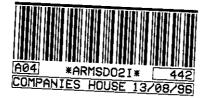
DIRECTORS' REPORT AND FINANCIAL STATEMENTS

31 DECEMBER 1995

COMPANY REG NO 2105788 ENGLAND



DIRECTORS' REPORT

The directors have pleasure in submitting their report and financial statements for the year ended 31 December 1995.

<u>Activities</u>

The Company has not traded during the year.

Directors

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

MIR A	R	ARCHER		
1.116 2.1		111011111		24 /42 /05
MR A	G	DALE	Resigned	31/12/95
1114	_			24 /02 /05
MR D	J.	BAKER	Resigned	31/03/93

The directors who held office at the end of the year had the following interests inthe ordinary shares of the ultimate holding company:

	<u>At 31/12/1995</u> 25p Ordinary	<u>At 31/12/1994</u> 25p Ordinary
MR A G DALE	1,818,348	1,808,348
MR A B ARCHER	1,793,348	1,783,348

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

and

A J Pitt <u>Secretary</u>

20 March 1996

PROFIT AND LOSS ACCOUNT

Year ended 31 December 1995

	Year Ended 31 December 1995	15 Month Ended 31 December 1994
	£	£
Administrative expenses	_	1,658
Operating profit		1,658
Profit on ordinary activities before and after taxation and retained for the year		1,658
	========	========

The company has no recognised gains or losses (1994: £nil) other than those reflected in its profit and loss account.

The profit and loss account is prepared on an unmodified historical cost basis.

Movement in shareholders' funds are shown in note 2.

All results relate to discontinued operations.

BALANCE SHEET

As at 31 December 1995

	1995 £	1994 £
Creditors: Amounts falling due after one year		
Loans from parent and fellow subsidiary undertakings	(17,797) ======	(17,797)

CAPITAL AND RESERVES

	Authorised	Allotted, called up and fully paid		
Ordinary Share of £1 each	s 1,000	2	2	2
Profit and los	s account		(17,799)	(17,799)
			(17,797)	(17,797)

The company has been dormant (within the meaning of section 250 of the Companies Act 1985) throughout the year ended 31 December 1995.

Approved on behalf of the Board

B Archer Director

20 March 1996

<u>Notes</u>

(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 Shareholder' funds

	1995 £	1994
Retained profit for year		1,658
Opening Shareholders' funds	(17 , 797)	(19,455)
Closing Shareholders' funds	(17 , 797)	(17,797)

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