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Churchill Housewares Limited

Directors' report for the year ended 31 December 1997

The directors present their report and the unaudited financial statements for the year ended 31 December 1997.

Principal activities

The company has not traded during the year.

Directors

The directors of the company who have served during the year are listed below:

A D Roper D J S Taylor

Directors' interests

The directors of the company at 31 December 1997 held no interests in the shares of the company at that date. Directors' interests in shares of the ultimate parent company may be found in the directors' report of that company.

Auditors

In accordance with Section 250 of the Companies Act 1985 the company resolved on 11 November 1993 not to appoint auditors.

By order of the board

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D J S Taylor Secretary 18 March 1998

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Balance sheet at 31 December 1997

	Notes	1997	1996
Current assets		£	£
Debtors - amounts due from parent company		1,000	1,000
Net current assets		1,000	1,000
Total assets less current liabilities		1,000	1,000
Net assets		1,000	1,000
		-	
Capital and reserves			
Called up share capital	1	36	36
Profit and loss account		964	964
Equity shareholders' funds		1,000	1,000
			

The company was dormant within the meaning of Section 250 of the Companies Act 1985 throughout the year to 31 December 1997. There have been no significant accounting transactions of the company required to be entered in its accounting records and accordingly no profit and loss account has been prepared.

The accounts have been prepared on the historical cost basis and in accordance with applicable accounting standards.

The financial statements on pages 2 to 3 were approved by the board of directors on 18 March 1998 and were signed on its behalf by:

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D J S Taylor **Director**

The notes on page 3 form part of these financial statements.

Notes to the financial statements for the year ended 31 December 1997

1 Called up share capital

	1997 £	1996 £
Authorised		
100 ordinary shares of £1 each	100	100
Allotted colled up and fully maid		
Allotted, called up and fully paid		
36 ordinary shares of £1 each	36	36

2 Directors' emoluments

The directors received no emoluments for the year ended 31 December 1997.

3 Ultimate parent company

The directors regard Churchill China plc, a company registered in England and Wales, as the ultimate parent company and the ultimate controlling party. According to the register kept by the company, Churchill Tableware Limited has a 100% interest in the ordinary share capital of Churchill Housewares Limited at 31 December 1997. Churchill China plc has a 100% interest in the ordinary share capital of Churchill Tableware Limited. Copies of the ultimate parent's consolidated financial statements may be obtained from its registered office.