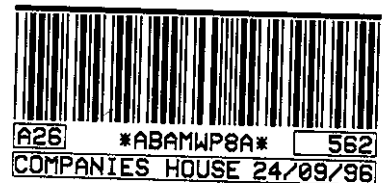


ORBACH & CHAMBERS LIMITED

REPORT AND ACCOUNTS
FOR THE PERIOD ENDED 30TH APRIL 1996

REGISTERED No. 969186

GRAY & COMPANY
Certified Accountants & Registered Auditors



ORBACH & CHAMBERS LIMITED

REGISTERED No. 969186

DIRECTORS

M Chambers
Mrs R Chambers

SECRETARY

M Chambers

AUDITORS

Gray & Company
Certified Accountants & Registered Auditors
1 Virgil Street
Waterloo
London
SE1 7EF

BANKERS

Barclays Bank plc
99 Hatton Garden
London
EC1N 8DN

REGISTERED OFFICE

74 Long Lane
London
EC1A 9ET

ORBACH & CHAMBERS LIMITED

INDEX TO THE ACCOUNTS
FOR THE YEAR TO 30TH APRIL 1996

	Page No:
Report of the Directors	1
Report of the Auditors	2
Profit & Loss Account	3
Balance Sheet	4
Notes to the Financial Statements	5 - 7

The following page does not form part of
the audited accounts:-

Detailed Profit & Loss Account	8
--------------------------------	---

ORBACH & CHAMBERS LIMITEDREPORT OF THE DIRECTORS
for the year ended 30th April 1996

1. ACCOUNTS

The directors present their report and accounts for the year ended 30th April 1996.

2. STATEMENT OF DIRECTORS' RESPONSIBILITIES

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 and loss of the company for that period. In preparing the 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;

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 safe guarding the assets of the company and hence for taking reasonable steps for prevention and detection of fraud and other irregularities.

2. PRINCIPAL ACTIVITY

The principal activities of the company in the period under review were those of recruitment consultants and publishers.

3. DIRECTORS AND THEIR INTERESTS

The directors who were in office during the period and their beneficial interest in the issued ordinary share capital of the company was as follows:

	1996	1995
	£	£
M Chambers	9,900	9,900
Mrs R Chambers	100	100

8. AUDITORS

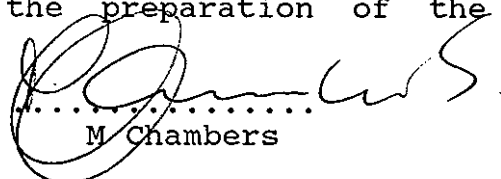
In accordance with Section 385 of the Companies Act 1985, a resolution proposing the re-appointment of Gray & Company as Auditors to the company will be proposed at the forthcoming Annual General Meeting.

9. CLOSE COMPANY TAXATION

In the opinion of the directors, the company is a close company within the meaning of the Income and Corporation Taxes Act 1988.

The directors have taken advantage of special exemptions conferred by Part II of Schedule 8 to the Companies Act 1985 applicable to small companies in the preparation of the directors' report.

By Order of the Board
19th day September 1996.


.....
M Chambers

AUDITORS' REPORT TO THE MEMBERS OF
ORBACH & CHAMBERS LIMITED.

We have audited the accounts on pages 3 to 7 which have been prepared on the basis of the accounting policies set out on page 5.

Respective responsibilities of directors and auditors

As described on page 1, the company's directors are responsible for the preparation of financial statements. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

Basis of opinion

We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs at the 30th April 1996 and of its profit for the year then ended and have been properly prepared in accordance with the provisions of the Companies Act 1985 applicable to small companies.

Gray & Company

Gray & Company
Certified Accountants & Registered Auditors
1, Virgil Street
Waterloo
London
SE1 7EF

Dated this 19th day of September 1996.

ORBACH & CHAMBERS LIMITEDPROFIT & LOSS ACCOUNTFOR THE PERIOD ENDED 30TH APRIL 1996

			<u>1995</u>
	<u>NOTES</u>	<u>£</u>	<u>£</u>
TURNOVER	1b,	1,587,726	1,007,849
Cost of Sales		<u>(1,100,963)</u>	<u>(739,684)</u>
GROSS PROFIT		486,763	268,165
Administrative Expenses		(336,024)	(186,855)
OPERATING PROFIT/(LOSS)	2	<u>150,739</u>	<u>81,310</u>
Interest Received		<u>12,863</u>	<u>8,248</u>
		163,602	89,558
Interest Payable		<u>-</u>	<u>-</u>
PROFIT/(LOSS) On Ordinary Activities before Taxation		163,602	89,558
TAXATION	3	<u>(43,682)</u>	<u>(18,249)</u>
PROFIT/(LOSS) On Ordinary Activities after Taxation		119,920	71,309
Dividends paid		<u>-</u>	<u>-</u>
RETAINED PROFIT/(LOSS) for the period		<u>119,920</u>	<u>71,309</u>

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES

There are no other recognised gains and losses other than the profit for the year.

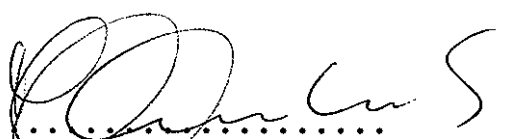
The Notes on pages 5 to 7 form an integral part of these accounts.

