

Company Registration No. 959214

CHASE WEB LIMITED

Report and Financial Statements

Fifty two weeks ended 29 July 2005



CHASE WEB LIMITED

REPORT AND FINANCIAL STATEMENTS 2005

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CHASE WEB LIMITED

OFFICERS AND PROFESSIONAL ADVISERS

DIRECTORS

P C Harris
St Ives plc

SECRETARY

P C Harris

REGISTERED OFFICE

St Ives House
Lavington Street
London SE1 0NX

SOLICITORS

Herbert Smith
Exchange House
Primrose Street
London EC2A 2HS

INDEPENDENT AUDITORS

Deloitte & Touche LLP
Chartered Accountants
Hill House
1 Little New Street
London EC4A 3TR

CHASE WEB LIMITED

DIRECTORS' REPORT

The directors present their annual report and the audited financial statements for the fifty two weeks ended 29 July 2005 ("the financial year"). Comparative figures are for the fifty two weeks ended 30 July 2004.

ACTIVITIES

The company is a wholly owned subsidiary of St Ives plc and acts as an intermediate holding company for a company involved in the printing industry.

REVIEW OF DEVELOPMENTS

The results for the fifty two weeks ended 29 July 2005 are set out in the profit and loss account on page 5 of the financial statements and the year end position of the company is set out in the balance sheet on page 6 of the financial statements.

RESULTS AND DIVIDENDS

The company's profit for the financial year after taxation amounted to £7,701,800 (2004 – £4,326,325). During the year the company paid an interim dividend of £77.02 per ordinary share (2004 – £43.26). The directors do not recommend the payment of a final dividend (2004 – £nil).

FUTURE PROSPECTS

The company will continue to act as an intermediate holding company for a company involved in the printing industry.

DIRECTORS AND THEIR INTERESTS

The present membership of the board is set out on page 1. All directors served throughout the year.

According to the register of directors' interests kept pursuant to Section 325 of the Companies Act 1985, the interests of the directors serving at the end of the financial year, who were not also directors of St Ives plc (whose interests are shown in that company's Annual Report and Accounts), in the ordinary shares of St Ives plc at 31 July 2004 and at 29 July 2005 were:

	Ordinary shares		Share options				2005 No.
	2004 No.	2005 No.	2004 No.	Granted No.	Exercised No.	Lapsed No.	
P C Harris:	9,600	9,600					
Executive			45,000	20,000	–	5,000	60,000
Equity Partnership			28,800	–	–	–	28,800

The share options in the above table disclosed as Executive and Equity Partnership were granted under the St Ives plc Executive Share Option Schemes and the Equity Partnership Plan (a long term incentive plan) respectively, the main features of which are described in the Annual Report and Accounts of St Ives plc.

St Ives plc, the corporate director, is also the ultimate parent company and therefore has interests in the company and all other companies within the group. For a list of companies in which St Ives plc has interests, refer to the Annual Report and Accounts of St Ives plc.

Apart from the above, at no time during the financial year did any of the directors have any interest in the shares or debentures of the company or of other companies in the group, other than those shown in the Annual Report and Accounts of the ultimate parent company, St Ives plc.

CHASE WEB LIMITED

DIRECTORS' REPORT (*continued*)

AUDITORS

The company has elected to dispense with the obligation to appoint auditors annually and, accordingly, Deloitte & Touche LLP shall be deemed to be re-appointed as auditors for a further term under the provisions of Section 386(2) of the Companies Act 1985.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

United Kingdom 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 as at the end of the financial year 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;
- state whether applicable accounting standards have been followed; and
- 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 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.

Approved by the board of directors
and signed on its behalf by



P C Harris
Secretary
13 October 2005

CHASE WEB LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF CHASE WEB LIMITED

We have audited the financial statements of Chase Web Limited for the fifty two weeks ended 29 July 2005 which comprise the profit and loss account, the balance sheet and the related notes 1 to 9. These financial statements have been prepared under 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 in the statement of directors' responsibilities, the company's directors are responsible for the preparation of the financial statements in accordance with applicable United Kingdom law and accounting standards. Our responsibility is to audit the financial statements in accordance with relevant United Kingdom legal and regulatory requirements and 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 if, in our opinion, the directors' report 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 directors' report for the above period and consider the implications for our report if we become aware of any apparent misstatements.

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 29 July 2005 and of its profit for the fifty two weeks then ended and have been properly prepared in accordance with the Companies Act 1985.

Deloitte & Touche LLP

Deloitte & Touche LLP
Chartered Accountants and Registered Auditors
London
13 October 2005

CHASE WEB LIMITED

PROFIT AND LOSS ACCOUNT
Fifty two weeks ended 29 July 2005

		52 weeks to 29 July 2005 £	52 weeks to 30 July 2004 £
Income from shares in subsidiary companies		<u>7,701,800</u>	<u>4,326,325</u>
PROFIT ON ORDINARY ACTIVITIES BEFORE AND AFTER TAXATION	2	7,701,800	4,326,325
Equity dividends paid	4	<u>(7,701,800)</u>	<u>(4,326,325)</u>
RETAINED PROFIT FOR THE FINANCIAL YEAR		<u>-</u>	<u>-</u>

All transactions are derived from continuing operations.

