FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 1996

FOR

CHARLES BIRCH (SUSSEX) LIMITED

COPY FOR THE REGISTRAR OF COMPANIES

HLE *H3A8PRGY* ___64 COMPANIES HOUSE 13/12/96

REGISTERED NUMBER: 411839

INDEX TO THE FINANCIAL STATEMENTS

	Page
Company Information	3
Report of the Directors	4
Report of the Auditors to the Members	6
Balance Sheet	7
Notes to the Financial Statements	8

COMPANY INFORMATION

DIRECTORS:

E.H. Wilson C.H. Wilson B. Brian

SECRETARY:

B. Brian

REGISTERED OFFICE:

31 Ely Road Southend-on-Sea

Essex SS2 4EZ

REGISTERED NUMBER:

411839

AUDITORS:

Wilson Braithwaite Scholey Registered Auditor

Chartered Accountants
21 St Paul's Street

Leeds LS1 2ER

REPORT OF THE DIRECTORS

The directors present their report with the audited financial statements of the company for the year ended 30 June 1996.

PRINCIPAL ACTIVITY

The company did not trade during the year and it is not envisaged that the company will trade in the foreseeable future.

DIRECTORS

The directors of the company in office during the year and their beneficial interests in the issued share capital of the ultimate parent company were as follows:

Name	Class of Capital	30.6.96	1.7.95
E.H. Wilson E.H. Wilson -	'A' Ordinary Shares £1	-	72062
family interest	'A' Ordinary Shares £1	89312	15250
C.H. Wilson	'A' Ordinary Shares £1	25025	25025
B. Brian	'A' Ordinary Shares £1	2000	2000

STATEMENT OF DIRECTORS' RESPONSIBILITIES

Company law requires the directors to prepare financial statements for each financial period 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 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 a 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 safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

CLOSE COMPANY

The company is a close company within the meaning of the Income and Corporation Taxes Act 1988.

REPORT OF THE DIRECTORS (continued)

AUDITORS

The auditors, Wilson Braithwaite Scholey, will be proposed for re-appointment in accordance with Section 385 of the Companies Act 1985.

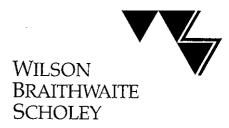
BY ORDER OF THE BOARD:

B. BRIAN

Secretary

8 October 1996





Chartered Accountants 21 St. Paul's Street, Leeds LS1 2ER Telephone (0113) 244 5451

CHARLES BIRCH (SUSSEX) LIMITED Fax (0113) 242 6308

REPORT OF THE AUDITORS TO THE MEMBERS OF CHARLES BIRCH (SUSSEX) LIMITED

We have audited the financial statements on pages seven and eight which have been prepared under the historical cost convention, and the accounting policies set out on page eight.

Respective responsibilities of directors and auditors

As described on page four 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 judgments 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.

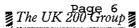
Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs at 30 June 1996 and have been properly prepared in accordance with the Companies Act 1985.

Wilson Braithwaite Scholey Registered Auditor Chartered Accountants 21 St Paul's Street Leeds LS1 2ER

Dated: 8 October 1896

P.Birdsall, J.Bunster, J.Hanson, J.S.Harrison, D.H.Hart, G.D.Hill(Managing), J.W.Horner, D.S.Kaye, A.A.Marshall, G.M.Scholey, F.M.Shackleton, J.M.Smithies, R.G.Turner, N.A.Wainman





BALANCE SHEET at 30 June 1996

	Notes	30.6.96 £	30.6.95 £
CURRENT ASSETS Debtors - amounts owed by group undertakings		£5000 ——	£5000
CAPITAL AND RESERVES Called up share capital	2	£5000	£5000

E.H. Wilson - Director

Approved by the Board on 8 October 1996

NOTES TO THE FINANCIAL STATEMENTS 30 June 1996

1. ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared under the historical cost convention.

Exemption has been taken from preparing a cash flow statement on the grounds that the company qualifies as a small company.

2. CALLED UP SHARE CAPITAL

			1996 £	1995 £
Authorised Number	Class	Nominal Value		
5000	Ordinary Shares	£1	£5000	£5000
Allotted, is:	sued and fully paid Class	Nominal Value		
5000	Ordinary Shares	£1	£5000	£5000

3. ULTIMATE PARENT COMPANY

The directors are of the opinion that Charles Birch Limited, incorporated in England, was the company's ultimate parent company at 30 June 1996.