Skelly's Limited

Report and Accounts

31 December 1997





Registered No. 105552

DIRECTORS

J M Ritchie J R Witt

SECRETARY

A I Ward

REGISTERED OFFICE

Windsor House Cornwall Road Harrogate HG1 2PW

DIRECTORS' REPORT

The directors present their report and the accounts for the year ended 31 December 1997.

PRINCIPAL ACTIVITY AND REVIEW OF THE BUSINESS

The company has not traded during the year.

DIRECTORS AND THEIR INTERESTS

The present directors of the company are shown on page 1. J M Ritchie and J R Witt were appointed as directors on 24 December 1997 and 8 January 1998 respectively. M G Williamson and J R Atkin resigned on the 23 December 1997 and 8 January 1998 respectively.

According to the register maintained as required under the Companies Act 1985, neither of the directors who held office at the year end had any interest in the share capital of the company.

J R Atkin was a director of the immediate parent undertaking, Appleyard Group PLC, at 31 December 1997 and his interests in the share capital of that company are shown in its accounts. J M Ritchie has no interests in the share capital of Appleyard Group PLC.

None of the directors in office at the year end had any interests in the shares of any other group company which require notification to the company in accordance with the provisions of Section 324 of the Companies Act 1985.

By order of the board

A I Ward Secretary

22 APRIL 1998

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE ACCOUNTS

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; and
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the accounts.

The directors confirm that they have complied with the above requirements.

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 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.

BALANCE SHEET at 31 December 1997

	Notes	1997 £000	1996 £000
CURRENT ASSETS			
Debtors	3	250	250
CAPITAL AND RESERVES			
Called up share capital	4	250	250

The company was dormant within the meaning of Section 250 of the Companies Act 1985 throughout the financial year.

JR Witt - Director

22 Apr: 1 1998

NOTES TO THE ACCOUNTS

at 31 December 1997

1. ACCOUNTING POLICIES

Accounting convention

The accounts are prepared under the historical cost convention and in accordance with applicable accounting standards.

2. PROFIT AND LOSS ACCOUNT

The company did not trade during the year ended 31 December 1997 and accordingly it has made neither profit nor loss. No profit and loss account has therefore been prepared.

3. DEBTORS

	1997 £000	1996 £000
Amounts owed by group undertakings	250	250

These amounts fall due after more than one year.

4. SHARE CAPITAL

		Allotted, called up		
		Authorised	and fully paid	
	1997	1996	1997	1996
	No.	No.	£000	£000
Ordinary shares of £1 each	250,000	250,000	250	250
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5. PARENT UNDERTAKING AND ULTIMATE PARENT COMPANY

The parent undertaking of the smallest group of undertakings for which group accounts are drawn up is Appleyard Group PLC.

The parent undertaking of the largest group of undertakings for which group accounts are drawn up and of which the company is a member is Jardine Matheson Holdings Limited, a company incorporated in Bermuda, which is also the company's ultimate parent company and controlling party. Copies of the financial statements of Jardine Matheson Holdings Limited are available from Matheson and Co. Limited, St. Helen's, I Undershaft, London, EC3A 8JX.