



Alstec Holdings Limited

Report and Financial Statements

31 March 2002



ALstec

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REPORT AND FINANCIAL STATEMENTS

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OFFICERS AND PROFESSIONAL ADVISERS

DIRECTORS

M Melling
G Wesley

SECRETARY

G Wesley

REGISTERED OFFICE

Cambridge Road
Whetstone
Leicester
LE8 6LH

AUDITORS

KPMG Chartered Accountants
1 Waterloo Way
Leicester
LE1 6LP



DIRECTORS' REPORT

The directors present their annual report and the audited financial statements for the year ended 31 March 2002.

ACTIVITIES

The company acts as a holding company. It did not trade during the year.

DIRECTORS AND THEIR INTERESTS

The directors who served during the period were as follows:

M R Melling

G Wesley

The directors who held office at 31 March 2002 held no interests requiring disclosure under Schedule 7 of the Companies Act 1985.

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

A handwritten signature in cursive script, appearing to read "G Wesley".

Secretary



STATEMENT OF DIRECTORS' RESPONSIBILITIES

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company as at the end of the financial year and of the profit or loss of the company for that period. In preparing those financial statements, 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
- prepare the financial statements on the 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 financial statements 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.

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INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF Alstec Holdings Limited

We have audited the financial statements on pages 5 to 8.

Respective responsibilities of directors and auditors

The directors are responsible for preparing the directors' report and, as described on page 3, the financial statements in accordance with applicable United Kingdom law and accounting standards. Our responsibilities, as independent auditors, are established in the United Kingdom by statute, the Auditing Practices Board and by our profession's ethical guidance.

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.

Basis of audit 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 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 the company's affairs as at 31 March 2002 and of its result for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



KPMG

Chartered Accountants

Registered Auditors

Leicester

31 May 2002

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PROFIT AND LOSS ACCOUNT Year Ended 31 March 2002

Note	Year ended 31 March 2002 £ 000	4 November 1999 to 31 March 2001 £ 000
TURNOVER	-	-
Cost of sales	-	-
	<hr/>	<hr/>
Gross profit	-	-
	<hr/>	<hr/>
Selling and marketing costs	-	-
Administrative expenses	-	-
	<hr/>	<hr/>
	-	-
	<hr/>	<hr/>
OPERATING PROFIT	-	-
Income from shares in group undertakings	1,200	400
Interest receivable and similar income	-	-
Interest payable and similar charges	-	-
	<hr/>	<hr/>
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	1,200	400
Tax on profit on ordinary activities	-	-
	<hr/>	<hr/>
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION	1,200	400
Dividends Payable	(1,200)	(400)
	<hr/>	<hr/>
RETAINED PROFIT FOR THE YEAR	-	-
	<hr/> <hr/>	<hr/> <hr/>

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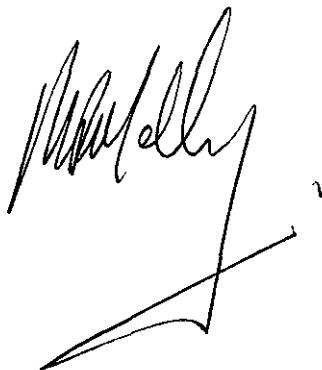
BALANCE SHEET 31 March 2002

	Note	31 March 2002 £ 000	31 March 2001 £ 000
FIXED ASSETS			
Investment in subsidiaries	2	-	-
		<hr/>	<hr/>
		-	-
		<hr/>	<hr/>
CURRENT ASSETS			
Debtors	3	1,600	400
		<hr/>	<hr/>
		1,600	400
CREDITORS: amounts falling due within one year			
	4	(1,600)	(400)
		<hr/>	<hr/>
NET CURRENT ASSETS			
		-	-
		<hr/>	<hr/>
TOTAL ASSETS LESS CURRENT LIABILITIES			
		-	-
		<hr/>	<hr/>
		-	-
		<hr/>	<hr/>
CAPITAL AND RESERVES			
Called up share capital	5	-	-
		<hr/>	<hr/>
SHAREHOLDERS' FUNDS			
		-	-
		<hr/>	<hr/>

These financial statements were approved by the Board of Directors on 30 May 2002.

Signed on behalf of the Board of Directors

Director





NOTES TO THE ACCOUNTS

Year ended 31 March 2002

1. ACCOUNTING POLICIES

The financial statements are prepared in accordance with applicable UK accounting standards. The following accounting policies have been consistently applied to matters which are considered material to the financial statements.

Accounting convention

The financial statements are prepared under the historical cost convention.

Consolidation

In respect of the year ended 31 March 2002, the Company has taken advantage of the exemptions of Section 228 of the Companies Act 1985 which exempts the Company from preparing consolidated accounts for its group as it was a wholly owned subsidiary of Alstec Group Limited incorporated in the UK, the consolidated accounts of which are publicly available.

Cash flow statement

The company has taken advantage of the provision of FRS No. 1 (revised) not to prepare a cash flow statement on the basis that consolidated accounts in which the results of Alstec Holdings Limited are included, are publicly available.

Investment in Subsidiaries

In the company's financial statements, investments in subsidiary undertakings are stated at cost, less any provision required to reflect a diminution in value.

Related party transactions

In respect of the year ended 31 March 2002, the company was ultimately a wholly owned subsidiary and, accordingly, has taken advantage of the exemptions of FRS No. 8 which exempts the company from disclosure of all inter group transactions, as the consolidated accounts of its ultimate parent company are publicly available.

2. INVESTMENTS IN SUBSIDIARIES

The company has an investment of £2 (31 March 2001: £2) in a subsidiary undertaking.

Details of the subsidiary, which is wholly owned and involved in the provision of engineered solutions and services across a range of industrial sectors, are as follows;

Subsidiary	Country of incorporation
Alstec Limited	UK



NOTES TO THE ACCOUNTS
Year ended 31 March 2002

3. DEBTORS

	31 March 2002 £ 000	31 March 2001 £ 000
Amounts falling due within one year		
Amounts owed by group undertakings	1,600	400
	<u>1,600</u>	<u>400</u>

4. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	31 March 2002 £ 000	31 March 2001 £ 000
Amounts owed to group undertakings	1,600	400
	<u>1,600</u>	<u>400</u>

5. CALLED UP SHARE CAPITAL

	31 March 2002 £	31 March 2001 £
Authorised Ordinary shares of £1 each	1,000	1,000
	<u>1,000</u>	<u>1,000</u>
Called up, allotted and fully paid Ordinary shares of £1 each	1	1
	<u>1</u>	<u>1</u>

6. ULTIMATE PARENT COMPANY

The company's ultimate parent company is Alstec Group Limited, a company incorporated in the UK. Copies of its' accounts are available from the Registrar of Companies.