Company No. 149473

THE WALKER FENDER CO. LIMTED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH 1999



Moore Stephens Chartered Accountants Birmingham

REPORT OF THE DIRECTORS

The directors present their report and the financial statements for the year ended 31st March 1999

FINANCIAL INFORMATION

The company did not trade during the year.

The balance sheet of the company as at 31st March 1999 is attached.

DIRECTORS AND DIRECTORS' INTERESTS

The directors who held office during the year and their interests in the shares of the company at the beginning and end of the year were as follows:-

	Ordinary s	Ordinary shares of	
	£1 ea	£1 each	
	1999	1998	
C. D. Wassh			
S. B. Heath		_	
D. F. Coplestone	_	-	

The directors interests in the shares of the ultimate parent undertaking are shown in the financial statements of that company.

BY ORDER OF THE BOARD

S. B. Heath DIRECTOR

27th July 1999

STATEMENT OF DIRECTORS' RESPONSIBILITIES

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently.
- make judgments and estimates that are reasonable and prudent.
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

ACCOUNTANTS' REPORT ON THE UNAUDITED ACCOUNTS TO THE DIRECTORS OF THE WALKER FENDER CO. LIMTED

As described on page 2 you are responsible for the preparation of the accounts for the year ended 31st March 1999, set out on pages 4 to 5, and you consider that the company is exempt from an audit under the Companies Act 1985. In accordance with your instructions, we have compiled these unaudited accounts, in order to assist you to fulfil your statutory responsibilities, from the accounting records and information and explanations supplied to us.

MOORE STEPHENS

CHARTERED ACCOUNTANTS

Charterhouse 165 Newhall Street Birmingham B3 1SW

27th July 1999

BALANCE SHEET

31st MARCH 1999

	NOTES	1999 £	1998 £
CURRENT ASSETS			
Amount owed by group undertakings		19007	19007
CAPITAL AND RESERVES			
Share capital Capital reserve Profit and loss account	2	5000 1639 12368	5000 1639 12368
		19007	_19007

The company was dormant throughout the financial year.

These financial statements were approved by the Board on 27th July 1999

S. B. Heath

DIRECTOR

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH 1999

1. PRINCIPAL ACCOUNTING POLICIES

Basis of accounting-

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

2.	CALLED UP SHARE CAPITAL	1999	1998
	Ordinary shares of £1 each:-	£	£
	Authorised	5000	5000
	Allotted, called up and fully paid	5000	5000

3. ULTIMATE PARENT UNDERTAKING

The company was controlled throughout the current and previous period by its ultimate parent undertaking, Samuel Heath & Sons PLC, which company was controlled by Mr. S. B. Heath and his close family by virtue of them holding a majority of the issued ordinary share capital of that company.