COMPANY NUMBER 336098

CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 1995

Directors:

M Blackwell (Chairman)

Mrs E M Williams Mrs J M Sharp Mrs W M Stansell

M J Foden

D G Mattravers

Secretary:

S C Guest

Registered Office:

Tauntfield South Road Taunton Somerset TA1 3ND

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DIRECTORS' REPORT

The directors submit herewith their report and consolidated financial statements for the year ended 31 December 1995.

Change of company name

In accordance with a special resolution of the members of the company passed at an extraordinary general meeting held on 1 July 1996, the name of the parent company has been changed to WSS Investments Ltd.

Results and dividends

The consolidated group loss for the year after taxation and minority interests amounted to £3534000.

Revaluation reserves amounting to £22000 were realised from the sale of properties during the year.

£

During the year, the following preference dividends were paid:-

A Preference shares at	4.0% net	617
B Preference shares at	4.8% net	1480
		2097

The directors do not recommend payment of a dividend on the ordinary shares.

This leaves a balance of £3514000 to be transferred from retained profits.

Principal activities

The group's principal activities during the year were in building and associated services. The group's headquarters are in Taunton and there are offices at St Helier, Bristol, Yeovil, Barnstaple, Chard, Newton Abbot and Swindon.

The area offices at Weston super Mare and Chippenham have been closed following the decision to relocate to Bristol and Swindon.

Post balance sheet event

On 1 July 1996 the share capital of Stansell (Builders) Limited was sold to Morgan Sindall plc, at a price £630,000 in excess of net assets.

On the same date the name of Stansell Services Limited was changed to Swindon Services Ltd and that of Stansell Conservation Limited to Somerset Conservation Ltd.

Fair review of the business

In common with other companies engaged in the construction industry, the group has experienced an extremely difficult year.

Although turnover was higher there was considerable pressure on margins throughout the group. As a consequence Swindon Services Ltd reported a substantial loss during the year but there were also deficits in Stansell (Builders) Ltd, Somerset Conservation Ltd and the structural steelwork operation.

In its first full year of trading the group's Jersey based subsidiary, Stansell QVC Ltd, achieved a satisfactory result.

The overall results for the year are extremely disappointing despite a strong performance from the associated property companies. Swindon Services Ltd suffered on a number of its contracts and as a consequence the decision has been taken to withdraw from mechanical work. The electrical division continues to trade albeit on a much smaller scale. In order to achieve cost savings the activities of Somerset Conservation Ltd have been merged with those of Stansell (Builders) Ltd and the company ceased trading on 31 December 1995.

DIRECTORS' REPORT (continued)

Fair review of the business (continued)

The group also sustained bad debts in the steel company, the Services company and Spiller and Webber totalling £108000.

The sale of Stansell (Builders) Ltd in July 1996 combined with the closure of the mechanical and conservation operations has resulted in a major reduction in the scale of the group's contracting business.

However the directors consider that with the action taken the group is now soundly based.

Fixed assets

The changes in fixed assets during the year are shown in Notes 7, 8 and 9 to the financial statements. The group's interests in investment property land and buildings were revalued at open market value on 31 December 1995 by a director of an associated company. The group's other interests in land and buildings were revalued at open market value on 31 December 1988 by independent chartered surveyors.

Directors and their interests

The directors of the company who have served during the year and their interests in the company's share capital were as follows:

	Ordinary £1 shares At 31 December 1994 and 1995	A Preference fl shares At 31 December 1994 and 1995	B Preference fl shares At 31 December 1994 and 1995
Beneficial interests (including family interests)			
Mrs W M Stansell Mrs E M Williams Mrs J M Sharp M Blackwell M J Foden D G Mattravers	56100 56100 6000 6000	2140 7500 - -	8660 5620 - - -
Other interests Mrs E M Williams Mrs J M Sharp M Blackwell	29500 29500 46400	5000 5000 5480	15000 15000 15960

Charitable contributions

United Kingdom charitable contributions in the year to 31 December 1995 amounted to £265.

Disabled persons

The company gives consideration to applications for employment from disabled persons and to continuing to employ persons who have become disabled, having regard to the nature of the work involved.

Employee involvement

The directors maintain close contact with the employees and strive to foster an environment where employees can participate fully in decision-making in matters of mutual concern.

Health and safety

The company strives to achieve the best possible health and safety conditions for employees by means of its training policy.

DIRECTORS' REPORT (continued)

Directors' and officers' liability insurance

During the financial year insurance was maintained covering directors and officers of the group against liabilities relating to the group.

Close company

The company is a close company within the provisions of the Income and Corporation Taxes Act 1988.

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 group and of the profit or loss of the group for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group 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 group 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 group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Auditors

In accordance with Section 385 of the Companies Act 1985, a resolution to re-appoint Messrs Amherst & Shapland as Auditors will be put to the members at the Annual General Meeting.

By order of the board

S C Guest Secretary

31 July 1996

AUDITORS' REPORT TO THE MEMBERS OF

WSS INVESTMENTS LTD (FORMERLY STANSELL LIMITED)

We have audited the financial statements on pages 1 to 21 which have been prepared under the historical cost convention as modified by the revaluation of investment properties and other freehold property and the accounting policies set out on pages 8 and 9.

Respective responsibilities of directors and auditors

As described in their report the company's directors are responsible for the preparation of financial statements. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

Basis of 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 judgments 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 of the group as at 31 December 1995 and of the loss of the group for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Amherst & Shapland Chartered Accountants Registered Auditors 4 Irnham Road

Minehead Somerset TA24 5DG

31 July 1996

CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 1995

No	tes	1995	1994
		£000	£000
		-	
TURNOVER Cost of sales	1	48691 47381	49381 44905
GROSS PROFIT		1310	4476
Administrative expenses		4597	4240
		(3287)	236
Rents receivable less expenses		163	131
OPERATING (LOSS)/PROFIT	2	(3124)	367
Loss on sale of fixed assets		(30)	(1)
Share of profits less losses of associated companies		128 (3026)	- 366
		5	2
Interest receivable	_	(496)	(341)
Interest payable	4		
(LOSS)/PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		(3517)	27
Taxation on (loss)/profit on ordinary activitie	ន 5	17 	(43)
(LOSS)/PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		(3534)	70
Minority interest: Equity		_ 	
(LOSS)/PROFIT FOR THE FINANCIAL YEAR ATTRIBUTAR TO THE MEMBERS OF WSS INVESTMENTS LTD	BLE	(3534)	70
DIVIDENDS	6	2	99
RETAINED (LOSS) FOR THE YEAR		(3536)	(29)
TRANSFER FROM REVALUATION RESERVE Realised gain on sale of freehold property Share of gain realised by associated company		22	32 112
on sale of investment property			
TOTAL RETAINED (LOSS)/PROFIT FOR THE YEAR ARISING FROM OPERATIONS		(3514) ===	115 ===
PARENT COMPANY RETAINED (LOSS)/PROFIT		(1842) ===	449 ===

The directors of the company have taken advantage of the exemptions contained in Section 230(4) of the Companies Act 1985 and have accordingly not prepared a separate profit and loss account for the parent company. The parent company's loss for the financial year was £1839749 (1994: profit £516201). The loss in 1995 is stated after provisions for amounts due from subsidiaries totalling £1580000.

