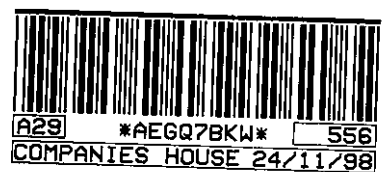


BH No 1 LIMITED
(formerly Aon Bain Hogg Limited)

FINANCIAL STATEMENTS

31 DECEMBER 1997

Registered number: 2915896



BH No 1 LIMITED

**REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 1997**

| | | |
|-----------|-----------------|-------------------------------|
| Director: | M D Conway | (resigned 23 May 1997) |
| | E R C Cruttwell | (appointed 23 May 1997) |
| | R H Jones | (appointed 22 September 1997) |

Secretary: P M Davidson

Registered Office: Lloyds Chambers, 1 Portsoken Street, London, E1 8DF.

The directors present their report together with the financial statements for the year ended 31 December 1997.

COMPANY NAME

On 24th May 1997 the name of the company was changed to BH No. 1 Limited.

PROFIT AND LOSS ACCOUNT

The company has been dormant throughout the year and accordingly it has made neither a profit nor a loss. Consequently, neither a profit and loss account nor a statement of recognised gains and losses has been prepared.

DIRECTORS

The directors who served during the year and to the date of this report are set out above.

DIRECTORS' INTERESTS

There are no directors' interests requiring disclosure under the Companies Act 1985.

By order of the Board



P M Davidson
Secretary
14 November 1998

BH No 1 LIMITED

**STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT
OF THE FINANCIAL STATEMENTS**

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 year. 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, subject to any material departures disclosed and explained in the financial statements; and
- 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.

BH No 1 LIMITED

BALANCE SHEET AS AT 31 DECEMBER 1997

| | <u>Note</u> | <u>1997</u> £ | <u>1996</u> £ |
|---|-------------|------------------|------------------|
| CURRENT ASSETS | | | |
| Debtors: Amount owed by group undertaking | | <u>2</u> | <u>2</u> |
| CAPITAL AND RESERVES | | | |
| Called up ordinary share capital | 2 | <u>2</u> | <u>2</u> |

The company was dormant (within the meaning of section 250 (3) of the Companies Act 1985) throughout the year ended 31 December 1997.

The financial statements were approved by the Board of Directors on 14 November 1998.



E R C Cruttwell Director

BH No 1 LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 1997**

1. ACCOUNTING POLICIES

These financial statements have been prepared in accordance with applicable accounting standards. The significant accounting policies adopted are described below.

Accounting convention

These financial statements have been prepared under the historical cost convention.

Financial statement presentation

The company has not traded during the year and, accordingly, has made neither a profit nor a loss. Consequently, no profit and loss account, statement of recognised gains and losses or cash flow statement have been prepared.

All expenses, including directors' remuneration, have been borne by other group companies. The company has no employees (1996: nil).

| | 1997 | 1996 |
|-------------------------------------|------------|------------|
| | £ | £ |
| 2. CALLED UP SHARE CAPITAL | | |
| Authorised: | | |
| Ordinary shares of £1 each | <u>100</u> | <u>100</u> |
| Allotted, called up and fully paid: | | |
| Ordinary shares of £1 each | <u>2</u> | <u>2</u> |

3. PARENT UNDERTAKINGS AND CONTROLLING PARTY

The immediate parent undertaking is Bain Hogg Group Limited, a company registered in England and Wales.

The ultimate parent undertaking and controlling party is Aon Corporation, a company incorporated in the State of Delaware, United States of America.

The parent undertaking of the largest group, which contains the company, and for which group financial statements are prepared, is Aon Corporation.

The parent undertaking of the smallest such group is Aon UK Holdings Limited, a company registered in England and Wales.

Copies of the group financial statements of Aon Corporation are available from the Securities and Exchange Commission, Division of Corporation Finance, 450 Fifth Street NW, Washington DC, 20549-1004, United States of America.

Copies of the group financial statements of Aon UK Holdings Limited are available from Companies House, Crown Way, Maindy, Cardiff, CF4 3UZ.