REPORT AND ACCOUNTS

Year to 27th December 2003

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COMPANIES HOUSE

DIRECTORS : MAG Nominees Limited (appointed 31st December 2002)

MAG Secretaries Limited (appointed 31st December 2002) J M Nomineess Limited (resigned 31st December 2002) J M Secretaries Limited (resigned 31st December 2002)

SECRETARY: MAG Secretaries Limited (appointed 31st December 2002)

J M Secretaries Limited (resigned 31st December 2002)

REGISTERED OFFICE : 34 Ely Place, London, EC1N 6TD

REGISTRATION NO : 2059380

DIRECTORS' REPORT

The directors have pleasure in submitting their annual report together with the accounts for the year to 27th December 2003 (2002: year to 28th December).

REVIEW OF BUSINESS

The Company did not trade during the year under review, there has been no income or expenditure and therefore no change in the Company's position has arisen. Any expenses have been met by the holding company. The directors do not anticipate the company trading in the forthcoming year.

DIRECTORS

The directors of the company are as noted above.

None of the directors, or their families, has any interest in the shares of the company or in the shares of John Menzies plc, the ultimate holding company.

ANNUAL GENERAL MEETING AND LAYING OF ACCOUNTS

Pursuant to sections 366A(1) of the Companies Act 1985 (as inserted by the Companies Act 1989) the members have resolved to dispense with holding of Annual General Meetings and the laying of the Report and Accounts of the company before the members in general meeting.

BY ORDER OF THE BOARD

For and on behalf of

MAG Secretaries Limited

Secretary

15th March 2004

BALANCE SHEET

As at 27th December 2003

CURRENT ASSETS Amounts due from Parent Company	Notes	At 27 th December 2003 £ 17,519	$ \begin{array}{r} \underline{\text{At } 28^{\text{th}}} \\ \underline{\text{December}} \\ \underline{2002} \\ \underline{\underline{\textbf{f}}} \\ \underline{17,519} \end{array} $
CAPITAL AND RESERVES Called up share capital Profit and loss account	2	4 17,515 17,519	4 17,515 17,519

For the year ended 27th December 2003 the company was entitled to exemption under section 249AA(1) of the Companies Act 1985.

Members have not required the company to obtain an audit in accordance with section 249B(2) 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.

The financial statements on pages 2 and 3 were approved by the Board of directors on 15th March 2004.

For and on behalf of

MAG Nominees Limited

DIRECTOR

NOTES ON ACCOUNTS

ACCOUNTING POLICIES

Accounting dates

These financial statements cover the year to 27th December 2003 (2002: year to 28th December).

Basis of accounting

The accounts have been prepared under the historical cost convention and in accordance with applicable accounting standards in the United Kingdom which have been consistently applied.

2. SHARE CAPITAL

	2003 £	2002 £
Authorised 5,000 (2002: 5000) ordinary shares of 20p each	1,000	1,000
Allotted, called up and fully paid 20 (2002: 20) ordinary shares of 20p each	4	4

3. HOLDING COMPANY

The immediate parent undertaking is MAG Nominees Limited.

The ultimate holding company is John Menzies plc, a company registered in Scotland. Copies of the Group accounts can be obtained from:

The Secretary John Menzies plc 108 Princes Street Edinburgh EH2 3AA