The Notes on Pages 8 to 21 form part of these financial statements.

CONSOLIDATED BALANCE SHEET AS AT 31 DECEMBER 1995

Notos		1 9 9 5		1994
Noces				-
	£000	£000	£000	£000
7 7 8		930 4500 974		835 4789 1049
9		6404		6673 55 790
		7505		7518
10 11	824 12886 13710		888 12573 13461	
12	16280		12587	
rs .		(2570)		87 4
LITIES e after		4935 829		8392 929
CHARGES				
14		78		93
		4028 ====		7370 ====
ity -Equity 15		205 47 252		205 47 252
17 18 19		1965 988 818		1935 791 4387
16		4023		7365
у .		5 4028 ====		5 7370 ====
	7 8 9 10 11 12 S LITIES after 13 CHARGES 14 ity -Equity 15 17 18 19	### ##################################	## \$\frac{7}{7} & \frac{930}{4500} \\ \text{8} & \text{974} \\	## FOUND ##

The Notes on Pages 8 to 21 form part of these financial statements.

E M Williams)
Directors

M Blackwell)

These financial statements were approved by the board of directors on 31 July 1996.

BALANCE SHEET AS AT 31 DECEMBER 1995

	<u>Notes</u>		<u> 1995</u>		1994
		£000	£000	£000	£000
FIXED ASSETS					
Tangible assets Investment properties Other freehold property Plant, equipment and motor vehicles	7 7 8		930 3523 20		835 3836 43
Total tangible assets Investments	9		4473 715		4714 771
TOTAL FIXED ASSETS			5188		5485
CURRENT ASSETS					
Stock and work in progress Debtors	10 11	8 602 610		58 1767 1825	
CREDITORS - Amounts falling due within one year	12	3326		2946	
NET CURRENT (LIABILITIES)			(2716)		(1121)
TOTAL ASSETS LESS CURRENT LIABILITIES			2472		4364
CREDITORS - Amounts falling due after one year	13		660 1812		697 3667
PROVISION FOR LIABILITIES AND CHARGES Deferred taxation NET ASSETS	14		78 1734		93 3574
CAPITAL AND RESERVES					205
Called up share capital: Equity Non-Equity			205 47		47
Revaluation reserve Capital reserve Profit and loss account	15 17 18 19		252 1418 1 63		252 1438 1 1883
SHAREHOLDERS' FUNDS	16		1734		3574 ====

The Notes on Pages 8 to 21 form part of these financial statements.

E M Williams

Directors

M Blackwell

These financial statements were approved by the board of directors on 31 July 1996.

CONSOLIDATED STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES

FOR THE YEAR ENDED 31 DECEMBER 1995

	<u> 1995</u>	<u>1994</u>
	£000	£000
(Loss)/Profit for the financial year	(3534)	70
Unrealised surplus on revaluation of investment properties	52	50
Unrealised surplus on revaluation of investment properties applied in bonus issue of shares in earlier years	197	-
Consolidation adjustment on merger of subsidiary companies	(55) 	-
Total recognised gains and losses relating to the year	.(3340) ===	120 ===
Note of Historical Cost Consolidated Profits and Losses		
	<u> 1995</u>	<u>1994</u>
	£000	£000
Reported (loss)/profit on ordinary activities before taxation	(3517)	27
Realisation of property revaluation gains of previous years (net)	22	144
Historical cost (loss)/profit on ordinary activities before taxation	(3495) ===	171 ===
Historical cost (loss)/profit for the year retained after taxation, minority interests and dividends	(3514) ===	115 ==

The notes on pages 8 to 21 form part of these financial statements.

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES

FOR THE YEAR ENDED 31 DECEMBER 1995

	<u> 1995</u>	1994
	£000	£000
(Loss)/Profit for the financial year	(1840)	516
Unrealised surplus on revaluation of investment properties	2	33
Total recognised gains and losses relating to the year	(1838) ===	549 ===
Note of Historical Cost Profit and Losses		
	1995	1994
	£00,0	£000
Reported (loss)/profit on ordinary activities before taxation	(1865)	543
Realisation of property revaluation gains of previous years (net)	22	32
Historical cost (loss)/profit on ordinary activities before taxation	(1843) ===	575 ===
Historical cost (loss)/profit for the year retained after taxation and dividends	(1820) ===	449 ===

The notes on pages 8 to 21 form part of these financial statements.

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED	31 DECEMBE	R 1995		
		1995		<u>1994</u>
Net cash inflow (outflow) from operating activities	£000	£000 683	£000	£000 (334)
Returns on investment and servicing of finance Interest received Interest paid Interest element of finance lease/HP payments Dividends received from associated undertakings Dividends paid	5 (438) (56) 27 (100)	(562)	2 (298) (43) 13 (99)	(425)
Net cash (outflow)		(302)		(123)
Taxation paid Corporation tax recovered/(paid) including advance corporation tax	55 	55	(28) 	(28)
Investing activities Payments to acquire tangible fixed assets Receipts from sales of freehold land and buildings Sales of other tangible fixed assets	(505) 271 71		(849) 131 39	(20)
Net cash (outflow)		(163)		(679)
Net cash inflow (outflow) before financing		13		(1466)
Financing Term Loan repayments Capital element of finance lease/HP payments New term loan New finance lease/HP contracts	(2349) (172) - 33		(2) (320) 750 697	
Net cash inflow (outflow) from financing		(2488)		1125
(Decrease) in cash and cash equivalents		(2475) ====		(341)
NOTES TO THE CASH FLOW STATEMENT				
1. RECONCILIATION OF OPERATING PROFIT/(LOSS) TO N	IET CASH FL	OW FROM OP	ERATING A	CTIVITIES
Operating (loss)/profit Depreciation charges Profit on sale of assets (Increase) decrease in stocks and work in pro	gress	£000 (3154) 472 (68) 142		£000 367 346 - 523

