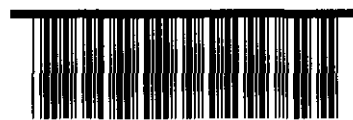


The Leyland and Birmingham Rubber Co. Limited

Report and Annual Accounts

For the year ended 31 December 1999



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COMPANIES HOUSE 06/09/00

The Leyland and Birmingham Rubber Co. Limited

DIRECTORS' REPORT

The directors present their report and accounts for the year ended 31 December 1999.

Principal Activity

The company had not traded during the year and the directors do not expect this to change in the future.

Director

The director of the Company during the year ended 31 December 1999 was as follows:

L Cant Appointed 18 March 2000


J A Redmond Resigned 18 March 2000

Mr L Cant holds 140,033 Ordinary Shares in UniPoly SA, the ultimate holding company.

Auditors

The company has remained dormant throughout the year and under Section 250 of the Companies Act 1985 has dispensed with the requirement to appoint auditors.

By order of the Board



Director *L Cant*

The Leyland and Birmingham Rubber Co. Limited

BALANCE SHEET

	Note	1999 £	1998 £
CURRENT ASSETS			
Amounts due from parent and fellow subsidiary companies		3,751	3,751
CAPITAL AND RESERVES			
Called up share capital	3	3,750	3,750
Profit and loss account		1	1
		<hr/> 3,751	<hr/> 3,751

The company was dormant throughout the financial year. *ended 31 December 1999*


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Director

The Leyland and Birmingham Rubber Co. Limited

Notes to the Financial Statements

1. ACCOUNTING POLICY

These financial statements are prepared under the historical cost convention, and in accordance with the Companies Act 1985 and applicable accounting standards.

(i) Basis of preparation

The company has banking facilities which are secured on the assets of the UniPoly SA Group and the Company has cross guaranteed the Group loans. The UniPoly SA Group's banking facilities are subject to financial covenants. The Directors recognise that there is a possibility that certain of these covenants may be breached during the coming year. However, in such circumstances, the Directors believe that the Group's bankers would continue to make appropriate facilities available. Accordingly, the Directors have prepared the accounts on a going concern basis.

2. PROFIT AND LOSS ACCOUNT

During the year the Company has not traded on its own account, has not incurred any liabilities and consequently, has made neither profit nor loss. None of the directors received any emoluments in respect of their services to the Company (1998:£nil). Information relating to the Director's shareholdings is given in the Director's Report on page 1.

There were no employees of the company during the year (1998:nil).

3. CALLED UP SHARE CAPITAL

	Authorised		Allotted, Called-up and Partly Paid	
	1999	1998	1999	1998
	£	£	£	£
5,000 ordinary shares of £1 each	<u>5,000</u>	<u>5,000</u>		
5,000 ordinary shares of £1 each, 75p paid			<u>3,750</u>	<u>3,750</u>

4. CASH FLOW STATEMENT AND RELATED PARTY DISCLOSURES

The company is a wholly-owned subsidiary and is included in the consolidated financial statements of UniPoly SA, which can be obtained from the address as given in Note 5. Consequently, the company has taken advantage of the exemption from preparing a cash flow statement under the terms of Financial Reporting Standard 1 (revised 1996). The company is also exempt from disclosing related party transactions with entities that are part of the UniPoly SA group.

The Leyland and Birmingham Rubber Co. Limited

5. ULTIMATE PARENT UNDERTAKING

The ultimate parent company is UniPoly SA, a company registered in Luxembourg, which is the parent undertaking of the smallest and largest group to consolidate these accounts. Copies of the UniPoly SA Group accounts can be obtained from :

The Secretary
UniPoly SA
16 Rue Des Capucins
Luxembourg