

REGISTERED NO SC126583

**WATER HALL (SCOTLAND) LIMITED**

**REPORT AND ACCOUNTS**

**31 DECEMBER 2000**

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COMPANIES HOUSE 02/08/01

# **WATER HALL (SCOTLAND) LIMITED**

## **DIRECTORS' REPORT**

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The directors present their report and accounts for the year ended 31 December 2000.

### **ACCOUNTS AND RESULTS**

The Company was dormant throughout the period, with the exception of the transactions identified on page 4.

### **DIRECTORS**

At 31 December 2000, the directors of the company were as follows:

R M Abdullah

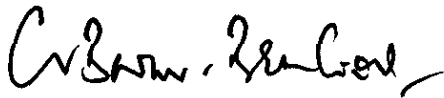
C V Barker-Benfield (appointed 1 February 2000).

### **DIRECTORS' INTERESTS**

No director had any interest in the share capital of the company.

At 31 December 2000, Mr R M Abdullah was also a director of Water Hall Group plc, the ultimate parent undertaking, in whose accounts his interests in the share capital of that company are disclosed. Mr C V Barker-Benfield had no interest in the share capital of Water Hall Group plc.

On behalf of the board:



C V Barker-Benfield  
Director  
26 June 2001

Registered Office:  
c/o Fyfe Ireland WS  
Orchard Brae House  
30 Queensferry Road  
Edinburgh EH4 2HG

## **WATER HALL (SCOTLAND) LIMITED**

### **STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE ACCOUNTS**

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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; and
- \* prepare the accounts on a going concern basis unless it is inappropriate to presume that the company will continue in business.

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

### WATER HALL (SCOTLAND) LIMITED

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We have audited the accounts on pages 4 to 8 which have been prepared under the historical cost convention and the accounting policies set out on page 6.

#### **Respective responsibilities of directors and auditors**

As described on page 2 the company's directors are responsible for the preparation of accounts in accordance with applicable United Kingdom law and accounting standards. It is our responsibility to form an independent opinion, based on our audit, on those accounts and to report our opinion to you. Our responsibilities, as independent auditors, are established in the United Kingdom by statute, the Auditing Practices Board and by our profession's ethical guidance.

#### **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 affairs of the company as at 31 December 2000 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

*Ernst & Young*

**Ernst & Young  
Registered Auditors  
Southampton**

*26 June 2001*

**WATER HALL (SCOTLAND) LIMITED**

**PROFIT AND LOSS ACCOUNT**

**FOR THE YEAR ENDED 31 DECEMBER 2000**

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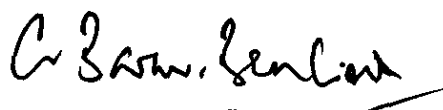
	Note	2000 £	1999 £
Amounts written off investments	1	-	(6,382,248)
Amounts written back on accruals and provisions	1	3,984	-
<b>Transferred to (from) reserves</b>		<u>3,984</u>	<u>(6,382,248)</u>

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**WATER HALL (SCOTLAND) LIMITED****BALANCE SHEET****AT 31 DECEMBER 2000**

	Note	2000 £	1999 £
<b>Creditors: amounts falling due within one year</b>	3	<b>(16,066,398)</b>	(16,066,873)
<b>Net current liabilities</b>		<b>(16,066,398)</b>	(16,066,873)
<b>Total assets less current liabilities</b>		<b>(16,066,398)</b>	(16,066,873)
Provisions for liabilities and charges	4	-	(3,509)
<b>Net liabilities</b>		<b>(16,066,398)</b>	(16,070,382)
<b>Capital and reserves</b>			
Called up share capital	5	100	100
Profit and loss account		<b>(16,066,498)</b>	(16,070,482)
<b>Deficit on equity shareholders' funds</b>		<b>(16,066,398)</b>	(16,070,382)

Approved by the board on 26 June 2001

  
C V Barker-Benfield  
Director

# **WATER HALL (SCOTLAND) LIMITED**

## **NOTES TO THE ACCOUNTS**

### **FOR THE YEAR ENDED 31 DECEMBER 2000**

#### **1. ACCOUNTING CONVENTION AND ACCOUNTING STANDARDS**

The accounts have been prepared under the historical cost convention and in accordance with applicable accounting standards. The accounts have been prepared on a going concern basis as the position of net liabilities arises from balances owing to other group companies and its parent. The parent company confirms that it will continue to support the company throughout the coming year.

The only transaction during the year was to write back accruals and provisions no longer required. The company did not trade during the year or in the previous year.

The company has taken advantage of section 228 of the Companies Act 1985 and has not prepared group accounts. These accounts present information about the company as an individual undertaking and not about its group. Group results are consolidated in the ultimate parent undertaking, Water Hall Group plc.

The company also chooses not to prepare a Cash Flow Statement on the basis that its cash flows are included in the consolidated Cash Flow Statement of its parent, Water Hall Group Plc. These accounts are available from the Company Secretary at the address in Note 7.

#### **2. INVESTMENTS**

	2000 £	1999 £
Shares in subsidiary undertakings		
Cost:		
At 31 December 2000 and 1999	7,499,492	7,499,492
Provision for diminution in value:		
At 31 December 1999	(7,499,492)	(1,117,244)
Provided in year	-	(6,382,248)
At 31 December 2000	<u>(7,499,492)</u>	<u>(7,499,492)</u>
Net book value	<u>-</u>	<u>-</u>

The principal subsidiary undertaking is shown in note 6 to the accounts

**WATER HALL (SCOTLAND) LIMITED****NOTES TO THE ACCOUNTS (continued)****FOR THE YEAR ENDED 31 DECEMBER 2000**

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**3. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	2000 £	1999 £
Ultimate parent undertaking and fellow subsidiary undertakings	9,347,501	9,347,501
Subsidiary undertakings	6,718,897	6,718,897
Accruals	-	475
	<u>16,066,398</u>	<u>16,066,873</u>

**4. PROVISIONS FOR LIABILITIES AND CHARGES**

	Reorganisation and disposal £
At 1 January 2000	3,509
Utilised in year	-
Profit and loss account credit	3,509
<b>At 31 December 2000</b>	<u>-</u>

The balance of the reorganisation and disposal provision is no longer required and has been written back during the year. The Company has no potential liability to deferred taxation.

**5. SHARE CAPITAL**

	2000 £	1999 £
Authorised, allotted, called up and fully paid		
100 ordinary shares of £1 each	<u>100</u>	<u>100</u>



# **WATER HALL (SCOTLAND) LIMITED**

## **NOTES TO THE ACCOUNTS (continued)**

### **FOR THE YEAR ENDED 31 DECEMBER 2000**

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#### **6. PRINCIPAL SUBSIDIARY UNDERTAKING**

<u>Undertaking</u>	<u>Activity</u>
Valentine Quarries Limited (formerly Lovie Limited)	Dormant

The above undertaking is registered in Scotland; it is wholly owned and its shares are fully paid.

#### **7. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY**

In the directors' opinion, the Company's ultimate parent company and controlling party is Water Hall Group plc, a company which is registered in England and Wales. Accounts of that company are available from the Company Secretary, Water Hall Group plc, Norfolk House, 187, High Street, Guildford, Surrey, GU1 3AW.