Operation (leas) (massit	£000 (3154)	£000 367
Operating (loss)/profit Depreciation charges	472	346
Profit on sale of assets	(68)	-
(Increase) decrease in stocks and work in progress	142	523
(Increase) in debtors	(2379)	(2652)
Increase in creditors	5670	1082
Net cash inflow/(outflow) from operating activities	683	(334)
Net Cash Inflow/ (Outliow) from operating accivities	====	====

	====	====
Balance at 31 December	(4811)	(2336)
		~ -
Net cash (outflow)	(2475)	(341)
Balance at 1 January	(2336)	(1995)
•	£000 -	£000

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31 DECEMBER 1995 (Continued)

3. ANALYSIS OF THE BALANCES OF CASH AND CASH EQUIVALENTS AS SHOWN ON THE BALANCE SHEET

	<u>1995</u> £000	Change in Year £000	<u>1994</u> £000	Change in Year £000	<u>1993</u> £000
Cash at bank and in hand	278	239	39	(93)	132
Bank overdrafts	(5089)	(2714)	(2375)	(248)	(2127)
	(4811)	(2475)	(2336)	(341)	(1995)
	====	===	====	===	====

4. ANALYSIS OF CHANGES IN FINANCING DURING YEAR

	1995 Share Capital	Loans and Finance Lease/HP Obligations	1994 Share Capital	Loans and Finance Lease/HP Obligations
	£000	£000	£000	£000
Balance 1 January	252	3660	252	2535
Capital element of finance lease/ HP payments	-	(172)		(320)
Bank loan repaid	-	-	-	(2)
Term loans repaid	_	(2349)	_	. · · -
New term loan	-	-	-	750
Inception of finance lease/ HP contracts	-	33	-	697
Balance 31 December	£252	£1172	£252	£3660
	===	====	===	====

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 1995

1. ACCOUNTING POLICIES

Basis of preparation

The financial statements are prepared under the historical cost convention, as modified by the revaluation of investment properties and in accordance with applicable accounting standards. The true and fair override provisions of the Companies Act 1985 have been invoked in relation to investment properties.

Group accounts

The group financial statements consolidate the financial statements of WSS Investments Ltd and its subsidiary undertakings made up to 31 December 1995. Goodwill is written off upon acquisition to the profit and loss account and any premium arising upon acquisition ("negative goodwill") is transferred to capital reserves.

Associated companies

The group has a 27.2% interest in Blackdown Estates Limited. In accordance with recognised accounting practice the cost of this shareholding, amounting to £10000 has been increased to £1030000 to reflect the group's share of net assets including revaluation surplus; £54000 has been included in the profit and loss account representing the group participation in the profit for the year ended 31 December 1995; £30000 has been added to the revaluation reserve representing the group share of the increase in value of investment properties during that year; and £197000 has been added to the capital reserve representing the group share of the property revaluation reserve applied in the bonus issue of shares in earlier years.

The group has a 25.2% interest in Summerfield Developments (SW) Ltd. In accordance with recognised accounting practice the cost of this shareholding, amounting to £10000 has been increased to £71000 to reflect the group's share of net assets including revaluation surplus; £8000 has been included in the profit and loss account representing the group share of the profit for the year ended 31 December 1995; and £22000 has been added to the revaluation reserve representing the group share of the increase in value of investment properties during that year.

Tangible fixed assets

Property is valued at historic cost or professional valuation as shown in Note 7 to the financial statements. The surplus arising on revaluation of properties belonging to the parent company is included in the revaluation reserve. The surplus arising on revaluation of properties belonging to subsidiaries is included in capital reserves, insofar as this relates to the period prior to acquisition by the parent company.

Depreciation is provided on all tangible fixed assets (other than investment properties and other freehold properties) at the following annual rates on the reducing balance basis in order to write off the cost less estimated residual value of each asset over its expected useful life:

Motor vehicles 30% Plant, machinery and office equipment 20%

Depreciation is provided on other freehold properties to the extent that it is perceived that a permanent diminution in value has occurred.

No further depreciation charge arises in respect of other freehold property as the estimated residual value of the property is not considered to be less than its depreciated cost.

Investment Properties

Investment properties are stated at open market valuations made annually in accordance with Statement of Standard Accounting Practice Number 19 (Revised). Surpluses or deficits arising on the revaluation are dealt with in the investment property revaluation reserve unless a deficit, or its reversal, on an individual investment property is expected to be permanent, in which case it is recognised in the profit and loss account for the year.

In accordance with Statement of Standard Accounting Practice Number 19 (Revised), no depreciation has been provided on investment properties and associated plant. This is a departure from the Companies Act 1985 requirement to depreciate fixed assets having a limited useful economic life. The directors consider this departure is necessary for the purpose of giving a true and fair view.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 1995 (continued)

1. ACCOUNTING POLICIES (continued)

Investments Properties (continued)

If this departure from the Act had not been made, the profit for the financial year would have been reduced by depreciation. However, the amount of depreciation cannot reasonably be quantified because depreciation is only one of many factors reflected in the annual valuation and the amount which might otherwise have been shown cannot be separately identified or quantified.

Stocks and work in progress

Stocks and short-term contract work in progress

Stocks and short-term contract work in progress are stated at the lower of cost and net realisable value. Cost comprises direct materials, labour, stores, sub-contract work, transport and machinery.

Long-term contract work in progress

Long-term contract work in progress is stated at total costs incurred, net of amounts transferred to the profit and loss account in respect of work carried out to date, less foreseeable losses and applicable payments on account. Cost comprises direct materials, labour, stores, sub-contract work, transport and machinery.

Profit on long-term contracts is accounted for once the outcome of a contract can be assessed with reasonable certainty and is based on the appropriate stage of completion of the contract.

Provision is made for foreseeable losses on all contracts based on the loss which is currently estimated to arise over the duration of any contract, irrespective of the amount of work carried out at the balance sheet date.

Amounts receivable on long-term contracts are included in trade debtors. The excess of the value of work done over amounts receivable is shown as amounts recoverable on contracts under the heading of debtors, and the excess of amounts receivable over the value of work done is shown as payments on account under the heading of creditors.

