

REPORT & FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 1997**REPORT OF THE DIRECTORS**

The directors present their reports together with the financial statements for the year ended 30 September 1997.

Principal activity and business review

The company did not trade during the year. The directors do not recommend the payment of a dividend.

Directors and directors' interests

The directors who held office during the year were:

D J Hall, N A MacDonald, P S Bland.

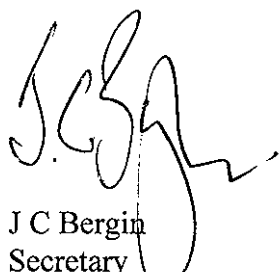
D J Hall and N A MacDonald were directors of the parent company, Firth Rixson plc. Their interests in the shares of Firth Rixson plc are disclosed in the financial statements of that company.

At 30 September 1997, P S Bland had the following interests in the shares of Firth Rixson plc:

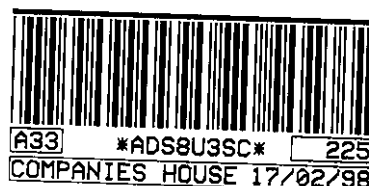
	30 September 1997			30 September 1996		
	Ordinary shares	Ordinary share options	Note	Ordinary shares	Ordinary share options	Note
P S Bland	-	9,407	(a)	-	9,407	(a)

- (a) These options were granted on 1 September 1996 at a subscription price of 45.6p per share and are exercisable in accordance with the rules of the Firth Rixson plc SAYE Scheme during the six months from 1 September 1999.

By order of the Board


J C Bergin
Secretary
12 February 1998

Sheffield



N GREENING & SONS LIMITED

BALANCE SHEET AS AT 30 SEPTEMBER 1997

	Notes	1997 £	1996 £
Debtors			
Amount due from ultimate holding company	2	<u>4,606,576</u>	<u>4,606,576</u>
Capital and reserves			
Called up share capital	3	5,847,500	5,847,500
Profit and loss account		<u>(1,240,924)</u>	<u>(1,240,924)</u>
		<u>4,606,576</u>	<u>4,606,576</u>

The company was dormant (within the meaning of Section 250 of the Companies Act 1985) throughout the year ended 30 September 1997. The financial statements on this page were approved by the board of directors on 12 February 1998 and were signed on its behalf by:



P S Bland
Director

NOTES TO THE FINANCIAL STATEMENTS AS AT 30 SEPTEMBER 1997

- Accounting policies**
The financial statements have been prepared on the historical cost basis of accounting. As the company did not trade during the year, there are no transactions on profit and loss account.
- Ultimate holding company**
The company's ultimate holding company is Firth Rixson plc, registered in England and Wales.
- Called up share capital (1997 and 1996)**

	Authorised £	Allotted, called up and fully paid £
Ordinary shares of 25p each	6,000,000	6,000,000
3.5% cumulative preference shares of £1 each	<u>100,000</u>	<u>100,000</u>
	<u>6,100,000</u>	<u>6,100,000</u>
Allotted, called up and fully paid		
22,990,000 ordinary shares of 25p each	5,747,500	5,747,500
100,000 3.5% cumulative preference shares of £1 each	<u>100,000</u>	<u>100,000</u>
	<u>5,847,500</u>	<u>5,847,500</u>

Arrears of all preference dividends due on or before 30 September 1997 have been waived.