

R

REPORT & ACCOUNTS

31 January 2001

THE DEEP IN HULL LIMITED

Registered Number: 4120421



The Deep
Kingston upon Hull
HU1 4DP

The Deep in Hull Limited

Registered No. 4120421

REPORT & ACCOUNTS

31 January 2001

DIRECTORS

Councillor David W Gemmell	(appointed 30 January 2001)
John A Parkes CBE	(appointed 30 January 2001)
Professor Peter Ekkehard Kopp	(appointed 30 January 2001)
Professor Graham Chesters	(appointed 30 January 2001)
John F Brignall	(appointed 30 January 2001)
Michael R Killoran	(appointed 30 January 2001)
Anthony J Hunt	(appointed 30 January 2001)
D&A Nominees Limited	(appointed 6 December 2000, resigned 30 January 2001)

SECRETARY

Dr Giles A Davidson

AUDITORS

Ernst & Young LLP
Lowgate House
Lowgate
Kingston upon Hull
HU1 1JJ

SOLICITORS

Rollits Solicitors
Wilberforce Court
High Street
Kingston upon Hull
HU1 1YJ

REGISTERED OFFICE

The Deep
Kingston upon Hull
HU1 4DP

DIRECTORS' REPORT

The Directors present their report and the audited accounts for the period from 6 December 2000 to 31 January 2001.

PRINCIPAL ACTIVITIES & REVIEW OF THE BUSINESS

The Company is a wholly owned subsidiary of EMIH Limited (Registered No. 3513218), a charity involved in the development of The Deep Millennium Project. On 30 January 2001, The Deep in Hull Limited entered into an Agreement for Lease of the site of The Deep Millennium Project from EMIH Limited. This Lease was executed on 6 March 2001.

RESULTS & DIVIDENDS

The Deep in Hull Limited has not traded since its incorporation on 6 December 2000, has had no transactions in the period and its expenses have been met by the ultimate parent company. The Directors do not recommend payment of a dividend.

As a condition of the substantial amount of capital funding provided to EMIH Limited by the Millennium Commission, The Deep in Hull Limited is party to a debenture agreement in favour of the Millennium Commission.

DIRECTORS & THEIR INTERESTS

The Directors of the Company are as detailed on the previous page. All the current Directors are also the Directors of the ultimate parent company. None of the Directors have held any beneficial interest in the company over the period covered by these accounts.

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE ACCOUNTS

Company law requires the Directors to prepare accounts for each financial period which give a true and fair view of the state of affairs of the company and the profit or loss of the company for that period. In preparing those accounts, 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 accounts 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 accounts 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.

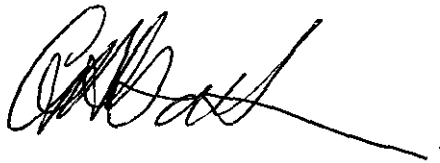
The Deep in Hull Limited

AUDITORS

On 28 June 2001, Ernst & Young, the Company's auditor, transferred its entire business to Ernst & Young LLP, a limited liability partnership incorporated under the Limited Liability Partnerships Act 2000. The Directors consented to treating the appointment of Ernst & Young as extending to Ernst & Young LLP with effect from 28 June 2001.

A resolution to reappoint Ernst & Young LLP as auditors will be put to the Members at the Annual General Meeting.

By order of the Board

A handwritten signature in black ink, appearing to read 'G A Davidson', with a long horizontal line extending to the right.

Dr G A Davidson
Company Secretary
27 July 2001

REPORT OF THE AUDITORS

We have audited the accounts on pages 5 to 6 which have been prepared under the historical cost convention and the accounting policies set out on page 6.

Respective responsibilities of Directors and Auditors.

As described on page 2, the Company's Directors are responsible for the preparation of the accounts in accordance with applicable United Kingdom law and accounting standards. It is our responsibility to form an independent opinion, based on our audit, on those accounts and to report our opinion. Our responsibilities, as independent auditors, are established in the United Kingdom by Statute, the Auditing Practices Board and by our profession's ethical guidance.

Basis of 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 accounts. It also includes an assessment of the significant estimates and judgements made by the Directors in the preparation of the accounts, 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 accounts 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 accounts.

Opinion

In our opinion, the accounts give a true and fair view of the state of affairs of the Company as at 31 January 2001 and have been properly prepared in accordance with the Companies Act 1985.



Ernst & Young LLP
Registered Auditor
Hull

27 July 2001

The Deep in Hull Limited

BALANCE SHEET AS AT 31 JANUARY 2001

	Note	2001 £
Current Assets		
- Cash		<u>1</u>
Net Assets		<u>1</u>
Share Capital & Reserves		
- Called up share capital	2	<u>1</u>
Shareholders' funds		<u>1</u>

The Company was dormant within the meaning of Section 250 of the Companies Act 1985 throughout the period ending 31 January 2001.



D W Gemmell
Director
27 July 2001

NOTES TO THE ACCOUNTS

At 31 January 2001

1. Accounting Policies

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

2. Share Capital

Ordinary shares of £1 each:	Authorised:	£1,000
	Allotted, called up and fully paid:	£ 1

The £1 allotted, called up and fully paid ordinary share was purchased by D&A Nominees Limited on 6 December 2000 and then purchased by EMIH Limited from D&A Nominees Limited the same day.

3. Profit & Loss Account

The Company had no transactions during the period and so made neither a profit nor a loss – accordingly, no Profit & Loss account has been prepared.

4. Group Accounts

EMIH Limited is the Company's ultimate parent company (Registered No. 3513218). Copies of that Company's accounts can be obtained from EMIH Limited, The Deep, Kingston upon Hull, HU1 4DP.