Developments

Developments are stated at the lower of cost and net realisable value. Development profits are taken on legal completion.

Deferred taxation

Deferred taxation is provided using the liability method. Provision is made for timing differences between the treatment of certain items for taxation and accounting purposes. No provision is made, however, where it can be reasonably foreseen that such deferred taxation will not be payable in the future.

Financing lease and hire purchase commitments

Assets obtained under finance leases and hire purchase contracts are capitalised in the balance sheet and depreciated over their useful lives. Finance charges have been calculated using the reducing balance method and charged against profits for the year.

Turnover

Turnover represents the amounts derived from the provision of goods and services which fall within the group's ordinary activities, stated net of value added tax.

In respect of the group's building contracting activities, this represents the invoiced value of building work, excluding value added tax, adjusted for opening and closing contract work in progress.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 1995 (continued)

2. OPERATING (LOSS)/PROFIT

	1995	1994
	£000	£000
This is arrived at after charging:		
Depreciation Depreciation of assets held under finance leases Auditors' remuneration Lease and hire of motor vehicles, plant and machinery Loose plant written off	318 154 31 744 34	318 28 30 558 25
•	===	===

3. <u>DIRECTORS AND EMPLOYEES</u>

Employees

The average weekly number of employees (including directors) was:

	<u> 1995</u>	1994
	No.	No.
Operatives Administrative staff	208 178	220 189
	 386	409
	===	
Staff costs (for the above persons):		
	<u> 1995</u>	<u> 1994</u>
	£000	£000
Wages and salaries Social security costs	5230 437	5297 463
Other pension costs	160	133
	5827 ====	5893 ====

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 1995 (continued)

3. DIRECTORS AND EMPLOYEES (continued)

Directors'	remuneration

The commence in soid to the directors was		
The remuneration paid to the directors was:	<u> 1995</u>	<u>1994</u>
	£000	£000
Emoluments	114	96
Pension scheme contributions	12	4
	126	100
	===	===
Fees and emoluments (excluding pension contributions) disclosed above include amounts paid to:		
	1995	<u>1994</u>
The chairman	£38052	£31906
	====	=== =
In 1994 and 1995 the chairman was the highest paid director.		
	<u> 1995</u>	<u>1994</u>
	No.	No.
The number of directors (including the chairman and the highest paid director) who received fees and other emoluments (excluding pension contributions) in the following ranges was:		
£ 0 - £ 5000 pa	1	1
£10001 - £15000 pa	1	2
£15001 - £20000 pa	2	1
£20001 - £25000 pa	1 -	1 1
£30001 - £35000 pa £35001 - £40000 pa	1	
-	=	=
4. <u>INTEREST PAYABLE</u>	<u> 1995</u>	<u>1994</u>
	£000	£000
On bank overdrafts and other loans:		
repayable within 5 years, not by instalments	440	298
on hire purchase agreements	56	43
	496	341
	===	===
5. TAXATION ON (LOSS) / PROFIT ON ORDINARY ACTIVITIES	<u> 1995</u>	1994
	£000	£000
The taxation charge comprises:		
United Kingdom corporation tax at 33% (1994: 35%)	38	12
on the (loss)/profit for the year Share of tax on associated companies' results	39	(23)
Transfer (from) to deferred taxation	(15)	26
Adjustment to corporation tax charge relating to		/=^\
prior years	(45)	(58)
	17	(43)
	===	===

MOTES TO THE FINANCIAL STATEMENTS FOR THE	E IBAR BADED 51	BECHIEBER #333 (comediated
6. DIVIDENDS			
6. <u>DIVIDENDS</u>		1995	1994
		£000	£000
Ordinary shares proposed at Nil per share	e net		
(1994: 47.25p)		=	97
Preference shares paid		1	1
A at 4.0% net (1994: 3.75%)		1 1	1 1
B at 4.8% net (1994: 4.5%)			
		2	99
		==	==
7. <u>PROPERTY</u>			
GROUP	Danabal d	Other	
	Freehold Investment	Freehold	Total
	Property	Property	10041
	rroporcy	rroporey	
COST OR VALUATION	£000	£000	£000
At 1 January 1995	835	4789	5624
Additions at cost	-	103	103
Disposals	-	(187)	(187)
Transfers	93 2	(93)	2
Surplus on revaluation Revaluation reserve realised	_	(20)	(20)
	===		
At 31 December 1995	930	4592	5522
	===	====	====
DEPRECIATION			
DEFRECIATION			
At 1 January 1996	_	-	-
Provision for diminiution in value	-	(92)	(92)
		-	
At 31 December 1995	-	(92)	(92)
	===	===	===
NEW DOOK UNLIE			
NET BOOK VALUE			
At 31 December 1995	930	4500	5430
110 31 3000	===	====	====
At 31 December 1994	835	4789	5624
	===	====	====
The historical cost of properties			
included at valuation is as follows:-			
	£	£	£
At 31.12.95	884	2339	3223
	===	====	====
At 31.12.94	791	2868	3659
•	- ===	====	====

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 1995 (continued)

PARENT COMPANY			
	<u>Freehold</u>	<u>Other</u>	
	Investment	Freehold	<u>Total</u>
	Property £000	<u>Property</u> £000	£000
COST OR VALUATION	2000	2000	2000
At 1 January 1995	835	3836	4671
Additions at cost	-	79	79
Transfers	93	(93)	-
Disposals	-	(187)	(187)
Surplus on revaluation	2	(00)	2
Revaluation reserve realised		(20)	(20)
At 31 December 1995	930	3615	4545
	===	====	====
DEPRECIATION			
At 1 January 1996	_	-	-
Provision for diminiution in value	_	(92)	(92)
At 31 December 1995	-	(92)	(92)
	===	===	===
NET BOOK VALUE			
At 31 December 1995	930	3523	4453
	===	====	====
At 31 December 1994	835	3836	4671
	===	====	====
The historical cost of properties included at valuation is as follows:-			
	£	£	£
At 31.12.95	884	2072	2956
AL 31.12.93	===	2072 ====	====
At 31.12.94	791	2274	3065
	===	====	====

Properties owned by the parent company were revalued in accordance with an open market professional valuation by independent commercial surveyors on 31 December 1988 and 27 March 1986.

Properties owned by subsidiaries were revalued in accordance with open market professional valuations by independent commercial surveyors on 31 December 1988, 31 December 1986 and 16 May 1985.

