

Country Markets Limited

Accounts

30 December 2001

Registered Company Number : 2501269

CONTENTS	Page
Directors' Report	1
Report of the Independent Auditors	2
Company Balance Sheet	3
Notes to the Accounts	4



COUNTRY MARKETS LIMITED

DIRECTORS' REPORT

The directors submit their report and accounts for the 52 weeks ended 30 December 2001.

PRINCIPAL ACTIVITIES & BUSINESS REVIEW

The company has not traded during the year.

DIRECTORS

The directors at 30 December 2001 were as follows:

R J Hewitt
S Murfin
G J Price

The directors had no interests in shares of this company.

R J Hewitt, S Murfin and G J Price are directors of Wyevale Garden Centres plc.

DIRECTORS RESPONSIBILITIES

The directors are obliged under company law to prepare financial statements for each financial year and to present them annually to the Company's members in Annual General Meeting.

The financial statements, of which the form and content is prescribed by the Companies Act 1985, must give a true and fair view of the state of affairs of the Company at the end of the financial year, and of the profit for that period and they must comply with applicable accounting standards.

The directors are also responsible for the adoption of suitable accounting policies, their consistent use in the financial statements, supported where necessary by reasonable and prudent judgements.

The directors confirm that the above requirements have been complied with in the financial statements and that applicable accounting standards have been followed.

In addition, the directors are responsible for maintaining adequate accounting records, for safeguarding the assets of the Company and for taking reasonable steps for the prevention and detection of fraud and other irregularities.

AUDITORS

A resolution will be proposed at the forthcoming Annual General Meeting to re-appoint BDO Stoy Hayward as Auditors of the company.

This directors' report was approved by the Board of Directors on 24 October 2002 and signed on its behalf by:


S MURFIN
Secretary

COUNTRY MARKETS LIMITED

REPORT OF THE INDEPENDENT AUDITORS

To the Shareholders of Country Markets Limited

We have audited the financial statements of Country Markets Limited for the 52 weeks ended 30 December 2001 on pages 3 to 4 which have been prepared under the accounting policies set out on page 4.

Respective Responsibilities of Directors and Auditors

The directors' responsibilities for preparing the annual report and the financial statements in accordance with the applicable law and United Kingdom Accounting Standards are set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the Directors' Report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the company is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of Audit Opinion

We conducted our audit in accordance with United Kingdom 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 affairs of the Company as at 30 December 2001 and have been properly prepared in accordance with the Companies Act 1985.

BDO Stoy Hayward

BDO STOY HAYWARD

Chartered Accountants, Registered Auditors, Birmingham

24 October 2002

COUNTRY MARKETS LIMITED

BALANCE SHEET as at 30 December 2001

	Notes	2001 £	2000 £
Current assets			
Debtors	2	9,217	9,217
Cash at bank and in hand		1,117	1,117
		<hr/>	<hr/>
		10,334	10,334
Creditors			
Amounts falling due within one year	3	3,864	3,864
		<hr/>	<hr/>
Net current assets		6,470	6,470
		<hr/>	<hr/>
Capital and Reserves			
Share capital - equity	4	2	2
Profit and loss account		6,468	6,468
		<hr/>	<hr/>
Shareholders' Funds		6,470	6,470
		<hr/>	<hr/>

These financial statements were approved by the Board of Directors on 24 October 2002 and signed on its behalf by:

R J Hewitt

S Murfin

Directors

COUNTRY MARKETS LIMITED

NOTES TO THE ACCOUNTS

for the 52 weeks ended 30 December 2001

1 ACCOUNTING POLICIES

The accounts have been prepared under the historical cost convention in accordance with applicable accounting standards.

2 Debtors	2001	2000
	£	£
Group undertakings	9,217	9,217
	<u> </u>	<u> </u>
3 Creditors: amounts falling due within one year	2001	2000
	£	£
Trade creditors	3,864	3,864
	<u> </u>	<u> </u>
4 Share Capital	2001	2000
	£	£
Authorised		
Ordinary shares of £1 each	100	100
	<u> </u>	<u> </u>
Allotted		
Ordinary shares of £1 each	2	2
	<u> </u>	<u> </u>

5 Parent undertaking

The company's parent undertaking is Wyevale Garden Centres plc which is not controlled by any single party.

Wyevale Garden Centres plc produces group accounts, which are available to the public and may be obtained from Wyevale Garden Centres plc, Kings Acre Road, Hereford, HR4 0SE.