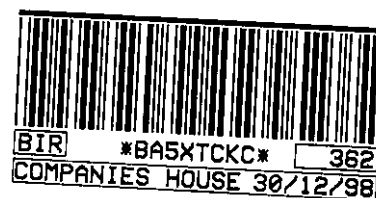


CAMBRIDGE HAND TOOLS LIMITED  
DIRECTORS' REPORT AND ACCOUNTS  
FOR THE YEAR ENDED 31 MARCH 1998

(Registered in England and Wales, Number 938981)



**CAMBRIDGE HAND TOOLS LIMITED**  
**DIRECTORS' REPORT AND ACCOUNTS**  
**FOR THE YEAR ENDED 31 MARCH 1998**

The directors present their report together with the accounts for the year ended 31 March 1998.

Principal Activity and Business Review

The company did not trade during the year.

Directors and Directors' Interests

The directors who have served during the year were as follows:

S H Hayes  
D Abdy

No directors held any beneficial interest in the share capital of the company or any other group company during the year.

Insurance

During the year a group insurance policy was maintained under which cover was provided for directors and certain other officers against possible personal claims against them arising from the company's activities.

Auditors

The company has passed a special resolution not to appoint auditors as the company is dormant within the meaning of Section 250 of the Companies Act 1985.

By order of the Board



S G Wain  
Secretary

31 July 1998

**CAMBRIDGE HAND TOOLS LIMITED**  
**BALANCE SHEET**  
**AT 31 MARCH 1998**

	<u>Note</u>	1998 £	1997 £
CURRENT ASSETS			
Debtors	2	7,086	7,086
CREDITORS : Amounts falling due within one year	3	(2,338)	(2,338)
		-----	-----
NET ASSETS		4,748	4,748
		-----	-----
CAPITAL AND RESERVES			
Called-up share capital	4	5,000	5,000
Profit and loss account		(252)	(252)
		-----	-----
EQUITY SHAREHOLDERS' FUNDS		4,748	4,748
		-----	-----

These accounts were approved by the directors on 31 July 1998.

The company was dormant, within the meaning of Section 250 of the Companies Act 1985 throughout the year.

  
S H Hayes  
Director

**CAMBRIDGE HAND TOOLS LIMITED**  
**NOTES TO THE ACCOUNTS**  
**FOR THE YEAR ENDED 31 MARCH 1998**

1. ACCOUNTING POLICIES

The accounts are prepared under the historical cost convention and in accordance with applicable Accounting Standards.

2. DEBTORS

	1998 £	1997 £
Amounts owed by group undertakings	7,086	7,086
	-----	-----

Amounts owed by group undertakings are wholly due after more than one year.

3. CREDITORS: Amounts falling due after more than one year

Accruals	2,338	2,338
	-----	-----

4. CALLED-UP SHARE CAPITAL

Authorised: 5,000 ordinary shares of £1 each	5,000	5,000
	-----	-----
Allotted, called-up and fully paid: 5,000 ordinary shares of £1 each	5,000	5,000
	-----	-----

5. PROFIT AND LOSS ACCOUNT

During the year the company did not trade, received no income and incurred no expenditure. Consequently the company made neither a profit nor a loss.

6. RELATED PARTY DISCLOSURES

The company is controlled by BI Group Properties Limited (formerly G W Thornton Holdings Limited and G W Thornton Holdings Plc). The ultimate controlling party is The National Industries Co. S.A.K.

The company has taken advantage of the exemption given in Financial Reporting Standard No 8 Related Party Disclosures with respect to inter group disclosures as the group controls at least 90% of the company's voting share capital and the group accounts are publicly available.

**CAMBRIDGE HAND TOOLS LIMITED**  
**NOTES TO THE ACCOUNTS**  
**FOR THE YEAR ENDED 31 MARCH 1998**  
(continued)

7. ULTIMATE PARENT COMPANY AND PARENT UNDERTAKING OF LARGER GROUP

The company is a subsidiary undertaking of The National Industries Co. S.A.K. which is the ultimate parent company incorporated in Kuwait.

The only group in which the results of the company are consolidated is that headed by NIC Holdings (UK) PLC, incorporated in the United Kingdom.