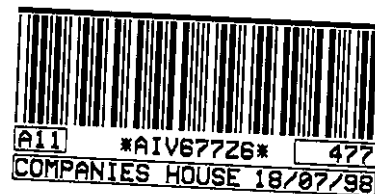


SENIOR ENGINEERING EXECUTIVE TRUSTEE LIMITED
(Formerly Senior Engineering Trustees Ltd)
Registered No. 2861142

ACCOUNTS - 31 DECEMBER 1997
TOGETHER WITH DIRECTORS' REPORT



SENIOR ENGINEERING EXECUTIVE TRUSTEE LIMITED
(Formerly Senior Engineering Trustee Ltd)

REPORT OF THE DIRECTORS

The Directors have pleasure in presenting their report and accounts for the year ended 31 December 1997.

BUSINESS REVIEW:

The Company has not traded during the year and accordingly no Profit and Loss Account is presented. There is no current intention that it should trade in the future. Any expenses have been met by the ultimate holding company, Senior Engineering Group plc.

DIRECTORS:

The following Directors have held office during the year:

J R Kerr-Muir
T B Garthwaite
A B Johnston (appointed 26 November 1997)
R Norton
A R Parrish (appointed 27th January 1997)
N V Turnbull

The directors who held office at 31 December 1997 had no interests in the shares of the Company other than by virtue of their interests in the shares of Senior Engineering Group plc. The beneficial interests of J R Kerr-Muir, T B Garthwaite, A R Parrish and N V Turnbull are disclosed in the accounts of Senior Engineering Group plc. The beneficial interests of the other directors in the 10p ordinary shares of Senior Engineering Group plc are as follows:

	Shares 31 December 1997	Shares 31 December 1996 (or date of appointment)
A B Johnston	500	500
R Norton	7,375	7,375

At 31 December 1997 A B Johnston held the following options to subscribe for shares in Senior Engineering Group plc:

	31 December 1997	Date of Appointment	Exercise period	Subscription price (pence)
Sharesave options	2,131	2,131	6 months to 30 April 2003	129.50

CHANGE OF NAME:

On 3 March 1997 the company changed its name from Senior Engineering Trustee Ltd to Senior Engineering Executive Trustee Limited.

AUDITORS:

The Directors are of the opinion that the Company satisfies the conditions laid down in Section 250 of the Companies Act 1985 and that it is entitled to the benefits of the exemptions for individual accounts applicable in the case of a small company which has been dormant since the end of the financial year. Accordingly the provisions of Section 384 of the Companies Act 1985 do not apply and no Auditors will be appointed until such time as the Company is no longer dormant.

Registered Office

Senior House
59/61 High Street
Rickmansworth
Herts WD3 1RH

30 June 1998

BY ORDER OF THE BOARD

A handwritten signature in dark ink, appearing to read 'F H Fermor', with a long horizontal flourish extending to the right.

F H Fermor
Secretary

SENIOR ENGINEERING EXECUTIVE TRUSTEE LIMITED
(Formerly Senior Engineering Trustee Ltd)

BALANCE SHEET - 31 DECEMBER 1997

	<u>Notes</u>	<u>1997</u> £	<u>1996</u> £
CURRENT ASSETS			
Due from parent	1	<u>3</u>	<u>3</u>
CAPITAL AND RESERVES			
Called up share capital	2	<u>3</u>	<u>3</u>

The Company was dormant, within the meaning of Section 250 of the Companies Act 1985, throughout the financial year ending 31 December 1997.

APPROVED ON BEHALF OF THE BOARD ON 30 JUNE 1998.

J R Kerr-Muir)

) Directors

T B Garthwaite)

NOTES TO THE BALANCE SHEET - 31 DECEMBER 1997

1. OWNERSHIP OF THE COMPANY:

The Company is a wholly-owned subsidiary undertaking of Senior Engineering Investments Ltd registered in England.

The Company's ultimate holding company is Senior Engineering Group plc registered in England.

2. CALLED UP SHARE CAPITAL:

The share capital comprises 100 authorised shares of £1 each of which 3 ordinary shares are issued and fully paid.

3. DIRECTORS' REMUNERATION:

None of the Directors received any emoluments from the Company during the year.

4. PROFIT AND LOSS ACCOUNT:

The Company did not trade during either of the last two financial years and accordingly no Profit and Loss Account is presented.