DIRECTORS' REPORT AND ACCOUNTS

1996

A28 *AN79ZVY5* 345 COMPANIES HOUSE 24/05/97

DIRECTORS' REPORT - 1996

FINANCIAL YEAR ENDED 28 DECEMBER 1996

1. DIRECTORS

(a) At date of this Report:-

W.E. Garvey N.J. Bridges

(b) Changes from previous year end to the date of Report:-

R. McCutcheon resigned on 30 September 1996

(c) Retiring and seeking re-election:-

W.E. Garvey - by rotation

2. RESULTS OF THE YEAR

The company has not traded during the year and accordingly no profit or loss account has been prepared.

This report was approved by the Board of Directors on 24 January 1997 and is signed on their behalf by:

N.J. BRIDGES Secretary

1 Kingsway London WC2B 6XF

BALANCE SHEET 30 DECEMBER 1996

	<u>Notes</u>	<u>1996</u> £	<u>1995</u> £
CREDITORS - amounts falling due after more than one year	2	£(70,632)	£(70,632)
Represented by:			
CAPITAL AND RESERVES Called up share capital Profit & loss account EQUITY SHAREHOLDERS' FUNDS	3 4	82,510 (153,142) £(70,632)	82,510 (153,142) £(70,632)

The Company was dormant (within the meaning of Section 250 of the Companies Act 1985) throughout the period ended 28 December 1996 and has made neither profit nor loss.

None of the directors received any remuneration for their services to the company.

There were no recognised gains or losses in the year.

These accounts were approved by the Board of Directors on 24 January 1997 and are signed on their behalf by:

W.E. GARVEY

Director

NOTES TO THE ACCOUNTS

1. ACCOUNTING PRINCIPLES AND POLICIES

The accounts are prepared in accordance with historical cost accounting rules.

The accounts have been prepared in accordance with applicable Accounting Standards in the United Kingdom.

2. CREDITORS

1996 £ £

Amounts falling due after more than one year: Loan account from Parent Company

£70,632

£70,632

The Loan from Parent company is interest free and repayable on demand.

3. SHARE CAPITAL

Total Ordinary Shares

Authorised At 30 December 1995 and 28 December 1996 82,608 ordinary shares of £1 each

£82,608

Called up share capital allotted, issued and fully paid At 30 December 1995 and 28 December 1996 82,510 ordinary shares of £1 each

£82,510

4. RESERVES

Profit & Loss
Account
£

Deficit at 30 December 1995 and 28 December 1996

£(153,142)

5. CONTINGENT LIABILITIES

The company is registered under the Group registration for Value Added Tax and is jointly liable for the amount of tax of £2,812,924 at 28 December 1996, in respect of the ultimate parent company and certain UK Group companies.

6. DIRECTORS' SHARE AND DEBENTURE INTERESTS AT YEAR END

(a) In the Company - All directors

Nil Nil

(b) In Delta plc
N.J. Bridges

Nil Nil

NOTES TO THE ACCOUNTS (continued)

6. DIRECTORS' SHARE AND DEBENTURE INTERESTS AT YEAR END (continued)

W.E. Garvey is a director of the immediate parent company and accordingly details of his holdings are not shown in these accounts.

7. ULTIMATE PARENT COMPANY

The ultimate parent company is Delta plc. Copies of the consolidated financial statements of Delta plc are available to the public at the registered office, 1 Kingsway, London, WC2B 6XF and copies can be obtained from this address.