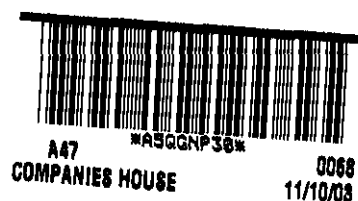


Telford Galvanizers Limited

Directors' Report and Financial Statements

Registered Number: 211638

For the year ended 31 December 2002



Directors' report

The directors present their annual report and financial statements for the year ended 31 December 2002.

Principal activity and business review

The company has not traded during the year.

Directors and their interests

DL Grove
DB Almond
CJ Burr
HC Everett

None of the directors has any beneficial interest in the shares of the company.

Mr DL Grove, Mr HC Everett and Mr CJ Burr are directors of the ultimate holding company, Hill & Smith Holdings PLC, and their interests in the shares and share options of that company are shown in its financial statements.

By order of the Board



HC Everett
Secretary

2 Highlands Court
Cranmore Avenue
Shirley, Solihull
B90 4LE

1 October 2003

Balance sheet
as at 31 December 2002

	<i>Note</i>	2002 £	2001 £
Current assets			
Amounts owed by group undertakings		350,628	350,628
Capital and reserves			
Called up share capital	2	20,100	20,100
Profit and loss account		330,528	330,528
Equity shareholders' funds		350,628	350,628

The company has not traded during the year, consequently no profit and loss account has been prepared.

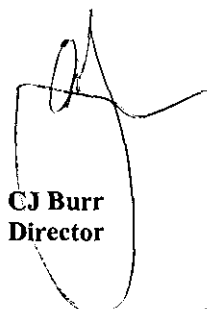
The company was entitled to exemption under Section 249A(1) of the Companies Act 1985 from the requirement to have its financial statements for the financial year ended 31 December 2002 audited.

No notice has been deposited under Section 249B(2) of that Act requiring an audit in relation to the company's financial statements for that financial year.

The directors acknowledge their responsibility for:

- ensuring the company keeps accounting records which comply with section 221 of the Companies Act 1985; and
- preparing financial statements 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 of that Act, and which otherwise comply with the requirements of that Act relating to financial statements, so far as applicable to the company.

These financial statements were approved by the board of directors on 1 October 2003 and signed on their behalf by:


CJ Burr
Director

H C Everett
Director

Notes to the financial statements

1 Accounting policies

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

Basis of accounting

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

2 Share capital

	2002 £'000	2001 £'000
<i>Authorised, issued and fully paid up</i>		
Ordinary shares of £1 each	100	100
5% Preference shares of £1 each	20,000	20,000
	<hr/> 20,100 <hr/>	<hr/> 20,100 <hr/>

3 Ultimate parent company

The company's ultimate parent undertaking is Hill & Smith Holdings PLC, a company registered in England. Copies of the Group financial statements may be obtained from group headquarters:

2 Highlands Court
Cranmore Avenue
Shirley, Solihull
B90 4LE