The freehold investment property is included at open market value and is based on a valuation prepared by a chartered surveyor who is a director of an associated company. In determining these valuations the valuer made use of discounted cash flow methodology and key assumptions made concerned the level of existing rents, the market sectors in which the existing tenants operate and the discount rates.

PLANT, VEHICLES AND EQUIPMENT 8.

		Group		Ī	Parent compan	Y
	<u>Motor</u> vehicles	Plant and machinery	<u>Total</u>	<u>Motor</u> <u>vehicles</u>	Plant and machinery	<u>Total</u>
	£000	£000	£000	£000	£000	£000
COST						
At 1 January 1995 Additions Transfers with	1556 293	1357 74	2913 367	- 14	70 -	70 14
subsidiaries Disposals	(312)	(52) -	(364) -	52 -	(70)	(18) -
At 31 December 1995	1537 ====	1379 ====	2916 ====	66 ====		66 ====
DEPRECIATION						
At 1 January 1995 Charge for the year Disposals	1012 233 (261)	891 141 (35)	1903 374 (296)	- 9 -	27 - -	27 9 -
Transfers with subsidiaries	-	-	-	37	(27)	10
At 31 December 1995	984 ====	997 ====	1981 ====	46 ====	====	46 ====
Loose tools valued by the directors at net realisable						
value			39 			
NET BOOK VALUE	. · · .					
31 December 1995			974 ====			20 ====
31 December 1994			1049 ====			43 ====

Assets held under finance leases included in the above cost for the Group amounted to £954000 (1994: £208000), with accumulated depreciation of £507000 (1994: £95000) and net book value of £447000 (1994: £113000).

Assets held under finance leases included in the above cost for the parent company amounted to £14000 (1994: £70000), with accumulated depreciation £4000 (1994: £27000) and net book value £10000 (1994: £43000).

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 1995 (continued)

9. FIXED ASSET INVESTMENTS					
and the	a -	1995	1994	1995	<u>1994</u>
GROUP	* O:	f issued %	capitai %	£000	£000
ASSOCIATED COMPANIES					
Blackdown Estates Ltd					1.0
208020 ordinary shares of £1 Share of reserves: revenue		27.2	27.2	10 645	10 591
property revalu	ation			375 	148
				1030	749
Summerfield Developments (SW) Ltd				===	===
10400 ordinary shares of £1		25.2	25.2	10 20	10 12
Share of reserves: revenue property revalua	tion			41	19
				 71	 41
				==	==
UNQUOTED INVESTMENTS					
United Merchants Ltd:					
10 shares of 5p each					
				1101	790 ===
				_ 	
PARENT COMPANY	ક	1995 % Of	1994 issued ca	1995	<u> 1994</u>
	- 0				
	oting	8	*	£000	£000
	oting ights				£000
SUBSIDIARIES					£000
SUBSIDIARIES Spiller & Webber Ltd 85000 ordinary shares of £1					£000
r SUBSIDIARIES Spiller & Webber Ltd 85000 ordinary shares of £1 Somerset Conservation Ltd	ights	8	જ	£000	
SUBSIDIARIES Spiller & Webber Ltd 85000 ordinary shares of £1 Somerset Conservation Ltd (formerly Stansell Conservation Ltd 27550 ordinary shares of £1	ights	8	જ	£000	
SUBSIDIARIES Spiller & Webber Ltd 85000 ordinary shares of £1 Somerset Conservation Ltd (formerly Stansell Conservation Ltd	ights 100	100	100	£000	612
SUBSIDIARIES Spiller & Webber Ltd 85000 ordinary shares of £1 Somerset Conservation Ltd (formerly Stansell Conservation Ltd 27550 ordinary shares of £1 Stansell (Builders) Ltd 1100 ordinary shares of £1 650 preference shares of £1	100 100 100	100	100	£000 612 22	612
SUBSIDIARIES Spiller & Webber Ltd 85000 ordinary shares of £1 Somerset Conservation Ltd (formerly Stansell Conservation Ltd 27550 ordinary shares of £1 Stansell (Builders) Ltd 1100 ordinary shares of £1 650 preference shares of £1 Quantock Finishings Ltd 7000 ordinary shares of £1	100 100 100	% 100 100 100	100 100 100	£000 612 22 49	612 22 49
SUBSIDIARIES Spiller & Webber Ltd 85000 ordinary shares of £1 Somerset Conservation Ltd (formerly Stansell Conservation Ltd 27550 ordinary shares of £1 Stansell (Builders) Ltd 1100 ordinary shares of £1 650 preference shares of £1 Quantock Finishings Ltd 7000 ordinary shares of £1 R S L (South West) Ltd	100 100 100 100	100 100 100 100	100 100 100 100	£000 612 22 49	612 22 49
SUBSIDIARIES Spiller & Webber Ltd 85000 ordinary shares of £1 Somerset Conservation Ltd (formerly Stansell Conservation Ltd 27550 ordinary shares of £1 Stansell (Builders) Ltd 1100 ordinary shares of £1 650 preference shares of £1 Quantock Finishings Ltd 7000 ordinary shares of £1 R S L (South West) Ltd 5720 ordinary shares of £1 Dyer Ltd	100 100 100 100 100	100 100 100 100 100	100 100 100 100 100	£000 612 22 49 1	612 22 49 1
SUBSIDIARIES Spiller & Webber Ltd 85000 ordinary shares of £1 Somerset Conservation Ltd (formerly Stansell Conservation Ltd 27550 ordinary shares of £1 Stansell (Builders) Ltd 1100 ordinary shares of £1 650 preference shares of £1 Quantock Finishings Ltd 7000 ordinary shares of £1 R S L (South West) Ltd 5720 ordinary shares of £1 Dyer Ltd 9075 ordinary shares of £1 Rosland Ltd	100 100 100 100 100 100	100 100 100 100 100 100	100 100 100 100 100 100	£000 612 22 49	612 22 49
SUBSIDIARIES Spiller & Webber Ltd 85000 ordinary shares of £1 Somerset Conservation Ltd (formerly Stansell Conservation Ltd 27550 ordinary shares of £1 Stansell (Builders) Ltd 1100 ordinary shares of £1 650 preference shares of £1 Quantock Finishings Ltd 7000 ordinary shares of £1 R S L (South West) Ltd 5720 ordinary shares of £1 Dyer Ltd 9075 ordinary shares of £1 Rosland Ltd 100 ordinary shares of £1	100 100 100 100 100	100 100 100 100 100	100 100 100 100 100	£000 612 22 49 1	612 22 49 1
SUBSIDIARIES Spiller & Webber Ltd 85000 ordinary shares of £1 Somerset Conservation Ltd (formerly Stansell Conservation Ltd 27550 ordinary shares of £1 Stansell (Builders) Ltd 1100 ordinary shares of £1 650 preference shares of £1 Quantock Finishings Ltd 7000 ordinary shares of £1 R S L (South West) Ltd 5720 ordinary shares of £1 Dyer Ltd 9075 ordinary shares of £1 Rosland Ltd 100 ordinary shares of £1 Woolaway Stansell Ltd 2 ordinary shares of £1	100 100 100 100 100 100	100 100 100 100 100 100	100 100 100 100 100 100	£000 612 22 49 1	612 22 49 1
SUBSIDIARIES Spiller & Webber Ltd 85000 ordinary shares of £1 Somerset Conservation Ltd (formerly Stansell Conservation Ltd 27550 ordinary shares of £1 Stansell (Builders) Ltd 1100 ordinary shares of £1 650 preference shares of £1 Quantock Finishings Ltd 7000 ordinary shares of £1 R S L (South West) Ltd 5720 ordinary shares of £1 Dyer Ltd 9075 ordinary shares of £1 Rosland Ltd 100 ordinary shares of £1 Woolaway Stansell Ltd 2 ordinary shares of £1 Swindon Services Ltd (formerly Stansell Services Ltd)	100 100 100 100 100 100 100	100 100 100 100 100 100 100	100 100 100 100 100 100 100	£000 612 22 49 1	612 22 49 1 - - 9
SUBSIDIARIES Spiller & Webber Ltd 85000 ordinary shares of £1 Somerset Conservation Ltd (formerly Stansell Conservation Ltd 27550 ordinary shares of £1 Stansell (Builders) Ltd 1100 ordinary shares of £1 650 preference shares of £1 Quantock Finishings Ltd 7000 ordinary shares of £1 R S L (South West) Ltd 5720 ordinary shares of £1 Dyer Ltd 9075 ordinary shares of £1 Rosland Ltd 100 ordinary shares of £1 Woolaway Stansell Ltd 2 ordinary shares of £1 Swindon Services Ltd (formerly Stansell Services Ltd) 1000 ordinary shares of £1	100 100 100 100 100 100 100	100 100 100 100 100 100	100 100 100 100 100 100	£000 612 22 49 1	612 22 49 1
SUBSIDIARIES Spiller & Webber Ltd 85000 ordinary shares of £1 Somerset Conservation Ltd (formerly Stansell Conservation Ltd 27550 ordinary shares of £1 Stansell (Builders) Ltd 1100 ordinary shares of £1 650 preference shares of £1 Quantock Finishings Ltd 7000 ordinary shares of £1 R S L (South West) Ltd 5720 ordinary shares of £1 Dyer Ltd 9075 ordinary shares of £1 Rosland Ltd 100 ordinary shares of £1 Woolaway Stansell Ltd 2 ordinary shares of £1 Swindon Services Ltd (formerly Stansell Services Ltd)	100 100 100 100 100 100 100	100 100 100 100 100 100 100	100 100 100 100 100 100 100	£000 612 22 49 1	612 22 49 1 - - 9
SUBSIDIARIES Spiller & Webber Ltd 85000 ordinary shares of £1 Somerset Conservation Ltd (formerly Stansell Conservation Ltd 27550 ordinary shares of £1 Stansell (Builders) Ltd 1100 ordinary shares of £1 650 preference shares of £1 Quantock Finishings Ltd 7000 ordinary shares of £1 R S L (South West) Ltd 5720 ordinary shares of £1 Dyer Ltd 9075 ordinary shares of £1 Rosland Ltd 100 ordinary shares of £1 Woolaway Stansell Ltd 2 ordinary shares of £1 Swindon Services Ltd (formerly Stansell Services Ltd) 1000 ordinary shares of £1 Stansell & Wells Conservation Ltd	100 100 100 100 100 100 100 100 100	% 100 100 100 100 100 100 100 100	100 100 100 100 100 100 100	£000 612 22 49 1 - - -	612 22 49 1 - - 9

