

THE HOLYWELL-HALKYN MINING AND TUNNEL
COMPANY LIMITED

REPORT AND ACCOUNTS

YEAR ENDED 31 MARCH 1993

Company Registered No. 50892



THE HOLYWELL-HALKYN MINING AND TUNNEL COMPANY LIMITED

REPORT OF THE DIRECTORS

The Directors submit their report and the financial statements for the year ended 31 March 1993.

Principal Activities

The Company is a subsidiary undertaking of Courtaulds plc. The Company's former activities, the maintenance of drainage tunnels and the supply of water to factories in North Wales, have been undertaken by Courtaulds Fibres Limited, the Company's immediate parent company, since 1 April 1986. The mines remain abandoned in strict accordance with statutory requirements.

Results

The Company did not trade during the year. However, in September 1992 Courtaulds Fibres Limited agreed to sell its water supply business and related properties and property rights to Dwr Cymru Cyfyngedig, a subsidiary of Welsb Water plc. As part of the sale of this business, Dwr Cymru made a recommended cash offer to the Company and the minority shareholders of the Company's only subsidiary undertaking, The Halkyn District Mines Drainage Company, to acquire the whole of Halkyn Drainage's issued share capital. The shares were sold for a share price of £11.15p for each £10 Ordinary share, which after costs, equated to net book value (see note 5 on page 6). No profit or loss resulted from this transaction except for a liability to taxation of £12,000 and as a consequence the Company has relinquished its dormant status and the Directors have re-appointed Price Waterhouse as auditors.

Dividend

The Directors recommend that no dividend be paid.

Movement in Fixed Assets

The movement in fixed asset investments is shown in note 5 on page 6.

Directors

Directors who served during the year were:

D.L. Warburton (Chairman)
G.C.W. Cunnington
A.S. Hopkins
D.F. Landless
D.A. Stevens

Directors' Interests

The register kept by the Company in accordance with Section 325 of the Companies Act 1985 shows that the Directors and their immediate families had the following beneficial interests in the share capital of the ultimate parent company, Courtaulds plc.

	Courtaulds plc Ordinary Share of 25p	
	1 April 1992	31 March 1993
D.A. Stevens	-	6,210
D.L. Warburton	1,222	1,550

	Courtaulds plc Executive Share Option Scheme			
	1 April 1992	Granted	Exercised	31 March 1993
A.S. Hopkins	-	10,000	-	10,000
D.A. Stevens	30,000	-	10,000	20,000
D.L. Warburton	40,000	-	-	40,000

	Courtaulds plc SAYE Share Option Scheme			
	1 April 1992	Granted	Exercised	31 March 1993
G.C.W. Cunningham	2,373	844	-	3,217
D.A. Stevens	2,381	1,013	-	3,394
D.L. Warburton	1,186	1,689	-	2,875

Notes:

- (a) The interests under the share option schemes show the numbers of ordinary shares of Courtaulds plc over which Directors had options under the Courtaulds Executive Share Option Scheme II and the Courtaulds 1990 Savings Related Share Option Scheme, and options granted and exercised during the year.
- (b) Executive Share Option Scheme - shares held under option were granted on 16 July 1986, 30 June 1987, 3 July 1989, 28 June 1990, 6 June 1991 and 4 June 1992 at prices per share of 280p, 472p, 332p, 339p, 395p and 555p respectively and are exercisable, in general, not earlier than three nor later than ten years after the date of grant.
- (c) SAYE Share Option Scheme - shares held under option were granted on 25 April 1990, 2 July 1991 and 30 June 1992 at prices per share of 271p, 316p and 444p respectively and are exercisable on completion of five years' saving under a related SAYE contract.

Close Company

The Company is not a close company within the meaning of the Income and Corporation Taxes Act 1988.

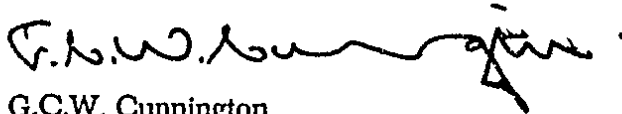
Secretary and Registered Office

G.C.W. Cunningham, 50 George Street, London W1A 2BB.

Auditors

Price Waterhouse were appointed during the year to fill the casual vacancy arising from the loss of the Company's dormant status.

By Order of the Board



G.C.W. Cunningham
Secretary

25 May 1993

50 George Street
London W1A 2BB

AUDITORS' REPORT TO THE MEMBERS OF
THE HOLYWELL-HALKYN MINING AND TUNNEL COMPANY LIMITED

We have audited the financial statements on pages 5 to 7 in accordance with Auditing Standards.

