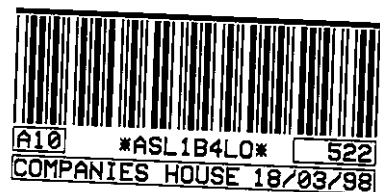


QUADRANT RENTALS LIMITED

(Formerly Quadrant Europe Limited)

Registered Number: 2192181

**Report and Accounts
for the year ended 31 May 1997**



Quadrant Rentals Limited
(Formerly Quadrant Europe Limited)
Registered Number: 2192181

Report of the Directors for the 15 months ended 31 May 1997

The Directors present their report together with the accounts for the 15 months ended 31 May 1997.

Activities and Results

The company has not traded during the year and has made neither profit nor loss.

Directors

The directors who served during the period were:

R C Singleton	
S G Hope	Resigned 2 January 1997
G Robinson	Appointed 2 January 1997
Fotovalue Limited	

Directors' Interests in Shares

None of the directors had any interest in the shares of the Company during the year.

The interests Mr R C Singleton in the shares of the parent undertaking, Quadrant Group Plc, were as follows:

	31 May 1997		29 February 1996	
	20p each		10p each	
Ordinary Shares	<u>2,750</u>		<u>55,000</u>	
Share Options	31 May 1997		29 February 1996	
Exercisable Between	Price	Number	Price	Number
	£		£	
July 1994 to July 2001	16.80	1,000	0.84	20,000
June 1995 to June 2002	7.20	1,250	0.36	25,000
November 1995 to November 2002	4.00	2,250	0.20	45,000
June 1996 to November 2003	3.80	2,500	0.19	50,000

Quadrant Rentals Limited
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Report of the Directors for the 15 months ended 31 May 1997 (Continued)

Auditors

Under the provisions of Section 252 of the Companies Act 1985, the Director does not propose to appoint auditors while the company remains dormant.

By Order of the Board

A handwritten signature in black ink, appearing to read 'G. Robinson', with a stylized flourish at the end.

G Robinson
Secretary

13 March 1998

Quadrant Rentals Limited
(formerly Quadrant Europe Limited)

Balance Sheet as at 31 May 1997

	Note	1997 £	1996 £
Current Assets			
Amount due from ultimate parent company/ Fellow subsidiary		<u>100</u>	<u>100</u>
Capital And Reserves			
Called up Share Capital	4	<u>100</u>	<u>100</u>

The Company was a dormant company within the meaning of Section 252 of the Companies Act 1985 throughout the 15 months ended 31 May 1997.

Approved by the Board on 13 March 1998.



Director



Director

Quadrant Rentals Limited
(formerly Quadrant Europe Limited)

Notes to the Accounts for the year ended 31 May 1997

1. Principle Accounting Policies

The accounts have been prepared in accordance with applicable Accounting Standards in the United Kingdom.

Basis of Accounting

The accounts are prepared in accordance with the historical cost convention.

2. Profit and Loss Account

The company has not traded during the year and accordingly a profit and loss account has not been prepared.

3. Director's Emoluments

The director received no emoluments during the year.

4. Share Capital

	1996		1995	
	Number	Value	Number	Value
Ordinary shares of £1 each:				
Authorised	<u>1,000</u>	<u>£1,000</u>	<u>1,000</u>	<u>£1,000</u>
Allotted, called up and fully paid	<u>100</u>	<u>£100</u>	<u>100</u>	<u>£100</u>

5. Ultimate Holding Company

The company's ultimate holding company is Quadrant Group PLC, which is incorporated in England and Wales. A copy of the holding company's consolidated accounts may be obtained from Quadrant Group plc, North Court House, Morton Bagot, Studley, Warwickshire B80 7EL.