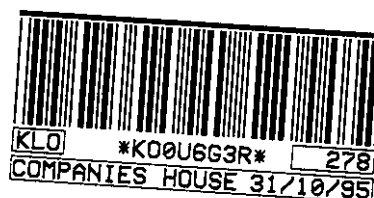


2554365

Jarvis Construction Products & Services Limited

Report and Accounts

31 December 1994



Jarvis Construction Products & Services Limited

Registered No. 2554365

DIRECTORS

Mr R W Kendall

Mr H Lafferty

SECRETARY

Ms A P Chittock

AUDITORS

Ernst & Young

Becket House

1 Lambeth Palace Road

London SE1 7EU

REGISTERED OFFICE

Construction House

Southend Arterial Road

Romford

Essex RM3 0NU

Jarvis Construction Products & Services Limited

DIRECTORS' REPORT

The directors present their report and the accounts for the year ended 31 December 1994.

RESULTS AND DIVIDENDS

The loss for the year attributable to shareholders amounts to £229,074 (1993 – £251,084).

The directors do not recommend the payment of a dividend.

PRINCIPAL ACTIVITY

The company is a non-trading intermediate holding company for certain trading companies of the Jarvis plc group. There has been no change in that status during the year. The only movements in the profit and loss account relate to provisions against investments and amounts due from subsidiary undertakings.

DIRECTORS

The directors of the company during the year ended 31 December 1994 were:

Mr M P Bracegirdle	(resigned 25 November 1994)
Mr D M Freeborn	(appointed 25 November 1994, resigned 3 August 1995)
Mr W R Hare	(resigned 28 June 1994)
Mr R W Kendall	
Mr P Moayed	(appointed 25 November 1994, resigned 27 February 1995)
Mr R Ord	(resigned 25 November 1994)
Mr A Paxton	(resigned 25 November 1994)
Mr J H Ross	(resigned 25 November 1994)
Mr G R Shaw	(appointed 28 June 1994, resigned 27 February 1995)

Mr H Lafferty was appointed a director of the company on 3 August 1995.

DIRECTORS' INTERESTS IN THE SHARES OF THE COMPANY

At 31 December 1994 none of the directors had any beneficial interest in the shares of the company. The interests of the directors in the shares of the ultimate parent undertaking, Jarvis plc, are disclosed in the accounts of that company.

DIRECTORS' AND OFFICERS' LIABILITY INSURANCE

The parent undertaking holds a directors and officers liability insurance policy covering the directors and officers of its subsidiary undertakings.

AUDITORS

The auditors will be reappointed in accordance with Section 386(2) of the Companies Act 1985.

By order of the board



Ms A P Chittock

Secretary

31st October 1995

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE
ACCOUNTS

Company law requires the directors to prepare accounts for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing those accounts, 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 subject to any material departures disclosed and explained in the accounts; and
- prepare accounts on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors confirm that the accounts comply with the above requirements.

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 accounts comply with the Companies Act 1985. 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.

REPORT OF THE AUDITORS

to the members of Jarvis Construction Products & Services Limited

We have audited the accounts on pages 5 to 8, which have been prepared under the historical cost convention and on the basis of 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 accounts. It is our responsibility to form an independent opinion, based on our audit, on those accounts 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 accounts. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the accounts, 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 accounts 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 accounts.

Opinion

In our opinion the accounts give a true and fair view of the state of the company's affairs at 31 December 1994 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



Ernst & Young
Chartered Accountants
Registered Auditor
London

31 October 1995.

Jarvis Construction Products & Services Limited

PROFIT AND LOSS ACCOUNT

for the year ended 31 December 1994

	<i>Notes</i>	<i>1994</i> £	<i>1993</i> £
TURNOVER		—	—
Cost of sales		—	—
Administration expenses			
Provisions against investments in and amounts due from subsidiary undertakings		(229,074)	(251,084)
OPERATING LOSS		(229,074)	(251,084)
Tax on loss on ordinary activities		—	—
LOSS FOR THE YEAR		<u>(229,074)</u>	<u>(251,084)</u>

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES

There were no other gains or losses for the years 31 December 1993 and 1994.

Jarvis Construction Products & Services Limited

BALANCE SHEET

at 31 December 1994

	Notes	1994 £	1993 £
FIXED ASSETS			
Investments	2	—	185,110
CURRENT ASSETS			
Debtors	3	2,360,088	1,155,623
CREDITORS: amounts falling due within one year	4	(3,661,654)	(2,413,225)
NET CURRENT LIABILITIES		(1,301,566)	(1,257,602)
TOTAL ASSETS LESS CURRENT LIABILITIES		(1,301,566)	(1,072,492)
CAPITAL AND RESERVES			
Called up share capital	5	750,000	750,000
Profit and loss account		(2,051,566)	(1,822,492)
SHAREHOLDERS' FUNDS		(1,301,566)	(1,072,492)

The accounts on pages 5 to 8 were approved by the board on 31st October 1995.

Mr R W Kendall



Director

Jarvis Construction Products & Services Limited

NOTES TO THE ACCOUNTS

at 31 December 1994

1. ACCOUNTING POLICIES

Accounting convention

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

The accounts have been prepared under the going concern concept because the ultimate parent undertaking has agreed to provide adequate funds for the company to meet its liabilities as they fall due. The directors believe, on the evidence available to them, that the ultimate parent undertaking will be able to continue its support and that it is still appropriate to prepare the financial statements on the going concern basis.

As the company is a wholly owned subsidiary undertaking of Jarvis plc, group accounts have not been prepared, in accordance with Section 228 of the Companies Act 1985.

Cash flow statement

The company is a wholly owned subsidiary of Jarvis plc and the cash flows of the company are included in the consolidated cash flow statement of Jarvis plc. Consequently, the company is exempt under the terms of Financial Reporting Standard No. 1 from publishing a cash flow statement.

2. INVESTMENTS

	£
Cost:	
At 1 January 1994 and 31 December 1994	2,007,602
Provision for diminution in value:	
At 1 January 1994	(1,822,492)
Provision for the year	(185,110)
At 31 December 1994	(2,007,602)
Net book value:	
At 31 December 1994	—
At 31 December 1993	185,110

3. DEBTORS

	1994	1993
	£	£
Amounts due from group undertakings	2,360,088	1,155,623

Jarvis Construction Products & Services Limited

NOTES TO THE ACCOUNTS

at 31 December 1994

4. **CREDITORS:** amounts falling due within one year

	1994	1993
	£	£
Amounts owed to parent undertaking	3,661,654	2,413,225

5. **SHARE CAPITAL**

	1994	1993
	£	£
Authorised:		
750,000 ordinary shares of £1 each	750,000	750,000
	1994	1993
	£	£
Allotted, called up and fully paid:		
750,000 ordinary shares of £1 each	750,000	750,000

6. **ULTIMATE PARENT UNDERTAKING**

At 31 December 1994 the company's ultimate parent undertaking was Jarvis plc, a company registered in England and Wales, whose accounts may be obtained from the Secretary, Jarvis plc, Construction House, Southend Arterial Road, Romford, Essex RM3 0NU.