



Business Support Services

DCC is a business support services group focused on sales, marketing and distribution in the energy, IT, healthcare and food markets, operating principally in Britain and Ireland.

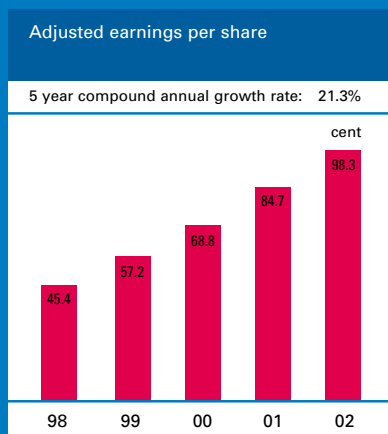
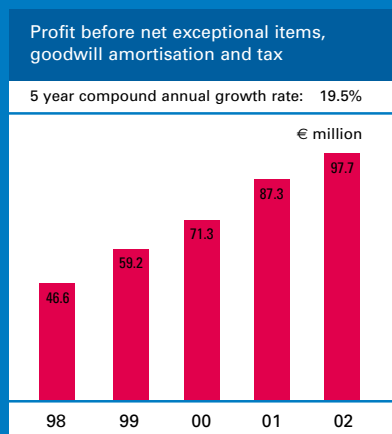
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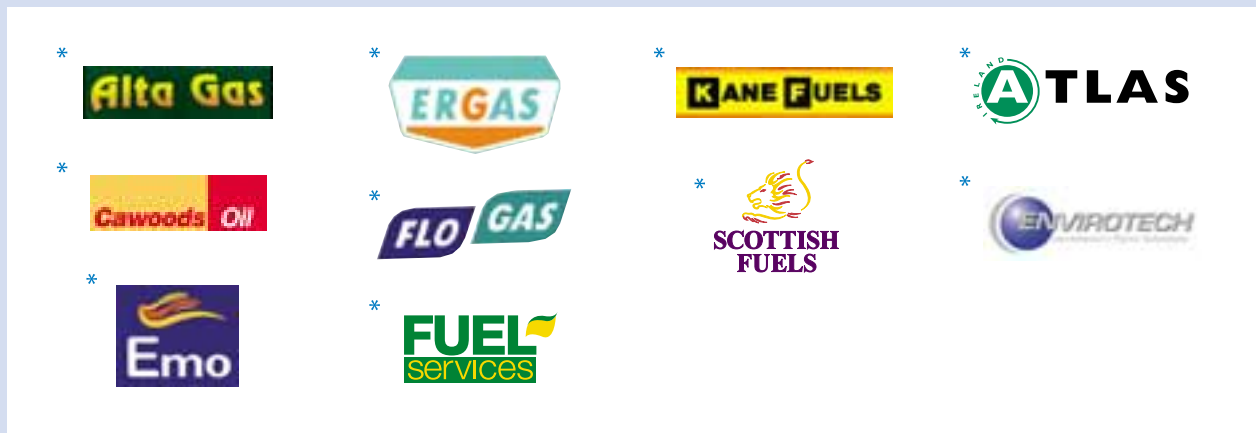
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FINANCIAL HIGHLIGHTS

TURNOVER	€2.049 bn		up 9.6%
PROFIT operating profit	€102.7 m		up 12.0%
CASH FLOW operating cash flow	€117.5 m		up 40.9%
EARNINGS adjusted earnings per share	98.3c		up 16.1%
DIVIDENDS dividend per share	24.5c		up 16.0%





ENERGY

Marketing and distributing oil and liquefied petroleum gas (LPG) products in Britain and Ireland under our own brands Emo, Flogas and other local brands.

- **Oil:** DCC is the leading marketer and distributor of oil (heating and transport) products in Scotland and in Northern Ireland. DCC is a substantial player in the Irish oil distribution market with nationwide access to importation facilities.
- **LPG:** DCC markets and distributes propane and butane products, including autogas; it has leading market positions in Britain and Ireland.
- **Environmental Services:** DCC is a leading environmental services company, engaged in the marketing of chemicals for the treatment of water effluent and process liquids and in the provision of services to the retail petrol sector including waste oil recycling and soil remediation.



IT (SerCom Distribution)

Marketing and distributing a broad range of computer hardware and software products.

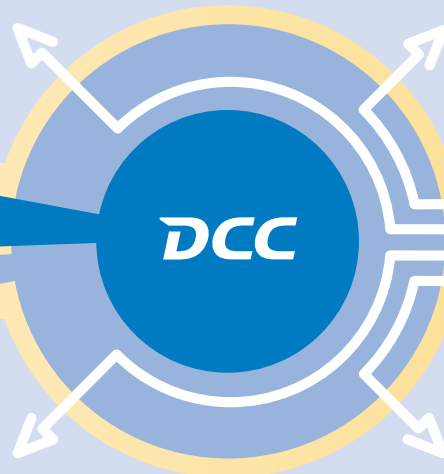
- **Britain:** SerCom Distribution is a leading distributor of computer hardware, including PCs, peripherals, consumables, networking and storage products, to its extensive computer reseller customer base. It is also the leading distributor of consumer software, marketing and distributing business and leisure software to retail outlets, mail order businesses and computer resellers.
- **Continental Europe:** SerCom Distribution is the leading specialist distributor of high and mid-range storage solutions in France, Spain and Portugal.
- **Ireland:** SerCom Distribution is one of the country's leading IT distributors selling a broad range of major hardware and software brands.

DCC is a business support services group focused on sales, marketing and distribution in the energy, IT, healthcare and food markets, operating principally in Britain and Ireland.

High quality operations
DCC develops skilled management teams who drive consistent strong growth through:

- Product focused sales teams
- Excellent technical support
- Effective use of IT
- Focus on working capital
- Strong cash generation

Market penetration
DCC's deep distribution reach penetrates a broad range of customers across market sectors.



Procurement
DCC builds enduring relationships with key suppliers and leading brand owners, driving superior volume growth.

HEALTHCARE

Marketing and distribution of hospital supplies, mobility and rehabilitation equipment and nutraceuticals

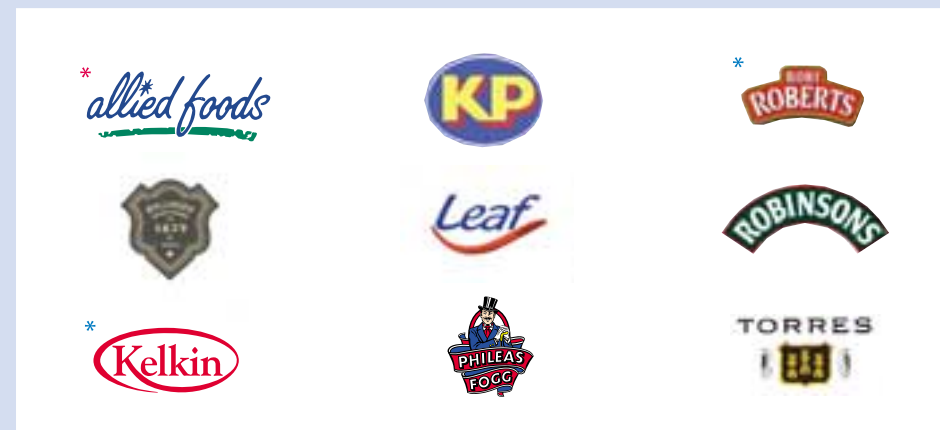
- **Hospital supplies:** DCC is the leading supplier of medical, surgical and laboratory equipment, consumables and pharmaceuticals to the Irish healthcare sector.
- **Mobility and rehabilitation:** DCC has a strong position in the UK mobility and rehabilitation market, particularly in electrically powered scooters, with a growing presence in Germany.
- **Nutraceuticals:** DCC is a leading full-service supplier of nutraceuticals (vitamins and health supplements) in Britain with a growing export customer base. DCC provides contract manufacturing (tablets, hard-gel and soft-gel capsules), packing and marketing services to leading branded, private label and mail order companies.



FOOD

DCC markets and distributes leading own and third party branded food and beverage products, focused on growth segments of the Irish food market, to an extensive retail and food-service customer base.

- **Snackfoods:** DCC markets and distributes KP, Ireland's leading savoury snackfood brand.
- **Healthy foods:** DCC is the distributor of choice for healthy and fine foods in Ireland.
- **Beverages:** DCC is a leading supplier of ground coffee, wines and soft beverages.



OTHER INTERESTS

DCC's other interests comprise of:

- **Supply Chain Management Services:** SerCom Solutions provides outsourced supply chain management solutions to leading global manufacturers in the IT and telecommunications sectors.
- **Manor Park:** DCC's associate company, Manor Park Homebuilders, is one of Ireland's leading house builders and has a substantial land bank available for future development.

BOARD OF DIRECTORS

Alex Spain: Chairman

Alex Spain, B.Comm., F.C.A. (aged 69), is non-executive Chairman of DCC and is a director of a number of other companies. He was Managing Partner of KPMG in Ireland from 1977 to 1984. He is a former President of the Institute of Chartered Accountants in Ireland and a former Chairman of the Financial Services Industry Association in Ireland. Mr Spain joined the Board and became Chairman in 1976.



Jim Flavin: Chief Executive/Deputy Chairman
 Jim Flavin, B.Comm., D.P.A., F.C.A. (aged 59), founded DCC in 1976 and is Chief Executive and Deputy Chairman. He has extensive experience in the areas of business development and corporate acquisitions. Prior to founding DCC, he worked as head of AIB Bank's venture capital unit. Mr Flavin was also Deputy Chairman of eircom plc until its acquisition by Valentia Telecommunications Limited in November 2001.



Tony Barry
 Tony Barry, Chartered Engineer (aged 67), non-executive Director, is a member of the Court of Directors of Bank of Ireland and is Chairman of Greencore Group plc. He was Chairman of CRH plc from 1994 to May 2000, having previously been Chief Executive. He is a past President of The Irish Business and Employers' Confederation. Mr Barry joined the Board in 1995.



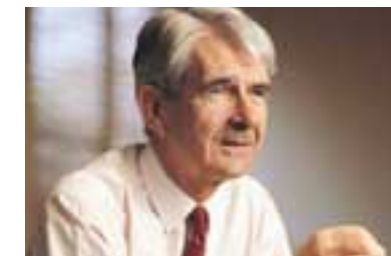
Tommy Breen
 Tommy Breen, B.Sc. (Econ), F.C.A. (aged 43), executive Director, joined DCC in 1985, having previously worked with KPMG. He is Managing Director of DCC SerCom. Mr Breen joined the Board in 2000.



Morgan Crowe
 Morgan Crowe, Dip. Eng., M.B.A. (aged 57), executive Director, joined DCC in 1976, having previously worked with the Boeing Company in Seattle and with IBM in Dublin. He is Managing Director of DCC Healthcare. Mr Crowe joined the Board in 1979.



Paddy Gallagher
 Paddy Gallagher, B.L., D.P.A. (aged 62), non-executive Director, retired as Head of Legal and Pensions Administration at Guinness Ireland Group in 2000. He previously worked with Aer Lingus, the Irish national airline, and is a former Chairman of the Irish Association of Pension Funds. He is a member of the Committee of Management of Irish Pension Fund Property Unit Trust. Mr Gallagher joined the Board in 1976.



Maurice Keane
 Maurice Keane, B.Comm., M.Econ.Sc. (aged 61), non-executive Director, is a member of the Court of Directors of Bank of Ireland, having been Chief Executive up until February 2002. He is Chairman of Bristol & West plc and is also Chairman of BUPA Ireland. Mr Keane was co-opted to the Board in March 2002.

Audit Committee

Paddy Gallagher (Chairman)
 Tony Barry
 Maurice Keane
 Alex Spain

Remuneration Committee

Tony Barry (Chairman)
 Paddy Gallagher
 Maurice Keane
 Alex Spain

Nomination Committee

Alex Spain (Chairman)
 Tony Barry
 Jim Flavin
 Paddy Gallagher
 Maurice Keane

Senior Independent Director

Maurice Keane



Kevin Murray
 Kevin Murray, B.E., F.C.A. (aged 43), executive Director, joined DCC in 1988, having previously worked with Shell Chemicals in London and Arthur Andersen in Dublin. He is Managing Director of DCC Energy and DCC Foods. Mr Murray joined the Board in 2000.



Fergal O'Dwyer
 Fergal O'Dwyer, F.C.A. (aged 42), executive Director, joined DCC in 1989 having previously worked with KPMG in Johannesburg and Price Waterhouse in Dublin. He was appointed Chief Financial Officer in 1994. Mr O'Dwyer joined the Board in 2000.

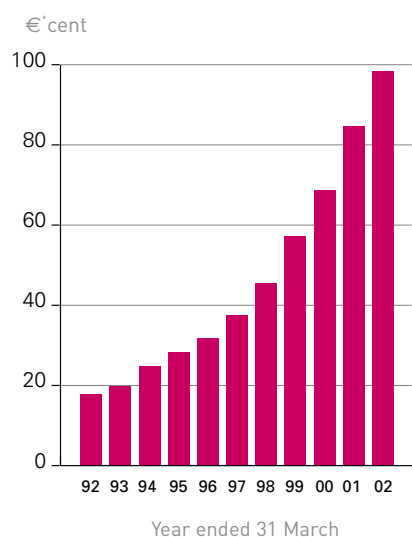
CHAIRMAN'S STATEMENT



Results

DCC's continued strong earnings growth and excellent cash generation demonstrates the Group's resilience in the current more challenging business environment. Turnover grew by 9.6% to €2.05 billion and operating profit increased by 12.0% to €102.7 million. Adjusted earnings per share increased by 16.1% to 98.30 cent, with adjusted fully diluted earnings per share up by 16.0% to 97.35 cent. The return on capital employed was excellent at 46.3% on tangible assets and 23.1% on assets inclusive of acquisition goodwill.

Adjusted EPS



DCC has achieved compound annual growth in adjusted earnings per share of 18.6% over the last ten years and 21.3% over the last five years. DCC's strong earnings growth has been of high quality - it has been achieved in tandem with consistently high returns on capital, strong cash generation and a strong balance sheet.

Dividend

The Directors are recommending a final dividend of 15.212 cent per share which, when added to the interim dividend of 9.288 cent per share, gives a total dividend for the year of 24.50 cent per share. This represents an increase of 16.0% on the dividend of 21.12 cent per share paid in respect of the year ended 31 March 2001. Since its public listing in 1994, DCC has increased its dividend at a compound annual rate of 18.4%. The dividend for the year is covered 4.0 times by adjusted earnings per share (2001: 4.0 times). The final dividend will be paid on 11 July 2002 to those shareholders on the register at the close of business on 24 May 2002.

Share buyback

As announced on 28 September 2001, the Board took advantage of the Group's strong balance sheet to buy back 2,275,000 shares (2.6% of the issued share capital) at €9.25 per share at a total cost of €21.04 million.

This purchase, when combined with the shares purchased in the prior financial year, brings the total bought back to 5.5% of DCC's issued share capital.

DCC's selective approach to share buybacks has a minimal impact on its financial capacity and is intended to complement, rather than substitute for, the Group's capital expenditure and acquisition programmes.

Development

During the year a total of €102.9 million was committed to acquisitions and capital expenditure.

DCC completed several synergistic bolt-on acquisitions during the year providing enhanced platforms for growth in each of its markets.

DATE	ACQUISITION	LOCATION	DESCRIPTION
Jun'01	AGP	Britain	Specialist distributor of computer storage products based in Romsey in south-east England.
Sept'01	Scottish Fuels	Britain	Formerly BP's oil marketing and distribution business with market leadership position in Scotland.
Sept'01	Envirotech	Ireland & Britain	Operating in the fast growing water treatment sector of the environmental industry, Envirotech blends, markets and distributes branded chemicals for the treatment of water effluent and process liquids.
Oct'01	Noble Fuels	Britain	Oil marketer and distributor based in Teeside, in northern England.
Dec'01	Alta Gas	Britain	Significant marketer and distributor of LPG in the UK.
Feb'02	TechnoPharm	Ireland	Rapidly growing value added distributor of specialist pharmaceuticals and medical devices to Irish hospitals.

Board appointment

On 25 March 2002, Mr Maurice Keane was co-opted to DCC's Board as a non-executive director. Mr Keane is a member of the Court of Directors of Bank of Ireland, having been Group Chief Executive up until February 2002. He is Chairman of Bristol & West plc and is also Chairman of BUPA Ireland. Mr Keane brings a wealth of knowledge and experience to the Board.

Corporate governance

DCC is committed to pursuing best practice in relation to corporate governance matters. The DCC Board is satisfied that the Group has effective ongoing processes for identifying, evaluating and managing risks faced by the Group. A detailed statement of DCC's compliance with the Principles of Good Governance, as set out in the Combined Code, is given on pages 26 and 27.

Propriety of Fyffes share sale in February 2000

On 24 January 2002, Fyffes plc initiated legal proceedings against DCC plc and others under Part V of the Irish Companies Act, 1990 in connection with the sale by DCC's wholly owned subsidiary, Lotus Green Limited, of 87% of its shareholding in Fyffes plc in February 2000. The Board of DCC plc, having taken legal advice and having obtained the opinion of other independent experts, considers the Fyffes legal action to be without merit and inconsistent with the share dealings, actions and statements of Fyffes and certain of its directors and officers at that time. The Board is completely satisfied that no DCC Group company or officer was in possession of price sensitive information, that the confidentiality of Fyffes information was fully maintained and that the sale was undertaken with absolute propriety. The Fyffes legal action will be vigorously rebutted.

The future

DCC is well placed commercially and financially to generate ongoing growth both organically and by acquisition.



Alex Spain

Chairman

10 May 2002

CHIEF EXECUTIVE'S REVIEW

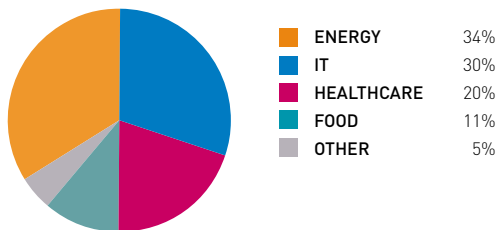


DCC is committed to achieving consistent returns, well in excess of its cost of capital, which bring benefits to its shareholders, employees, customers and suppliers.

