

Company Registration
No. 2181116

BCE CELLULAR EXTRUSIONS LIMITED
DIRECTORS' REPORT AND ACCOUNTS
31 DECEMBER 2004



BCE CELLULAR EXTRUSIONS LIMITED

DIRECTORS

R G A Barr (Appointed 17 September 2004)
M S Wild (Appointed 2 July 2004)
L J Campbell (Resigned 17 September 2004)
I Barron (Resigned 2 July 2004)

SECRETARY

I Barron (Resigned 2 July 2004)
M S Wild (Appointed 2 July 2004)

REGISTERED OFFICE

Waverley
Edgerton Road
Huddersfield
West Yorkshire
HD3 3AR

BCE CELLULAR EXTRUSIONS LIMITED

REPORT OF THE DIRECTORS

The directors submit their report and the accounts of the company for the year ended 31 December 2004.

PRINCIPAL ACTIVITY AND REVIEW OF THE BUSINESS

The company has not traded during the year and has therefore made neither profit nor loss.

DIRECTORS AND THEIR INTERESTS

The directors of the company during the year are listed on page 1.

The interests of those who were directors at 31 December 2004 in the share capital of the ultimate parent undertaking, Heywood Williams Group PLC, were

	Ordinary shares of 25p		Long term incentive plan Shares provisionally awarded	
	At 31 December 2004	At 31 December 2003 or date of appointment if later	At 31 December 2004	At 31 December 2003 or date of appointment if later
M S Wild	15,252	15,252	174,307	95,706

The following directors also held options under Heywood Williams Group PLC schemes during the year.

	No of options At 1 January 2004 or date of appointment if later	Granted during year	Lapsed during year	Exercised during year	No of options at 31 December 2004
M S Wild	129,075	-	(129,075)	-	-(1)

(1) Executive share option

The interests and options of R G A Barr in the share capital of the ultimate parent undertaking are disclosed in the accounts of that company.

There are no directors' interests in BCE Cellular Extrusions Ltd requiring disclosure under the Companies Act 1985.

By order of the Board



M S Wild
Secretary
5 July 2005

BCE CELLULAR EXTRUSIONS LIMITED

BALANCE SHEET - 31 DECEMBER 2004

	2004	2003
AMOUNT DUE FROM GROUP UNDERTAKINGS	<u>£523,000</u>	<u>£523,000</u>
CAPITAL AND RESERVES		
Called up share capital		
Authorised		
1000 shares of £1 each		
Called up and fully paid		
2 shares of £1 each	£485,000	£485,000
Share premium	£38,000	£38,000
	<u>£523,000</u>	<u>£523,000</u>

For the year ended 31 December 2004, the company was entitled to exemption under section 249A(1) of the Companies Act 1985


Members have not required the company to obtain an audit of its accounts for the year in question in accordance with subsection (2) of 249B.

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 its financial year, and of its profit and loss for the financial year, in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company.

The company did not act as agent for any person during the accounting period.

Approved by the Board
5 July 2005


Director

NOTES TO THE ACCOUNTS AT 31 DECEMBER 2004

1 ACCOUNTING POLICIES

Basis of Accounting

The financial statements have been prepared under the historic cost convention.

2 ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The parent undertaking of the largest group of undertakings for which group accounts are drawn up and of which the company is a member is Heywood Williams Group PLC which is registered in England and Wales. Heywood Williams Group PLC is also the company's ultimate parent undertaking and copies of the accounts can be obtained from Waverley, Edgerton Road, Huddersfield, West Yorkshire HD3 3AR.