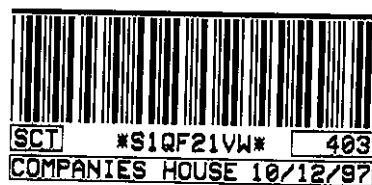


Directors' Report and Accounts

ARCO ATHOLL LIMITED

28 February 1997

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ARCO ATHOLL LIMITED

DIRECTORS' REPORT

Directors	Tom Martin MA, JP S Martin MA, FCA G S West J S Martin CA R W Davison
Secretary	J S Martin CA
Registered Office	Heatherhouse Industrial Estate Irvine KA12 8LG
Company Number	26772

The Directors present their report and the audited accounts for the year ended 28 February 1997.

PRINCIPAL ACTIVITIES

The Company is an investment holding company and did not trade during the year.

RESULTS AND DIVIDENDS

During the year a dividend of £205,000 was paid to the parent company.

DIRECTORS' INTERESTS

The Directors of the Company throughout the year ended 28 February 1997 were those listed above.

None of the Directors or their families has any beneficial interest in the shares of the Company. Messrs Tom Martin, S Martin and J S Martin are Directors of the parent company, ARCO Limited, in whose accounts their interests in that Company are shown. There are no other declarable interests.

CLOSE COMPANY PROVISIONS

The Company is a close company within the meaning of the Income and Corporation Taxes Act 1988.

By order of the board



Secretary

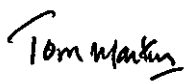

16 June 1997

ARCO ATHOLL LIMITED

BALANCE SHEET - 28 February 1997

	Note	<u>1997</u> £	<u>1996</u> £
CURRENT ASSETS			
Amount owed by parent company	3	2,189,038	2,394,038
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>£2,189,038</u>	<u>£2,394,038</u>
CAPITAL AND RESERVES			
Share capital	1	98,700	98,700
Reserves	2	2,090,338	2,295,338
		<u>£2,189,038</u>	<u>£2,394,038</u>

The company was dormant within the meaning of Section 252 of the Companies Act 1985 throughout the year ended 28 February 1997.


 Tom Martin

 S Martin

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) Directors
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16 June 1997

ARCO ATHOLL LIMITED

NOTES TO THE ACCOUNTS - 28 February 1997

1 SHARE CAPITAL

	<u>Authorised</u>		<u>Allotted, Called up and Fully paid</u>	
	<u>1997</u>	<u>1996</u>	<u>1997</u>	<u>1996</u>
Deferred shares of £1 each	9,400	9,400	9,400	9,400
Ordinary shares of £1 each	89,300	89,300	89,300	89,300
	<hr/>	<hr/>	<hr/>	<hr/>
	<u>£98,700</u>	<u>£98,700</u>	<u>£98,700</u>	<u>£98,700</u>

2 RESERVES

	<u>Capital Reserve</u>	<u>Share Premium</u>	<u>Retained Profit</u>	<u>Total</u>
At 29 February 1996	30,798	500	2,264,040	2,295,338
Dividend	-	-	205,000	205,000
	<hr/>	<hr/>	<hr/>	<hr/>
	<u>30,798</u>	<u>500</u>	<u>2,059,040</u>	<u>2,090,338</u>

3 PARENT COMPANY

The parent company of the group of undertakings for which group accounts are drawn up and of which the company is a member is ARCO Limited, registered in England and Wales.