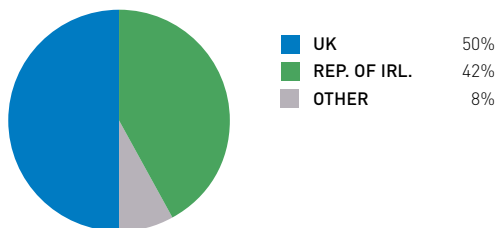
The DCC business model

This year we saw the true strength of the DCC Group as DCC again achieved an excellent result despite the current more challenging business environment. DCC's strong performance against this background is testimony to the resilience of the Group.

Sectoral operating profit split



Geographical operating profit split



Balance

DCC's balanced business model, providing business support services across a number of market sectors, provides great strength, stability and consistency of performance even in a more challenging business environment. The value of DCC's sectoral spread was clearly evident in the current year as the global economic slowdown impacted various industries in different ways. The slowdown resulted in extremely difficult market conditions for the IT industry in particular, however it also gave rise to more stable world energy prices benefiting the downstream energy marketing and distribution sector. Overall, despite the varying consequences of the current environment, DCC once again delivered significant earnings growth.

Organic growth and bolt-on acquisitions

DCC's first priority is achieving organic growth. DCC's focus is on recurring revenue businesses which operate in market segments where good growth opportunities exist. Most of DCC's growth since its public listing has been organically generated.

DCC seeks to augment organic growth with shareholder value enhancing bolt-on acquisitions which can be integrated with existing businesses in order to increase their scale, strengthen their competitive positions and achieve cost efficiencies. Making and integrating bolt-on acquisitions is a core skill for DCC as its acquisition track record demonstrates. Bolt-on acquisitions are lower risk than larger acquisitions and deliver greater long term value.

Financial strength

DCC leverages commercial advantage from its strong balance sheet. DCC's financial strength enables it to seek better credit terms and buying prices from suppliers. Also, potential new suppliers of quality brands are influenced by financial strength when choosing a partner to handle their sales, marketing and distribution. DCC has the ability to move quickly to seize all organic and acquisition opportunities with confidence.

People and process

Key elements in DCC's ability to achieve sustainable superior performance and competitive advantage are the quality of its people and the efficiency and effectiveness of its processes.

DCC is in essence a selling machine, focused on providing the highest service levels to its customers and suppliers. There is no better competitive advantage than excellent service. The quality of the brands for which DCC provides sales, marketing and distribution services is an endorsement of its proven ability to drive superior volume growth. DCC's product focused sales teams and committed managers have deep product and market knowledge. Performance is measured and monitored promptly, constantly and rigorously. DCC's intelligent use of information technology is critical to ensuring the effectiveness of its processes.

The quality of the DCC organisation was recognised when DCC received The Irish Times/PA Consulting Group Management Award for 2001. The stated objective of this prestigious award is to give public recognition to organisations that achieve outstanding results through a strategic, driven and innovative style of management.



DCC RECEIVED THE 2001 IRISH TIMES/PA MANAGEMENT AWARD. PRESENTING THE AWARD TO JIM FLAVIN (LEFT ABOVE), THE TAOISEACH, BERTIE AHERN, SAID THAT DCC "DEMONSTRATES THE EXCELLENT MANAGEMENT SKILLS OUR ECONOMY DEPENDS ON"



CHIEF EXECUTIVE'S REVIEW continued

How DCC delivered this year and will go on delivering

The factors that generated DCC's strong performance in the year under review remain in place and the integration of the businesses acquired during the year is at an advanced stage.

DCC's strong profit growth in the energy market in recent years reflects well on the excellent business development which DCC has achieved in this sector. The acquisition of BP's Scottish Fuels gives DCC a market leadership position in Scotland and provides a platform from which to build a significant business in the fragmented oil marketing and distribution sector in Britain. Consolidation has been a feature of the British liquified petroleum gas (LPG) market and the acquisition of Alta Gas places DCC firmly among the market leaders. Overall, DCC is now one of the largest independent companies marketing and distributing oil and LPG products in Britain and Ireland.

Market conditions for the IT industry became increasingly difficult as the year under review progressed. Despite this, DCC's IT distribution operations achieved a very creditable result. These operations are focused on business to business distribution, with broad vendor and customer bases, allied to excellence in service levels and operating processes and controls. Over the past five years DCC's IT distribution business has increased its profits by an average of 38.9% per annum - significantly outperforming the market. We believe the current result represents outperformance of a similar magnitude. Looking forward, we are confident that technological advances will continue to drive above average long-term growth in the IT market. Particular segments of the IT market are likely to see higher growth, including storage products and leisure software, where DCC has strong market positions. DCC's appointment by Microsoft as exclusive distributor of the Xbox for the British and Irish distribution channels provides an excellent platform for further development in the high growth computer games segment of the software market.

We remain optimistic for DCC's future development in the healthcare market despite a number of shorter term business-specific issues within our healthcare operations. This market continues to benefit from a number of significant underlying trends. Most notably, in the Irish healthcare market, the Government is committed to increasing healthcare spending significantly over the coming years, which should benefit DCC's Irish hospital supplies business. The completion during the year of a new sales and marketing arrangement with Tyco Healthcare for Ireland and the acquisition of TechnoPharm, a distributor of specialist pharmaceuticals, also provide enhanced platforms for further growth.

DCC's food business continues to benefit from its focus on niche growth sectors of the Irish market (such as snack foods, health foods, wines and soft drinks) and its deep distribution reach to a broad customer base. Over the years DCC's food business has achieved significant and consistent profit growth and, following a difficult prior year, significant profit growth resumed in the year under review.

Outlook

The strength, stability and resilience of DCC's balanced business model, which enables the Group to deliver such consistency of performance, gives me great confidence in the long term future of DCC.



Jim Flavin
Chief Executive/Deputy Chairman
10 May 2002



OPERATING REVIEW



ENERGY

Marketing and distributing oil and liquefied petroleum gas (LPG) products in Ireland and Britain under DCC's own Emo, Flogas and other local brands

Energy generated outstanding profit growth reflecting the excellent business development which DCC has achieved in this sector.

During the year a number of strategically important bolt-on acquisitions were completed. DCC Energy is now one of the largest independent companies marketing and distributing oil and liquefied petroleum gas (LPG) products in Britain and Ireland.

LPG volumes benefited from the particularly good growth achieved in the automotive gas sector in Britain. DCC has a significant share of this fast growing segment of the LPG market. Alta Gas, a British based marketer and distributor of cylinder LPG, was purchased in December 2001 and integrated with DCC's existing Flogas operations. Consolidation has been a feature of the British LPG market in recent years and the acquisition of Alta Gas places DCC firmly among the market leaders.

DCC's oil marketing and distribution activities were extended into Britain with the acquisition of BP's oil marketing and distribution business in Scotland and Northern England (now called Scottish Fuels) and of Noble Fuels on Teeside. DCC is now the market leader in oil distribution in Scotland and has an excellent platform for further growth in the fragmented British market.



DCC HAS A SIGNIFICANT SHARE OF THE FAST GROWING BRITISH AUTOGAS MARKET



THE ACQUISITION OF ALTA GAS PLACES DCC FIRMLY AMONG THE BRITISH LPG MARKET LEADERS

OPERATING REVIEW continued

DCC has had a strong presence in the oil treatment sector of the environmental services market in Ireland for a number of years. The acquisition in September 2001 of Envirotech, a marketer of chemicals for the treatment of water effluent and process liquids, has broadened DCC's environmental services activities into the high growth water treatment sector. The environmental services industry is experiencing rapid growth, driven by increased enforcement of regulations, and offers DCC exciting opportunities for development.



ENERGY			
	2002	2001	
Turnover	€717.6m	€610.3m	+17.6%
Operating profit	€35.0m	€23.6m	+48.1%
Return on capital employed			
- excluding goodwill	49.1%	44.8%	
- including goodwill	23.8%	21.0%	



IT (SerCom Distribution)

Marketing and distributing a broad range of computer hardware and software products

SerCom Distribution achieved a very creditable result in the increasingly difficult market conditions for the IT industry as the past financial year progressed.



SERCOM DISTRIBUTION IS IBM'S LARGEST STORAGE DISTRIBUTOR IN EUROPE

DCC's British computer hardware distribution business again demonstrated the robust nature of its business model. It benefited from its broad customer and product base which was enhanced during the year by the acquisition of AGP, a south of England based computer storage products distributor. The logistics and back office functions of AGP were integrated into SerCom Distribution's UK facility in Altham, where capacity had been significantly extended in the previous financial year.

DCC's British software distribution business benefited from the strong growth in demand for leisure software products. DCC's appointment by Microsoft as exclusive distributor of the Xbox console, software and peripherals for the UK and Irish distribution channels is a clear endorsement of its market leading position and operational strength in the leisure software sector.



OPERATING REVIEW continued

In Continental Europe, DCC's specialist computer storage distribution business had a difficult second half following a significant slowdown in IT spending by large corporates. Our specialist focus on computer storage products continues to be recognised by vendors and during the year IBM named the company as its largest storage distributor in Europe. The business is well placed to benefit from an upturn in corporate IT expenditure.

SERCOM DISTRIBUTION IS THE EXCLUSIVE DISTRIBUTOR OF MICROSOFT'S XBOX FOR THE BRITISH AND IRISH DISTRIBUTION CHANNELS



The Irish business was impacted by the significant slowdown in the Irish IT market. The company has substantially reduced its cost base in order to better position itself for renewed profit growth.

IT (SerCom Distribution)			
	2002	2001	
Turnover	€813.8m	€753.9m	+7.9%
Operating profit	€30.6m	€31.2m	-1.8%
Operating margin	3.8%	4.1%	
Return on capital employed			
- excluding goodwill	60.4%	67.5%	
- including goodwill	31.3%	33.9%	



HEALTHCARE

Marketing and distributing hospital supplies, mobility & rehabilitation equipment and nutraceuticals

Healthcare profit growth was held back in the year by a number of shorter term trading issues within the businesses.



DCC MARKETS AND DISTRIBUTES DIABETES MONITORING SYSTEMS TO UK HOSPITALS

DCC's hospital supply business further broadened its product portfolio during the year with the acquisition of TechnoPharm, a fast growing distributor of specialist pharmaceutical products to acute care hospitals in Ireland. Customer service levels were further enhanced with the rollout of a bespoke e-commerce system to Irish hospitals, which are choosing to perform an increasing proportion of their transactions electronically as they see the benefits of this service. Of note during the year was a new sales and marketing arrangement with Tyco Healthcare, under which DCC is now marketing all of Tyco's medical and surgical products in Ireland. The hospital supply business remains well placed to benefit from increased government spending on health services.



Having performed well in the first nine months, DCC's mobility and rehabilitation business was severely impacted in the last quarter by the disruption of its supply of Shoprider powered mobility products arising from a breach by the manufacturer of a long term supply agreement. Action has been taken which will restore supplies of powered mobility products from alternative sources.

In DCC's nutraceuticals operations, significant new business has been won since the previously announced loss of a major customer. The customer base will continue to be broadened and it is expected that the lost business will be fully replaced over time.



DCC IS THE MARKET LEADER IN THE SUPPLY OF BEDS TO IRISH HOSPITALS

HEALTHCARE

	2002	2001	
Turnover	€192.5m	€182.7m	+5.4%
Operating profit	€20.7m	€20.3m	+2.0%
Operating margin	10.8%	11.1%	
Return on capital employed			
- excluding goodwill	41.4%	43.3%	
- including goodwill	17.6%	19.1%	



OPERATING REVIEW continued



FOOD

DCC markets and distributes leading own and third party branded food and beverage products focused on growth segments of the Irish market



This was an excellent result in Food benefiting from underlying sales growth of 7% and a recovery in margins.

DCC has deep distribution reach, supplying a broad base of retail and food service customers. DCC continued to invest in extending this distribution reach during the year with increased sales and marketing resources. This contributed to the good sales performance across all product categories, with strong growth in wine and soft drinks.

During the year a significant rationalisation was carried out in Kylemore Foods, a 50% owned associate, which involved the closure of the company's fresh bakery operations. This is reflected in an exceptional charge in the year but has resulted in a substantial increase in Kylemore's operating profits.



DCC ENJOYED PARTICULARLY STRONG GROWTH IN WINE AND SOFT DRINKS

FOOD			
	2002	2001	
Turnover	€184.2m	€182.4m	+1.0%
Operating profit	€11.0m	€8.5m	+30.0%
Operating margin	6.0%	4.6%	
Return on capital employed			
- excluding goodwill	62.5%	51.3%	
- including goodwill	26.9%	21.4%	

Other interests

DCC's other interests, principally Manor Park Homebuilders (an associate company) and SerCom Solutions, contributed operating profits of €5.4 million (2001: €8.1m). Manor Park, a leading Irish housebuilder with a substantial land bank, achieved a good result and is well placed to achieve strong profit growth in the coming years. SerCom Solutions, which provides supply chain management services to the IT sector, had a challenging year due to the impact of the severe slowdown in the IT market.

DCC MARKETS AND DISTRIBUTES KP, IRELAND'S LEADING SAVOURY SNACKFOOD BRAND

CORPORATE SOCIAL RESPONSIBILITY

DCC recognises its corporate social responsibilities to shareholders, employees, customers and suppliers and to the communities in which it operates. Responsible corporate citizenship is a natural extension of DCC's commitment to excellence across all areas of its operations.

Employees and management

Employees and management are key elements of DCC's success - their talent, innovation and entrepreneurial business flair have been the essential ingredients in DCC's consistent strong growth. Our employment practices emphasise equality of opportunity, continuous training and development, open communication, empowerment and accountability.

DCC operates a decentralised organisational structure - employees and managers are afforded a high degree of responsibility and autonomy. This environment contributes to a thriving growth focused culture across the Group and supports a rich vista of career opportunities, spanning operational and corporate activities. We believe that the high performance of the Group is supported by the fact that many employees have equity interests in DCC following the successful introduction of the group-wide DCC Employee Share Save Scheme.

Building long term competitive advantage and enduring superior performance requires high calibre leaders with the drive, ambition and ability to succeed. One of the key initiatives supported by the DCC Group Human Resources team is the DCC Group Leadership Development process, which seeks to identify and develop future leaders. As part of this annual process each DCC Group company reviews and assesses leadership talent and puts in place a formal development plan to ensure that future leadership requirements are provided for.

DCC recognises the importance and value of good employee communications and is launching a Group intranet later this year.



Environment, health and safety

DCC is committed to the effective management of environmental, health and safety (EHS) risks across its operations. Striving for continual improvement in EHS performance is part of the overall drive for the highest operational standards - it also contributes to financial success by reducing costs and increasing operational efficiencies.

DCC faces differing challenges to reduce EHS risk across its operations. DCC's Group Risk Management function is putting processes in place to ensure that a consistent approach is adopted across the Group to address these challenges - focused on risk assessment, training, review and continuous improvement.

DCC is committed to:

- Ensuring compliance with all applicable EHS legislation and leveraging best practices across the Group
- Increasing investment in training and infrastructure to provide a safer workplace for employees
- Reducing the production of waste
- Further integrating EHS considerations into all aspects of operational and strategic decision making

Rigorous EHS audits and self assessments are carried out to ensure compliance with legislation and to measure progress against targets and best practice.

Some of DCC's operations have a beneficial impact on the environment. Within our energy operations, DCC is a leading player in the marketing and distribution of autogas in Britain and Ireland. Autogas i.e. liquefied petroleum gas (LPG) for motor vehicles, is an environmentally cleaner alternative to petrol and diesel. Recognising this environmental advantage the British government has introduced fiscal measures to promote the use of autogas. DCC also has a developing environmental services business involved in the marketing of chemicals for the treatment of water effluent and process liquids and in the provision of services to the retail petrol sector, including waste oil recycling and soil remediation.

Community

DCC's businesses are active in supporting the local communities in which they operate and, in addition to charitable donations, many of our employees give time voluntarily to charitable causes.

DCC recognises the long term, continuing nature of corporate social responsibility and is committed to meeting its responsibilities as a good corporate citizen.

FINANCIAL REVIEW

Financial values

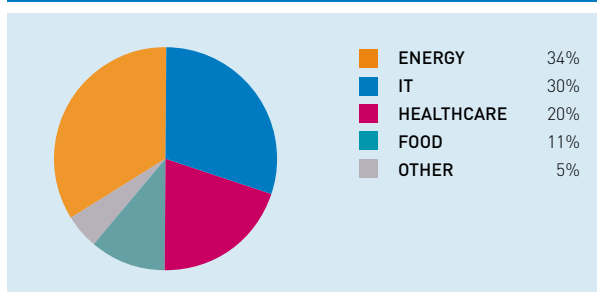
DCC's excellent growth record has been built on a solid foundation of traditional financial values and disciplines including rigorous controls and review, balance sheet strength and a strong focus on cash flow and returns on capital. DCC's success derives from a consistent strategy of seeking broadly based growth and from achieving operational excellence in our focused activity - sales, marketing and distribution - rather than from the development of new technologies or processes. The Group's operations focus on doing the day-to-day things well. Similarly our accounting and treasury policies and balance sheet structure are straightforward, consistent and transparent.

Results

Continued strong earnings growth, excellent cash generation - operating cash flow up 40.9% - and consistently high returns on capital employed were the key features of DCC's results for the year ended 31 March 2002.

Turnover grew by 9.6% to a record €2,048.9 million and operating profit increased by 12.0% to a record €102.7 million. The profit growth represents a continuation of DCC's formula of organic growth and bolt-on acquisitions which has been successful for the Group over many years - more than two thirds of DCC's growth since its public listing in 1994 has been organic. In the year under review, the proportion of the growth generated organically was lower at just under 50%, principally due to the impact of the difficult conditions in the IT industry. The balance of the operating profit increase was contributed by earnings enhancing, bolt-on acquisitions.

SECTORAL OPERATING PROFIT SPLIT



DCC's businesses in the energy, IT, healthcare and food markets generated 95% of the Group's operating profit in the year. The chart to the left shows the breakdown of operating profit by market sector and a detailed operating review is set out on pages 11 to 17.

