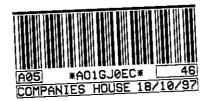
SMB Hire Limited

Report and Accounts

31 December 1996



Registered No. 1958210

DIRECTORS

G Birchmore

B Birchmore

SECRETARY

F Egbeare

AUDITORS

Ernst & Young

Broadwalk House

Southernhay West

Exeter

EX1 1LF

SOLICITORS

Bevan Ashford

Curzon House

Southernhay West

Exeter

EX4 3LY

BANKERS

Barclays Bank plc

20 High Street

Exeter

EX4 3LL

REGISTERED OFFICE

Matford Park Road

Marsh Barton Industrial Estate

Exeter

EX2 8FD

DIRECTORS' REPORT

The directors present their report and accounts for the year ended 31 December 1996.

RESULTS AND DIVIDENDS

The company had no transactions during the year. The expenses of the company have been met by the holding company.

DIRECTORS AND THEIR INTERESTS

The directors of the company during the year were as follows:

G Birchmore

B Birchmore

The directors had no interests in the ordinary share capital of the company. The interests of the directors in the share capital of the parent company are as disclosed in the Directors' Report of Group SMB Limited.

DIRECTORS' RESPONSIBILITIES FOR THE ACCOUNTS

Company law requires the directors to prepare accounts for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing those accounts, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the accounts comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

AUDITORS

A special resolution not to appoint auditors will be put to the members at the Annual General Meeting.

By order of the board

27.2.97

Fred Egbeare

Secretary

II ERNST & YOUNG

REPORT OF THE AUDITORS to the members of SMB Hire Limited

We have audited the accounts on pages 5 to 7 which have been prepared under the historical cost convention and on the basis of the accounting policies set out on page 6.

Respective responsibilities of directors and auditors

As described on page 3 the company's directors are responsible for the preparation of the accounts. It is our responsibility to form an independent opinion, based on our audit, on those accounts and to report our opinion to you.

Basis of opinion

We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the accounts. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the accounts, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the accounts are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the accounts.

Opinion

In our opinion the accounts give a true and fair view of the state of the company's affairs as at 31 December 1996 and have been properly prepared in accordance with the Companies Act 1985.

Ernst & Young Chartered Accountants Registered Auditor

Exeter

27 February 1997

BALANCE SHEET at 31 December 1996

| | Notes | 1996 £ | 1995 £ |
|--|----------|-----------|---------------|
| CURRENT ASSETS Debtors | 8 | 5,518 | 5,518 |
| CREDITORS: amounts falling due within one year | 9 | 63,634 | 63,634 |
| NET CURRENT LIABILITIES | | (58,116) | (58,116) |
| TOTAL ASSETS LESS CURRENT LIABILITIES | | (58,116) | (58,116) |
| CAPITAL AND RESERVES Called up share capital Profit and loss account (deficit) | 10 11 | (58,118) | 2 (58,118) |
| Mar Richard | | (58,116) | (58,116) |

Greg Birchmore

Director

27/2/97

NOTES TO THE ACCOUNTS

at 31 December 1996

1 PROFIT AND LOSS ACCOUNT

The company had no transactions during this or the prior year and has made neither a profit nor a loss. No profit and loss account has therefore been prepared.

2 ACCOUNTING POLICIES

Accounting convention

The accounts are prepared under the historical cost convention.

3 DEBTORS

4

| | 1996 | 1995 |
|--|--------|--------|
| | £ | £ |
| Amounts owed by group companies | 5,518 | 5,518 |
| | | |
| CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR | | |
| | 1996 | 1995 |
| | £ | £ |
| Amounts due to group companies | 63,634 | 63,634 |

5 SHARE CAPITAL

| | | Authorised | | Allotted, called up and fully paid | |
|----------------------------|------|------------|------|---------------------------------------|--|
| | 1996 | 1995 | 1996 | 1995 | |
| | £ | £ | £ | £ | |
| Ordinary shares of £1 each | 100 | 100 | 2 | 2 | |
| | | | | | |

63,634

63,634

6 ULTIMATE PARENT COMPANY

The ultimate parent company is Group SMB, a company registered in England.