

IMPERIAL SEAFOODS LIMITED

<u>Directors:</u>	G Dransfield (appointed 6 June 1997) S J Hurrell (appointed 6 June 1997) K J Ludlam (appointed 12 April 1997) C J Thomas (resigned 12 April 1997) P J O'Shea (resigned 6 June 1997)	<u>Secretary</u>	P D Tunnacliffe
		<u>Registered Office</u>	1 Grosvenor Place LONDON SW1X 7JH

REPORT OF THE DIRECTORS**ACCOUNTS**

The company did not trade during the 15 month period under review and accordingly made no profit or loss. The accounts as at 31 December 1997 comprise the balance sheet.

DIRECTOR'S INTERESTS

The directors have no declarable interest in the share or loan capital of the company or any associated undertaking during the year under review.

ULTIMATE PARENT UNDERTAKING

The ultimate parent undertaking is Hanson PLC (incorporated in England). Copies of Hanson PLC's accounts can be obtained from 1 Grosvenor Place, London, SW1X 7JH.

AUDITORS

The company being a dormant company, a special resolution was passed at an Extraordinary General Meeting in 1990 by which the company resolved not to appoint auditors as allowed by the provisions of S.250 Companies Act 1985.

ANNUAL GENERAL MEETING

Pursuant to the Elective Resolution of the company passed on 8 September 1992 the company has dispensed with the need to hold Annual General Meetings. Any member of the company is entitled to require the laying of the accounts before a General Meeting on giving due notice to that effect in accordance with Section 253 of the Companies Act 1985.

By Order of the Board

14 May 1998

Secretary

BALANCE SHEET AS AT 31 DECEMBER 1997

	31 December 1997	30 September 1996
	£	£
<u>Fixed Assets</u>	767,000	767,000
Investments	1,133,306	1,133,306
Debtors	(1,526,155)	(1,526,155)
Net current liabilities	(392,849)	(392,849)
Total assets less current liabilities	374,151	374,151
Financed by:		
300,200 allotted, called up and fully paid	300,200	300,200
£1p ordinary shares		
Profit & loss account	73,951	73,951
	374,151	374,151

The company was dormant, within the meaning of S.250 of The Companies Act 1985, throughout the financial period ended 31 December 1997.

14 May 1998

Director