The overall group percentage margin is not a particularly useful measure for DCC due to the influence of changes in oil product costs on the percentage. While changes in oil product costs will change percentage operating margins, this has little relevance in the downstream energy market in which DCC Energy operates, where profitability is driven by absolute contribution per litre (or tonne) of product sold and not a percentage margin. The Group's operating margin was 5.0%, compared with 4.9% in the prior year. The operating margin for each of DCC's market sectors is set out in the Operating Review.

Interest

The net interest charge increased to €5.0 million from €4.4 million, primarily reflecting the impact of acquisition spend and an increase in the Group's share of the interest charge of its associates. Interest cover was 20.5 times (2001: 20.8 times). Profit before net exceptional items, goodwill amortisation and tax rose by 11.9% to €97.7 million.

Exceptional items

The charge for net exceptional items of €1.1 million principally comprises rationalisation costs in DCC's 50% associate Kylemore Foods, partially offset by a profit on the disposal in August 2001 of an 18% investment in Capco Limited, an Irish building materials distributor.

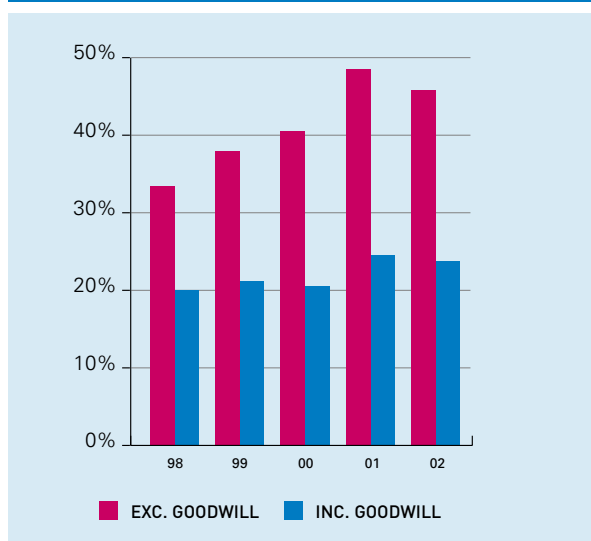
Taxation

The Group's taxation charge on ordinary activities for the year represents a tax rate of 14%, down from 15% last year. The standard rate of corporation tax in Ireland is 16% since 1 January 2002 and will be reduced to 12.5% by 1 January 2003. In addition, the Group's manufacturing profits in Ireland are taxed at 10%. An analysis of the taxation charge is contained in note 11 to the financial statements.

Return on capital employed

DCC is committed to creating shareholder value through delivering consistent, long term returns in excess of our cost of capital. In the year under review, DCC again generated returns significantly ahead of cost of capital - 46.3% on tangible capital employed and 23.1% on capital employed inclusive of acquisition goodwill (2001: 48.1% and 23.7% respectively). The decrease on the prior year principally reflects the energy operations' greater weighting in the results for the year. While the energy business generates excellent returns, 49.1% on tangible capital in the year under review, the returns in DCC's IT distribution business, 60.4% on tangible capital in the year ended 31 March 2002, are even higher.

HIGH RATES OF ROCE



FINANCIAL REVIEW continued

Cash flow

DCC focuses on increasing operating cash flow to maximise shareholder value over the long-term. Operating cash flow is principally used to fund investment in existing operations, complementary bolt-on acquisitions, dividend payments and selective share buybacks.

Cash flow from operating activities was excellent, up 40.9% to €117.5 million, which compares with operating profits from subsidiaries of €89.1 million. Strong working capital management gave rise to a cash inflow from working capital and working capital equated to 11.5 days sales at the year end (2001: 13.2 days).

The table below sets out a summary of cash flows.

CASH FLOW SUMMARY	2002 €'m	2001 €'m
Inflows		
Operating cash flow	117.5	83.4
Disposal proceeds	11.3	16.0
Share issues (net)	0.8	1.9
	<u>129.6</u>	<u>101.3</u>
Outflows		
Capital expenditure (net)	33.0	29.5
Acquisitions	59.6	26.0
Share buyback	21.3	24.7
Interest paid	3.8	2.6
Taxation paid	12.5	9.1
Dividends paid	19.2	16.4
	<u>149.4</u>	<u>108.3</u>
Net cash outflow	(19.8)	(7.0)
Translation adjustment	(0.3)	1.0
Movement in net cash	(20.1)	(6.0)
Opening net cash	83.2	89.2
Closing net cash	63.1	83.2

Balance sheet

DCC has a very strong balance sheet with shareholders' funds of €391.4 million at 31 March 2002 and net cash of €63.1 million. The composition of net cash at 31 March 2002 is shown in the following table.

NET CASH	2002 €'m	2001 €'m
Cash and term deposits	304.7	454.6
Bank and other debt repayable within one year	(108.8)	(200.6)
Bank and other debt repayable after more than one year	(26.8)	(65.8)
Unsecured notes due 2008/11	(106.0)	(105.0)
Net cash	63.1	83.2

The Group's cash and debt at 31 March 2002, including currency, interest rates and maturity periods, is shown in notes 22 to 26 to the financial statements.

Treasury policy and management

The principal objective of the Group's treasury policy is the minimisation of financial risk at reasonable cost. This policy is reviewed and approved annually by the Board. The Group does not take speculative positions but seeks, where considered appropriate, to hedge underlying trading and asset/liability exposures by way of derivative financial instruments (such as interest rate and currency swaps and forward contracts). DCC's Group Treasury centrally manages the Group's funding and liquidity requirements. Divisional and subsidiary management, in conjunction with Group Treasury, manage foreign currency and commodity price exposures within approved guidelines. An analysis of the Group's hedging positions is contained in note 27(b) to the financial statements.

Currency risk management

DCC's reporting currency and that in which its share capital is denominated is the euro. Exposures to other currencies arise in the course of ordinary trading, principally sterling and the US dollar. Trading foreign currency exposures are generally hedged by using forward contracts to cover specific or estimated purchases and receivables. Approximately half of the Group's operating profits are sterling denominated and, where appropriate, hedges are put in place to minimise the related exchange rate volatility. However, certain natural hedges also exist within the Group, as a proportion of both the Group's interest payments and purchases by certain of its Irish businesses are sterling denominated. In order to protect shareholders' funds from material variations due to sterling exchange movements, a proportion of the Group's sterling net operating assets are hedged by an equivalent amount of sterling denominated borrowings.

Interest rate risk management

The Group borrows at both fixed and floating rates of interest and utilises interest rate swaps to manage its exposure to interest rate fluctuations.

Credit risk management

DCC transacts with a variety of financial institutions for the purpose of placing deposits and entering into derivative contracts. The Group actively monitors its credit exposure to each counterparty within guidelines approved by the Board.

Commodity price risk management

Commodity forwards, swaps and options are frequently used to fully or partly hedge potential price movements in LPG and oil products to be purchased by the Group's energy businesses in Britain and Ireland. All such contracts are entered into with counterparties approved by the Board and usually for a period not exceeding three months.

DIRECTORS' REPORT & FINANCIAL STATEMENTS 2002



The Board of Directors

Directors: The Board of DCC consists of five executive and four non-executive Directors and the roles of the Chairman and Chief Executive are separate. Maurice Keane was appointed Senior Independent Director on 25 March 2002 in line with DCC's policy of rotating this position among the non-executive Directors. Brief biographies of the Directors are set out with their photographs on pages 2 and 3. All of the Directors bring independent judgement to bear on issues of strategy, risk, performance, resources, key appointments and standards. Directors are subject to re-election at least every three years.

Board Procedures: The Board holds regular meetings (normally at least six per annum) and there is contact between meetings as required in order to progress the Group's business. The Directors receive regular and timely information in a form and quality appropriate to enable the Board to discharge its duties. The Board has a formal schedule of matters specifically reserved to it for decision, which covers key areas of the Group's business including approval of financial statements, budgets (including capital expenditure), acquisitions and dividends. Certain additional matters are delegated to Board Committees. There is an established procedure for Directors to take independent professional advice in the furtherance of their duties if they consider this necessary. All Directors have access to the advice and services of the Company Secretary who is responsible to the Board for ensuring that Board procedures are followed and that applicable rules and regulations are complied with. The Board gives consideration as to whether new directors require additional training for their role.

Board Committees: There are three Board Committees with formal terms of reference: the Audit Committee, the Remuneration Committee and the Nomination Committee. The Audit Committee and the Remuneration Committee comprise the four non-executive Directors. The Nomination Committee comprises the non-executive Directors and the Chief Executive/Deputy Chairman. All of the non-executive Directors are considered by the Board to be independent of management and free of any relationships which could interfere with the exercise of their independent judgement.

Directors' Remuneration

The Report on Directors' Remuneration is set out on pages 30 to 33.

Relations with Shareholders

DCC attaches considerable importance to shareholder communications and has a well established investor relations function. There is regular dialogue with institutional investors and shareholders as well as presentations after the interim and preliminary results. Results announcements are sent promptly to all shareholders and published on the Company's website at www.dcc.ie. The website contains additional information for investors which is regularly updated.

At the Company's Annual General Meeting the Chief Executive/Deputy Chairman makes a presentation and answers questions on the Group's business and its performance during the prior year.

The 2001 Annual Report and Notice of Annual General Meeting were sent to shareholders 21 working days before the meeting and the level of proxy votes cast on each resolution, and the numbers for and against, were announced at the meeting. Similar arrangements have been made for the 2002 Annual Report and Annual General Meeting. The 2002 Annual General Meeting will be held on 5 July 2002 at 11 am at The Berkeley Court Hotel, Lansdowne Road, Dublin 4.

Accountability and Audit*Audit Committee*

The written terms of reference of the Audit Committee deal clearly with its authority and duties which include, inter alia, consideration of the appointment of the external auditors and their fees and review of the scope and results of the work performed by the DCC Risk Committee and by both the Group Risk Management function (incorporating Internal Audit) and the external auditors. The Audit Committee also reviews the nature and extent of non-audit services provided by the external auditors.

Internal Control

The Board is responsible for the Group's system of internal control and for reviewing its effectiveness. Such a system is designed to manage rather than eliminate the risk of failure to achieve business objectives and can provide only reasonable and not absolute assurance against material misstatement or loss.

In accordance with the Turnbull guidance for directors on internal control, *Internal Control: Guidance for Directors on the Combined Code*, the Board confirms that there is an ongoing process for identifying, evaluating and managing the significant risks faced by the Group, that it has been in place for the year under review and up to the date of approval of the financial statements, and that this process is regularly reviewed by the Board.

The key risk management and internal control procedures, which are supported by detailed controls and processes, include:

- skilled and experienced Group and divisional management;
- an organisation structure with clearly defined lines of authority and accountability;
- a comprehensive system of financial reporting involving budgeting, monthly reporting and variance analysis;
- the operation of approved risk management policies (including treasury and IT);
- a Risk Committee, comprising Group senior management, whose main role is to keep under review and report to the Audit Committee of the Board on the principal risks facing the Group, the controls in place to manage those risks and the monitoring procedures;
- an independent Group Risk Management function, which incorporates Internal Audit and Group Environmental, Health and Safety; and
- a formally constituted Audit Committee which reviews the operation of the Risk Committee and the Group Risk Management function, liaises with the external auditors and reviews the Group's internal control systems.

The Board has reviewed the effectiveness of the Group's system of internal control. This review covered all controls including financial, operational and compliance controls and risk management.

Going Concern

After making enquiries, the Directors have formed a judgement, at the time of approving the financial statements, that there is a reasonable expectation that the Company and the Group as a whole have adequate resources to continue in operational existence for the foreseeable future. For this reason, they continue to adopt the going concern basis in preparing the financial statements. The Directors' responsibility for preparing the financial statements is explained on page 34 and the reporting responsibilities of the auditors are set out in their report on pages 35 and 36.

Compliance

DCC has complied, during the year ended 31 March 2002, with all of the Principles of Good Governance and Code of Best Practice set out in the Combined Code.

The Directors present their report and the audited financial statements for the year ended 31 March 2002.

Principal Activities

DCC is a business support services group, selling, marketing and distributing its own and third party branded products in the energy, IT, healthcare and food markets. A summary of the Group's activities is set out on pages 11 to 17.

Subsidiary and Associated Companies

Details of the Company's principal subsidiaries are set out on pages 74 to 76. Details of its principal associated undertakings are set out on page 56, in note 18 to the financial statements. A full list of subsidiary and associated undertakings will be annexed to the Annual Return of the Company to be filed with the Irish Registrar of Companies.

Results and Business Review

The profit for the financial year attributable to Group shareholders amounted to €76.3 million as set out in the Consolidated Profit and Loss Account on page 40.

The Chairman's Statement on pages 4 and 5, the Chief Executive's Review on pages 6 to 9, the Operating Review on pages 11 to 17 and the Financial Review on pages 20 to 23 contain a review of the development of the Group's business during the year, of the state of affairs of the business at 31 March 2002, of recent events and of likely future developments.

Dividends

An interim dividend of 9.288 cent per share, amounting to €7.75 million, was paid on 30 November 2001. The Directors recommend the payment of a final dividend of 15.212 cent per share, amounting to €12.72 million. Subject to shareholders' approval at the Annual General Meeting on 5 July 2002, this dividend will be paid on 11 July 2002 to shareholders on the register on 24 May 2002. The total dividend for the year ended 31 March 2002 amounts to 24.50 cent per share, a total of €20.47 million.

The balance of profit attributable to Group shareholders, which is retained in the business, amounts to €55.8 million.

Share Buyback and Treasury Shares

On 28 September 2001, the Company purchased 2,275,000 of its own shares (2.58% of the issued share capital) with a nominal value of €0.569 million at a total cost of €21.04 million. These shares, together with the 2,563,045 shares purchased in the previous financial year, were held by the Company as Treasury Shares.

The maximum number of shares so held during the year was 4,838,045 (5.48% of the issued share capital) with a nominal value of €1.210 million. A total of 289,325 shares (0.33% of the issued share capital) with a nominal value of €0.072 million were re-issued during the year, 175,825 at prices ranging from €9.05 to €11.35 per share as part consideration for a number of acquisitions and 113,500 at prices ranging from €6.22 to €8.19 consequent to the exercise of share options, leaving a balance of 4,548,720 shares held in treasury at 31 March 2002.

Research and Development

Certain Group companies carry out development work aimed at improving the quality, competitiveness and range of their products. This expenditure is not material in relation to the size of the Group and is written off to the profit and loss account as it is incurred.

Substantial Shareholdings

At 10 May 2002, the Company had been advised of the following interests in its issued share capital:

	No. of €0.25 Ordinary Shares	% of Issued Share Capital
FMR Corp. and its direct and indirect subsidiaries *	10,864,181	12.3%
Bank of Ireland Asset Management Limited **	8,626,493	9.8%
Merrill Lynch Investment Managers Limited **	5,978,199	6.8%
Allied Irish Banks plc and its subsidiaries **	4,247,336	4.8%

* Under Irish and UK law the shares are held by non-beneficial holders.

** Notified as non-beneficial interests.

Apart from these holdings, the Company has not been notified of any other interest of 3% or more in its issued ordinary share capital.

Directors

The names of the Directors and a short biographical note on each Director appear on pages 2 and 3. Maurice Keane was co-opted to the Board on 25 March 2002. In accordance with Article 83(b) of the Articles of Association, Maurice Keane retires at the 2002 Annual General Meeting and, being eligible, offers himself for re-election. In accordance with Article 80 of the Articles of Association, Tony Barry, Morgan Crowe and Kevin Murray retire by rotation at the 2002 Annual General Meeting and, being eligible, offer themselves for re-election.

None of the retiring Directors has a service contract with the Company or with any member of the Group.

Details of the Directors' interests in the share capital of the Company are set out in the Report on Directors' Remuneration on pages 30 to 33.

Health and Safety

It is the policy of the Group to ensure the safety, health and welfare of employees by maintaining safe places and systems of work. This policy is based on the requirements of the Safety, Health and Welfare at Work Act, 1989. Safety statements have been prepared by each of the companies in the Group and the policies set out in these statements are kept under regular review.

Political Contributions

There were no political contributions which require to be disclosed under the Electoral Act, 1997.

Auditors

The auditors, PricewaterhouseCoopers, will continue in office in accordance with the provisions of Section 160(2) of the Companies Act, 1963.

Alex Spain, Jim Flavin, Directors

DCC House, Stillorgan,
Blackrock, Co Dublin
10 May 2002

Remuneration Committee

The Remuneration Committee comprises the four independent non-executive Directors - Tony Barry, Paddy Gallagher, Maurice Keane and Alex Spain. The Committee is chaired by Tony Barry.

The terms of reference of the Remuneration Committee are to determine the remuneration packages of the executive Directors and to approve the grant of share options. The Chief Executive/Deputy Chairman is consulted about remuneration proposals for the other executive Directors and the Remuneration Committee is authorised to obtain access to professional advice if deemed desirable.

Executive Directors' Remuneration

The Company's remuneration policy recognises that employment and remuneration conditions for the Group's senior executives must properly reward and motivate them to perform in the best interests of the shareholders.

The typical elements of the remuneration package for executive Directors are basic salary, performance related remuneration consisting of performance related annual bonuses and share options, pension benefits and a company car.

Salaries

The salaries of executive Directors are reviewed annually on 1 January having regard to personal performance, Company performance and competitive market practice. No fees are payable to executive Directors.

Performance Related Annual Bonuses

Performance related annual bonuses are payable to executive Directors, in respect of the financial year to 31 March, as to a maximum of one half based on trading performance and to a maximum of one half based on corporate development in their areas of responsibility. The total bonus potential for the year ended 31 March 2002 for individual Directors ranged from 5% to 40% of basic salary. The performance parameters and maximum bonus potential are reviewed on an annual basis.

Share Options

Executive Directors and other senior executives participate in the DCC plc 1998 Employee Share Option Scheme, which was approved by shareholders in 1998. The Scheme encourages identification with shareholders' interests by enabling senior management to build, over time, a shareholding in the Company which is material to their net worth.

