CTL NOMINEES LIMITED

REPORT AND ACCOUNTS

FOR THE YEAR TO 30 SEPTEMBER 1998

A26 *ACQ12BGG* 399

CTL NOMINEES LIMITED

BOARD OF DIRECTORS

R M Entwistle FCIB Lord Donald Graham MBCS

SECRETARY

W J Stanworth CA

REGISTERED OFFICE

42 Pall Mall London SW1Y 5JG Telephone: 0171 839 4615 Telex: 25338

Fax: 0171 839 5994

DIRECTORS' REPORT

The directors have pleasure in presenting their annual report and accounts for the year ended 30 September 1998.

PRINCIPAL ACTIVITIES

The directors, who consider the company to be dormant, have only submitted modified accounts under Section 247 of the Companies Act 1985 and have not appointed auditors to the company, as allowed by Section 252 of the Companies Act 1985.

PARENT COMPANY

The company's ultimate parent company is The Royal Bank of Scotland Group plc, which is registered in Scotland.

DIRECTORS

Mr Entwistle who held office as a director at 30 September 1998 will retire by rotation and, being eligible, will offer himself for re-election at the Annual General Meeting on 14 December 1998.

By order of the Board

Secretary

16 November 1998

CTL NOMINEES LIMITED BALANCE SHEET AS AT 30 SEPTEMBER 1998

	1998 £	30 September 1997 £
CURRENT ASSETS		
Due from holding company	<u>100</u>	<u>100</u>
CAPITAL AND RESERVES		
Called up share capital	<u>100</u>	<u>100</u>

CTL Nominees Limited was dormant, within the meaning of Section 252 of the Companies Act 1985, throughout the year ended 30 September 1998.

R M Entwistle, Director

Lord Donald Graham, Director

16 November 1998