

Company No. 163614

Directors' Report and Accounts

ROCAR (GAINSBOROUGH) LIMITED

31 December 1996



163614

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ROCAR (GAINSBOROUGH) LIMITEDDIRECTORS' REPORT

The directors have pleasure in presenting their report and accounts for the year ended 31 December 1996.

PRINCIPAL ACTIVITY

The company did not trade during the period under review.

DIRECTORS

The directors of the company during the year were as follows:

R R Allan
M W Lane
M J Hickman-Ashby

DIRECTORS' INTERESTS

Mr R Allan and Mr M W Lane are directors of Perry Group plc and their interests in that company's shares are disclosed in its accounts. Mr M J Hickman-Ashby has the following interests in the shares of Perry Group plc at the end of the year.

		31 December	
		1996	1995
a.	Beneficial interest in ordinary shares	7,364	7,364
b.	Shares under option under the Perry Group plc share option schemes	48,296	48,296

ELECTIVE RESOLUTIONS

The company has made the following elective resolutions:

- a. Pursuant to Section 366 of the Companies Act 1985 to dispense with the holding of Annual General Meetings.
- b. Pursuant to Section 252 of the Companies Act 1985 to dispense with the laying of accounts and reports before the Company in General Meeting and by Special resolution.
- c. Pursuant to Section 250 of the Companies Act 1985 to dispense with the obligation to appoint Auditors.

By order of the Board

M J Hickman-Ashby

Secretary

31 January 1997

Company No. 163614

Cambridge House
Bluecoats Avenue
Hertford
SG14 1PB

ROCAR (GAINSBOROUGH) LIMITEDBALANCE SHEET - 31 DECEMBER 1996

	Note	1996 £	1995 £
CURRENT ASSETS			
Amounts owed by group undertakings		£460,562	£460,562
		<hr/>	<hr/>
CAPITAL AND RESERVES			
Called up share capital	3	12,192	12,192
Profit and loss account		448,370	448,370
		<hr/>	<hr/>
		£460,562	£460,562
		<hr/>	<hr/>

The Company was dormant, within the meaning of Section 250 of the Companies Act 1985, throughout the period ended 31 December 1996.

Approved by the Board on 31 January 1997

M W Lane



M J Hickman-Ashby



Directors

ROCAR (GAINSBOROUGH) LIMITEDNOTES TO THE ACCOUNTS - 31 DECEMBER 1996**1 BASIS OF PREPARATION**

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

2 PROFIT AND LOSS ACCOUNT

The Company did not trade during the period therefore no profit and loss account has been prepared.

3 CALLED UP SHARE CAPITAL

	Authorised		Issued and fully paid	
	1996	1995	1996	1995
	£	£	£	£
Ordinary shares of 50p each	9,926	9,926	6,096	6,096
3% Non-cumulative preference shares of 50p each	6,096	6,096	6,096	6,096
	<hr/>	<hr/>	<hr/>	<hr/>
	£16,022	£16,022	£12,192	£12,192
	<hr/>	<hr/>	<hr/>	<hr/>

4 PARENT UNDERTAKING

The parent undertaking of the largest group for which group accounts are drawn up and of which the company is a member is Perry Group plc, the ultimate holding company, registered in England. Copies of the accounts can be obtained from the registered office of the company.