(4) **MCBRIDE AIRCARE LTD (formerly known as Globol Chemicals (UK) Ltd).**

NOTICE IS HEREBY GIVEN that the ANNUAL GENERAL MEETING of the Company shall be held at Middleton Way, Middleton, Manchester on Friday 25th April 2003 for the transaction of the following business:

1. To consider and adopt the Report of the Directors and the Accounts for the period ended 30 June 2002. The company changed its name to McBride Aircare on 17th January 2002.

2. To re appoint KPMG Audit plc as auditors of the Company.

3. To authorise the Board to fix the remuneration of the Auditors

By order of the Board

C A BARNET
Secretary

Middleton Way
Middleton
Manchester M24 4DP
25 April 2003

A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of him. A proxy need not be a member of the Company.

Secretary	C A Barnet
Registered Office	Middleton Way Middleton Manchester M24 4DP
Registered Number	2495721

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MCBRIDE AIRCARE LTD (formerly known as Globol Chemicals (UK) Ltd).

REPORT OF THE DIRECTORS

The directors present their annual report and the audited financial statements for the year ended 30 June 2002.

PRINCIPAL ACTIVITY

The principal activities of the company are the manufacture and distribution of air care products.

POST BALANCE SHEET EVENT

The company sold all its assets and liabilities, other than its reserves and share capital, to Robert McBride Ltd on 1st July 2002. The sale was made at nil profit to the company.

Robert McBride Ltd is a related company of McBride Aircare Ltd.

This effectively rendered McBride Aircare Ltd a dormant company from that day forth.

RESULTS AND DIVIDEND

The results for the year are set out on page 5.

The Directors did not recommend the payment of a dividend. (2001 - £nil).

DIRECTORS: The directors who have held office are as follows:
T N M Seaman
A Lindsay
T J Monks
N P Smith

Mr T N M Seaman and Mr A Lindsay were Directors throughout the financial year.

Mr T J Monks resigned as a Director with effect from 28 September 2001
Mr N P Smith resigned as a Director with effect from 16 May 2002

In accordance with the Articles of Association, none of the directors are required to retire by rotation.

DIRECTORS' INTERESTS

The interests of Mr T J Monks as director of the ultimate parent undertaking is declared in the respective accounts and statutory books.

None of the Directors had any interest in shares of the Company.

None of the Directors had any other interest in shares or debentures of other subsidiary companies of the ultimate parent undertaking at 30 June 2001 or 30 June 2002.

No director, either during or at the end of the financial year, was materially interested in any contract that was significant in relation to the Company's business.

REPORT OF THE DIRECTORS (Continued)

STATEMENT OF DIRECTORS' RESPONSIBILITIES

Company law requires the Directors to prepare the financial statements for each financial year which give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these 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:
- prepare the financial statements on a 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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

By order of the Board

C A BARNET
Secretary

Middleton Way
Middleton
Manchester M24 4DP
25 April 2003

KPMG Audit Plc
Plym House
3 Longbridge Road
Marsh Mills
Plymouth PL6 8LT
United Kingdom

Independent auditors' report to the members of McBride Aircare Limited (formerly Global Chemicals (UK) Limited

We have audited the financial statements on pages 5 to 16.

This report is made solely to the company's members, as a body, in accordance with section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for opinions we have formed.

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 30 June 2002 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

KPMG Audit Plc

KPMG Audit Plc
Chartered Accountants
Registered Auditor

28 April 2003

MCBRIDE AIRCARE LTD (formerly known as Globol Chemicals (UK) Ltd).

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 30 JUNE 2002

	Note	Year to June 2002 £	Year to June 2001 £
TURNOVER	1	9699587	11520959
Cost of Sales		(7308237)	(8964215)
Gross Profit		2391350	2556744
Distribution Costs		(147060)	(223193)
Administration Expenses		(2544817)	(2585857)
OPERATING (LOSS)	4	(300527)	(252306)
Other Interest Receivable and Similar income	5	8404	5757
Interest Payable and Similar charges	6	(158941)	(179693)
(LOSS) ON ORDINARY ACTIVITIES BEFORE TAX		(451064)	(426242)
Taxation	7	34042	31756
(LOSS) ON ORDINARY ACTIVITIES AFTER TAX		(417022)	(394486)
Dividends		-	-
RETAINED (LOSS) FOR THE PERIOD		(417022)	(394486)

There are no recognised gains or losses other than those shown above.

MCBRIDE AIRCARE LTD (formerly known as Globol Chemicals (UK) Ltd).

RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

FOR THE YEAR ENDED 30 JUNE 2002

	Year to June 2002 £	Year to June 2001 £
(Loss) for the Financial Period	(417022)	(394486)
Dividend payable	-	-
Net Movement on Shareholders' funds	(417022)	(394486)
Opening Shareholders' Funds	(244614)	149872
Closing Shareholders' Funds	(661636)	(244614)

MCBRIDE AIRCARE LTD (formerly known as Globol Chemicals (UK) Ltd).