The percentage of share capital which can be issued under the Scheme, the phasing of the grant of options and the individual grant limits comply with guidelines published by the institutional investment associations. The Scheme provides for the grant of both basic and second tier options, in each case up to a maximum of 5% of the Company's issued share capital. Basic tier options may not normally be exercised earlier than three years from the date of grant and second tier options not earlier than five years from the date of grant.

Basic tier options may normally be exercised only if there has been growth in the adjusted earnings per share of the Company equivalent to the increase in the Consumer Price Index plus 2%, compound, per annum over the period following the date of grant.

Second tier options may normally be exercised only if the growth in the adjusted earnings per share of the Company over the previous five years is such as would place the Company in the top quartile of companies on the ISEQ index in terms of comparison of growth in adjusted earnings per share and if there has been growth in the adjusted earnings per share of the Company equivalent to the increase in the Consumer Price Index plus 10%, compound, per annum in that period.

Directors are encouraged to hold their options beyond the earliest exercise date.

The Group established the DCC Sharesave Scheme in 2000 and granted options to Group employees, including executive Directors, who participated in the Scheme.

Additional information in relation to the DCC plc 1998 Employee Share Option Scheme and the DCC Sharesave Scheme appears in note 32 on page 67 of the financial statements.

Information on share options held by each Director and details of exercise prices and dates are set out on page 33.

Pension Benefits

Pensions for executive Directors are calculated only on pensionable salary (105% of basic salary) - no performance related bonuses or benefit elements are included - and aim to provide for two thirds of pensionable salary at normal retirement date.

Non-Executive Directors' Remuneration

The remuneration of the non-executive Directors is determined by the Board. The fees paid to non-executive Directors reflect their experience and ability and the time demands of their Board and Board Committee duties.

A pension is funded for the Chairman, based on his annual fee, to provide a 1/60th accrual for each year of pensionable service.

Directors' Service Agreements

Other than for the Chief Executive/Deputy Chairman, there are no service agreements between any Director of the Company and the Company or any of its subsidiaries. The Chief Executive/Deputy Chairman's service agreement provides for one year's notice of termination by the Company.

Directors' Remuneration

The remuneration payable in respect of Directors who held office for any part of the financial year is as follows:

	Salary and Fees ¹		Bonus		Benefits ²		Pension Contribution ³		Total	
	2002	2001	2002	2001	2002	2001	2002	2001	2002	2001
	€'000	€'000	€'000	€'000	€'000	€'000	€'000	€'000	€'000	€'000
Executive Directors										
Jim Flavin	653	538	32	25	33	30	172	161	890	754
Morgan Crowe	270	230	32	29	27	17	74	72	403	348
Tommy Breen	242	198	80	57	20	17	68	62	410	334
Kevin Murray	242	198	80	57	20	17	68	62	410	334
Fergal O'Dwyer	229	197	52	45	16	15	66	64	363	321
Total for executive Directors	1,636	1,361	276	213	116	96	448	421	2,476	2,091
Non-executive Directors										
Alex Spain	89	79	-	-	10	-	22	22	121	101
Tony Barry	35	32	-	-	-	-	-	-	35	32
Paddy Gallagher	35	32	-	-	4	-	-	-	39	32
Maurice Keane ⁴	1	-	-	-	-	-	-	-	1	-
Total for non-executive Directors	160	143	-	-	14	-	22	22	196	165
Pension payment to retired Director									15	15
Total									2,687	2,271

Notes

¹ Fees are only payable to non-executive Directors and include Chairman's and Board Committee fees.

² In the case of executive Directors, benefits relate principally to the use of a company car. The benefit in the case of two non-executive Directors is in respect of a special presentation made to them marking their contribution to the Company.

³ Pension contributions represent payments to a defined benefit pension scheme, in accordance with actuarial advice, to provide pension benefits.

⁴ In respect of the year ended 31 March 2002, remuneration for Maurice Keane is included only for the period from the date of his appointment to the Board, on 25 March 2002, to 31 March 2002.

REPORT ON DIRECTORS' REMUNERATION

Directors' Pensions

The table below shows the increase in the accrued pension benefits to which the Directors have become entitled during the year ended 31 March 2002 and the transfer value of the increase in accrued benefit:

	Increase in accrued pension benefit (excl inflation) during the year €'000	Transfer value equivalent to the increase in accrued pension benefit €'000	Accumulated accrued pension benefit at year end €'000
Executive Directors			
Jim Flavin	80	1,242	430
Morgan Crowe	18	244	147
Tommy Breen	10	54	63
Kevin Murray	9	51	57
Fergal O'Dwyer	7	39	51
Total	124	1,630	748
Non-executive Chairman			
Alex Spain	6	72	43

The transfer value has been calculated on the basis of actuarial advice in accordance with Actuarial Guidance Note GN11. The transfer value represents a liability of a pension scheme operated by the Group and not a sum paid to or due to the Director noted.

Directors' and Company Secretary's Interests

The interests of the Directors and the Company Secretary (including their respective family interests) in the share capital of DCC plc at 31 March 2002, together with their interests at 31 March 2001 (or date of appointment, if later), were:

	No. of Ordinary Shares	
	At 31 March 2002	At 31 March 2001
Alex Spain	15,634	15,634
Jim Flavin	2,456,033	2,456,033
Tony Barry	7,000	7,000
Tommy Breen	211,512	211,512
Morgan Crowe	807,640	807,640
Paddy Gallagher	2,540	2,540
Maurice Keane	-	-
Kevin Murray	212,306	212,306
Fergal O'Dwyer	212,506	212,506
Gerard Whyte (Secretary)	124,667	124,667

* At date of appointment – 25 March 2002

All of the above interests were beneficially owned. There were no changes in the interests of the Directors and the Company Secretary between 31 March 2002 and 10 May 2002.

Apart from the interests disclosed above neither the Directors nor the Company Secretary were interested at any time in the year in the share capital or loan stock of the Company or other Group undertakings.

Directors' Share Options*DCC plc 1998 Employee Share Option Scheme*

The following are details of share options granted to Directors under the DCC plc 1998 Employee Share Option Scheme:

	At 31 March 2001	Granted in year	At 31 March 2002	Weighted Average Exercise Price €	Normal Exercise Period
Jim Flavin					
Basic Tier	275,000	75,000	350,000	7.8140	June 2001 – Nov 2011
Second Tier	275,000	75,000	350,000	7.8140	June 2003 – Nov 2011
Morgan Crowe					
Basic Tier	100,000	-	100,000	7.0019	June 2001 – Nov 2011
Second Tier	100,000	-	100,000	7.0045	June 2003 – Nov 2011
Tommy Breen					
Basic Tier	95,000	50,000	145,000	8.1489	June 2001 – Nov 2011
Second Tier	95,000	50,000	145,000	8.1506	June 2003 – Nov 2011
Kevin Murray					
Basic Tier	95,000	50,000	145,000	8.1489	June 2001 – Nov 2011
Second Tier	95,000	50,000	145,000	8.1506	June 2003 – Nov 2011
Fergal O'Dwyer					
Basic Tier	95,000	30,000	125,000	7.8127	June 2001 – Nov 2011
Second Tier	95,000	30,000	125,000	7.8147	June 2003 – Nov 2011

No options were exercised by or allowed to lapse by Directors under the DCC plc 1998 Employee Share Option Scheme during the year.

DCC Sharesave Scheme

The DCC Sharesave Scheme (previously known as the DCC plc Savings-Related Share Option Scheme) was approved at the Annual General Meeting on 3 July 2000. Under the terms of the Scheme, options were granted to all participating Group employees on 15 June 2001 at an option price of €8.79 per share. This represented a discount of 20% to the market price as permitted by the rules of the Scheme. These options are exercisable, provided the savings contracts are completed, between August 2004 and February 2007.

The following are details of share options granted to Directors under the DCC Sharesave Scheme:

	No. of Ordinary Shares At 31 March 2002
Jim Flavin	2,383
Morgan Crowe	1,372
Tommy Breen	2,383
Kevin Murray	2,383
Fergal O'Dwyer	2,383

The market price of DCC shares on 31 March 2002 was €12.18 and the range during the year was €8.55 to €12.80.

The Company's Register of Directors Interests (which is open to inspection) contains full details of Directors' shareholdings and share options.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The following statement, which should be read in conjunction with the statement of auditors' responsibilities set out within their report on pages 35 and 36, is made with a view to distinguishing for shareholders the respective responsibilities of the Directors and of the auditors in relation to the financial statements.

The Directors are required by company law to ensure that the Company prepares financial statements for each financial year which give a true and fair view of the state of affairs of the Company and the Group and of the profit or loss of the Group for that year.

Following discussions with the auditors, the Directors consider that in preparing the financial statements on pages 37 to 73, which have been prepared on the going concern basis, the Company has used appropriate accounting policies, consistently applied and supported by reasonable and prudent judgements and estimates, and that all accounting standards which they consider applicable have been followed (subject to any explanations or material departures disclosed in the notes to the financial statements).

The Directors are required to take all reasonable steps to secure compliance by the Company with its obligations in relation to the preparation and maintenance of proper books of account and financial statements 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 Acts, 1963 to 2001 and the European Communities (Companies: Group Accounts) Regulations, 1992. The Directors have a general duty to act in the best interests of the Company and must, therefore, take such steps as are reasonably open to them to safeguard the assets of the Group and to prevent and detect fraud and other irregularities.

Books of Account

The measures taken with regard to keeping proper books of account include the use of systems and procedures appropriate to the business and the employment of competent and reliable persons. The books of account are kept at DCC House, Stillorgan, Blackrock, Co. Dublin.

To the Members of DCC plc

We have audited the financial statements on pages 37 to 73 and the detailed information on directors' emoluments, pensions and interests in shares, partly paid shares and share options on pages 30 to 33.

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the annual report and the financial statements in accordance with applicable Irish law and accounting standards generally accepted in Ireland are set out on page 34 in the statement of directors' responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements, auditing standards issued by the Auditing Practices Board applicable in Ireland and the Listing Rules of the Irish Stock Exchange.

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 Irish statute comprising the Companies Acts, 1963 to 2001, and the European Communities (Companies: Group Accounts) Regulations, 1992. We state whether we have obtained all the information and explanations we consider necessary for the purposes of our audit and whether the Company balance sheet is in agreement with the books of account. We also report to you our opinion as to:

- whether the Company has kept proper books of account;
- whether the directors' report is consistent with the financial statements; and
- whether at the balance sheet date there existed a financial situation which may require the Company to convene an extraordinary general meeting; such a financial situation may exist if the net assets of the Company, as stated in the Company balance sheet, are not more than half of its called-up share capital.

We also report to you if, in our opinion, information specified by law or the Listing Rules regarding directors' remuneration and transactions is not disclosed.

We read the other information contained in the Annual Report and consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements. The other information comprises only the directors' report, the chairman's statement, the chief executive's review, the operating review, the corporate social responsibility statement, the financial review and the corporate governance statement.

We review whether the statement on page 27 reflects the Company's compliance with the seven provisions of the Combined Code specified for our review by the Irish Stock Exchange, and we report if it does not. We are not required to consider whether the board's statements on internal control cover all risks and controls or to form an opinion on the effectiveness of the Company's or Group's corporate governance procedures or its risk and control procedures.

Basis of audit opinion

We conducted our audit in accordance with 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 affairs of the Company and the Group at 31 March 2002 and of the profit and cash flows of the Group for the year then ended and have been properly prepared in accordance with the Companies Acts, 1963 to 2001, and the European Communities (Companies: Group Accounts) Regulations, 1992.

We have obtained all the information and explanations we consider necessary for the purposes of our audit. In our opinion, proper books of account have been kept by the Company. The Company balance sheet is in agreement with the books of account.

In our opinion, the information given in the Report of the Directors on pages 28 and 29 is consistent with the financial statements.

The net assets of the Company, as stated in the balance sheet on page 43, are more than half of the amount of its called up share capital and, in our opinion, on that basis there did not exist at 31 March 2002 a financial situation which, under Section 40(1) of the Companies (Amendment) Act, 1983, would require the convening of an extraordinary general meeting of the Company.

PricewaterhouseCoopers

Chartered Accountants and Registered Auditors

Dublin

10 May 2002

Accounting Convention

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards. The currency used in these financial statements is the euro, denoted by the symbol €.

Basis of Preparation

The financial statements have been prepared in accordance with accounting standards generally accepted in Ireland and Irish statute comprising the Companies Acts, 1963 to 2001. Accounting standards generally accepted in Ireland in preparing financial statements giving a true and fair view are those published by the Institute of Chartered Accountants in Ireland and issued by the Accounting Standards Board.

The financial statements have been prepared in accordance with Financial Reporting Standard 18 'Accounting Policies' which became mandatory for accounting periods ending on or after 22 June 2001. This standard addresses the adoption of appropriate accounting policies, judged against the objectives of relevance, reliability, comparability and understandability. The directors have reviewed the Group's existing accounting policies and consider that they are already consistent with this new standard.

Basis of Consolidation

The consolidated financial statements include the Company and all its subsidiaries.

The results of subsidiary and associated undertakings acquired or disposed of during the year are included in the consolidated profit and loss account from the date of their acquisition or up to the date of their disposal.

Goodwill

Goodwill comprises the excess of consideration paid to acquire new businesses over the fair value of the net assets acquired.

Goodwill arising on the acquisition of subsidiaries prior to 1 April 1998 was eliminated from the balance sheet through reserves in the year in which it arose. Goodwill arising on the acquisition of subsidiaries since 1 April 1998 is capitalised on the balance sheet and amortised on a straight line basis over its estimated useful economic life. On disposal of an undertaking acquired prior to 1 April 1998, goodwill eliminated against reserves in respect of that undertaking is included in the determination of the profit or loss on disposal.

In the case of interests acquired by the Group in associated undertakings, goodwill is capitalised as part of their carrying value and amortised over its expected useful economic life. In the case of similar interests acquired by associated undertakings of the Group, the accounting treatment followed in respect of goodwill is that adopted by the associated undertakings.

The useful economic life of capitalised goodwill arising on acquisitions since 1 April 1998 is estimated to be 20 years.

Subsidiaries

Subsidiaries are included in the Company balance sheet at cost less provision for any impairment in value.

Associated Undertakings

Associated undertakings are companies other than subsidiaries in which the Group holds, on a long-term basis, a participating interest in the voting equity share capital and exercises significant influence.

Associated undertakings are included in the Company balance sheet at cost less provision for any impairment in value. Income from associated undertakings included in the Company profit and loss account comprises dividends received and receivable.

The appropriate share of results of associated undertakings is included in the consolidated profit and loss account by way of the equity method of accounting. Associated undertakings are stated in the consolidated balance sheet at cost plus the attributable portion of their retained reserves from the date of acquisition less goodwill amortised. Provision is made, where appropriate, where the directors consider there has been an impairment in value.

ACCOUNTING POLICIES

Turnover

Turnover comprises the invoiced value, including excise duty and excluding value added tax, of goods supplied and services rendered.

Stocks

Stocks are valued at the lower of cost and net realisable value.

Cost is determined on a first in first out basis and in the case of raw materials, bought-in goods and expense stocks comprises purchase price plus transport and handling costs less trade discounts and subsidies. Cost, in the case of products manufactured by the Group, consists of direct material and labour costs together with the relevant production overheads based on normal levels of activity.

Net realisable value represents the estimated selling price less costs to completion and appropriate selling and distribution costs.

Provision is made, where necessary, for slow moving, obsolete and defective stocks.

Tangible Fixed Assets

Tangible fixed assets are stated at cost less accumulated depreciation.

Depreciation is provided on a straight line basis at the rates stated below, which are estimated to reduce the assets to their residual level values by the end of their expected working lives:

	Annual Rate
Freehold and Long Term Leasehold Buildings	2%
Plant and Machinery	5% - 33 $\frac{1}{3}$ %
Cylinders	6 $\frac{2}{3}$ %
Motor Vehicles	10% - 33 $\frac{1}{3}$ %
Fixtures, Fittings and Office Equipment	10% - 33 $\frac{1}{3}$ %

Land is not depreciated.

Leased Assets

Tangible fixed assets, acquired under a lease which transfers substantially all of the risks and rewards of ownership to the Group, are capitalised as fixed assets. Amounts payable under such leases (finance leases), net of finance charges, are shown as short, medium or long term lease obligations, as appropriate. Finance charges on finance leases are charged to the profit and loss account over the term of the lease on an actuarial basis.

The annual rentals under operating leases are charged to the profit and loss account as incurred.

Capital Grants

Capital grants received and receivable by the Group are credited to capital grants and are amortised to the profit and loss account on a straight line basis over the expected useful lives of the assets to which they relate.

Deferred Consideration

Where acquisitions involve further payments which are deferred or contingent on levels of performance achieved in the years following the acquisition, a discounted deferred acquisition creditor is accrued. Notional interest is charged to the profit and loss account over the relevant period by reference to the period of deferral, current interest rates and the amount of the likely payments.

Deferred Taxation

The Group adopted Financial Reporting Standard 19 'Deferred Tax' during the year. Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date.

Timing differences are temporary differences between profit as computed for taxation purposes and profit as stated in the financial statements which arise because certain items of income and expenditure in the financial statements are dealt with in different periods for taxation purposes.

A net deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Foreign Currencies

Assets and liabilities denominated in foreign currencies are translated into euro at the exchange rates ruling at the balance sheet date or at contracted rates, where appropriate.

The trading results of overseas subsidiaries are translated into euro at the average rate of exchange for the year.

Profits and losses arising on transactions in foreign currencies during the year are included in the profit and loss account at the exchange rate ruling on the date of the transactions.

Exchange differences arising from a re-translation of the opening net investment in subsidiary and associated undertakings are dealt with in retained profits net of differences on related currency borrowings.

Derivative Financial Instruments

The Group is a party to derivative financial instruments ('derivatives'), primarily to manage its exposure to fluctuations in foreign currency exchange rates and interest rates and to manage its exposure to changes in the prices of certain commodity products.

Gains and losses on derivative contracts used to hedge foreign exchange and commodity price trading exposures are recognised in the profit and loss account when the hedged transactions occur.

