ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2001

Company Registration Number 02188798 (England and Wales)



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INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS UNDER SECTION 247B OF THE COMPANIES ACT 1985

We have examined the abbreviated accounts set out on pages 2 to 5, together with the financial statements of the company for the year ended 31 December 2001 prepared under section 226 of the Companies Act 1985.

Respective responsibilities of the directors and auditors

The directors are responsible for preparing the abbreviated accounts in accordance with section 246 of the Companies Act 1985. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts prepared in accordance with sections 246(5) and (6) of the Act to the Registrar of Companies and whether the accounts to be delivered are properly prepared in accordance with those provisions and to report our opinion to you.

Basis of opinion

We have carried out the procedures we considered necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts to be delivered are properly prepared. The scope of our work for the purpose of this report did not include examining or dealing with events after the date of our report on the financial statements.

Opinion

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with sections 246(5) and (6) of the Companies Act 1985, and the abbreviated accounts on pages 2 to 5 are properly prepared in accordance with those provisions.

Blueprint Audit Limited Registered Auditor

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Date: 20 May 2002

Highfield Court Tollgate Chandlers Ford Eastleigh

ABBREVIATED BALANCE SHEET AS AT 31 DECEMBER 2001

		200	01	2000	
	Notes	£	£	£	£
Fixed assets -					
Tangible assets	2		85,838		92,845
Investments	2		2		2
			85,840		92,847
Current assets					
Stocks		133,703		191,107	
Debtors		615,523		1,045,456	
Cash at bank and in hand		256,441		198,767	
		1,005,667		1,435,330	
Creditors: amounts falling due within one year		(676,116)		(1,486,375)	
Net current assets/(liabilities)			329,551		(51,045)
Total assets less current liabilities			415,391		41,802
Creditors: amounts falling due after					
more than one year					(41,800)
			415,391		2
Capital and reserves					
Called up share capital	3		400,002		2
Profit and loss account			15,389		-
Shareholders' funds			415,391		2

These abbreviated accounts have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

R D Oppenheimer

Director

H J Mead
Director

NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2001

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective March 2000).

1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable accounting standards.

1.3 Turnover

Turnover represents amounts receivable for goods and services net of VAT and trade discounts.

1.4 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Land and buildings Leasehold

Straight line over the term of the lease

Plant and machinery

15% Straight line

Fixtures, fittings & equipment

10% Straight line (Computer equipment 25% Straight line)

Motor vehicles

15% Straight line

1.5 Investments

Fixed asset investments are stated at cost less provision for diminution in value.

1.6 Foreign currency translation

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All differences are taken to profit and loss account.

1.7 Group accounts

The financial statements present information about the company as an individual undertaking and not about its group. The company and its subsidiary undertaking comprise a small-sized group. The company has therefore taken advantage of the exemptions provided by section 248 of the Companies Act 1985 not to prepare group accounts.

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2001

2	Fixed assets			
		Tangible assets	Investments	Total
		£	£	£
	Cost			
	At 1 January 2001	92,845	2	92,847
	Additions	3,877	-	3,877
	At 31 December 2001	96,722	2	96,724
	Depreciation			
	At 1 January 2001	-	-	-
	Charge for the year	10,884	-	10,884
	At 31 December 2001	10,884	<u> </u>	10,884
	Net book value			
	At 31 December 2001	85,838	2	85,840
	At 31 December 2000	92,845	2	92,847

Holdings of more than 20%

The company holds more than 20% of the share capital of the following:

Company	Country of registration or	Shares held	Shares held	
	incorporation	Class	%	
Subsidiary undertakings				
Rivers (UK) Limited	UK	Ordinary	100	

The aggregate amount of capital and reserves and the results of the above for the last relevant financial year were as follows:

Capit	al and	Profit for the
res	serves	year
Rivers (UK) Limited	2	-
=		

Rivers (UK) Limited is dormant.

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2001

3	Share capital	2001	2000
		£	£
	Authorised		
	500,000 Ordinary shares of £ 1 each	500,000	100
	400,000 Preference shares of £ 1 each	400,000	-
		900,000	100
		<u> </u>	
	Allotted, called up and fully paid		
	2 Ordinary shares of £ 1 each	2	2
	400,000 Preference shares of £ 1 each	400,000	-
		400,000	
		400,002	2
		Party.	

The authorised share capital of the company was increased to £900,000 on 27 February 2001, giving 500,000 £1 ordinary shares and 400,000 £1 preference shares.

The 400,000 preference shares were issued to Stemcor Holdings Limited, a former group company on 28 February 2001. The rights attached to the preference shares are set out in the Articles of Association. They include the right to receive a preferential net cash dividend calculated as a percentage of the par value of each share at 1% above base rate until 31 December 2003 and at 4% above base rate thereafter.

4 Transactions with directors

During the year £2,500 was paid to M Hughes, a non-executive director, for consultancy services. There was no balance outstanding at the year end.