There are no recognised gains or losses in either the current or previous financial years other than the results disclosed in the profit and loss account. Accordingly, no statement of total recognised gains and losses is required.

CHASE WEB LIMITED

BALANCE SHEET
29 July 2005

	Note	29 July 2005 £	30 July 2004 £
FIXED ASSETS			
Investments	5	36,449	36,449
CURRENT AND NET ASSETS			
Debtors: amounts owed by group undertakings		<u>98,949</u>	<u>98,949</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>135,398</u>	<u>135,398</u>
CAPITAL AND RESERVES			
Called up share capital	6	100,000	100,000
Share premium account		<u>35,398</u>	<u>35,398</u>
EQUITY SHAREHOLDERS' FUNDS	7	<u>135,398</u>	<u>135,398</u>

These financial statements were approved by the board of directors on 13 October 2005 and signed on its behalf by



P C Harris
Director

CHASE WEB LIMITED

NOTES TO THE FINANCIAL STATEMENTS *(continued)*

Fifty two weeks ended 29 July 2005

1. ACCOUNTING POLICIES

The financial statements are prepared in accordance with applicable United Kingdom law and accounting standards. The particular accounting policies adopted which have been applied consistently throughout the current and prior periods are described below.

(a) Accounting convention

The financial statements are prepared under the historical cost convention.

(b) Accounting period

The financial statements are prepared for the fifty two weeks ended 29 July 2005 ("the financial year"). Comparative figures are for the fifty two weeks ended 30 July 2004.

(c) Investments

Investments held as fixed assets are stated at cost less provision for impairment in value.

(d) Cash flows

A statement of cash flows has not been prepared as, in accordance with Financial Reporting Standard 1 (Revised) "Cash Flow Statements", cash flow information has been shown in the financial statements of the ultimate parent company.

2. PROFIT ON ORDINARY ACTIVITIES BEFORE AND AFTER TAXATION

There was a £7,701,800 profit on ordinary activities in the current financial year (2004 – £4,326,325).

No taxation is payable as income relates to UK company dividends received.

Auditors' remuneration has been borne by other group companies in both years.

3. INFORMATION REGARDING DIRECTORS AND EMPLOYEES

P C Harris is an employee of St Ives plc and is remunerated by that company and receives no remuneration for his services to Chase Web Limited.

The company had no employees in either year, as the business is managed by employees of St Ives plc.

4. EQUITY DIVIDENDS PAID

	2005	2004
	£	£
Equity interim dividends paid £77.02 per ordinary share (2004 – £43.26)	<u>7,701,800</u>	<u>4,326,325</u>

CHASE WEB LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

Fifty two weeks ended 29 July 2005

5. INVESTMENTS

(a) Subsidiary undertakings

Shares in
subsidiary
undertakings
£

Cost and Net book value:

At 30 July 2004 and 29 July 2005

36,449

(b) Investments represent interests in ordinary shares of St Ives Plymouth Limited, a printing company, which is a wholly owned subsidiary incorporated and registered in England and Wales.

(c) The company has taken advantage of the exemption from preparing and delivering consolidated financial statements under Section 228 of the Companies Act 1985 because it is itself a wholly owned subsidiary of St Ives plc which has prepared consolidated financial statements.

(d) These financial statements present information about the company as an individual undertaking and not about its group.

(e) In the opinion of the directors the value of the company's investment in the above subsidiary is not less than the amount at which it is stated in the balance sheet.

6. CALLED UP SHARE CAPITAL

	Number of shares	2005 £	2004 £
Authorised:			
Ordinary shares of £1 each	<u>105,000</u>	<u>105,000</u>	<u>105,000</u>
	Number of shares	2005 £	2004 £
Called up, allotted and fully paid:			
Ordinary shares of £1 each	<u>100,000</u>	<u>100,000</u>	<u>100,000</u>

7. RECONCILIATION OF MOVEMENTS IN EQUITY SHAREHOLDERS' FUNDS

	2005 £	2004 £
Opening equity shareholders' funds	135,398	135,398
Profit for the financial year	7,701,800	4,326,325
Equity dividends paid	<u>(7,701,800)</u>	<u>(4,326,325)</u>
Closing equity shareholders' funds	<u>135,398</u>	<u>135,398</u>

8. RELATED PARTY TRANSACTIONS

The company has taken advantage of the exemption granted by paragraph 3(c) of Financial Reporting Standard 8 "Related Party Transactions" not to disclose transactions with St Ives plc group companies or interests of the group who are related parties.

CHASE WEB LIMITED

NOTES TO THE FINANCIAL STATEMENTS *(continued)*

Fifty two weeks ended 29 July 2005

9. ULTIMATE PARENT COMPANY AND CONTROLLING PARTY

The company's ultimate parent company and ultimate controlling party is St Ives plc, a company registered in England and Wales. The immediate parent company and immediate controlling party is St Ives Holdings Limited, also registered in England and Wales. Copies of the financial statements of St Ives plc and St Ives Holdings Limited can be obtained from the Company Secretary at the registered office: St Ives House, Lavington Street, London SE1 0NX.

The largest and smallest group in which the results of the company are consolidated is that headed by St Ives plc.