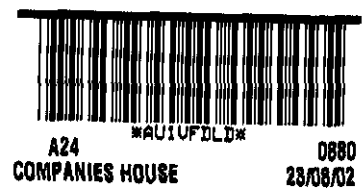


Pryor and Howard (1988) Limited

**Annual Report
for the year ended 31 December 2001**

Registered no: 2254066



Pryor and Howard (1988) Limited

Report and Financial Statements For the Year Ended 31 December 2001

Contents	Page
Report of the Directors	3
Balance Sheet	4
Notes to the Financial Statements	5

Pryor and Howard (1988) Limited

Report of the Directors for the year ended 31 December 2001

The Directors present their annual report and the financial statements of the Company for the year ended 31 December 2001.

Principal activity and business review

The Company has not traded during the year and accordingly it made neither a profit nor a loss. Therefore no profit and loss account is attached.

Directors and their interests

The directors who served during the year were as follows:

D R West

L H Swindells

T Settevik (resigned 16/01/2002)

B J Skeet (appointed (17/01/2002/)

The directors do not have any interests which are required to be disclosed under the Companies Act 1985, Schedule 7(2).



**L H Swindells
Director**

• Pryor and Howard (1988) Limited

Balance Sheet

As at 31 December 2001

	Notes	2001 £	2001 £
Current Assets			
Creditors			
Amounts falling due within one year to other group undertakings		(628,937)	(628,937)
		<u> </u>	<u> </u>
Capital and reserves			
Called-up share capital	2	2	2
Profit and loss account		(628,939)	(628,939)
		<u>(628,937)</u>	<u>(628,937)</u>

The directors are satisfied that the Company is entitled to exemption from the provisions of the Companies Act 1985 (the Act) relating to the audit of the accounts for the year by virtue of Section 249AA(1), and that no member or members have requested an audit pursuant to Section 249B(2) of the Act.

The directors acknowledge their responsibilities for:

- (i) ensuring that the company keeps proper accounting records which comply with Section 221 of the Act, and
- (ii) preparing accounts which give a true and fair view of the state of affairs of the Company as at the end of the financial year, in accordance with the requirements of Section 226, and which otherwise comply with the requirements of the Act relating to accounts, so far as applicable to the Company.



L H Swindells
Director

Pryor and Howard (1988) Limited

Notes to the financial statements for the year ended 31 December 2001

1. Principal accounting policy

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

2. Called up share capital

	2001 £	2001 £
Authorised: 1,000 Ordinary shares of £1 each	1,000	1,000
	<hr/>	<hr/>
Alotted, called-up and fully paid: 2 Ordinary shares of £1 each	2	2
	<hr/>	<hr/>

3. Ultimate parent company and controlling party

The directors regard Tyco International Limited, a company registered in Bermuda, as the *ultimate parent company and controlling party*. The largest group in which the results of Pryor and Howard (1988) Limited are consolidated is that headed by Tyco International Limited whose principal place of business is The Zurich Centre, 2nd Floor, 90 Pitts Bay Road, Pembroke HM08 Bermuda. Consolidated accounts for this group may be obtained from 154 Fareham Road, Gosport, Hampshire PO13 OAS.

The smallest group in which they are consolidated is that headed by CDK UK Limited, whose principal place of business is 154 Fareham Road, Gosport, Hampshire PO13 OAS. Consolidated accounts for this group are available to the public and may be obtained from Companies House, Cardiff, Wales.