

**CUSTOMLOOK LIMITED****DIRECTORS' REPORT****(registered number 2029103)**

The directors submit their annual report and the accounts for the year ended 31st August 1996.

The company did not trade during the year or the preceding year, incurred no liabilities and consequently, made neither profit nor loss. Any expenses have been met by other group companies. No change in the company's position has arisen.

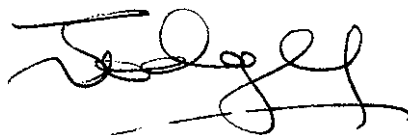
Details of directors during the year and their interests in the share and loan capital of the ultimate parent undertaking, The Burton Group plc, are as follows:

	<u>At 31st August 1996</u>			<u>Options granted / exercised</u>		<u>At 3rd September 1995</u>	
	<u>Provisional</u>	<u>Ordinary shares of 10p each</u>		<u>during the year</u>		<u>Ordinary shares of 10p each</u>	
	<u>Share Allocation</u>	<u>Shares</u>	<u>Options</u>	<u>Granted</u>	<u>Exercised</u>	<u>Shares</u>	<u>Options</u>
DN Brown	4,327	100	72,915	18,956	-	-	53,959
J Hodges	4,214	25,033	74,679	2,736	-	45,933	71,943
IP Jackman	20,192	336,970	110,054	-	455,120	-	565,174

None of the directors had an interest in the share capital of the company or received any remuneration in respect of his services to the company. The provisional share allocations were made under the Long Term Share Plan operated by The Burton Group plc.

On behalf of the Board

J Hodges, Secretary  
10th February 1997



Registered Office:  
214 Oxford Street  
London W1N 9DF

**BALANCE SHEET - 31ST AUGUST 1996**

FIXED ASSET - Investment in subsidiary undertaking (note 2)	£20,000
CREDITORS - Amount due to parent undertaking	<u>£(19,998)</u>
	<u>£2</u>

	<u>Authorised</u>	<u>Issued and fully paid</u>
CALLED UP SHARE CAPITAL - Ordinary shares of £1 each (Shareholders' funds)	<u>£100</u>	<u>£2</u>

Notes

- The accounts have been prepared under the historical cost convention and in accordance with applicable accounting standards.
- The company's investment is in High Street Property Investments Limited (HSPI), a dormant company registered in England. No income arose on this during the year. The issued share capital of HSPI comprises 52 £1 'B' Ordinary shares and 19,948 £1 pref shares held by the company and 52 £1 'A' Ordinary shares held by another group company. Group accounts have not been prepared as the company is a wholly owned subsidiary of The Burton Group plc. In the opinion of the directors the company's investment is worth not less than the amount stated in the accounts.
- The ultimate parent undertaking is The Burton Group plc. Copies of the accounts of The Burton Group plc may be obtained by writing to the secretary, at 214 Oxford Street, London, W1N 9DF.
- The company was dormant (within the meaning of Section 252 of the Companies Act 1985) throughout the year ended 31st August 1996.

Approved by the Board on 10th February 1997.

  
DN Brown, Director

