ANNUAL REPORT

FOR THE YEAR ENDED 31 DECEMBER 1995

REGISTERED NUMBER: 2277333



DIRECTORS' REPORT

The directors present their report and the audited financial statements of the company for the year ended 31 December 1995.

DIRECTORS

The directors who served during the year were:

P P Bowcock E W Hodkinson

REVIEW OF THE BUSINESS

During the year the company has not traded, has not incurred any liabilities and consequently has incurred neither profit nor loss.

DIRECTORS INTEREST

No director has any beneficial interest in the share capital of the company during the year ended 31 December 1995.

AUDITORS

A resolution proposing the re-appointment of Coopers & Lybrand as auditors to the company will be put to the Annual General Meeting.

BY ORDER OF THE BOARD

N McFADDEN

Secretary

22 JANUARY 1996

N.N. Lare

STATEMENT OF DIRECTOR'S RESPONSIBILITIES

Company law requires the directors to prepare financial statements 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 financial statements, the directors are required to:-

- select suitable accounting policies and then apply them consistently;
- * make judgements and estimates that are reasonable and prudent;
- * state whether applicable accounting standards have been followed;
- * prepare the financial statements 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 financial statements 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.

BY ORDER OF THE BOARD

P P BOWCOCK

Chairman

22 JANUARY 1996

REPORT OF THE AUDITORS TO THE MEMBERS OF LEEK UNITED ENTERPRISES LIMITED

We have audited the financial statements on page 4.

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS

As described on page 2 the company's directors are responsible for the preparation of financial statements. It is our responsibility to form an independent opinion, based on our audit, on those statements 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 financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, 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 financial statements are free from material misstatement, whether caused by fraud or other irregularities or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

OPINION

In our opinion the financial statements give a true and fair view of the state of the company's affairs at 31 December 1995 and have been properly prepared in accordance with the Companies Act 1985.

COOPERS & LYBRAND

Chartered Accountants and Registered Auditors

Birmingham

22 JANUARY 1996

BALANCE SHEET At 31 December 1995

AN ST BOOMBOT 1995	1995	1994
	£	£
Cash at Bank and in Hand	100	<u>100</u>
	100	<u>100</u>
	£	£
Called up Share Capital Authorised, issued and fully paid:		
Ordinary shares of £1 each	<u>100</u>	100
	100	100

NOTES:

1. Accounting policies - Basis of accounting.

The financial statements have been prepared in accordance with applicable Accounting Standards in the United Kingdom and under the historical cost convention.

- 2. During the year the company has not traded, has not incurred any liabilities and, consequently, has made neither profit nor loss.
- 3. None of the directors received any emoluments in respect of their services to the company.
- 4. At 31 December 1995 the company was a direct wholly owned subsidiary of Leek United Building Society.

P P BOWCOCK

Directors

E W HODKINSON)

22 JANUARY 1996

- 4 -