9. FIXED ASSET INVESTMENTS (continued)

	% of	1995 % of issued	1994	<u> 1995</u>	1994
	voting rights	% OI ISSUEU %	caapitai %	£000	£000
TOTAL OF SUBSIDIARIES BROUGHT	FORWARD			694	695
Stansell QVC Limited 21 Ordinary shares of £1	-	-	100%	- 694	55 750
ASSOCIATED COMPANIES					
Blackdown Estates Ltd 208020 ordinary shares of £1 Summerfield Developments (SW)	Ltd	27.2	27.2	11	11
10400 ordinary shares of £1		25.2	25.2	10	10
TOTAL OF ASSOCIATED COMPANIES			22.22	21	21
TOTAL OF INVESTMENTS				715	771 ====

During the year, the investment in Stansell QVC Limited was transferred from the holding company to Stansell (Builders) Limited following an internal group reorganisation.

With the exception of Rosland Limited, (which is incorporated in Gibraltar) and Stansell QVC Limited (which is incorporated in Jersey), all the above companies are registered in England and Wales and operate within Great Britain. Their activities are in building and associated services. All subsidiary undertakings are included in the consolidated accounts.

All shares included in fixed asset investments are fully paid.

10. STOCK AND WORK IN PROGRESS

	Group		Holding company		
	1995	1994	1995	<u> 1994</u>	
	£000	£000	£000	£000	
Work in progress					
Long-term contract balances:					
Net cost less foreseeable losses	_	_	-	-	
Applicable payments on account	_	_	-	-	
••	_	-	-	-	
Short-term contracts:	221	187	_	-	
Developments:	8	58	8	58	
	229	245	8	58	
Stocks: raw materials and consumables	119	126	-	-	
goods for resale	476	517	-	-	
J 					
	824	888	8	58	
	====	===	====	===	

Comparative figures for 1994 have been restated to reflect the reclassification of all contract work in progress as long-term. In accordance with the group's accounting policy for stocks and work in progress set out in note 1 to the financial statements, balances previously disclosed under the heading of work in progress amounting to £1372000 for the group and £277000 for the holding company are now disclosed as amounts recoverable on contracts under the heading of debtors.

