

Registered Number 2791465

HALIFAX NOMINEES LIMITED
Formerly Halifax Shared Ownership Limited

DIRECTORS' REPORT AND ACCOUNTS

11 MONTHS ENDED 31ST DECEMBER 1996



HALIFAX NOMINEES LIMITED
Formerly Halifax Shared Ownership Limited

DIRECTORS' REPORT AND ACCOUNTS

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HALIFAX NOMINEES LIMITED
Formerly Halifax Shared Ownership Limited

DIRECTORS AND COMPANY INFORMATION

DIRECTORS

D J McPherson
A Selman
D J Walkden

SECRETARY

S J Rosbrook

REGISTERED OFFICE

Trinity Road
HALIFAX
HX1 2RG

AUDITORS

KPMG Audit Plc
1 The Embankment
Neville Street
LEEDS
LS1 4DW

HALIFAX NOMINEES LIMITED
Formerly Halifax Shared Ownership Limited
DIRECTORS' REPORT

The directors present their Report and Accounts for the 11 months ended 31st December 1996.

PRINCIPAL ACTIVITY, RESULTS AND DIVIDEND

The company has not traded during the period and has therefore received no income and incurred no expenditure. Consequently, the company made neither a profit nor a loss. The directors do not recommend the payment of a dividend.

CHANGE OF OWNERSHIP

On 28th November 1996, the ultimate ownership of the Company changed from M S Lodge to Halifax Building Society.

CHANGE OF NAME

On 24th September 1996, the Company changed its name to Halifax Nominees Limited.

DIRECTORS AND DIRECTORS' INTERESTS

The directors who served during the period were as follows:

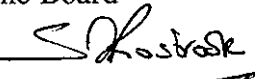
M S Lodge (Resigned 28th November 1996)
D J McPherson
A Selman (Appointed 28th November 1996)
D J Walkden (Appointed 28th November 1996)

Up to the 28th November 1996 M S Lodge held two shares in the Company.

AUDITOR AND ANNUAL GENERAL MEETINGS

Pursuant to a resolution passed by the members the company has elected to dispense with the holding of Annual General Meetings, of laying accounts and reports before the company in General Meeting and with the obligation to reappoint the auditor annually.

By Order of the Board

S J Rosbrook 
SECRETARY

Trinity Road
HALIFAX
HX1 2RG

20th February 1997

HALIFAX NOMINEES LIMITED
Formerly Halifax Shared Ownership Limited
STATEMENT OF DIRECTORS' RESPONSIBILITIES

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;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the accounts;
- 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 have a general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

**REPORT OF THE AUDITOR
TO THE MEMBERS OF HALIFAX NOMINEES LIMITED
Formerly Halifax Shared Ownership Limited**

We have audited the accounts on pages 6 to 7.

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITOR

As described on page 4, the company's directors are responsible for the preparation of 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 31st December 1996 and of its result for the period then ended and have been properly prepared in accordance with the Companies Act 1985.



KPMG Audit Plc
Chartered Accountants
Registered Auditor

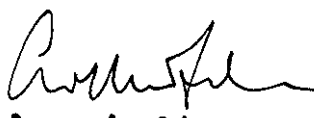

20th February 1997

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Neville Street
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LS1 4DW

HALIFAX NOMINEES LIMITED
Formerly Halifax Shared Ownership Limited
BALANCE SHEET AS AT 31ST DECEMBER 1996

		31st December 1996	31st January 1996
	Note	£	£
CURRENT ASSETS			
Cash at bank and in hand		<u>2</u>	<u>2</u>
CAPITAL AND RESERVES			
Called up share capital	3	<u>2</u>	<u>2</u>

The Accounts were approved by the Board of Directors on 7th February 1997 and were signed on its behalf by:

 A SELMAN)
 D J WALKDEN) DIRECTORS

The notes on page 7 form part of these Accounts.

HALIFAX NOMINEES LIMITED
Formerly Halifax Shared Ownership Limited
NOTES TO THE ACCOUNTS
FOR THE 11 MONTHS ENDED 31ST DECEMBER 1996

1. PROFIT AND LOSS ACCOUNT

During the financial period and the preceding financial period the company received no income and incurred no expenditure and consequently there is neither a profit nor a loss to report.

2. ACCOUNTING POLICIES

2.1 BASIS OF PREPARATION

These accounts have been prepared in accordance with applicable accounting standards and have been drawn up under the historical cost convention.

3. CALLED UP SHARE CAPITAL

	31st December 1996 £	31st January 1996 £
Authorised		
1,000 ordinary shares of £1	<u>1,000</u>	<u>1,000</u>
Allotted, called up and fully paid		
2 ordinary shares of £1 each	<u>2</u>	<u>2</u>

4. ULTIMATE PARENT UNDERTAKING

The company is a wholly owned subsidiary undertaking of Halifax Building Society, which is registered in England and operates in the United Kingdom. Copies of the Accounts of Halifax Building Society can be obtained from Trinity Road, Halifax, West Yorkshire, HX1 2RG, which is its principal place of business.