

Pryor and Howard (1988) Limited

**Annual report
for the year ended 31 December 1998**

Registered no: 2254066



Pryor and Howard (1988) Limited

Directors' report for the year ended 31 December 1998

The directors present their report and the unaudited financial statements for the year ended 31 December 1998.

Principal activities

The Company did not trade during the year.

Directors

The directors of the Company for the year ended are listed below:

John Lloyd Davies
David Roy West

Leslie Harvey Swindells was appointed a director of the Company on 1 September 1999.

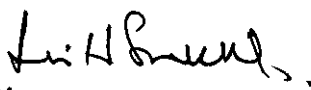
Directors' interests

No director had any interest in the shares of the Company or its holding company during the year ended 31 December 1998.

Auditors

The Company has been dormant since the date of incorporation. In accordance with Section 250 of the Companies Act 1985 the Company, on 5 June 1991, resolved not to appoint auditors.

By order of the board


Director
19th Oct. 1999

Pryor and Howard (1988) Limited

Balance sheet at 31 December 1998

	Notes	1998	1997
Creditors		£	£
Amounts owed to group undertakings		<u>(628,937)</u>	<u>(628,937)</u>
		<u>(628,937)</u>	<u>(628,937)</u>
Capital and reserves			
Called-up share capital	2	<u>2</u>	<u>2</u>
Profit and Loss account		<u>(628,939)</u>	<u>(628,939)</u>
		<u>(628,937)</u>	<u>(628,937)</u>

The Company was dormant within the meaning of Section 250 of the Companies Act 1985 throughout the financial year ended 31 December 1998, there having been no significant accounting transactions of the Company required to be entered in its accounting records, and accordingly no profit and loss account has been prepared.

The financial statements on pages 2 and 3 were approved by the board of directors on
19th October 1999 and signed on its behalf by:-

L. H. Howard
Director

The notes on page 3 form part of these accounts.

Pryor and Howard (1988) Limited

Notes to the financial statements for the year ended 31 December 1998

1 General

The Company has not prepared a profit and loss account as there was no revenue during the year ended 31 December 1998 or in the previous financial year; any expenses incurred by the company have been borne by the shareholder.

2 Called-up share capital

	1998	1997
	£	£
Authorised		
100 ordinary shares of £1 each	100	100
	<hr/>	<hr/>
Allotted, called-up and fully paid		
2 ordinary shares of £1 each	2	2
	<hr/>	<hr/>

3 Directors' emoluments

The directors received no emoluments for the year ended 31 December 1998.

4 Ultimate parent company

The directors regard Tyco International Inc, a company registered in the United States of America, as the ultimate parent company. According to the register kept by the Company, Camp Limited has a 100% interest in the equity capital of the Company at 31 December 1998. Copies of the parent's consolidated financial statements may be obtained from The Company Secretary, Tyco Healthcare UK Limited, 154 Fareham Road, Gosport, Hampshire .