11. DEBTORS

	Group		Parent company	
	1995	1994	1995	1994
	£000	£000	£000	£000
Trade debtors	4988	4541	8	33
Amounts recoverable on contracts	7287	7428	50	277
Other debtors	168	307	28	39
Prepayments	88	71	12	2
Cash at bank and in hand	278	39	-	-
Advance corporation tax recoverable				
after 1 year	24	7 7	28	77
Owed by group undertakings	-	-	448	1339
	12833	12463	574	1767
Owed by associated undertakings	53	110	28	_
•				
	12886	12573	602	1767
	=====	====	====	====

12. CREDITORS: Amounts falling due within one year

	Gr	oup	<u>Parent company</u>	
	1995	1994	<u> 1995</u>	<u> 1994</u>
	£000	£000	£000	£000
Bank overdraft	5423	2375	2740	186
Current portion of bank and mortgage loans	50	2375	50	2375
Dividends	_	97	-	97
Advance corporation tax on dividends	-	. 25	-	25
Corporation tax	16	12	-	-
Trade creditors	8851	6343	_	26
Payments on account of contracts	834	364	_	-
Social security and other taxes	398	225	_	-
Hire purchase and leasing obligations	293	356	4	13
Other creditors	96	115	28	65
Accruals and deferred income	271	190	32	37
Owed to group undertakings	_	-	436	98
Owed to associated undertakings	48	110	36	24
			2226	2046
	16280	12587	3326	2946
	=====	====	====	====

13. CREDITORS: Amounts falling due after one year

	<u>Gro</u> 1995 £000	oup 1994 £000	Parent 6 1995 £000	1994 £000
Mortgage loan repayable in monthly instalments until December 2009 Hire purchase and leasing	651	675	651	675
obligations due within 5 years	178	254	9	22
	829	929	660	697
•	====	====	====	====
Analysis of bank and mortgages loans: Borrowings are repayable within:-				
1 year	50	2375	50	2375
1-5 years	300	300	300	300
6-10 years	351	375	351	375
	701	3050	701	3050
	====	====	====	====

The mortgage loan is repayable by monthly instalments over its ten year term. The interest on this loan is also payable monthly and is variable according to bank base rates. At 31 December 1995 the rate was 9.141%.

14. PROVISION FOR LIABILITIES AND CHARGES	<u>Gra</u> 1995 £000	<u>1994</u> £000	Parent c 1995 £000	ompany 1994 £000
The provision for liabilities and charges comprises:-				
Deferred taxation attributable to				
accelerated taxation allowances on capital expenditure	78	93	78	93
Total provided in these accounts	78	93	78	93
•	===	===	===	===
Additional potential liability if property were to be disposed of at revalued				
amounts	383	378	296	301
•				
Full potential liability	461	471	374	394
	===	===	===	===

Deferred taxation has been provided for at 33% (1994: 33%).

The movements in the provision for deferred taxation comprise transfers during the year to and from the profit and loss account taxation charge.

2		_		
15. CALLED UP SHARE CAPITAL	Aut	norised	Allotted	, called
				sued and
				lly paid
	1995	1994	1995	1994
	£000	£000	£000	£000
£1 ordinary shares	951	951	205	205
£1 A preference shares	16	16	16	16
£1 B preference shares	33	33	31	31
	1000	1000	252	252
	====	====	===	===
16. SHAREHOLDERS' FUNDS				
	Group	<u> Holding</u>	Group	<u> Holding</u>
· ·		Company		Company
	<u> 1995</u>	<u> 1995</u>	<u>1994</u>	<u> 1994</u>
Reconciliation of movements				
(Loss)/profit for financial year	(3534)	(1840)	70	516
Dividends	(2)	(2)	(99)	(99)
	(3536)	(1842)	(29)	417
Other recognised gains and	52	2	50	33
losses relating to the year (net) Increase in share of retained profit,	54	4	30	33
arising from the increase of the group's				
share in a subsidiary	_	-	36	_
Share of associated company reserves				
applied in bonus issue of shares in				
earlier years	197	_	_	-
Consolidation adjustment arising on				
merger of subsidiary companies	(55)	-	-	-
	(2242)	(1040)	57	450
Onceden shougheldonel foreds	(3342) 7365	(1840) 3574	7308	3124
Opening shareholders' funds	/365	35/4	7308	312 4
Closing shareholders' funds	4023	1734	7365	3574
and and and and and an answer	====	====	====	====

17. REVALUATION RESERVE				
	Group		Parent company	
	<u>1995</u> £000	<u>1994</u> £000	<u>1995</u> £000	<u>1994</u> £000
At 1 January 1995 Realised gain transferred to	1935	2030	1438	1437
revenue reserve Realised gain transferred to revenue	(22)	(32)	(22)	(32)
reserve by associated company Surplus arising on revaluation of investment	-	(112)		-
property by associated company Surplus on revaluation of	50	17	-	-
investment property Adjustment relating to the cessation of	2	33	2	33
a minority interest	-	(1)	-	
At 31 December 1995	1965 ====	1935 ====	1418	1438 ====
Investment property revaluation reserve	46	44	46	44
Share of associated company investment property revaluation reserve	217	167		_
Other revaluation reserve	1702	1724 	1372	1394
	1965 ====	1935 ====	1418 ====	1438 ====
18. <u>CAPITAL RESERVE</u>	~		5	
	1995	<u>up</u> 1994	<u>Parent (</u> 1995	1994
	£000	£000	£000	£000
At 1 January 1995	791	790	1	1
Share of associated company reserves applied in bonus issue of shares in				
earlier years	197	-	-	<u>-</u>
Adjustment relating to the cessation of a minority interest		1	- .	.
At 31 December 1995	988	791	1	1
	====	====	====	====
19. <u>REVENUE RESERVES</u>	C~0		Daront	company
	<u>Gro</u> 1995	1994	<u>1995</u>	1994
	£000	£000	£000	£000
At 1 January 1995	4387	4236	1883	1434
Retained (loss)/profit for the year	(3536)	(29)	(1842)	417
Consolidation adjustment on merger of subsidiary companies	(55)	-	-	-
Increased share in retained profit of subsidiary arising from an increase in the group's share holding during the year	-	36	-	-
Transferred from revaluation reserve	22	32	22	32
Transferred from associated company's revaluation reserve	_	112	-	-
75 27 December 1005	818	4387	63	1883
At 31 December 1995	==== 818	4387	====	====

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 1995 (continued)

20. SECURITIES

The bank borrowings are secured by fixed charges on property, plant and debtors and by floating charges on other assets of the company and its subsidiaries.

