

WOODBERRY HOLDINGS LIMITED
REPORT OF THE DIRECTORS AND
FINANCIAL STATEMENTS
FOR THE PERIOD 28 APRIL 2003 TO 31 MARCH 2004



CONTENTS OF THE FINANCIAL STATEMENTS
For The Period 28 April 2003 to 31 March 2004

	Page
Company Information	1
Report of the Directors	2
Report of the Independent Auditors	3
Profit and Loss Account	4
Balance Sheet	5
Cash Flow Statement	6
Notes to the Cash Flow Statement	7
Notes to the Financial Statements	8
Profit and Loss Account	11

WOODBERRY HOLDINGS LIMITED

COMPANY INFORMATION
For The Period 28 April 2003 to 31 March 2004

DIRECTORS:

N D Cox
A N Kinder
C W Smith

SECRETARY:

A N Kinder

REGISTERED OFFICE:

PO Box 236
Atlas Street
Feeder Road
Bristol
BS99 7UW

REGISTERED NUMBER:

4746721

AUDITORS:

James & Cowper
Registered Auditor and
Chartered Accountants
Phoenix House
Bartholomew Street
Newbury
Berkshire RG14 5QA

WOODBERRY HOLDINGS LIMITED

REPORT OF THE DIRECTORS For The Period 28 April 2003 to 31 March 2004

The directors present their report with the financial statements of the company for the period 28 April 2003 to 31 March 2004.

COMMENCEMENT OF TRADING

The company started trading on 30 May 2003.

PRINCIPAL ACTIVITY

The principal activity of the company in the period under review was that of a holding company. The main activity of the group is that of steel stockholding and distribution of fastenings and engineer's tools.

DIRECTORS

The directors during the period under review were:

N D Cox	- appointed 6.6.03
A N Kinder	- appointed 6.6.03
C W Smith	- appointed 6.6.03

The beneficial interests of the directors holding office on 31 March 2004 in the issued share capital of the company were as follows:

	31.3.04	at date of appointment
Ordinary £1 shares		
N D Cox	95	-
A N Kinder	95	-
C W Smith	10	-

All the directors, being eligible, offer themselves for election at the forthcoming first Annual General Meeting.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

Company law requires the directors to prepare 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 those 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 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 financial statements 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.

AUDITORS

The auditors, James & Cowper, will be proposed for re-appointment in accordance with Section 385 of the Companies Act 1985.

ON BEHALF OF THE BOARD:



.....
A N Kinder - Secretary

Date: 28/7/04

**REPORT OF THE INDEPENDENT AUDITORS TO THE SHAREHOLDERS OF
WOODBERRY HOLDINGS LIMITED**

We have audited the financial statements of Woodberry Holdings Limited for the period ended 31 March 2004 on pages four to ten. These financial statements have been prepared under the historical cost convention and the accounting policies set out therein.

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 the opinions we have formed.

Respective responsibilities of directors and auditors

As described on page two the company's directors are responsible for the preparation of financial statements in accordance with applicable law and United Kingdom Accounting Standards.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

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 Report of the Directors 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.

We read the Report of the Directors and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

We conducted our audit in accordance with United Kingdom 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 31 March 2004 and of its loss for the period then ended and have been properly prepared in accordance with the Companies Act 1985.



James & Cowper
Registered Auditor and
Chartered Accountants
Phoenix House
Bartholomew Street
Newbury
Berkshire RG14 5QA

Date: 28 July 2004

WOODBERRY HOLDINGS LIMITED

PROFIT AND LOSS ACCOUNT
For The Period 28 April 2003 to 31 March 2004

	Notes	£
TURNOVER		-
Administrative expenses		<u>1,200</u>
OPERATING LOSS	3	(1,200)
Interest receivable and similar income		<u>75</u>
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		(1,125)
Tax on loss on ordinary activities	4	<u>-</u>
LOSS FOR THE FINANCIAL PERIOD AFTER TAXATION		(1,125)
DEFICIT FOR THE PERIOD		<u>(1,125)</u>

CONTINUING OPERATIONS

None of the company's activities were acquired or discontinued during the current period.

TOTAL RECOGNISED GAINS AND LOSSES

The company has no recognised gains or losses other than the loss for the current period.

The notes form part of these financial statements

BALANCE SHEET
31 March 2004

	Notes	£	£
FIXED ASSETS			
Investments	5		433,950
CURRENT ASSETS			
Cash at bank		275	
CREDITORS			
Amounts falling due within one year	6	<u>1,200</u>	
NET CURRENT LIABILITIES			<u>(925)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			433,025
CREDITORS			
Amounts falling due after more than one year	7		433,950
			<u>(925)</u>
CAPITAL AND RESERVES			
Called up share capital	8		200
Profit and loss account	9		<u>(1,125)</u>
SHAREHOLDERS' FUNDS	11		<u>(925)</u>

ON BEHALF OF THE BOARD:


.....
N D Cox - Director


.....
A N Kinder - Director

Approved by the Board on 28/7/04.....

