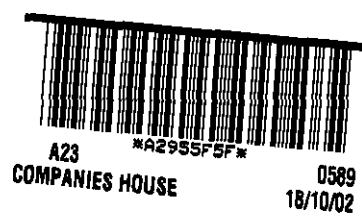


Registered Company Number: 3306668

FINCHAM SCAFFOLDING LIMITED

31 December 2001



REPORT OF THE DIRECTORS

The directors present their report and accounts for the year ended 31 December 2001.

REVIEW OF THE BUSINESS

The company was incorporated on 23 January 1997 and has been dormant since that date.

DIRECTORS

The directors who served during the year are set out below:-

T Bradbury
D M Clitheroe (appointed 3 October 2001)
G C Honeyball (resigned 18 January 2002)

None of the directors has any beneficial interest in the shares of the company. The interests and share options in Interserve Plc of directors who are also directors of Industrial Roofing and Building Limited are disclosed in the financial statements of Industrial Roofing and Building Limited.

AUDITORS

- 1 For the year ended 31 December 2001 the company was entitled to exemption under section 249AA (1) of the Companies Act 1985.
- 2 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.
- 3 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.

Riverside House
Littlebrook Complex
Dartford
Kent
DA1 5PZ

Approved by the Board of Directors and
signed on behalf of the Board by

16 April 2002


C N Gasparro
Secretary

FINCHAM SCAFFOLDING LIMITED

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BALANCE SHEET AS AT 31 DECEMBER 2001

	2001 £	2000 £
CURRENT ASSETS		
Debtors	1	1
	<hr/>	<hr/>
NET ASSETS	1	1
	<hr/>	<hr/>
CAPITAL AND RESERVES		
Called up share capital	1	1
Profit and loss account	-	-
	<hr/>	<hr/>
SHAREHOLDERS' FUNDS		
Equity interest	1	1
	<hr/>	<hr/>

Notes:

1. The company was dormant (within the meaning of Section 250 of the Companies Act 1985) throughout the financial year.
2. The ultimate holding company is Interserve Plc which is incorporated in Great Britain.

These financial statements were approved by the Board of Directors on 16 April 2002. Signed on behalf of the Board of Directors.



D M Clitheroe
Director