HERITAGE GREAT BRITAIN PLC

REPORT OF DIRECTORS AND BALANCE SHEET AS AT 31st January 1999

DIRECTOR'S REPORT

It was reported by the sole Director of the Company, that the Company has never traded and has therefore taken advantage of the provisions of s.252 Companies Act 1985 and is accordingly not appointing any Auditors.

The Company was dormant throughout the period from 1 February 1998 to 31 January 1999

BALANCE SHEET

Issued share capital - £2.00. Inter-Company indebtedness - £2.00.

Director

1 April 1999