WOODBERRY HOLDINGS LIMITED

CASH FLOW STATEMENT
For The Period 28 April 2003 to 31 March 2004

	Notes	£
Net cash inflow from operating activities	1	-
Return on investments and servicing of finance	2	75
Capital expenditure and financial investment	2	<u>(433,950)</u>
		<u>(433,875)</u>
Financing	2	<u>434,150</u>
Increase in cash in the period		<u><u>275</u></u>
Reconciliation of net cash flow to movement in net debt		
Increase in cash in the period	3	<u>275</u>
Change in net debt resulting from cash flows		<u>275</u>
Movement in net debt in the period		275
Net debt at 28 April		<u>-</u>
Net funds at 31 March		<u><u>275</u></u>

The notes form part of these financial statements

NOTES TO THE CASH FLOW STATEMENT
For The Period 28 April 2003 to 31 March 2004

1. RECONCILIATION OF OPERATING LOSS TO NET CASH INFLOW FROM OPERATING ACTIVITIES

	£
Operating loss	(1,200)
Increase in creditors	<u>1,200</u>
Net cash inflow from operating activities	<u><u>-</u></u>

2. ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THE CASH FLOW STATEMENT

	£
Returns on investments and servicing of finance	
Interest received	<u>75</u>
Net cash inflow for returns on investments and servicing of finance	<u><u>75</u></u>
 Capital expenditure and financial investment	
Purchase of fixed asset investments	<u>(433,950)</u>
Net cash outflow for capital expenditure and financial investment	<u><u>(433,950)</u></u>
 Financing	
Loan from group undertaking	433,950
Share issue	<u>200</u>
Net cash inflow from financing	<u><u>434,150</u></u>

3. ANALYSIS OF CHANGES IN NET DEBT

	At 28.4.03 £	Cash flow £	At 31.3.04 £
Net cash:			
Cash at bank	<u>-</u>	<u>275</u>	<u>275</u>
	<u>-</u>	<u>275</u>	<u>275</u>
 Total	<u><u>-</u></u>	<u><u>275</u></u>	<u><u>275</u></u>

NOTES TO THE FINANCIAL STATEMENTS
For The Period 28 April 2003 to 31 March 2004

1. ACCOUNTING POLICIES

Basis of preparing the financial statements

As at 31 March 2004 the balance sheet showed net liabilities of £925. Nevertheless the directors consider it appropriate to prepare the financial statements on a going concern basis due to the continued support of the company's subsidiary, Woodberry Chillcott and Company Limited.

Under the provision of section 248 of the Companies Act 1985 the company is exempt from preparing consolidated accounts and has not done so, therefore the accounts show information about the company as an individual entity.

Accounting convention

The financial statements have been prepared under the historical cost convention.

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

2. STAFF COSTS

There were no staff costs for the period ended 31 March 2004.

The average monthly number of employees during the period was as follows:

Nil

=====

3. OPERATING LOSS

The operating loss is stated after charging:

Auditors remuneration	£ <u>1,200</u>
-----------------------	-------------------

Directors' emoluments	<u>-</u>
-----------------------	----------

4. TAXATION

Analysis of the tax charge

No liability to UK corporation tax arose on ordinary activities for the period.

5. FIXED ASSET INVESTMENTS

	Shares in group undertakings £
COST	
Additions	<u>433,950</u>
At 31 March 2004	<u>433,950</u>
NET BOOK VALUE	
At 31 March 2004	<u>433,950</u>

NOTES TO THE FINANCIAL STATEMENTS - continued
For The Period 28 April 2003 to 31 March 2004

5. FIXED ASSET INVESTMENTS - continued

The company's investments at the balance sheet date in the share capital of companies include the following:

Woodberry Chillcott and Company Limited

Nature of business: steel stockholding and distribution of fastening

Class of shares:	%
Ordinary	holding 100.00

Aggregate capital and reserves	£ 917,966
Profit for the period	<u>1,255</u>

6. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

Accrued expenses	£ <u>1,200</u>
------------------	-------------------

7. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

Amounts owed to group undertakings	£ <u>433,950</u>
------------------------------------	---------------------

8. CALLED UP SHARE CAPITAL

Authorised:

Number:	Class:	Nominal value:	£
1,000	Ordinary	£1	<u>1,000</u>

Allotted, issued and fully paid:

Number:	Class:	Nominal value:	£
200	Ordinary	£1	<u>200</u>

The following shares were allotted and fully paid for cash at par during the period:

200 Ordinary shares of £1 each

9. RESERVES

	Profit and loss account
	£
Deficit for the period	<u>(1,125)</u>
At 31 March 2004	<u>(1,125)</u>

10. RELATED PARTY DISCLOSURES

The company is controlled by its board of directors.

WOODBERRY HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS - continued
For The Period 28 April 2003 to 31 March 2004

11. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	£
Loss for the financial period	(1,125)
Called up share capital	<u>200</u>
Net reduction of shareholders' funds	(925)
Opening shareholders' funds	<u>-</u>
Closing shareholders' funds	<u>(925)</u>
 Equity interests	 <u>(925)</u>