In our opinion the financial statements give a true and fair view of the state of the Company's affairs as at 31 March 1993 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Price Waterhouse

PRICE WATERHOUSE
Chartered Accountants
and Registered Auditor

BIRMINGHAM

25 May 1993

THE HOLYWELL - HALKYN MINING AND TUNNEL COMPANY LIMITED

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 1993

	Notes	1993 £	1992 £
PROFIT ON ORDINARY ACTIVITIES BEFORE TAX		-	-
TAXATION	4	(12,000)	-
RETAINED LOSS FOR THE FINANCIAL YEAR	11	<u>(12,000)</u>	<u>-</u>

BALANCE SHEET - AS AT 31 MARCH 1993

	Notes	1993 £	1992 £
<u>FIXED ASSETS</u>			
Investments	5	-	<u>207,757</u>
<u>CURRENT ASSETS : Debtors</u> (amounts falling due after more than one year)	6	146,348	147,371
<u>CREDITORS</u> (amounts falling due within one year)	7	(12,000)	-
<u>NET CURRENT ASSETS</u>		<u>134,348</u>	<u>147,371</u>
<u>TOTAL ASSETS LESS CURRENT LIABILITIES</u>		<u>134,348</u>	<u>355,128</u>
<u>CREDITORS</u> (amounts falling due after more than one year)	8	-	(208,780)
<u>CAPITAL AND RESERVES</u>		<u>134,348</u>	<u>146,348</u>
Called up share capital	9	63,188	63,188
Other reserves	10	77,352	77,352
Profit and loss account	11	(6,192)	5,808
		<u>134,348</u>	<u>146,348</u>

Approved by the Board on 25 May 1993

DIRECTORS

A.S.Hopkins

A.S.Hopkins.

E.L. Warburton

E.L. Warburton

SECRETARY

G.C.W. Cunningham

G.C.W. Cunningham

THE HOLYWELL - HALKYN MINING AND TUNNEL COMPANY LIMITED

NOTES TO THE ACCOUNTS - 31 MARCH 1993

1 ACCOUNTING POLICIES

The accounts are prepared under the historic cost accounting convention and in accordance with the Companies Act 1985 and applicable Accounting Standards.

a) Trading

During the year the company has not traded, the only transaction being the disposal of its subsidiary (99.51%) Halkyn District Mines Drainage Company to a subsidiary of Welsh Water Plc. The shares were sold for a share price of £11.15p for each £10 Ordinary share, which after costs, equated to net book value. No profit or loss resulted from this transaction except for a liability to taxation.

b) Cash Flow Statement

In accordance with the exemption under paragraph 8(a) of Financial Reporting Standard No 1, a cash flow statement has not been included within these accounts.

c) Group Accounts

At 31 March 1993 the company had no subsidiary undertakings and is exempt from preparing group accounts by virtue of S. 228 Companies Act 1985.

2 DIRECTORS' EMOLUMENTS

No director received any emoluments in respect of his services to the company.

3 TRANSACTIONS WITH DIRECTORS

No director during the year has been materially interested in any contract with the Company which is significant in relation to the Company's activities.

4 TAXATION

	1993	1992
	£	£
U.K. Corporation Tax at 33%	<u>(12,000)</u>	<u>-</u>

The company's charge to Corporation Tax has been reduced by the surrender of Advanced Corporation Tax by other Courtaulds plc group companies for no consideration. The company has no potential liability to deferred taxation (1992 £Nil).

5 INVESTMENTS

	£	Shares in group undertakings
Cost		37,092
Revaluation		<u>170,665</u>
As at 31 March 92		<u>207,757</u>
Disposal of shares in group undertakings		<u>(207,757)</u>
As at 31 March 93		<u>-</u>

6 DEBTORS

	1993	1992
(amounts falling due after more than one year)	£	£
Amounts owed by group undertakings	<u>146,348</u>	<u>147,371</u>

7 CREDITORS

	1993	1992
(amounts falling due within one year)	£	£
Corporation tax payable	<u>12,000</u>	<u>-</u>

THE HOLYWELL - HALKYN MINING AND TUNNEL COMPANY LIMITED

NOTES TO THE ACCOUNTS CONTINUED - 31 MARCH 1993

8	CREDITORS (amounts falling due after more than one year)	1993 £	1992 £
	Amounts owed to group undertakings	<u>-</u>	<u>208,780</u>
9	CALLED UP SHARE CAPITAL	1993 £	1992 £
	a) <u>Authorised</u>		
	20,000 4% (now 2.8%) Non Cumulative £1 Preference Shares	<u>20,000</u>	<u>20,000</u>
	100,000 £1 Ordinary Shares	<u>100,000</u>	<u>100,000</u>
	b) <u>Issued and fully paid</u>		
	Preference shares	<u>NIL</u>	<u>NIL</u>
	Ordinary shares	<u>63,188</u>	<u>63,188</u>
10	OTHER RESERVES	1993 £	1992 £
	Capital redemption reserve	20,000	20,000
	Forfeited share account reserve	46	46
	Capital general reserve	1,006	1,006
	Tunnel repairs reserve	<u>56,300</u>	<u>56,300</u>
		<u>77,352</u>	<u>77,352</u>
11	PROFIT AND LOSS ACCOUNT	£	
	At 1 April 1992	5,808	
	Retained loss for the year	<u>(12,000)</u>	
	At 31 March 1993	<u>(6,192)</u>	

12 **ULTIMATE HOLDING COMPANY**

The immediate holding company is Courtaulds Fibres Ltd and the ultimate holding company is Courtaulds plc, both of which are registered in England and Wales. Copies of the Courtaulds plc report and accounts may be obtained from the Secretary's Office, Courtaulds plc, 50 George Street, London W1A 2BB.