BALANCE SHEET AS AT 30 JUNE 2002

	Note	30th June 2002 £'s	30th June 2001 £'s
FIXED ASSETS			
Tangible assets	8	842284	1140576
		842284	1140576
CURRENT ASSETS			
Stocks	9	1341233	2002738
Debtors	10	1904443	1354800
Cash at bank and in hand		75546	-
		3321222	3357538
CREDITORS - Amounts falling due within one year	11	(4816360)	(4688350)
NET CURRENT LIABILITIES		(1495138)	(1330812)
TOTAL ASSETS LESS CURRENT LIABILITIES		(652854)	(190236)
CREDITORS - Amounts falling due after more than one year	12	-	(11554)
Provisions for Liabilities and Charges	13	(8782)	(42824)
NET LIABILITIES		(661636)	(244614)
CAPITAL AND RESERVES			
Called up share capital	14	30000	30000
Profit and loss account	16	(691636)	(274614)
		(661636)	(244614)

The accounts were approved by the Board on and signed on its behalf by

A Lindsay
Director

25 April 2003

MCBRIDE AIRCARE LTD (formerly known as Globol Chemicals (UK) Ltd).

ACCOUNTING POLICIES

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the Company's financial statements.

a. Basis of Preparation

The financial statements have been prepared under the historical cost convention and in accordance with applicable UK accounting standards.

b. Tangible Fixed Assets

Depreciation is provided to write-off the cost less estimated residual value of tangible fixed assets by equal instalments over their estimated useful economic lives, as follows:

Leasehold Improvements	15%
Plant and Machinery	10/15%
Office Furniture	15%
Computer Equipment	33%
Motor Vehicles	25%

c. Stocks

Stocks are stated at the lower of cost and net realisable value.

d. Taxation

The charge for taxation is based on the loss for the year and takes into account taxation deferred because of timing differences between thetreatment of certain items for taxation and accounting purposes.

Deferred tax is recognised, without discounting, in respect of all timing differnces between the treatments of certain items for taxation and accounting pruposes, which have arisen but not reversed by the balance sheet date, except as otherwise required by FRS19.

e. Hire purchase and operating leases

Assets acquired under the terms of hire purchase contracts are capitalised and depreciated over their estimated useful lives. Hire purchase interest is charged to the profit and loss account evenly over the terms of the agreement.

Operating leases are charged to the profit and loss account on a straight-line basis over the life of the operating lease.

f. Turnover

Turnover represents the amounts, excluding Value Added Tax, derived from the provision of goods and services to third party customers during the period.

g Pensions

The company operates an optional defined contribution pension scheme for all full-time employees. Contributions are charged to the profit and loss account as incurred.

h. Research and Development Expenditure

Expenditure on research and development is written off against profits in the period in which it is incurred.

i. Foreign currency transactions.

Foreign currency transactions are translated into sterling at the rate ruling at the date of the transaction. Balances at the year end denominated in foreign currency have been translated at the rate ruling at that date.

MCBRIDE AIRCARE LTD (formerly known as Globol Chemicals (UK) Ltd).

NOTES TO THE ACCOUNTS

1. TURNOVER

Turnover arises from a single business segment in the following geographical areas:

	Year to June 2002 £'s	Year to June 2001 £'s
United Kingdom	5228874	5968996
Overseas	4470713	5551963
	9699587	11520959

2. CASH FLOW STATEMENT

As at 30 June 2002, the company was ultimately a wholly-owned subsidiary undertaking of McBride plc, which published a group cash flow statement in compliance with Financial Reporting Standard No. 1 (revised 1996). Accordingly, a cash flow statement is not presented in these accounts.

3. EMPLOYEE and DIRECTORS COSTS

The aggregate payroll costs of employees (excluding Directors) were as follows:-

	Year to June 2002 £'s	Year to June 2001 £'s
Wages and Salaries	2133323	2226245
Social Security Costs	124161	97859
Other Pension Costs	29876	11942
	2287360	2336046

The average weekly number of employees during the year was as follows:

	2002	2001
Production	100	108
Administration	20	21
Sales	4	4
	124	133

TJ Monks was a director of the ultimate parent undertaking during the period and has been remunerated by that company in his capacity as director.

NOTES TO ACCOUNTS (Continued)

4. OPERATING LOSS

	Year to June 2002 £'s	Year to June 2001 £'s
Operating loss is stated after charging/(crediting):		
Depreciation	365899	328300
Operating Leases		
- Other	126780	126780
Auditor's Remuneration:	11000	16000
Loss on exchange	-	-
Charitable donations	-	-
Research & development	180141	237581
Profit on disposal of fixed assets	(4320)	(1321)

5. OTHER INTEREST RECEIVABLE AND SIMILAR INCOME

An analysis of the Interest Receivable for the periods ended 30 June 2002 and 30 June 2001 is set out below:

	Year to June 2002 £'s	Year to June 2001 £'s
Bank Interest	8404	5757
	8404	5757

6. INTEREST PAYABLE AND SIMILAR CHARGES

An analysis of the Interest Payable for the periods ended 30 June 2002 and 30 June 2001 is set out below:

	Year to June 2002 £'s	Year to June 2001 £'s
Group Loan Interest	149500	170822
Bank interest	9	169
Hire purchase interest	9432	8702
	158941	179693

7. TAXATION

An analysis of the taxation charge for the periods ended 30 June 2002 and 30 June 2001 is set out below:

	Year to June 2002 £'s	Year to June 2001 £'s
(Over) provision in prior years	-	(9897)
Deferred taxation released	(34042)	(21859)
	(34042)	(31756)

Current tax reconciliation

Loss on ordinary activities before tax	(451,064)	(426242)
Current tax at 30%	(135,319)	(127,872)
Effects of:		
Expenses not deductible for tax purposes	-	285
Non-taxable interest received	-	(550)
Depreciation on leases and capitalised revenue costs	(450)	(282)
Movement in Short term timing differences	(1296)	(396)
Capital allowances in excess of depreciation	33,347	5,019
Group relief claimed	103,718	123,797
Total current tax charge	0	0

NOTES TO THE ACCOUNTS (Continued)

8. FIXED ASSETS

	Plant & Fixtures £'s	Total £'s
COST		
1 July 2001	3762568	3762568
Additions	76547	76547
Disposals	(30502)	(30502)
30 June 2002	3808613	3808613
DEPRECIATION		
1 July 2001	(2621992)	(2621992)
Depreciation on disposals	21562	21562
Charge for the period	(365899)	(365899)
30 June 2002	2966329	2966329
NET BOOK VALUE		
30 June 2002	842284	842284
30 June 2001	1140576	1140576

Included in the total net book value of plant and fixtures above is £54379 (2001 - £81091) in respect of assets held under hire purchase contracts. Depreciation for the year on these assets was £26712 (2001 - £26712).

9. STOCKS

	30th June 2002 £'s	30th June 2001 £'s
Raw Materials and Consumables	900258	1608076
Moulds	232686	190966
WIP	56933	39686
Finished Goods	151356	164010
	1341233	2002738

The replacement value of stocks is not materially different from the balance sheet value.

NOTES TO THE ACCOUNTS (Continued)

10. DEBTORS

	30th June 2002 £'s	30th June 2001 £'s
Trade Debtors	754458	529712
Amounts owed by group undertakings	881985	568717
Corporation tax	-	-
VAT	125517	143976
Other Debtors	41562	31605
Prepayments and accrued income	100921	80790
	1904443	1354800

11. CREDITORS: Amounts falling due within one year

	30th June 2002 £'s	30th June 2001 £'s
Bank overdrafts	-	151445
Trade Creditors	1720996	2491198
Amounts due to group companies	453014	393613
Intergroup funding balance	2369322	1429819
Other Creditors	95940	85439
Taxation and Social Security	31174	31094
Accruals	135479	66382
Finance Lease Obligations – HP Contracts	10435	39360
Dividend Payable	-	-
	4816360	4688350

Interest is payable on the intergroup funding loan at three-month LIBOR plus 0.5%. There are no terms as to repayment and there is no security given.

12. CREDITORS: Amounts falling due after more than one year

	30th June 2002 £'s	30th June 2001 £'s
Finance Lease Obligations – HP	-	11554

These are repayable by instalments	30th June 2002 £'s	30th June 2001 £'s
Between one and two years	-	11554
Between two and five years	-	-
	-	11554

The finance lease obligations are secured on the assets to which they relate.

NOTES TO THE ACCOUNTS (Continued)

13. PROVISIONS FOR LIABILITIES & CHARGES

	Deferred Taxation £
At beginning of period	42824
Credit for the period	(34042)
At end of period	8782

All provisions relate to accelerated capital allowances.

14. CALLED UP SHARE CAPITAL

The share capital at 30 June 2002 was:

	30th June 2002 £'s	30th June 2001 £'s
Authorised		
Equity: Ordinary shares of £1 each	30000	30000
Allotted, called up and fully paid		
Equity: Ordinary shares of £1 each	30000	30000

15. FINANCIAL COMMITMENTS

a. Capital Commitments

	30th June 2002 £'s	30th June 2001 £'s
Authorised and Contracts placed	-	10000

16. PROFIT AND LOSS ACCOUNT

	£'s
Retained loss at 30 June 2001	(274614)
Loss in the year	(417022)
Retained loss at 30 June 2002	(691636)

17. RELATED PARTY TRANSACTIONS

The company has taken advantage of the exemptions conferred by Financial Reporting Standard 8 and has not disclosed related party transactions with its ultimate parent undertaking or with wholly owned subsidiaries of its ultimate parent undertaking.

18. CONTINGENT LIABILITIES

There were no material contingent liabilities as at 30th June 2002. (30th June 2001: £Nil.)

20. ULTIMATE PARENT UNDERTAKING

The ultimate parent undertaking at 30 June 2002 was McBride plc, which is a company registered in England & Wales. Copies of the McBride PLC accounts are available from the registered office at McBride House, Penn Road, Beaconsfield, Buckinghamshire, HP9 2FY.