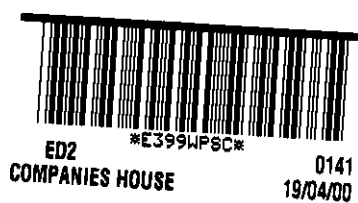


HUMBER ST ANDREW'S ENGINEERING COMPANY LIMITED

Registered Number 413574

REPORT AND FINANCIAL STATEMENTS
for the year ended 31 December 1999



HUMBER ST ANDREW'S ENGINEERING COMPANY LIMITED

REPORT OF THE DIRECTORS

The directors present their report and the financial statements for the year ended 31 December 1999.

ACTIVITIES

The company was dormant throughout the year and in accordance with Section 250 of the Companies Act 1985 is exempt from appointing auditors.

DIRECTORS

The directors throughout the year were:

Mr. A. D. Beech
Mr. G. S. G. Brown

DIRECTORS' INTERESTS

Mr. G. S. G. Brown is a director of Linton Park Plc and his interests in the shares of group undertakings are disclosed in the financial statements of that company. No other director had any notifiable interest in the shares of group undertakings.

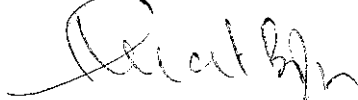
STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are required by the Companies Act 1985 to prepare accounts which give a true and fair view of the state of affairs of the company at the end of its financial year and of the profit or loss for the financial year. The directors are also required to maintain adequate accounting records.

Suitable accounting policies, consistently applied and supported by reasonable and prudent judgements and estimates, have been used in the preparation of the accounts. Applicable accounting standards have been followed and the accounts have been prepared on a going concern basis.

The directors are also responsible to the company for taking reasonable steps to safeguard its assets and to prevent and detect fraud and other irregularities.

BY ORDER OF THE BOARD



G. S. G. BROWN
Secretary

Linton Park
Linton
Kent

7 February 2000

HUMBER ST ANDREW'S ENGINEERING COMPANY LIMITED

BALANCE SHEET AT 31 DECEMBER 1999

	1999 £	1998 £
CURRENT LIABILITIES		
Creditor - amount falling due within one year: amount owed to group undertaking	£ (114,322)	£ (114,322)
CAPITAL AND RESERVES		
Share capital		
Authorised, allotted, called up and fully paid 150,000 ordinary shares of £1 each	150,000	150,000
Profit and loss account - deficit	(264,322)	(264,322)
	£ (114,322)	£ (114,322)

Notes

1. The financial statements are prepared in accordance with applicable accounting standards on the historical cost convention.
2. The parent company is Linton Park Plc which is registered in England and the ultimate parent company is Camellia Plc which is registered in England. Accounts are filed with the Registrar of Companies, Companies House, Crown Way, Cardiff CF4 3UZ.

The company was a dormant company within the meaning of Section 250 of the Companies Act 1985 throughout the financial year ended at the date of this Balance Sheet.

Approved by the directors on 7 February 2000 and signed on their behalf by:-



G. S. G. BROWN
Director