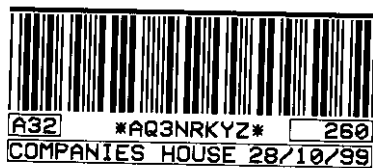


AUTOMEND LIMITED

DIRECTORS' REPORT AND
FINANCIAL STATEMENT

31 DECEMBER 1998

COMPANY REG NO 911334 ENGLAND



AUTOMEND LIMITED

DIRECTORS' REPORT

The directors have pleasure in submitting their report and financial statement for the year ended 31 December 1998.

Activities

The Company has not traded during the year.

Directors

The directors who held office during the year are as follows:

MR A B ARCHER
EVANS HALSHAW MOTORS LIMITED

Resigned 07/05/98
Appointed 07/05/98

No director had any beneficial interest in the shares of the Company at any time during the year.

Auditors

Throughout the year the company was dormant within the meaning of Section 250 of the Companies Act 1985 and, accordingly, no auditors were appointed.

By Order of the Board



H C Sykes
Secretary


20 September, 1999

AUTOMEND LIMITEDBALANCE SHEETAs at 31 December 1998

| | | | 1998 £ | 1997 £ |
|-----------------------------|-------------------|---|-----------|-----------|
| <u>CAPITAL AND RESERVES</u> | | | | |
| | <u>Authorised</u> | <u>Allotted, called up and fully paid</u> | | |
| Share capital | | | | |
| Ordinary | | | | |
| shares of £1 | | | | |
| each | 100 | 12 | 12 | 12 |
| Profit and loss account | | | (12) | (12) |
| | | | <u>-</u> | <u>-</u> |
| | | | <u>-</u> | <u>-</u> |

The company has been dormant (within the meaning of section 250 of the Companies Act 1985) throughout the year ended 31 December 1998.

Approved on behalf of the Board


.....
Evans Halshaw Motors Limited
Director

20 September, 1999

Notes

(forming part of the financial statement)

1. The financial statement has been prepared under the historical cost convention and in accordance with section 228 of, and Schedule 4 to, the Companies Act 1985.
2. The ultimate holding company is Pendragon Plc, a company incorporated in Great Britain and registered in England. Copies of that company's financial statements can be obtained from Neway House, Station Road, Mickleover, Derby DE3 5TZ.