

REGISTERED COMPANY NUMBER – 459356

INTERSERVE CONSTRUCTION SERVICES LIMITED  
(FORMERLY CAWTHRAW & COMPANY LIMITED AND INTERSERVE LIMITED)

31 DECEMBER 2000



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COMPANIES HOUSE

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31/08/01

REPORT OF THE DIRECTORS

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

ACTIVITY

The company did not trade during the year.

STATE OF AFFAIRS

The state of the company's affairs is as set out in the balance sheet on page 2.

DIRECTORS

The following have served as directors during the year:-

G J Wentzell  
T Bradbury

Mr T Bradbury retires by rotation, and being eligible offers himself for re-election at the Annual General Meeting.

The interests of the directors at 31 December 2000 in the capital of the ultimate parent undertaking are stated below:

| Director   | Ordinary Shares of<br>10p each |          | Options of Shares over 10p each |          | Exercise<br>Price | Period of<br>Exercise |
|------------|--------------------------------|----------|---------------------------------|----------|-------------------|-----------------------|
|            | 1.01.00                        | 31.12.00 | 1.01.00                         | 31.12.00 |                   |                       |
| T Bradbury | 2,980                          | 2,980    | 850                             | 850      | 212p              | 07.10.01 & 06.10.05   |
|            | -                              | -        | 14,150                          | 14,150   | 212p              | 07.10.01 & 06.10.08   |
|            | -                              | -        | -                               | 25,000   | 346p              | 14.06.03 & 13.06.07   |

During the year, the mid market share price of Interserve plc (formerly Tilbury Douglas) shares fluctuated between 252p to 510p per share. The mid-market price on 31 December 2000 was 495p.

Mr G J Wentzell is also a director of the ultimate parent undertaking and his interests are disclosed in the accounts of that company.

No directors had any interest, beneficial or non-beneficial in the share capital of the company or had a material interest during the period in any significant contract with the company.

AUDITORS

The company, being eligible to exempt itself from the obligation to appoint auditors under the provisions of Section 250, Companies Act 1985, has resolved by way of special resolution, that auditors shall not be appointed.

SECRETARY

On 4 April 2000 Mr T Bradbury resigned as Secretary and Mrs V A Lynch was appointed in his place.

Interserve House  
Ruscombe Park  
Twyford, Reading  
Berkshire, RG10 9JU

By order of the Board

*Valene Lynch*  
V A LYNCH  
Secretary

*29th August* 2001

**BALANCE SHEET**  
31 December 2000

|  | Note | 2000<br>£        | 1999<br>£        |
|--|------|------------------|------------------|
| <b>CREDITORS – AMOUNTS FALLING DUE WITHIN ONE YEAR</b> |      |                  |                  |
| Amounts owed to group companies                        |      | <u>(473,645)</u> | <u>(473,645)</u> |
| <b>TOTAL EQUITY SHAREHOLDERS' FUNDS</b>                |      |                  |                  |
| Called up share capital                                | 2    | 250,000          | 250,000          |
| Profit and loss account deficit                        |      | <u>(723,645)</u> | <u>(723,645)</u> |
|  |      | <u>(473,645)</u> | <u>(473,645)</u> |

1. For the year ended 31 December 2000 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.

The financial statement was approved by the board of directors on *29th August* 2001.

SIGNED ON BEHALF OF THE BOARD OF DIRECTORS

*T. Bradbury*

T BRADBURY

*29 August* 2001

NOTES

1. ACCOUNTING POLICY

The financial statement has been prepared in accordance with applicable accounting standards.

The financial statement has been prepared in accordance with the historical cost convention.

2. SHARE CAPITAL

Authorised :

500,000 shares of £1 each

500,000

500,000

Allotted and fully paid:

250,000 shares of £1 each

250,000

250,000

3. ULTIMATE PARENT COMPANY

The ultimate parent company is Interserve Plc (formerly Tilbury Douglas Plc), which is incorporated in Great Britain and registered in England and Wales. The group accounts for Interserve Plc (formerly Tilbury Douglas Plc) are available from Companies House, Crown Way, Maindy, Cardiff CF14 3UZ.