non-trading (formerly express parcel service)
Haulfast Limited	Ordinary	*100%	Non-trading (formerly road haulage service)
Draftmaster Limited	Ordinary	100%	Non-trading
Earlyforce Limited	Ordinary	100%	Non-trading
Scripform Limited	Ordinary	100%	Non-trading
Touchstore Limited	Ordinary	100%	Non-trading

* Indirect holdings

In the directors' opinion the aggregate value of the shares in the subsidiary undertakings is not less than the amounts at which they are stated in the balance sheet.

The investment in the other group undertaking consists of 3.3% of the shares in United Parcel Service Belgium NV, a company incorporated in Belgium.

NOTES TO THE ACCOUNTS
Year ended 31 December 1993

12. STOCKS

	1993	1992
	£	£
Consumable stores	<u>416,273</u>	<u>206,807</u>

13. DEBTORS:

Due in less than one year

	1993	1992
	£	£
Trade debtors	19,086,683	9,029,409
Amounts owed by fellow subsidiary undertakings	30,595,038	23,729,185
Amounts owed by subsidiary undertakings	47,057,444	-
Corporation tax recoverable	18,546	-
Other debtors	615,250	415,002
Prepayments and accrued income	963,572	747,565
	<u>98,336,533</u>	<u>33,921,161</u>

14. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	1993	1992
	£	£
Bank loans and overdrafts (note 21)	-	262,026
Obligations under hire purchase contracts and finance leases	1,122,186	23,997
Trade creditors	6,249,014	5,598,925
Amounts owed to immediate parent and fellow subsidiary undertakings	58,832,055	45,260,886
Amounts owed to subsidiary undertakings	50,411,919	-
Other taxation and social security	2,380,734	818,542
Accruals and deferred income	4,545,221	2,686,042
	<u>123,541,129</u>	<u>54,650,418</u>


NOTES TO THE ACCOUNTS
Year ended 31 December 1993
15. OBLIGATIONS UNDER HIRE PURCHASE CONTRACTS AND FINANCE LEASES

	1993 £	1992 £
Within one year	1,315,291	26,986
Between two and five years inclusive	413,467	7,554
	<u>1,728,758</u>	<u>34,540</u>
Deduct		
Finance charges allocated to future periods	(247,552)	(4,248)
	<u>1,481,206</u>	<u>30,292</u>
Shown as		
Current obligations	1,122,186	23,997
Non current obligations	359,020	6,295
	<u>1,481,206</u>	<u>30,292</u>

16. PROVISIONS FOR LIABILITIES AND CHARGES

	£
Reorganisation provision	
Arising on the acquisition of Carryfast Group (see note 9)	1,841,642
Utilised in the year	(1,076,700)
Released as unused	(300,000)
	<u>464,942</u>
As at 31 December 1993	

17. CALLED UP SHARE CAPITAL

	1993 £	1992 £
Authorised		
100,000 ordinary shares of £1 each	100,000	100,000
	<u>100,000</u>	<u>100,000</u>
Allotted and fully paid		
2,000 ordinary shares of £1 each	2,000	1,000
	<u>2,000</u>	<u>1,000</u>

1,000 ordinary shares were issued to UPS (UK) Limited, the immediate parent company as consideration for the acquisition of the Carryfast Group (see note 11).



NOTES TO THE ACCOUNTS

Year ended 31 December 1993

18. SHARE PREMIUM ACCOUNT

	£
Arising on the issue of shares (see note 11) and at 31 December 1993	<u>28,124,606</u>

19. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	1993 £	1992 £
Profit for the financial year	2,391,100	2,637,362
Issue of shares to acquire Carryfast Group (see note 11)	<u>28,125,606</u>	<u>-</u>
Net addition to shareholders' funds	30,516,706	2,637,362
Opening shareholders' funds	<u>(7,654,069)</u>	<u>(10,291,431)</u>
Closing shareholders' funds	<u>22,862,637</u>	<u>(7,654,069)</u>

20. PENSION SCHEMES

UPS (UK) Limited and its subsidiaries operate a group defined benefit pension scheme. The assets of the scheme are held in a separate trustee administered fund. Contributions to the scheme are made at rates recommended by professional independent actuaries to meet obligations arising from both past and current service using the projected unit credit method.

The latest actuarial assessment of the scheme was as at 1 April 1992. The assumptions which have the most significant effect on the results of the valuation are those relating to the rate of return on investments and the rates of increase in salaries and pensions. It was assumed that the investment return would be 9% per annum, that salary increases would average 7% per annum and that present and future pensions would increase at the rate of 3% per annum.

At the date of the last actuarial valuation the market value of the assets of the scheme was sufficient to cover 117% of the benefits that had accrued to members allowing for expected future increases in earnings.

There is currently no difference between amounts funded and accumulated pension costs charged in the profit and loss account.

The company took over the contracts of employment of former Carryfast Limited and Haulfast Limited employees when it acquired the businesses and assets of those companies (see note 9). The majority of these employees have elected to transfer from their former scheme into the group scheme.

21. CONTINGENT LIABILITIES

The company has entered into a Composite Accounting Agreement with its bankers whereby the bank has a full right of set-off of bank balances and interest between the company and three other group companies. At the year end there was a contingent liability as a result of this agreement of £1,711,076 (1992 - £1,370,390).



NOTES TO THE ACCOUNTS
Year ended 31 December 1993

22. OPERATING LEASE COMMITMENTS

	Land and buildings £	Other £
Leases which expire		
Within one year	-	1,776,400
Within two to five years	800,988	869,792
After five years	1,856,293	-
	<u>2,657,281</u>	<u>2,646,192</u>

23. CAPITAL COMMITMENTS

	1993 £	1992 £
Authorised but not yet contracted for	<u>260,000</u>	<u>-</u>

24. ULTIMATE PARENT COMPANY

The company is a subsidiary of UPS (UK) Limited which is incorporated in Great Britain and registered in England and Wales. The ultimate parent company is United Parcel Service of America Inc., incorporated in the United States of America.

Copies of the financial statements for UPS (UK) Limited are available from Companies House, Crown Way, Maindy, Cardiff CF4 3UZ. Copies of the financial statements for United Parcel Service of America Inc. are available from UPS House, Forest Road, Feltham, Middlesex TW13 7DY.

25. FINANCIAL SUPPORT

United Parcel Service of America Inc. has agreed to make sufficient finance available to the company to enable it to meet its obligations as they fall due.