

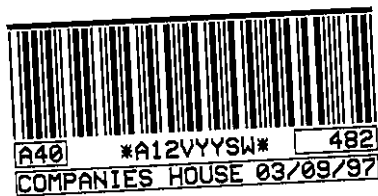
EVANS HALSHAW GROUP PENSION TRUSTEES LIMITED

DIRECTORS' REPORT AND

FINANCIAL STATEMENT

31 DECEMBER 1996

COMPANY REG NO 1834824 ENGLAND



EVANS HALSHAW GROUP PENSION TRUSTEES LIMITED

DIRECTORS' REPORT

The directors have pleasure in submitting their report and financial statement for the year ended 31 December 1996.

Activities

The Company acts as trustee for the Evans Halshaw Group Retirement Benefits Scheme.

Directors

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

MR A G DALE	resigned 30/06/96
MR A B ARCHER	
MR A F SMITH	appointed 01/07/96
MR C D E CAMERON	
MR A J PITT	

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

Mr A B Archer, Mr A F Smith and Mr C D E Cameron are directors of the ultimate parent undertaking, Evans Halshaw Holdings plc, and their interests in the shares of group undertakings are disclosed in the financial statements of that company.

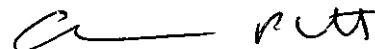
Other directors who held office at the end of the year had the following interests in the Ordinary shares of the ultimate holding company:

	<u>At 31.12.1996</u>	<u>At 31.12.1995</u>
	<u>25p Ordinary</u>	<u>25p Ordinary</u>
MR A J PITT	500	500

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



A J Pitt

Secretary

1 August 1997

EVANS HALSHAW GROUP PENSION TRUSTEES LIMITEDBALANCE SHEETAs at 31 December 1996

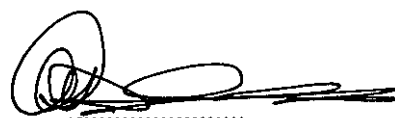
	1996 £	1995 £
CURRENT ASSET - due after one year		
Amount owed by parent undertaking	2	2

CAPITAL AND RESERVES

	<u>Authorised</u>	<u>Allotted, called up and fully paid</u>		
Share capital				
Ordinary				
shares of £1				
each	100	2	2	2

The company has been dormant (within the meaning of section 250 of the Companies Act 1985) throughout the year ended 31 December 1996.

Approved on behalf of the Board



C D E Cameron Director

1 August 1997

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 Evans Halshaw Holdings plc, a company incorporated in Great Britain and registered in England. Copies of that company's financial statements can be obtained from 4 Highlands Court, Cranmore Avenue, Shirley, Solihull, West Midlands B90 4LE.