As part of exchange rate risk management, foreign currency swap agreements are used to convert US dollar borrowings into Sterling borrowings. Gains and losses on these derivatives are deferred and will be recognised on the maturity of the underlying debt, together with the matching loss or gain on the debt.

Interest rate swap agreements and similar contracts are used to manage interest rate exposures. Amounts payable or receivable in respect of these derivatives are recognised as adjustments to interest expense over the period of the contracts.

Pension Costs

Pension costs are accounted for on the basis of charging the expected cost of providing pensions over the period during which the Group benefits from the employees' services. The effect of variations from regular cost are spread over the expected average remaining service lives of the members in the schemes. The basis of contributions are determined on the advice of independent qualified actuaries.

The disclosures required under the transitional arrangements of Financial Reporting Standard 17 'Retirement Benefits' for the year ended 31 March 2002 are shown in note 31 (b).

CONSOLIDATED PROFIT AND LOSS ACCOUNT for the year ended 31 March 2002

	Notes	2002		2001	
		€'000	€'000	€'000	€'000
Turnover					
Subsidiary undertakings	1		1,888,678		1,712,402
Share of turnover of associated undertakings	1		160,211		157,739
Total turnover	1		2,048,889		1,870,141
Turnover - subsidiary undertakings					
Continuing activities			1,701,427		1,643,194
Acquisitions			187,251		69,208
	1		1,888,678		1,712,402
Cost of sales	2		(1,595,706)		(1,452,786)
Gross profit	2		292,972		259,616
Net operating costs	2		(203,862)		(176,829)
Operating profit before goodwill amortisation					
- parent and subsidiary undertakings	2		89,110		82,787
Share of operating profit before goodwill amortisation of associated undertakings	1		13,602		8,950
Operating profit before goodwill amortisation	1		102,712		91,737
Continuing activities		95,600		90,659	
Acquisitions		7,112		1,078	
		102,712		91,737	
Goodwill amortisation	6		(5,671)		(4,923)
Operating profit			97,041		86,814
Net exceptional items	7		(1,126)		-
Net interest payable and similar charges					
- parent and subsidiary undertakings	8		(2,984)		(3,121)
Share of net interest payable and similar charges					
- associated undertakings	9		(2,019)		(1,281)
Profit on ordinary activities before taxation	10		90,912		82,412
Continuing activities		83,762		81,342	
Acquisitions	3	7,150		1,070	
		90,912		82,412	
Taxation	11		(13,679)		(13,100)
Profit after taxation			77,233		69,312
Minority interests	12		(940)		(1,230)
Profit for the financial year attributable to Group shareholders			76,293		68,082
Dividends paid	14		(7,750)		(6,691)
Dividends proposed	14		(12,716)		(11,449)
Profit retained for the year	35		55,827		49,942
Earnings per ordinary share - basic (cent)	15		90.26c		78.98c
Earnings per ordinary share - diluted (cent)	15		89.38c		78.28c
Adjusted earnings per ordinary share - basic (cent)	15		98.30c		84.69c
Adjusted earnings per ordinary share - diluted (cent)	15		97.35c		83.94c

Alex Spain, Jim Flavin, *Directors*

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES for the year ended 31 March 2002

	Note	2002 €'000	2001 €'000
Profit for the financial year		76,293	68,082
Other movements on associated company reserves		8	(25)
Exchange adjustments		715	(2,356)
Total recognised gains for the financial year		77,016	65,701
Prior year adjustment – deferred tax	29	(963)	
		76,053	

NOTE OF HISTORICAL COST PROFITS AND LOSSES for the year ended 31 March 2002

There is no difference between the profit on ordinary activities before taxation and the profit retained for the year on an historical cost basis and the amounts shown in the consolidated profit and loss account on page 40.

CONSOLIDATED BALANCE SHEET as at 31 March 2002

	Notes	2002 €'000	Restated 2001 €'000
Fixed Assets			
Intangible assets - goodwill	16	118,332	84,447
Tangible fixed assets	17	159,156	135,241
Financial assets - associated undertakings	18	38,976	38,458
		<u>316,464</u>	<u>258,146</u>
Current Assets			
Stocks	20	112,795	93,063
Debtors	21	334,341	296,804
Cash and term deposits	22	304,661	454,582
		<u>751,797</u>	<u>844,449</u>
Creditors: Amounts falling due within one year			
Bank and other debt	23	108,795	200,621
Trade and other creditors	28	377,151	328,328
Corporation tax		18,473	18,959
Proposed dividend		12,716	11,449
		<u>517,135</u>	<u>559,357</u>
Net Current Assets		<u>234,662</u>	<u>285,092</u>
Total Assets less Current Liabilities		<u>551,126</u>	<u>543,238</u>
Financed by:			
Creditors: Amounts falling due after more than one year			
Bank and other debt	23	26,757	65,753
Unsecured Notes due 2008/11	23	106,036	104,977
Deferred acquisition consideration		18,954	11,464
		<u>151,747</u>	<u>182,194</u>
Provisions for Liabilities and Charges	29	<u>2,816</u>	<u>2,764</u>
		<u>154,563</u>	<u>184,958</u>
Capital and Reserves			
Called up equity share capital	32	22,034	22,034
Share premium account	33	124,431	124,450
Other reserves	34	1,400	1,400
Profit and loss	35	243,565	205,839
Equity Shareholders' Funds	36	<u>391,430</u>	<u>353,723</u>
Equity minority interests	37	4,010	3,493
Capital grants	38	1,123	1,064
		<u>396,563</u>	<u>358,280</u>
		<u>551,126</u>	<u>543,238</u>

Alex Spain, Jim Flavin, *Directors*

COMPANY BALANCE SHEET as at 31 March 2002

	Notes	2002 €'000	2001 €'000
Fixed Assets			
Tangible fixed assets	17	1,092	1,077
Financial assets			
- associated undertakings	18	1,300	1,522
- subsidiary undertakings	19	101,178	82,715
		<u>103,570</u>	<u>85,314</u>
Current Assets			
Debtors: Amounts falling due within one year	21	4,616	7,138
Debtors: Amounts falling due after more than one year	21	257,816	203,084
Cash and term deposits	22	1,054	3,178
		<u>263,486</u>	<u>213,400</u>
Creditors: Amounts falling due within one year			
Bank and other debt	23	9,751	1,359
Trade and other creditors	28	3,477	1,331
Corporation tax		6	4
Proposed dividend		12,716	11,449
		<u>25,950</u>	<u>14,143</u>
Net Current Assets		<u>237,536</u>	<u>199,257</u>
Total Assets less Current Liabilities		<u>341,106</u>	<u>284,571</u>
Financed by:			
Creditors: Amounts falling due after more than one year			
Amounts owed to subsidiary undertakings		181,239	117,773
Deferred acquisition consideration		3,456	-
		<u>184,695</u>	<u>117,773</u>
Provisions for Liabilities and Charges	29	4	4
		<u>184,699</u>	<u>117,777</u>
Capital and Reserves			
Called up equity share capital	32	22,034	22,034
Share premium account	33	124,431	124,450
Other reserves	34	344	344
Profit and loss	35	9,598	19,966
Equity Shareholders' Funds		<u>156,407</u>	<u>166,794</u>
		<u>341,106</u>	<u>284,571</u>

Alex Spain, Jim Flavin, *Directors*

CONSOLIDATED CASH FLOW STATEMENT for the year ended 31 March 2002

	Notes	2002 €'000	2001 €'000
Cash flow from operating activities	40	117,470	83,369
Returns on investments and servicing of finance	41	(3,789)	(2,587)
Taxation paid		(12,461)	(9,073)
Capital expenditure	41	(33,006)	(29,506)
Acquisitions and disposals	41	(48,279)	(9,943)
Equity dividends paid		(19,199)	(16,426)
Cash inflow before management of liquid resources and financing		736	15,834
Decrease/(increase) in liquid resources	42	199,532	(165,894)
Financing	41	(172,842)	(137,704)
Increase/(decrease) in cash for the year	42	27,426	(287,764)

RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN CASH/(DEBT) for the year ended 31 March 2002

	Notes	2002 €'000	2001 €'000
Increase/(decrease) in cash for the year	42	27,426	(287,764)
(Decrease)/increase in liquid resources	42	(199,532)	165,894
Net loans repaid	42	148,259	110,853
Capital element of finance lease payments	42	4,068	4,113
Changes in net cash resulting from cash flow		(19,779)	(6,904)
Exchange movements	42	(379)	976
Net outflow in the year		(20,158)	(5,928)
Net cash at start of year	42	83,231	89,159
Net cash at end of year	42	63,073	83,231

1. Segmental Information

(a) Segmental Analysis by Class of Business

An analysis by class of business of turnover, profit before taxation and net assets is set out below:

(i) Summary

	2002			2001		
	Turnover €'000	Profit Before Taxation €'000	Net Assets €'000	Turnover €'000	Profit Before Taxation €'000	Restated Net Assets €'000
Energy	717,623	34,979	85,212	610,257	23,617	57,338
IT	813,769	30,631	47,629	753,887	31,203	53,767
Healthcare	192,474	20,717	50,697	182,657	20,313	49,367
Food	184,219	11,007	18,010	182,367	8,464	17,235
Other Activities	140,804	5,378	35,519	140,973	8,140	29,274
Continuing activities	2,048,889	102,712	237,067	1,870,141	91,737	206,981
Goodwill amortisation		(5,671)			(4,923)	
Net exceptional items		(1,126)			-	
Interest (net)		(5,003)			(4,402)	
Net cash			63,073			83,231
Amounts due in respect of acquisitions			(26,422)			(21,976)
Investments			7,128			7,128
Disposal proceeds receivable			736			-
Capitalised goodwill - subsidiaries			118,332			84,447
Capitalised goodwill - associates			8,242			8,854
Minority interests			(4,010)			(3,493)
Proposed dividend			(12,716)			(11,449)
	2,048,889	90,912	391,430	1,870,141	82,412	353,723

(ii) Split between Subsidiary Undertakings and Associated Undertakings

	2002			2001		
	Subsidiary Undertakings €'000	Associated Undertakings €'000	Total €'000	Subsidiary Undertakings €'000	Associated Undertakings €'000	Restated Total €'000
Turnover	1,888,678	160,211	2,048,889	1,712,402	157,739	1,870,141
Operating profit before goodwill amortisation	89,110	13,602	102,712	82,787	8,950	91,737
Goodwill amortisation	(5,123)	(548)	(5,671)	(4,367)	(556)	(4,923)
Operating profit	83,987	13,054	97,041	78,420	8,394	86,814
Net exceptional items	3,342	(4,468)	(1,126)	-	-	-
Interest (net)	(2,984)	(2,019)	(5,003)	(3,121)	(1,281)	(4,402)
Profit before taxation	84,345	6,567	90,912	75,299	7,113	82,412
Net assets (including capitalised goodwill)	352,454	38,976	391,430	315,265	38,458	353,723

1. Segmental Information *continued***(iii) Other Activities**

Other Activities are analysed as follows:

	2002			2001		
	Turnover	Profit Before Taxation	Net Assets	Turnover	Profit Before Taxation	Restated Net Assets
	€'000	€'000	€'000	€'000	€'000	€'000
Supply Chain						
Management Services	103,299	(114)	22,233	103,558	2,791	15,678
Other Interests	37,505	5,492	13,286	37,415	5,349	13,596
	140,804	5,378	35,519	140,973	8,140	29,274

(iv) Acquisitions

Acquisitions in the year contributed turnover of €187.251 million (2001: €69.208 million) and operating profit before goodwill amortisation of €7.112 million (2001: €1.078 million).

1. Segmental Information *continued***(b) Segmental Analysis by Geographical Area**

An analysis by geographical area of turnover, profit before taxation and net assets is set out below:

(i) Summary

	2002			2001		
	Turnover by Origin €'000	Profit Before Taxation €'000	Net Assets €'000	Turnover by Origin €'000	Profit Before Taxation €'000	Restated Net Assets €'000
Ireland	671,927	34,874	70,144	709,425	36,130	61,001
Rest of the World	1,216,751	54,236	136,189	1,002,977	46,657	116,376
	1,888,678	89,110	206,333	1,712,402	82,787	177,377
Associated undertakings	160,211	13,602	30,734	157,739	8,950	29,604
Continuing activities	2,048,889	102,712	237,067	1,870,141	91,737	206,981
Goodwill amortisation		(5,671)			(4,923)	
Net exceptional items		(1,126)			-	
Interest (net)		(5,003)			(4,402)	
Net cash			63,073			83,231
Amounts due in respect of acquisitions			(26,422)			(21,976)
Investments			7,128			7,128
Disposal proceeds receivable			736			-
Capitalised goodwill - subsidiaries			118,332			84,447
Capitalised goodwill - associates			8,242			8,854
Minority interests			(4,010)			(3,493)
Proposed dividend			(12,716)			(11,449)
	2,048,889	90,912	391,430	1,870,141	82,412	353,723

(ii) Turnover by Destination - Continuing Activities

	2002 €'000	2001 €'000
Ireland	657,266	681,722
United Kingdom	1,063,223	872,860
Rest of Europe	149,458	127,795
USA	13,966	24,807
Other	4,765	5,218
Share of associated undertakings	160,211	157,739
	2,048,889	1,870,141

2. Cost of Sales and Net Operating Costs

	2002			2001		
	Continuing Activities €'000	Acquisitions €'000	Total €'000	Continuing Activities €'000	Acquisitions €'000	Total €'000
Cost of sales	(1,432,757)	(162,949)	(1,595,706)	(1,390,624)	(62,162)	(1,452,786)
Gross profit	268,670	24,302	292,972	252,570	7,046	259,616
Operating costs						
Distribution	(97,935)	(6,590)	(104,525)	(83,295)	(3,640)	(86,935)
Administrative	(92,585)	(10,582)	(103,167)	(90,394)	(2,328)	(92,722)
Other operating expenses	(233)	(18)	(251)	(212)	-	(212)
	(190,753)	(17,190)	(207,943)	(173,901)	(5,968)	(179,869)
Other operating income	4,081	-	4,081	3,040	-	3,040
Net operating costs	(186,672)	(17,190)	(203,862)	(170,861)	(5,968)	(176,829)
Operating profit before goodwill amortisation -parent and subsidiaries	81,998	7,112	89,110	81,709	1,078	82,787

3. Acquisitions

The profit on ordinary activities before taxation arising from acquisitions represents the aggregate of net incremental profit resulting from the acquisition of subsidiaries and associated undertakings in the relevant financial year.

4. Employee Information

The average weekly number of persons (including executive Directors) employed by subsidiaries of the Group during the year analysed by class of business was:

	2002 Number	2001 Number
Energy	907	620
IT	782	737
Healthcare	846	832
Food	301	287
Other Activities	525	580
	3,361	3,056

The staff costs for the above were:

	2002 €'000	2001 €'000
Wages and salaries	111,925	97,717
Social welfare costs	12,753	10,321
Pension costs	5,107	4,228
	129,785	112,266

5. Directors' Emoluments and Interests

Directors' emoluments and interests are given in the Report on Directors' Remuneration on pages 30 to 33.

6. Goodwill Amortisation

	2002 €'000	2001 €'000
Amortisation of capitalised goodwill arising on the acquisition of subsidiaries after 1 April 1998 (note 16)	5,123	4,367
Amortisation of goodwill included in the carrying value of associated undertakings (note 18)	548	556
	<u>5,671</u>	<u>4,923</u>

7. Net Exceptional Items

	2002 €'000	2001 €'000
Profit on sale of associated undertaking	5,960	-
Profit on sale of subsidiary net tangible assets	53	-
Share of associates' reorganisation costs	(4,468)	-
Other	(2,671)	-
	<u>(1,126)</u>	<u>-</u>

8. Net Interest Payable and Similar Charges - Parent and Subsidiary Undertakings

	2002 €'000	2001 €'000
Interest receivable and similar income		
Interest on cash and term deposits	17,676	25,010
Other interest and similar income receivable	389	512
	<u>18,065</u>	<u>25,522</u>
Interest payable and similar charges		
On bank loans, overdrafts and Unsecured Notes 2008/11		
- repayable within 5 years, not by instalments	(9,166)	(14,150)
- repayable within 5 years, by instalments	(123)	(54)
- repayable wholly or partly in more than 5 years	(9,097)	(9,352)
On loan notes		
- repayable within 5 years, not by instalments	(461)	(48)
- repayable wholly or partly in more than 5 years	-	(1,694)
On finance leases	(2,142)	(2,891)
	<u>(20,989)</u>	<u>(28,189)</u>
Notional interest on deferred consideration	(60)	(454)
	<u>(21,049)</u>	<u>(28,643)</u>
	<u>(2,984)</u>	<u>(3,121)</u>

9. Share of Net Interest Payable and Similar Charges - Associated Undertakings

This comprises the Group's share of the net interest payable and similar charges of its associated undertakings.

10. Profit on Ordinary Activities Before Taxation

Profit on ordinary activities before taxation is stated after charging/(crediting):

	2002 €'000	2001 €'000
Auditors' remuneration	490	470
Revenue grants	(152)	(264)
Amortisation of capital grants	(179)	(327)
Operating leases		
- land and buildings	2,997	1,791
- plant and machinery	51	62
- motor vehicles	1,645	1,173
Depreciation		
- owned assets	19,885	13,989
- leased assets	5,383	6,777
	<u>5,383</u>	<u>6,777</u>

11. Taxation

	2002 €'000	2001 €'000
Irish Corporation Tax at 19% (2001: 23%)		
- current	6,385	7,931
- deferred	(11)	(107)
- less: manufacturing relief	(1,281)	(2,062)
United Kingdom Corporation Tax at 30%		
- current	4,861	5,635
- deferred	20	102
Other overseas tax	1,226	1,610
Capital Gains Tax	-	98
Under/(over) provision in respect of prior years		
- corporation tax	139	(1,535)
- deferred tax	-	(280)
	<u>11,339</u>	<u>11,392</u>
Associated undertakings	2,340	1,708
	<u>13,679</u>	<u>13,100</u>

Manufacturing relief is scheduled to expire in the year 2010.

The standard rate of corporation tax in Ireland will be reduced on a phased basis to 12.5% by 1 January 2003.