Hire purchase obligations are secured by a fixed charge on the relevant assets.

21. GUARANTEES

The company has guaranteed the bank borrowings of certain subsidiaries. It has also entered into a cross guarantee to secure the borrowings of two associated companies, which at 31 December 1995 amounted to £9516530 (1994: £8275972).

22. CONTINGENT LIABILITIES

At 31 December 1995 indemnities provided by the company's bankers and bond insurers amounted to £3795676 (1994: £2950295). These related to performance bonds provided to local authorities and other undertakings.

23. FINANCIAL COMMITMENTS

At 31 December 1995 and 1994 there were no capital commitments contracted for, neither were there commitments authorised but not contracted for.

24. NET LEASING OBLIGATIONS

Amounts due on assets acquired under hire purchase and finance leases:

		<u> 1995</u>	<u>1994</u>
		£000	£000
Under 1 year 2-5 years		293 178	356 254
Over 5 years		-	
	: · ·	471	610
		===	===

25. PENSION SCHEME

Defined Contribution Scheme

The group operates defined contribution pension schemes. The assets of the schemes are held separately from the group in independently administered funds. The pension cost charge representing the contributions payable by the Company to the funds amounted to £136000 (1994: £128000).

Defined Benefit Scheme

For certain employees the group has operated a pension scheme providing benefits based on final pensionable pay. The members of the scheme are those persons employed by Dyer Limited prior to 29 May 1989. The assets of the scheme are held separately from those of the group, being invested with an insurance company.

25. PENSION SCHEME - continued

Contributions to the scheme are charged to the profit and loss account so as to spread the cost of the pensions over employees' working lives with the company. The contributions are determined by a qualified actuary on the basis of triennial valuations using the projected unit method. The most recent valuation was at 29 May 1994. The assumptions which have the most significant effect on the results of the valuation are those relating to the rate of return on investments and the rates of increase in salaries and pensions;

The actuarial valuation method used to value the liabilities was the "Age Attained Method", and the main assumptions were:

- a. the long term average investment return expected in the future to be 9% pa;
- b. the rate of future salary increase (from both inflation and promotion) to be 7.5% pa;
- c. in deferment, for future leavers, non-GMPs will be increased by 5% pa and GMPs will increase by 7.0% pa;
- d. there will be deaths and withdrawals of members in service;
- e. in payment, GMPs which accrued after 5 April 1988 will increase by 3% pa.

The pension cost charge for the year was £25000 (1994: £11000).

The most recent actuarial valuation showed that the market value of the scheme's assets was £912414 and that the actuarial value of those assets represented 194% of the benefits that had been accrued to members, after allowing for expected future increases in earnings.

In view of anticipated developments in UK pension legislation the amount of the surplus at present shown on the scheme may be subject to revision. It is not practicable to quantify the effect of these anticipated developments on the surplus.

PARENT COMPANY PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 1995

	£	<u>1995</u> £	£	1994 £
TURNOVER COST OF SALES	87513 221681		1726390 1764953	
GROSS MARGIN PERSONNEL COSTS		(134168)		(38563)
Staff Salaries Directors' Salaries Redundancy Costs	33731 120278 -		7854 74682 -	
Pensions Private Medical Insurance	14077 1507	169593	3435 1635	87606
OTHER OPERATING EXPENSES Subscriptions Insurance Advertising Stationery and Printing	4404 250	103333	10299 4900 165	37300
Bank Charges Donations Audit Travelling and Entertaining Sundry Legal and Professional	581 265 4500 2275 24946 30240		698 3220 4500 8492 25524 33246	
Depreciation	8737	76198	10756	101800
		76136		
		(379959)		(227969)
Establishment and Management Charges (net) Net income from shares in subsidiaries Income from Shares in Associates		8700 - 26917		(2223) 568014 27050
Interest Receivable Rebates Received and Debts Recovered Net Rents		79339 13251		19564
Gross Less Expenses	272952 (15404)	257548	301599 (42943)	258656
Provision for losses in subsidiaries Profit on Sale of Assets Amounts written off freehold property		(1580000) 64680 (92000)		1654
				 C4474C
Amounts written off		(1601524)		644746
Interest Payable (LOSS)/PROFIT ON ORDINARY ACTIVITIES		263701		102123
BEFORE TAXATION Tax on Profit on Ordinary Activities		(1865225)		542623
Corporation Tax Transfer (from)/to Deferred Taxation	(10476) (15000)			26422
(LOSS)/PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		(1839749)		516201
DIVIDENDS Preference Ordinary	2097		2097 97146	
Ordinary		2097		99243
RETAINED (LOSS)/PROFIT FOR THE YEAR		(1841846)		416958
TRANSFER FROM REVALUATION RESERVE Realisation on sale of freehold property		22301		31608
		(1819545)		448566
UNAPPROPRIATED PROFIT BROUGHT FORWARD		1883103		1434537
UNAPPROPRIATED PROFIT CARRIED FORWARD		£63558		£1883103

PARENT COMPANY BALANCE SHEET AS AT 31 DECEMBER 1995

	Notes	<u>1995</u> £	199 <u>4</u> £
FIXED ASSETS Tangible assets:			
Freehold property Plant and machinery, etc	7 8	4452171 20385	4671132 43024
Total tangible assets Investments	9	4472556 715074	4714156 771074
TOTAL FIXED ASSETS		5187630	5485230
CURRENT ASSETS Stock and work in progress	10	8396	57955
Debtors	11	601998	1766869
		610394	1824824
CREDITORS - Amounts falling due within one year	12	3326293	2945416
NET CURRENT ASSETS (DEFICIT)		(2715899)	(1120592)
TOTAL ASSETS LESS CURRENT LIABILITY CREDITORS - Amounts falling due	PIES	2471731	4364638
after one year	- 13	659793	697493
		1811938	3667145
PROVISION FOR LIABILITIES AND CHAR	RGES 14	78000	93000
NET ASSETS		£1733938	£3574145 ======
CAPITAL AND RESERVES			
Called up share capital	15	251860	251860
Revaluation reserve	17	1417004	1437666
Capital reserve	18	1516	1516 1883103
Profit and loss account	19	63558	1003103
SHAREHOLDERS' FUNDS	16	£1733938	£3574145
	•	======	======

The Notes on Pages 8 to 21 form part of these financial statements.

E M Williams)
)
Directors

M Blackwell)

These financial statements were approved by the board of directors on 31 July 1996.