ORBACH & CHAMBERS LIMITEDBALANCE SHEET AS AT 30TH APRIL 1996

				<u>1995</u>	
	Notes	£	£	£	£
FIXED ASSETS					
Tangible Assets	1(c), 4		42,271		40,583
CURRENT ASSETS					
Debtors	5	706,875		281,746	
Cash at Bank and in Hand		<u>67,214</u>		<u>117,069</u>	
		774,089		398,815	
CREDITORS: Amount falling due within one year	6	<u>(522,057)</u>		<u>(265,015)</u>	
NET CURRENT ASSETS/(LIABILITIES)			252,032		133,800
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>294,303</u>		<u>174,383</u>
CAPITAL AND RESERVES					
Called up Share Capital	7	10,000		10,000	
Profit and Loss Account Surplus		284,303		164,383	
		<u>294,303</u>		<u>174,383</u>	

The directors have taken advantage of special exemptions conferred by Part I of Schedule 8 to the Companies Act 1985 applicable to small companies in the preparation of the accounts and have done so on the grounds that, in their opinion, the company is entitled to those exemptions.

The Financial Statements on pages 3 to 7 were approved on: 19th September 1996



 M Chambers - Director

ORBACH & CHAMBERS LIMITED

NOTES TO THE FINANCIAL STATEMENTS - 30TH APRIL 1996

1. ACCOUNTING POLICIES**(a) Basis of accounting.**

The accounts have been prepared under the historical cost convention.

(b) Turnover

Turnover represents sales and expenses receivable excluding Value Added Tax.

(c) Tangible fixed assets

Depreciation is provided, at the following annual rates in order to write off each asset over its estimated useful life:

Leasehold property	-	Period of the lease
Motor vehicles	-	20% on cost.
Office Equipment & Fixtures & fittings	-	15% on cost.

(e) Accounting for leases

Assets held under operating leases are not capitalised; the rental payments are written off in the profit and loss account as they are incurred.

(f) Pension costs

The pension costs charge represents contributions and expenses payable by the company to an executive defined contribution pension scheme.

2. OPERATING PROFIT

The operating profit is stated after charging:

	£	<u>1995</u> £
Depreciation of Tangible Assets	16,412	13,697
Auditors Remuneration	<u>5,000</u>	<u>5,000</u>

3. TAXATION

The tax charge on the profit on ordinary activities for the year was as follows:

	£	<u>1995</u> £
U.K. Corporation tax @ 25% based upon the results of the period.	43,682	18,249
Repayment of tax resulting from a loss relief claim	-	-
	<u>43,682</u>	<u>18,249</u>

ORBACH & CHAMBERS LIMITED

NOTES TO THE FINANCIAL STATEMENTS - 30TH APRIL 1996

4. TANGIBLE FIXED ASSETS

	<u>Land & Buildings</u>	<u>Fixtures Furniture & Equip.</u>	<u>Motor Vehicles</u>	<u>Total</u>
	£	£	£	£
Cost:				
At 1.5.95	3,183	84,080	5,425	92,688
Additions	-	18,100	-	18,100
Disposals	-	-	-	-
At 30.4.96	<u>3,183</u>	<u>102,180</u>	<u>5,425</u>	<u>110,788</u>
Depreciation:				
At 1.5.95	(3,182)	(44,855)	(4,068)	(52,105)
Eliminated On Disposals	-	-	-	-
Charge for Period.	-	(15,327)	(1,085)	(16,412)
At 30.4.96	<u>(3,182)</u>	<u>(60,182)</u>	<u>(5,153)</u>	<u>(68,517)</u>
Net book Value:				
At 30.4.96	1	41,998	272	42,271
At 30.4.95	<u>1</u>	<u>39,225</u>	<u>1,357</u>	<u>40,583</u>

The net book value of land and buildings thus comprise:-

		<u>1995</u>
		£
Long leasehold	<u>1</u>	<u>1</u>
	<u>1</u>	<u>1</u>

5. DEBTORS

		<u>1995</u>
	£	£
Trade Debtors	284,202	127,722
Other debtors	422,673	154,024
	<u>706,875</u>	<u>281,746</u>

**6. CREDITORS: AMOUNTS FALLING
DUE WITHIN ONE YEAR**

		<u>1995</u>
	£	£
Directors' current accounts	103,293	53,039
Trade Creditors	30,343	19,119
Social Security and Other Taxes	174,566	149,696
Other creditors	5,618	2,041
Accruals & deferred income	208,237	41,120
	<u>522,057</u>	<u>265,015</u>

ORBACH & CHAMBERS LIMITED

NOTES TO THE FINANCIAL STATEMENTS - 30TH APRIL 1996

7. CALLED UP SHARE CAPITAL

	£	<u>1995</u> £
Authorised		
Ordinary shares of £1 each	<u>10,000</u>	<u>10,000</u>
Allotted, issued and fully paid		
Ordinary shares of £1 each	<u>10,000</u>	<u>10,000</u>

8. DIRECTORS REMUNERATION & INTERESTS

a) Emoluments of the directors were as follows:

	£	<u>1995</u> £
Directors fees	20,000	20,000
Other emoluments	-	-
Pension Scheme Contribution	<u>129,600</u>	<u>-</u>
	<u>149,600</u>	<u>20,000</u>

9. OPERATING LEASES

Payments committed to be made
during the next year for leases
which expire:-

	£	Land & Buildings <u>1995</u> £
Within:- One Year	-	-
Within:- Two to Five Years	-	-
	<hr/>	<hr/>