The Group adopted FRS 19 'Deferred Tax' during the year. Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date.

12. Minority Interests

	2002	2001
	€'000	€'000
Subsidiary undertakings	670	489
Associated undertakings	270	741
	940	1,230

13. Profit for the Financial Year Attributable to Group Shareholders

As permitted by Section 3(2) of the Companies (Amendment) Act, 1986, a separate profit and loss account for the holding company has not been included in these financial statements. The profit for the financial year attributable to DCC shareholders dealt with in the financial statements of the holding company amounted to €28,922,000 (2001: €17,641,000).

14. Dividends

	2002	2001
	€'000	€'000
Per Ordinary Share		
Interim dividend of 9.288 cent per share (2001: 7.74 cent per share)	7,750	6,619
Proposed final dividend of 15.212 cent per share (2001: 13.38 cent per share)	12,716	11,449
Additional dividend	-	72
	20,466	18,140

The additional dividend of €72,000 paid during the year ended 31 March 2001 was in respect of shares issued after the date of approval of the 2000 financial statements but qualifying for receipt of the final dividend declared.

15. Earnings per Ordinary Share and Adjusted Earnings per Ordinary Share

	2002 €'000	2001 €'000
Profit after taxation and minority interests	76,293	68,082
Net exceptional items	1,126	-
Goodwill amortisation	5,671	4,923
Adjusted profit after taxation and minority interests	<u>83,090</u>	<u>73,005</u>
Basic earnings per ordinary share		
	cent	cent
Basic earnings per ordinary share	90.26	78.98
Net exceptional items	1.33	-
Goodwill amortisation	6.71	5.71
Adjusted basic earnings per ordinary share	<u>98.30</u>	<u>84.69</u>
Weighted average number of shares in issue during the year ('000)	<u>84,527</u>	<u>86,202</u>
Diluted earnings per ordinary share		
	cent	cent
Diluted earnings per ordinary share	89.38	78.28
Net exceptional items	1.32	-
Goodwill amortisation	6.65	5.66
Adjusted diluted earnings per ordinary share	<u>97.35</u>	<u>83.94</u>
Diluted weighted average number of ordinary shares ('000)	<u>85,354</u>	<u>87,030</u>

The adjusted figures for basic earnings per ordinary share and diluted earnings per ordinary share are intended to demonstrate the results of the Group after eliminating the impact of goodwill amortisation and net exceptional items.

The weighted average number of ordinary shares used in calculating the diluted earnings per ordinary share for the year ended 31 March 2002 was 85.354 million (2001: 87.030 million). A reconciliation of the weighted average number of ordinary shares used for the purpose of calculating the diluted earnings per share amounts is as follows:

	2002 '000	2001 '000
Weighted average number of shares in issue used for the calculation of basic earnings per share amounts	84,527	86,202
Dilutive effect of options and partly paid shares	685	601
Dilutive effect of shares potentially issuable under deferred contingent consideration arrangements	142	227
Weighted average number of shares in issue used for the calculation of diluted earnings per share	<u>85,354</u>	<u>87,030</u>

The earnings used for the purpose of the diluted earnings per share calculations were €76.293 million (2001: €68.131 million) and €83.090 million (2001: €73.054 million) for the purposes of the adjusted diluted earnings per share calculation.

16. Intangible Assets - Goodwill**Group**

The movement in goodwill arising on the acquisition of subsidiaries is as follows:

	2002	2001
	€'000	€'000
Cost		
At 1 April	92,354	79,099
Additions (note 39)	39,008	13,255
At 31 March	131,362	92,354
Amortisation		
At 1 April	7,907	3,540
Amortisation for the year (note 6)	5,123	4,367
At 31 March	13,030	7,907
Net Book Value		
At 31 March	118,332	84,447

17. Tangible Fixed Assets**(a) Group**

	Freehold & long term leasehold land & buildings €'000	Plant & machinery & cylinders €'000	Fixtures & fittings & office equipment €'000	Motor vehicles €'000	Total €'000
Cost					
At 1 April 2001	54,854	165,558	33,521	31,247	285,180
Acquisitions (note 39)	3,737	4,162	1,004	6,788	15,691
Additions	5,642	16,198	6,944	8,487	37,271
Reclassifications	-	(107)	107	-	-
Disposals	(1,523)	(5,211)	(4,688)	(3,633)	(15,055)
Exchange adjustments	225	1,017	116	191	1,549
At 31 March 2002	62,935	181,617	37,004	43,080	324,636
Depreciation					
At 1 April 2001	9,249	105,309	19,447	15,934	149,939
Acquisitions (note 39)	2	75	630	82	789
Charge for year	1,401	12,312	5,173	6,382	25,268
Disposals	(495)	(4,021)	(4,246)	(2,486)	(11,248)
Exchange adjustments	31	549	54	98	732
At 31 March 2002	10,188	114,224	21,058	20,010	165,480
Net Book Value					
At 31 March 2002	52,747	67,393	15,946	23,070	159,156
At 31 March 2001	45,605	60,249	14,074	15,313	135,241

The net book value of tangible fixed assets includes an amount of €11,786,000 (2001: €15,101,000) in respect of assets held under finance leases.

17. Tangible Fixed Assets *continued***(b) Company**

	Fixtures & fittings & office equipment €'000	Motor vehicles €'000	Total €'000
Cost			
At 1 April 2001	1,403	934	2,337
Additions	274	107	381
Disposals	(166)	(63)	(229)
At 31 March 2002	<u>1,511</u>	<u>978</u>	<u>2,489</u>
Depreciation			
At 1 April 2001	969	291	1,260
Charge for year	137	188	325
Disposals	(162)	(26)	(188)
At 31 March 2002	<u>944</u>	<u>453</u>	<u>1,397</u>
Net Book Value			
At 31 March 2002	<u>567</u>	<u>525</u>	<u>1,092</u>
At 31 March 2001	<u>434</u>	<u>643</u>	<u>1,077</u>

18. Financial Assets - Associated Undertakings**(a) Group**

	2002 €'000	2001 €'000
At 1 April	38,458	34,598
Additions	-	325
Disposals	(3,139)	-
Retained profits less dividends	4,197	4,116
Other movements in reserves	8	(25)
Amortisation of goodwill (note 6)	(548)	(556)
At 31 March	<u>38,976</u>	<u>38,458</u>

18. Financial Assets - Associated Undertakings *continued*

The carrying value of associated undertakings is analysed as follows:

	2002	2001
	€'000	€'000
Interest in net assets	7,278	7,404
Share of post acquisition reserves	23,456	22,200
	30,734	29,604
Goodwill (net of amortisation)	8,242	8,854
	38,976	38,458

At 31 March 2002 the Group's aggregate share of its associated undertakings' fixed assets, current assets, liabilities due within one year and liabilities due after more than one year was as follows:

	2002	2001
	€'000	€'000
Fixed assets	20,941	20,765
Current assets	70,535	69,721
Liabilities due within one year	(30,003)	(40,600)
Liabilities due after more than one year and minority interests	(30,739)	(20,282)
	30,734	29,604

The movement in goodwill of associated undertakings is as follows:

	2002	2001
	€'000	€'000
Cost		
At 1 April	10,680	10,680
Disposals	(97)	-
At 31 March	10,583	10,680
Amortisation		
At 1 April	1,826	1,270
Amortisation for the year	548	556
Disposals	(33)	-
At 31 March	2,341	1,826
Net Book Value		
At 31 March	8,242	8,854

18. Financial Assets - Associated Undertakings *continued*

Details of the Group's principal associated undertakings at 31 March 2002 are set out below. All of these companies are incorporated and operate principally in their country of registration.

Name and Registered Office	Nature of Business	Shareholding
Healthcare		
Merits Health Products Company Limited, 9 Road 36, Taichung Industrial Park, Taichung, Taiwan.	Manufacture of mobility aids.	45.0%
Food		
KP (Ireland) Limited, 79 Broomhill Road, Tallaght, Dublin 24, Ireland.	Manufacture of snack foods.	50.0%
Kylemore Foods Holdings Limited, DCC House, Stillorgan, Blackrock, Co. Dublin, Ireland.	Holding company for the Kylemore group of companies whose principal activities are the operation of restaurants and bread manufacture.	50.0%
Millais Investments Limited, Kinsale Road, Cork, Ireland.	Holding company for Allied Foods Limited, a distributor of frozen and chilled foods.	51.5%*
* <i>The Group holds 50% of the voting share capital of Millais Investments Limited.</i>		
Other Activities		
Manor Park Homebuilders Limited, "The Gables", Torquay Road, Dublin 18, Ireland.	Residential house building.	49.0%

(b) Company

	2002 €'000	2001 €'000
At April 1	1,522	1,233
Additions	-	289
Disposals	(222)	-
At 31 March	<u>1,300</u>	<u>1,522</u>

19. Financial Assets - Subsidiary Undertakings

Company	2002	2001
	€'000	€'000
At 1 April	82,715	70,860
Additions	18,463	11,855
At 31 March	101,178	82,715

The Group's principal operating subsidiary undertakings are shown on pages 74 to 76. All of these subsidiaries are wholly owned except Broderick Holdings Limited (78.6%), Virtus Limited (51.0%), EuroCaps Limited (85.0%), where put and call options exist to acquire the remaining 15.0%, Distriologie SA (93.4%), where put and call options exist to acquire the remaining 6.6%, Environmental Technology Manufacturing Limited (70%) where put and call option exist to purchase the remaining 30.0%, Technopharm Limited (75.0%) where put and call options exist to purchase the remaining 25.0% and Fannin Limited (94.0%) where put and call options exist to acquire the remaining 6.0%.

The Group's principal overseas holding company subsidiaries are DCC Holdings (UK) Limited, a company operating, incorporated and registered in England and Wales and DCC International Holdings B.V., a company operating, incorporated and registered in the Netherlands. The registered office of DCC Holdings (UK) Limited is at Days Medical Aids Limited, Litchard Industrial Estate, Bridgend, Mid Glamorgan CF31 2AL, Wales. The registered office of DCC International Holdings B.V. is Drentestraat 24, 1083 HK Amsterdam, The Netherlands.

20. Stocks

Group	2002	2001
	€'000	€'000
Raw materials and consumables	7,133	7,825
Work in progress	1,942	1,280
Finished goods and goods for resale	103,720	83,958
	112,795	93,063

The replacement cost of stocks is not considered to be materially different from the amounts shown above.

21. Debtors

	Group		Company	
	2002	2001	2002	2001
	€'000	€'000	€'000	€'000
Amounts falling due within one year:				
Trade debtors	297,494	259,327	937	1,591
Amounts owed by subsidiary undertakings	-	-	1,875	2,453
Disposal proceeds receivable	736	-	-	-
Corporation tax recoverable	1,166	-	-	-
Value added tax recoverable	2,690	3,263	-	-
Prepayments and accrued income	16,436	16,283	1,804	3,094
Other debtors	508	6,950	-	-
	319,030	285,823	4,616	7,138
Amounts falling due after more than one year:				
Amounts owed by subsidiary undertakings	-	-	253,918	203,084
Investments	7,128	7,128	-	-
Other debtors	8,183	3,853	3,898	-
	15,311	10,981	257,816	203,084
	334,341	296,804	262,432	210,222

22. Cash and Term Deposits

	Group		Company	
	2002	2001	2002	2001
	€'000	€'000	€'000	€'000
Cash in hand and at bank	177,244	127,972	-	-
Term deposits	127,417	326,610	1,054	3,178
	304,661	454,582	1,054	3,178

For the purposes of the consolidated cash flow statement, cash in hand and at bank comprises cash on demand. The movements in cash in hand and at bank and term deposits are set out in note 42.

23. Bank and Other Debt

	Group		Company	
	2002 €'000	2001 €'000	2002 €'000	2001 €'000
Bank loans and overdrafts (note 24)	100,484	198,764	9,416	846
Loan notes (note 25)	3,194	32,013	335	513
Obligations under finance leases (note 26)	31,874	35,597	-	-
	135,552	266,374	9,751	1,359
Unsecured Notes due 2008/11 (note 24)	106,036	104,977	-	-
	241,588	371,351	9,751	1,359
Bank and other loans and leases:				
- repayable within one year	108,795	200,621	9,751	1,359
- repayable after more than one year	26,757	65,753	-	-
Unsecured Notes due 2008/11	106,036	104,977	-	-
	241,588	371,351	9,751	1,359

In September 1996, the Group raised US\$100 million of senior unsecured notes in a private placement with US institutional investors. Of this amount US\$92.5 million is due in 2008 and US\$7.5 million is due in 2011. The funds have been swapped to sterling at a margin over LIBOR.

24. Bank Loans, Overdrafts and Unsecured Notes due 2008/11

	Group		Company	
	2002 €'000	2001 €'000	2002 €'000	2001 €'000
Repayable as follows:				
Within one year	100,333	195,217	9,416	846
Between one and two years	151	2,413	-	-
Between two and five years	-	542	-	-
After five years	106,036	105,569	-	-
	206,520	303,741	9,416	846
The above amounts are further analysed as follows:				
Wholly repayable within one year	100,333	195,217	9,416	846
Repayable by instalments:				
- between one and two years	151	2,413	-	-
- between two and five years	-	542	-	-
- after five years	-	592	-	-
Repayable other than by instalments:				
- after five years	106,036	104,977	-	-
	206,520	303,741	9,416	846

25. Loan Notes

	Group		Company	
	2002	2001	2002	2001
	€'000	€'000	€'000	€'000
The loan notes are repayable as follows:				
Within one year	3,194	1,128	335	513
After five years	-	30,885	-	-
	3,194	32,013	335	513
Loan notes are further analysed as follows:				
Wholly repayable within one year	3,194	1,128	335	513
Repayable other than by instalments:				
- after five years	-	30,885	-	-
	3,194	32,013	335	513

The above loan notes are unsecured and €3,194,000 (2001: €10,911,000) are supported by bank guarantees. The company and certain of its subsidiaries have guaranteed the obligations of the relevant banks in respect of the loan notes which are guaranteed by the banks.

26. Finance Leases

The net finance lease obligations to which the Group is committed are:

	2002	2001
	€'000	€'000
Within one year	5,268	4,276
Between one and two years	4,622	5,135
Between two and five years	15,834	14,469
After five years	6,150	11,717
	26,606	31,321
	31,874	35,597

27. Derivative and Other Financial Instruments

The Group's treasury activities are designed to finance its operations and to reduce or eliminate the financial risks arising from those operations.

A number of the Group's operating and financial revenues and costs are exposed to movements in the financial and commodity markets which are outside the Group's control. In particular, interest rates can fluctuate, affecting the cost of borrowings, and commodity price movements can impact on the cost of certain raw materials purchased.

Furthermore, foreign exchange movements can impact on the cost of products sourced and revenues generated from overseas markets and can also impact on the translation of the results and net operating assets or operating liabilities of the Group's overseas operations save to the extent that they are hedged by borrowings or deposits in the same currency. In order to reduce these exposures and to bring both stability and more certainty to the Group's revenues and costs, the Group uses various derivative financial instruments to hedge its positions going forward.

All transactions in derivatives (which are mainly interest rate swaps, forward foreign currency and commodity contracts and purchased currency and commodity options) are designed to manage risks without engaging in speculative transactions.

27. Derivative and Other Financial Instruments *continued***(a) Interest Rate Risk Profile of Financial Assets and Financial Liabilities**

The following tables analyse the currency and interest rate composition of the Group's gross cash and debt portfolio, as stated on the balance sheet, after taking cross currency and interest rate swaps into account:

	2002 € equivalent			2001 € equivalent		
	Financial Assets €'000	Financial Liabilities €'000	Net €'000	Financial Assets €'000	Financial Liabilities €'000	Net €'000
€ Fixed	-	(273)	(273)	-	(1,655)	(1,655)
€ Floating	82,768	(23,405)	59,363	135,765	(33,232)	102,533
€ Total	82,768	(23,678)	59,090	135,765	(34,887)	100,878
Stg£ Fixed	99,510	(99,510)	-	98,517	(98,759)	(242)
Stg£ Floating	118,379	(118,244)	135	213,069	(236,982)	(23,913)
Stg£ Total	217,889	(217,754)	135	311,586	(335,741)	(24,155)
US\$ Fixed	-	-	-	-	-	-
US\$ Floating	4,004	(156)	3,848	7,231	(723)	6,508
US\$ Total	4,004	(156)	3,848	7,231	(723)	6,508
Total	304,661	(241,588)	63,073	454,582	(371,351)	83,231

The Group's deferred acquisition consideration of €26,422,000 (2001: €21,976,000) as stated on the balance sheet, comprises €23,138,000 (2001: €20,102,000) of € floating rate financial liabilities and €3,284,000 (2001: €1,874,000) of Stg£ floating rate financial liabilities payable as follows:

	2002 €'000	2001 €'000
Within one year	7,468	10,512
Between one and two years	7,069	7,428
Between two and five years	11,885	4,036
	26,422	21,976

The Group's floating rate financial assets and financial liabilities primarily bear interest rates based on:

- 1 - 6 month Euribor
- 1 - 12 month Sterling Libor
- US\$ prime rate

At 31 March the interest rate profile of the Group's fixed rate financial assets and financial liabilities was as follows:

	2002 Weighted average interest rate		2001 Weighted average interest rate	
	Fixed rate financial assets	Fixed rate financial liabilities	Fixed rate financial assets	Fixed rate financial liabilities
€	n/a	5.8%	n/a	4.7%
Stg£	8.0%	8.8%	8.0%	8.8%

	2002 Weighted average period for which rate is fixed		2001 Weighted average period for which rate is fixed	
	Fixed rate financial assets	Fixed rate financial liabilities	Fixed rate financial assets	Fixed rate financial liabilities
€	n/a	2.1 years	n/a	8.3 years
Stg£	6.5 years	6.5 years	7.5 years	7.5 years

27. Derivative and Other Financial Instruments *continued*

The maturity profile of the Group's financial liabilities is set out in notes 24 to 26 and can be summarised as follows:

	2002 €'000	2001 €'000
Within one year	108,795	200,621
Between one and two years	4,773	7,548
Between two and five years	15,834	15,011
After five years	112,186	148,171
	<u>241,588</u>	<u>371,351</u>

(b) Gains and Losses on Hedges

The Group enters into forward foreign currency contracts to eliminate the currency exposures that arise on revenues and costs denominated in foreign currencies. The Group also enters into commodity swap contracts in order to eliminate the exposure to price movements of oil and LPG. Changes in the fair value of instruments used as hedges are not recognised in the financial statements until the hedged position matures. An analysis of these unrecognised gains and losses is as follows:

	2002			2001		
	Gains €'000	Losses €'000	Total €'000	Gains €'000	Losses €'000	Total €'000
At 1 April	5,100	(985)	4,115	429	(6,393)	(5,964)
Portion recognised in current year	(2,650)	673	(1,977)	(429)	5,898	5,469
Arising in current year	(777)	(535)	(1,312)	5,100	(490)	4,610
At 31 March	<u>1,673</u>	<u>(847)</u>	<u>826</u>	<u>5,100</u>	<u>(985)</u>	<u>4,115</u>
Of which, expected to be recognised:						
- within one year	1,462	(321)	1,141	2,650	(673)	1,977
- after one year	211	(526)	(315)	2,450	(312)	2,138
	<u>1,673</u>	<u>(847)</u>	<u>826</u>	<u>5,100</u>	<u>(985)</u>	<u>4,115</u>

The above table does not include cross currency interest rate swaps where unrecognised gains or losses on the swaps are matched by equal and opposite gains or losses in the fair value of Unsecured Notes due 2008/11 as described in the accounting policy for derivative financial instruments.

(c) Fair Value of Financial Instruments

The carrying amounts and estimated fair values of the financial assets and financial liabilities of the Group are as follows:

	2002		2001	
	Carrying amount €'000	Fair value €'000	Carrying amount €'000	Fair value €'000
Assets:				
Cash and short term deposits	304,661	304,661	454,582	454,582
Liabilities:				
Deferred acquisition consideration	(26,422)	(26,422)	(21,976)	(21,976)
Short term debt	(108,795)	(108,795)	(200,621)	(200,621)
Medium and long term debt	(26,757)	(26,757)	(65,753)	(65,682)
Unsecured Notes due 2008/11	(106,036)	(106,036)	(104,977)	(104,977)
Derivative financial instruments:				
Commodity swaps	-	(14)	-	575
Forward exchange rate contracts	-	840	-	3,540
Interest rate contracts	-	-	-	-
	<u>36,651</u>	<u>37,477</u>	<u>61,255</u>	<u>65,441</u>

27. Derivative and Other Financial Instruments *continued*

The following methods and assumptions were used by the Group in estimating its fair value disclosures for financial instruments:

Cash, short term deposits and short term debt:

The carrying amount reported in the balance sheet generally approximates to fair value because of the short maturity of these instruments.

Deferred acquisition consideration:

The carrying amount reported in the balance sheet generally approximates to fair value because the future amounts payable are discounted back to their present value.

Medium and long term debt:

The carrying amount of the Group's medium and long term debt approximates to fair value because interest rates on these instruments frequently reset to short term market rates.

Unsecured Notes due 2008/11:

The fair value of the Group's Unsecured Notes due 2008/11 is shown net of the gain or loss on the sterling cross currency interest rate swap used to hedge these loan notes (note 23). At 31 March 2002 the cross currency interest rate swap had a fair value equating to a gain of €20,992,000 (2001: gain of €19,821,000) and the fair value of the Unsecured Notes 2008/11 was lower than the book value by the same amount.

Commodity and forward exchange rate contracts:

The fair value of these instruments is based on the estimated replacement cost of equivalent instruments at the balance sheet date.

Interest rate contracts:

The fair value of these instruments is based on the estimated replacement cost of equivalent instruments at the balance sheet date. The Group uses interest rate contracts to swap floating rate assets and liabilities into fixed rate assets and liabilities. The fair value of the interest rate contract attributable to financial assets is offset by the fair value of the interest rate contracts attributable to financial liabilities.

(d) Undrawn Bank Borrowing Facilities

While the Group had various borrowing facilities available at 31 March 2002, it had no undrawn committed facilities.

(e) Short Term Debtors and Creditors

Short term debtors and creditors are not included in the above disclosures of financial assets and financial liabilities.

(f) Currency Exposures

At 31 March 2002, after taking into account the effects of foreign currency contracts, the Group had no material currency exposures.

(g) Treasury Policy

The Group's treasury policy and management of derivatives and financial instruments is discussed in the financial review on pages 20 to 23.

28. Trade and Other Creditors

	Group		Company	
	2002	2001	2002	2001
	€'000	€'000	€'000	€'000
Amounts falling due within one year:				
Trade creditors	301,817	254,278	183	155
Other creditors and accruals	38,566	38,099	2,943	1,002
Deferred acquisition consideration	7,468	10,512	-	-
PAYE and PRSI	3,505	2,535	221	-
Value added tax	18,649	14,939	130	174
Capital grants (note 38)	132	305	-	-
Interest payable	1,848	2,744	-	-
Amounts due in respect of fixed assets	579	1,163	-	-
Amounts due to associated undertakings	4,587	3,753	-	-
	377,151	328,328	3,477	1,331

29. Provisions for Liabilities and Charges**(a) Group**

	2002			2001		
	Deferred taxation (note 30)	Pension and similar obligations (note 31)	Total	Deferred taxation (note 30)	Pension and similar obligations (note 31)	Total
	€'000	€'000	€'000	€'000	€'000	€'000
At 1 April as previously reported	1,758	43	1,801	2,047	43	2,090
Prior year adjustment	963	-	963	963	-	963
At 1 April – as restated	2,721	43	2,764	3,010	43	3,053
Credited to profit and loss account	9	-	9	(285)	-	(285)
Exchange adjustments	43	-	43	(4)	-	(4)
At 31 March	2,773	43	2,816	2,721	43	2,764

The prior year adjustment reflects the adoption of FRS 19 'Deferred Tax' by the Group. This has resulted in the full provision of all deferred tax amounts.

There is no material difference between the deferred tax charges as calculated using both the full or partial provision methods in either of the years ended 31 March 2002 and 31 March 2001.

(b) Company

	2002	2001
	€'000	€'000
Deferred taxation at 31 March (note 30)	4	4

30. Deferred Taxation

Deferred taxation provided in the financial statements is analysed as follows:

(a) Group

	As previously reported	FRS 19 adjustment	As restated
2002	2001	2001	2001
€'000	€'000	€'000	€'000
Tax effect of timing differences due to:			
Excess of accelerated capital allowances over depreciation	2,936	963	3,075
Other short term timing differences	(163)	-	(354)
	<u>2,773</u>	<u>963</u>	<u>2,721</u>

(b) Company

	As previously reported	FRS 19 adjustment	As restated
2002	2001	2001	2001
€'000	€'000	€'000	€'000
Tax effect of timing differences due to:			
Excess of accelerated capital allowances over depreciation	3	-	3
Other short term timing differences	1	-	1
	<u>4</u>	<u>-</u>	<u>4</u>

31. Pension and Similar Obligations

The Group has continued to account for pensions in accordance with SSAP 24 and the relevant disclosures are given in note (a) below. The Group will fully adopt FRS 17 'Retirement Benefits' in the year ending 31 March 2004. The phased transitional disclosures for FRS 17 are shown in note (b).

(a) SSAP 24 Disclosures

The Group operates defined benefit and defined contribution schemes in the parent and subsidiary undertakings. The pension scheme assets are held in separate trustee administered funds.

Total pension costs for the year amounted to €5,107,000 (2001: €4,228,000) of which €1,879,000 (2001: €1,493,000) was paid in respect of defined contribution schemes.

The pension costs relating to the Group's defined benefit schemes are assessed in accordance with the advice of independent qualified actuaries. Either the attained age or the projected unit benefits method are used to assess pension costs. The most recent actuarial valuations range from 1 April 1998 to 1 April 2001.

The assumptions which have the most significant effect on the results of the actuarial valuations are those relating to the rates of return on investments and the rates of increase in remuneration and pensions. It was assumed that the rates of return on investments would, on average, exceed annual remuneration increases by 2% and pension increases by 3% per annum.

At the dates of the most recent actuarial valuations, the market value of the assets of the Group's defined benefit schemes totalled €41,254,000 (2001: €33,220,000).

After allowing for expected future increases in earnings and pension payments, the actuarial values of the various schemes' assets were sufficient to cover between 84% and 110% (Group weighted average cover: 100%) of the benefits that had accrued to the members of the individual schemes. Any actuarial deficits are being spread over the average remaining service lives of current employees.

At 31 March 2002, €119,000 (2001: €48,000) was included in creditors in respect of pension liabilities and €4,223,000 (2001: €2,486,000) was included in debtors in respect of pension prepayments.

In general, actuarial valuations are not available for public inspection, although the results of valuations are advised to the members of the various pension schemes.

31. Pension and Similar Obligations *continued***(b) Financial Reporting Standard 17 'Retirement Benefits' Disclosures**

The Group operates eight defined benefit schemes in the Republic of Ireland and three in the UK. Full actuarial valuations were carried out between 1 April 1998 and 1 April 2001 and updated to 31 March 2002 for Financial Reporting Standard 17 disclosure purposes by a qualified independent actuary. The main financial assumptions used in the valuation were:

	<u>Rol</u>	<u>UK</u>
Rate of increase in salaries	4.00%	4.00%
Rate of increase in pensions in payment	2.00% - 5.00%	2.25% - 4.00%
Discount rate	6.00%	6.25%
Inflation assumption	2.25%	2.25%

The expected long term rates of return on the assets of the schemes at 31 March 2002 were as follows:

	<u>Rol</u>	<u>UK</u>
Equities	8.50%	8.50%
Bonds	5.50%	5.50%
Property	7.00%	7.00%
Cash	4.00%	4.00%

The market value of the assets of the schemes at 31 March 2002 were as follows:

	<u>Rol</u>	<u>UK</u>	<u>Total</u>
	<u>€'000</u>	<u>€'000</u>	<u>€'000</u>
Equities	26,966	7,061	34,027
Bonds	7,488	848	8,336
Property	2,419	79	2,498
Cash	1,165	364	1,529
Total market value at 31 March 2002	38,038	8,352	46,390
Present value of scheme liabilities	(40,317)	(9,237)	(49,554)
	<u>(2,279)</u>	<u>(885)</u>	<u>(3,164)</u>
Related deferred tax asset			443
Net pension deficit			<u>(2,721)</u>

If FRS 17 had been adopted in the financial statements, the Group's net assets and reserves at 31 March 2002 would be as follows:

	<u>€'000</u>	<u>€'000</u>
Net Assets		
Group net assets excluding pension deficit		551,126
Net pension deficit		(2,721)
Pension prepayment	(4,223)	
Related deferred tax asset	<u>216</u>	
Net pension prepayment		<u>(4,007)</u>
Group net assets including pension deficit and pension prepayment		<u>544,398</u>
Reserves		
Profit and loss reserve excluding pension deficit		243,565
Net pension deficit		(2,721)
Pension prepayment	(4,223)	
Related deferred tax asset	<u>216</u>	
Net pension prepayment		<u>(4,007)</u>
Profit and loss reserve including pension deficit and pension prepayment		<u>236,837</u>

32. Called up Equity Share Capital

Group and Company	2002	2001
	€'000	€'000
Authorised		
152,368,568 ordinary shares of €0.25 each	38,092	38,092
Issued		
88,134,404 ordinary shares (including 4,548,720 ordinary shares held as Treasury Shares) of €0.25 each, fully paid (2001: 88,134,404 ordinary shares including 2,563,045 ordinary shares held as Treasury Shares of €0.25 each, fully paid)	22,034	22,034
90,000 ordinary shares of €0.25 each, €0.0025 paid (2001: 90,000 ordinary shares of €0.25 each, €0.0025 paid)	-	-
	22,034	22,034
Movements during year		
Ordinary shares of €0.25 each	No. of shares ('000)	€'000
At 31 March 2002 and 31 March 2001	88,224	22,034

During the year the Group purchased 2,275,000 of its own ordinary shares of €0.25 each at a total cost of €21.044 million. These shares are held as Treasury Shares and they are not included in the calculation of earnings per share from the date they were purchased by the Group.

Under the DCC plc 1998 Employee Share Option Scheme, employees hold basic tier options to subscribe for 2,469,000 ordinary shares and second tier options to subscribe for 2,337,000 ordinary shares. The number of shares in respect of which basic tier and second tier options may be granted under this scheme may not exceed 5% of shares in issue in each case.

The DCC Sharesave Scheme (previously known as the DCC plc Savings Related Share Option Scheme) was approved at the Annual General Meeting on 3 July 2000. The Scheme was launched on 17 May 2001 and under its terms options over a total of 710,762 ordinary shares were granted to participating Group employees on 15 June 2001 at an option price of €8.79. This represented a discount of 20% to the market price as permitted by the rules of the Scheme. At 31 March 2002, options remain over a total of 695,355 ordinary shares and are exercisable, provided the participants' savings contracts are completed, between August 2004 and February 2007.

Under the terminated DCC Employee Partly Paid Share Scheme, at 31 March 2002, 90,000 shares (2001: 90,000 shares) remain partly paid.

All shares, whether fully or partly paid, carry equal voting rights and rank for dividends to the extent to which the total amount payable on each share is paid up.

33. Share Premium Account

Group and Company	2002	2001
	€'000	€'000
At 1 April	124,450	121,987
Premium on issue of shares	-	2,493
Share issue expenses	(19)	(30)
At 31 March	124,431	124,450

34. Other Reserves

(a) Group	Capital Conversion Reserve Fund €'000	Other Reserves €'000	Total €'000
At 31 March 2002 and 31 March 2001	344	1,056	1,400

(b) Company	Capital Conversion Reserve Fund €'000
At 31 March 2002 and 31 March 2001	344

35. Profit and Loss

(a) Group	2002	2001
	€'000	€'000
At 1 April as previously reported	206,802	183,909
Prior year adjustment - deferred tax (note 29)	(963)	(963)
At 1 April - as restated	205,839	182,946
Profit retained for the year	55,827	49,942
Share buyback (inclusive of costs) (note 32)	(21,307)	(24,668)
Re-issue of Treasury Shares (net of expenses)	2,483	-
Movement on other reserves - associated undertakings	8	(25)
Exchange adjustments and other	715	(2,356)
At 31 March	243,565	205,839

In accordance with the Group's accounting policy, goodwill arising on the acquisition of subsidiaries prior to 1 April 1998, eliminated from the balance sheet through reserves, amounts to €100.079 million.

35. Profit and Loss *continued***(b) Company**

	2002	2001
	€'000	€'000
At 1 April	19,966	45,133
Profit retained	8,456	(499)
Share buyback (inclusive of costs) (note 32)	(21,307)	(24,668)
Re-issue of Treasury Shares (net of expenses)	2,483	-
At 31 March	9,598	19,966

36. Reconciliation of Movements in Equity Shareholders' Funds

Group	2002	Restated 2001
	€'000	€'000
Profit for the financial year	76,293	68,082
Dividends	(20,466)	(18,140)
	55,827	49,942
Movement on associated undertaking reserves	8	(25)
Equity share capital issued (net of expenses)	2,464	2,670
Share buyback (inclusive of costs) (note 32)	(21,307)	(24,668)
Exchange adjustments and other	715	(2,356)
Net movement in shareholders' funds	37,707	25,563
Opening equity shareholders' funds as previously reported	354,686	329,123
Prior year adjustment - deferred tax (note 29)	(963)	(963)
Opening equity shareholders' funds as restated	353,723	328,160
Closing equity shareholders' funds	391,430	353,723

37. Equity Minority Interests

Group	2002	2001
	€'000	€'000
At 1 April	3,493	3,274
Acquisition of minority interest in subsidiary undertakings	-	(61)
Share of profit for the financial year (note 12)	670	489
Dividends to minority	(173)	(173)
Exchange and other adjustments	20	(36)
At 31 March	4,010	3,493

38. Capital Grants

Group	2002	2001
	€'000	€'000
At 1 April	1,369	1,201
Received in year	65	502
Amortisation in year	(179)	(327)
Exchange and other adjustments	-	(7)
At 31 March	1,255	1,369
Disclosed as due within one year (note 28)	(132)	(305)
	1,123	1,064

39. Acquisitions of Subsidiary Undertakings

The principal acquisitions completed during the year were Scottish Fuels, Envirotech, Noble Fuels, AGP, Alta Gas, TechnoPharm and a number of smaller oil and LPG distributors.

A summary of the effect of acquisitions is as follows:

	Acquisition of subsidiary undertakings	Fair value adjustments	Fair value at acquisition
	€'000	€'000	€'000
Tangible fixed assets	14,902	-	14,902
Stock and work in progress	9,306	(300)	9,006
Debtors	34,069	(1,120)	32,949
Net debt	(998)	-	(998)
Creditors	(29,680)	(550)	(30,230)
Net assets acquired	<u>27,599</u>	<u>(1,970)</u>	<u>25,629</u>
Goodwill			<u>39,008</u>
Cost			<u>64,637</u>
Satisfied by:			
Cash			50,261
Shares			404
Deferred consideration and deferred contingent consideration			<u>13,972</u>
			<u>64,637</u>

Acquisition accounting has been adopted in respect of the above acquisitions.

An analysis of the net outflow of cash in respect of the acquisition of subsidiary undertakings is as follows:

	2002 €'000
Cost	64,637
Net debt acquired	998
Shares issued	(404)
Deferred consideration and deferred contingent consideration	<u>(13,972)</u>
Net outflow of cash	<u>51,259</u>

40. Reconciliation of Operating Profit to Net Cash Inflow from Operating Activities

	2002 €'000	2001 €'000
Operating profit before goodwill amortisation	102,712	91,737
Operating profit of associated undertakings	(13,602)	(8,950)
Dividends received from associated undertakings	1,264	1,896
Depreciation of tangible fixed assets	25,268	20,766
Amortisation of capital grants	(179)	(327)
Profit on sale of tangible fixed assets	(1,063)	(1,032)
Increase in stocks	(11,516)	(17,650)
Increase in debtors	(3,554)	(66,961)
Increase in creditors	21,974	64,682
Other	(3,834)	(792)
Cash flow from operating activities	<u>117,470</u>	<u>83,369</u>

41. Analysis of Cash Flows for Headings netted in the Consolidated Cash Flow Statement

	2002 €'000	2001 €'000
(a) Returns on Investments and Servicing of Finance		
Interest received and similar receipts	17,869	25,432
Interest paid and similar payments	(21,485)	(27,846)
Dividends paid to minority interests	(173)	(173)
Net cash outflow from returns on investments and servicing of finance	<u>(3,789)</u>	<u>(2,587)</u>
(b) Capital Expenditure		
Expenditure on tangible fixed assets	(37,855)	(33,804)
Proceeds on sale of tangible fixed assets	4,784	3,796
Grants received	65	502
Net cash outflow from capital expenditure	<u>(33,006)</u>	<u>(29,506)</u>
(c) Acquisitions and Disposals		
Purchase of subsidiary undertakings (net of debt/cash acquired) (note 39)	(51,259)	(13,866)
Investment in associated undertakings (note 18)	-	(325)
Purchase of minority interests	-	(61)
Sale of subsidiary	2,995	16,026
Sale of associated undertaking	8,363	-
Payment of deferred consideration in respect of acquisitions	(8,378)	(11,717)
Net cash outflow from acquisitions and disposals	<u>(48,279)</u>	<u>(9,943)</u>
(d) Financing		
Issues of share capital (including share premium)	792	1,930
Share buyback	(21,307)	(24,668)
Capital element of finance lease payments	(4,068)	(4,113)
Loans repaid	(148,259)	(110,853)
Net cash outflow from financing	<u>(172,842)</u>	<u>(137,704)</u>

42. Analysis of Movement in Net Funds

	At 1 April 2001 €'000	Cash flow €'000	Exchange movements €'000	At 31 March 2002 €'000
Cash in hand and at bank	127,972	46,777	2,495	177,244
Overdrafts	(69,439)	(19,351)	(804)	(89,594)
	58,533	27,426	1,691	87,650
Term deposits	326,610	(199,532)	339	127,417
Bank loans and loan notes	(161,338)	148,259	(1,005)	(14,084)
Unsecured Notes due 2008/11	(104,977)	-	(1,059)	(106,036)
Finance leases	(35,597)	4,068	(345)	(31,874)
Total	<u>83,231</u>	<u>(19,779)</u>	<u>(379)</u>	<u>63,073</u>

43. Capital Commitments**Group**

	2002 €'000	2001 €'000
Capital expenditure that has been contracted for but has not been provided for in the financial statements	3,634	5,264
Capital expenditure that has been authorised by the Directors but has not yet been contracted for	<u>22,976</u>	<u>18,037</u>

44. Operating Lease Commitments

At 31 March 2001 the Group had annual commitments under operating leases expiring as follows:

	2002			2001		
	Land and Buildings €'000	Other €'000	Total €'000	Land and Buildings €'000	Other €'000	Total €'000
Expiring within one year	136	269	405	155	434	589
Expiring between two and five years	1,087	1,008	2,095	460	519	979
Expiring after five years	2,249	-	2,249	1,339	11	1,350
	<u>3,472</u>	<u>1,277</u>	<u>4,749</u>	<u>1,954</u>	<u>964</u>	<u>2,918</u>

45. Contingent Liabilities

(a) Bank and Other Loans

The parent undertaking and certain subsidiaries have given guarantees of up to €241,057,000 (2001: €339,776,000) in respect of borrowings by the parent undertaking itself and other Group undertakings.

(b) Grants

In certain circumstances capital grants amounting to a maximum of €85,000 (2001: €84,000) may become repayable.

(c) Other

Included in trade creditors is an amount of approximately €5,955,000 (2001: €14,193,000) due to creditors who have reserved title to goods supplied. Since the extent to which these creditors are effectively secured at any time depends on a number of conditions, the validity of some of which is not readily determinable, it is not possible to indicate how much of the above amount was effectively secured by reservation of title. However, the amount referred to above is matched in terms of net book value of fixed assets and stocks of raw materials in the possession of the Group which were supplied subject to reservation of title and accordingly the creditors referred to could be regarded as effectively secured to the extent of at least this amount.

Pursuant to the provisions of Section 17, Companies (Amendment) Act, 1986, the Company has guaranteed the liabilities of Alvabay Limited, Atlas Oil Refining Company Limited, Classic Fuel & Oil Limited, DCC Energy Limited, DCC Healthcare Limited, DCC SerCom Limited, Emo Oil Limited and Flogas Ireland Limited and as a result, these companies have been exempted from the filing provisions of Section 7, Companies (Amendment) Act, 1986.

46. Reporting Currency

The primary currency used in these financial statements is the euro which is denoted by the symbol €. The exchange rates used in translating sterling balance sheets and profit and loss account amounts were as follows:

	2002 €1=Stg£	2001 €1=Stg£
Balance sheet (closing rate)	0.613	0.619
Profit and loss (average rate)	0.615	0.613

47. Transactions with Related Parties

On 28 September 2001, the Company increased its shareholding in Fannin Limited to 94% by acquiring 6% of the issued share capital from the minority shareholders in Fannin Limited, which was subject to put and call options exercisable by DCC and the Fannin minority shareholders. The total value of the consideration amounted to €3,276,000 of which €2,007,000 was satisfied in cash and €1,269,000 in shares. The remaining 6% shareholding is also subject to put and call options up to 2005.

48. Approval of Financial Statements

The financial statements were approved by the Board of Directors on 10 May 2002.

GROUP DIRECTORY

Name and Head Office Address	Principal Activity	Telephone/Fax/email and website if applicable
Energy		
DCC Energy Limited DCC House, Stillorgan, Blackrock, County Dublin, Ireland	Holding and divisional management company	Tel: + 353 1 2799 400 Fax: + 353 1 2831 017 email: energy@dcc.ie www.dcc.ie
Flogas Ireland Limited Dublin Road, Drogheda, County Louth, Ireland	Manufacture and distribution of liquified petroleum gas	Tel: + 353 41 9831 041 Fax: + 353 41 9834 652 email: info@flogas.ie www.flogas.ie
DCC Energy Limited Airport Road West, Sydenham, Belfast BT3 9ED, Northern Ireland	Marketing and distribution of petroleum products	Tel: + 44 28 9073 2611 Fax: + 44 28 9073 2020 email: enquiries@emooil.com www.emooil.com
Scottish Fuels Callendar Boulevard, Callendar Business Park, Falkirk FK1 1XR, Scotland	Marketing and distribution of petroleum products	Tel: + 44 1324 408 000 Fax: + 44 1324 408 109 email: info@scottishfuels.net
Flogas (UK) Limited Merrylees, Leicestershire LE9 9FE, England	Processing and distribution of liquified petroleum gas	Tel: + 44 1530 230 352 Fax: + 44 1530 230 253 email: info@flogas.co.uk www.flogas.co.uk
Emo Oil Limited Clonminam Industrial Estate, Portlaoise, County Laois, Ireland	Marketing and distribution of petroleum products	Tel: + 353 502 747 00 Fax: + 353 502 747 50 email: info@emo.ie www.emo.ie
Atlas Environmental Ireland Limited Clonminam Industrial Estate, Portlaoise, County Laois, Ireland	Waste treatment / remediation and oil reprocessing	Tel: + 353 502 786 00 Fax: + 353 502 747 57 email: info@atlasireland.ie www.atlasireland.ie
Environmental Technology Manufacturing Limited Ballycurreen Industrial Estate, Kinsale Road, Cork, Ireland	Manufacture and distribution of water treatment and process chemicals	Tel + 353 21 496 2554 Fax: + 353 21 496 2345 email: info@envirotech.ie www.envirotech.ie
SerCom		
DCC SerCom Limited DCC House, Stillorgan, Blackrock, County Dublin, Ireland	Holding and divisional management company	Tel: + 353 1 2799 400 Fax: + 353 1 2831 017 email: sercom@dcc.ie www.dcc.ie
SerCom Distribution Limited DCC House, Stillorgan, Blackrock, County Dublin, Ireland	Holding and divisional management company	Tel: + 353 1 2799 400 Fax: + 353 1 2831 017 email: sercom@dcc.ie www.sercomdistribution.com
Sharptext Limited M50 Business Park, Ballymount Road Upper, Dublin 12, Ireland	Distribution of computer products and office equipment	Tel: + 353 1 4087 171 Fax: + 353 1 4599 421 email: info@sharptext.com www.sharptext.com

Name and Head Office Address	Principal Activity	Telephone/Fax/email and website if applicable
Micro Peripherals Limited Shorten Brook Way, Altham Business Park, Altham, Accrington, Lancashire BB5 5YJ, England	Distribution of computer products	Tel: + 44 1282 776 776 Fax: + 44 1282 770 001 email: info@micro-p.com www.micro-p.com
Gem Distribution Limited Shorten Brook Way, Altham Business Park, Altham, Accrington, Lancashire BB5 5YJ, England	Distribution of computer software	Tel: + 44 1279 822 800 Fax: + 44 1279 416 228 email: info@gem.co.uk www.gem.co.uk
SerCom Solutions Limited Cloverhill Industrial Estate, Clondalkin, Dublin 22, Ireland	Provision of supply chain services	Tel: + 353 1 405 6500 Fax: + 353 1 405 6555 email: info@sercomsolutions.com www.sercomsolutions.com
Distrilogie SA 12, Rue des Frères Caudron 78147 Vélizy Cedex France	Distribution of computer storage products	Tel: + 33 1 34 58 47 00 Fax: + 33 1 34 58 47 27 email: info@distrilogie.com www.distrilogie.com
Healthcare		
DCC Healthcare Limited DCC House, Stillorgan, Blackrock, County Dublin, Ireland	Holding and divisional management company	Tel: + 353 1 2799 400 Fax: + 353 1 2831 017 email: healthcare@dcc.ie www.dcc.ie
Fannin Limited Blackthorn Road, Sandyford Industrial Estate, Foxrock, Dublin 18, Ireland	Distribution of medical and scientific equipment and consumables	Tel: + 353 1 294 4500 Fax: + 353 1 295 3818 email: info@fanninhealthcare.com www.fanninhealthcare.com
TechnoPharm Limited Pharmapark, Chapelizod, Dublin 20, Ireland	Distribution of pharmaceutical products and medical devices	Tel: + 353 1 626 5006 Fax: + 353 1 626 5071 email: info@technopharm.com www.technopharm.com
Days Medical Aids Limited Litchard Industrial Estate, Bridgend, Mid Glamorgan CF31 2AL, Wales	Manufacture and distribution of rehabilitation and mobility products	Tel: + 44 1656 657 495 Fax: + 44 1656 767 178 email: sales@daysmedical.com
CasaCare GmbH & Co KG Gewerbestraße 13, 32584 Löhne, Germany	Manufacture and distribution of rehabilitation and mobility products	Tel: + 49 5731 786 50 Fax: + 49 5731 786 520 email: sales@casacare.de www.casacare.de
Virtus Limited Adamstown, Lucan, County Dublin, Ireland	Manufacture and distribution of pneumatic healthcare appliances	Tel: + 353 1 628 0571 Fax: + 353 1 628 0572 email: info@virtus.ie

GROUP DIRECTORY

Name and Head Office Address	Principal Activity	Telephone/Fax/email and website if applicable
Primacy Healthcare Limited Priory Court, Wellfield, Preston Brook, Runcorn, Cheshire WA7 3FT, England	Marketing and distribution of vitamin and mineral health supplements	Tel: + 44 1928 704600 Fax: + 44 1928 704601 email: enquiries@vitsRus.com www.primacy.co.uk
EuroCaps Limited Crown Business Park, Dukestown, Tredegar, Gwent NP22 4EF, Wales	Contract manufacture of soft gel capsule nutraceuticals	Tel: + 44 1495 308 900 Fax: + 44 1495 308 990 email: enquiries@softgels.co.uk www.softgels.co.uk
Thompson and Capper Limited 9-12 Hardwick Road, Astmoor Industrial Estate, Runcorn, Cheshire WA7 1PH, England	Contract manufacture and packing of tablet and hard gel capsule nutraceuticals	Tel: +44 1928 573734 Fax: +44 1928 580694 email: enquiries@tablets2buy.com www.tablets2buy.co.uk
Food		
DCC Foods Limited DCC House, Stillorgan, Blackrock, County Dublin, Ireland	Holding and divisional management company	Tel: + 353 1 2799 400 Fax: + 353 1 2831 017 email: foods@dcc.ie www.dcc.ie
Robt. Roberts Limited 79 Broomhill Road, Tallaght, Dublin 24, Ireland	Distribution of food and beverages	Tel: + 353 1 4047 300 Fax: + 353 1 4599 369 email: info@robt-roberts.ie
Kelkin Limited Unit 1, Crosslands Industrial Park, Ballymount Cross, Dublin 12, Ireland	Marketing and distribution of branded healthfood products	Tel: + 353 1 4600 400 Fax: + 353 1 4600 411 email: info@kelkin.ie
Broderick Bros. Limited JFK Industrial Estate, Naas Road, Dublin 12, Ireland	Manufacture, distribution and service of food equipment	Tel: + 353 1 4291 500 Fax: + 353 1 4509 570 email: info@broderickbros.ie

Shareholder Analysis at 10 May 2002

	Number of accounts	% of accounts	Number of shares	% of shares
1 – 1,000	1,777	57.1	923,946	1.1
1,001 – 10,000	1,137	36.6	3,145,003	3.8
10,001 – 50,000	103	3.3	2,445,651	2.9
50,001 – 100,000	26	0.8	1,879,470	2.2
100,001 – 250,000	30	1.0	5,025,916	6.0
Over 250,000	37	1.2	70,170,698	84.0
Total	3,110	100.0	83,590,684	100.0

Share Price Data (€)

	High	Low	31 March
Year ended 31 March 2002	12.80	8.55	12.18
Year ended 31 March 2001	12.35	9.00	10.55

The market capitalisation of DCC plc at 31 March 2002 was €1,019 million (2001: €904 million) and at 10 May 2002 was €1,101 million (€13.16 per share).

Website

DCC's website address is www.dcc.ie.

The website provides comprehensive information on DCC, including up to date information on the Group's operations, stock exchange announcements, annual reports and investor presentations. Users can also register for news and announcements.

Investor Relations

For investor enquiries please contact:

Conor Costigan,
Investor Relations Manager,
DCC plc, DCC House, Brewery Road,
Stillorgan, Blackrock, Co Dublin, Ireland.
Tel: + 353 1 2799 400.
Fax: + 353 1 2831 018.
email: investorrelations@dcc.ie

Registrar

Administrative enquiries about the holding of DCC shares should be directed in the first instance to the Company's Registrar:

Computershare Investor Services (Ireland) Limited,
Heron House,
Corrig Road,
Sandyford Industrial Estate,
Dublin 18,
Ireland.
Tel: + 353 1 216 3100.
Fax: + 353 1 216 3151.
email: web.queries@computershare.co.uk

Amalgamation of Accounts

Shareholders who receive duplicate sets of Company mailings owing to multiple accounts in their names should write to the Company's Registrar to have their accounts amalgamated.

SHAREHOLDER INFORMATION

Dividends

Shareholders are offered the option of having dividends paid in euro or pounds sterling. Shareholders may also elect to receive dividend payments either by cheque or by electronic funds transfer directly into their bank accounts. Shareholders should contact the Company's Registrar for details.

Dividend Withholding Tax ("DWT")

The Company is obliged to deduct tax at the standard rate of income tax in Ireland (currently 20%) from dividends paid to its shareholders unless a particular shareholder is entitled to an exemption from DWT and has completed and returned to the Company's Registrar a declaration form claiming entitlement to the particular exemption. Exemption from DWT may be available to shareholders resident in another EU Member State or in a country with which the Republic of Ireland has a double taxation agreement in place and non-individual shareholders resident in Ireland (e.g. companies, pension funds, charities etc.).

An explanatory leaflet entitled "Dividend Withholding Tax Information Leaflet" has been published by the Irish Revenue Commissioners and can be obtained by contacting the Company's Registrar at the above address. This leaflet can also be downloaded from the Irish Revenue Commissioners web site at <http://www.revenue.ie/pdf/dwtinfv3.pdf>. Declaration forms for claiming an exemption are available from the Company's Registrar.

Annual General Meeting

The Annual General Meeting will be held at The Berkeley Court Hotel, Lansdowne Road, Dublin 4 on Friday 5 July 2002 at 11 a.m. The Notice of Meeting together with an explanatory letter from the Chairman and a proxy card accompany this Report.

CREST

DCC is a member of the CREST share settlement system. Shareholders may continue to hold paper share certificates or hold their shares in electronic form.

Share Listings

DCC's shares are traded on the Irish Stock Exchange and the London Stock Exchange. DCC's shares are quoted on the official lists of both the Irish Stock Exchange and the UK Listing Authority.

DCC's ISIN code is IE0002424939.

Financial Calendar

Preliminary results announced	13 May 2002
Ex-dividend date for the final dividend	22 May 2002
Record date for the final dividend	24 May 2002
Annual Report posted	4 June 2002
Annual General Meeting	5 July 2002
Proposed payment date for final dividend	11 July 2002
Interim results announced	early November 2002
Payment date for the interim dividend	early December 2002

Solicitors

William Fry
Fitzwilton House
Wilton Place
Dublin 2

Registered and Head Office

DCC House
Stillorgan
Blackrock
Co. Dublin

Stockbrokers

Davy Stockbrokers
49 Dawson Street
Dublin 2

Cazenove
12 Tokenhouse Yard
London EC2R 7AN

Registrar and Transfer Office

Computershare Investor Services (Ireland) Limited
Heron House
Corrig Road
Sandyford Industrial Estate
Dublin 18

Auditors

PricewaterhouseCoopers
Chartered Accountants
& Registered Auditors
George's Quay
Dublin 2

Bankers

ABN AMRO Bank
Allied Irish Banks
Bank of Ireland
IIB Bank
KBC Bank
Royal Bank of Scotland
Ulster Bank

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