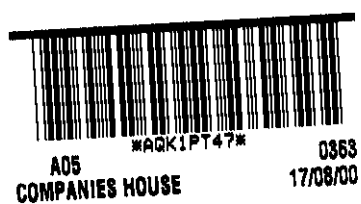


BEARTALL LIMITED
FINANCIAL STATEMENTS

31 DECEMBER 1999

Registered number: 554323



CROSSLEY & DAVIS
CHARTERED ACCOUNTANTS
BOLTON

BEARTALL LIMITED
FINANCIAL STATEMENTS
for the year ended 31 December 1999

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BEARTALL LIMITED

COMPANY INFORMATION

31 December 1999

NUMBER	554323
DIRECTORS	DJ Farnworth JM Farnworth
SECRETARY	JM Farnworth
REGISTERED OFFICE	Boundry Industrial Estate Millfield Road Bolton BL2 6QW
AUDITORS	Crossley & Davis Chartered Accountants 52 Chorley New Road BOLTON BL1 4AP

BEARTALL LIMITED

DIRECTORS' REPORT

31 December 1999

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

Principal activity

The company did not trade during the year.

Directors

The directors of the company during the year and their interests in the shares of the company as recorded in the register of directors' interests were as follows

	31 December 1999 Ordinary shares	1 January 1999 Ordinary shares
DJ Farnworth	1	1
J Swarsbrick	-	-

J Swarsbrick resigned as a director on 31 March 2000 and JM Farnworth was appointed on that date.

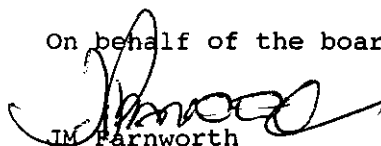
Auditors

The Company has elected to dispense with the annual appointment of auditors. In the absence of a specific resolution to the contrary Crossley & Davis will continue in office.

Small company exemptions

This report is prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

On behalf of the board


JM Farnworth
Secretary

Boundry Industrial Estate
Millfield Road
Bolton
BL2 6QW

1/ August 2000

BEARTALL LIMITED

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 or loss of the company for that period. In preparing those financial statements, the directors are required to

- select suitable accounting policies and 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 safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

5 August 2000

On behalf of the board



DJ Farnworth
Director

BEARTALL LIMITED**AUDITORS' REPORT****Auditors' report to the members of****Beartall Limited**

We have audited the financial statements on pages 5 to 6 which have been prepared under the historical cost convention and the accounting policies set out on page 6.

Respective responsibilities of directors and auditors

As described on page 3, 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 error or other irregularity. 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 as at 31 December 1999 and have been properly prepared in accordance with the Companies Act 1985.

Bolton
15 August 2000


Crossley & Davis
Registered Auditor
Chartered Accountants

BEARTALL LIMITED

BALANCE SHEET

at 31 December 1999

	Note	£	1999	£	1998	£
Current assets						
Debtors	2	394,418		394,418		
				<u>394,418</u>		
Creditors: amounts falling due within one year	3	(17,786)		(17,786)		
				<u>(17,786)</u>		
Net current assets			376,632		376,632	
Total assets less current liabilities			<u>376,632</u>		<u>376,632</u>	
Capital and reserves						
Called up share capital	4		5,000		5,000	
Profit and loss account			371,632		371,632	
			<u>376,632</u>		<u>376,632</u>	
Total shareholders' funds			<u>376,632</u>		<u>376,632</u>	

These financial statements are prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

The financial statements on pages 5 to 6 were approved by the board of directors on 15 August 2000 and signed on its behalf by:



DJ Farnworth
Director

BEARTALL LIMITED

NOTES ON FINANCIAL STATEMENTS

31 December 1999

1 Accounting policies

Basis of accounting

The financial statements have been prepared under the historical cost accounting rules.

2 Debtors

	1999 £	1998 £
Amounts falling due within one year		
Amounts owed by group companies	394,418	394,418
	<u>394,418</u>	<u>394,418</u>

3 Creditors: amounts falling due within one year

	1999 £	1998 £
Amounts owed to group companies	17,786	17,786
	<u>17,786</u>	<u>17,786</u>

4 Called up share capital

	1999		1998	
	Number of shares	£	Number of shares	£
Authorised				
Ordinary shares of £1 each	<u>5,000</u>	<u>5,000</u>	<u>5,000</u>	<u>5,000</u>
Allotted called up and fully paid				
Ordinary shares of £1 each	<u>5,000</u>	<u>5,000</u>	<u>5,000</u>	<u>5,000</u>

5 Ultimate parent undertaking

The directors consider that the company's ultimate parent company is WML Industrial Holdings Limited, which company is controlled by DJ Farnworth, J Farnworth and JM Farnworth.

Advantage has been taken from disclosure of related party transactions with group companies on the grounds that details are included in the consolidated financial statements of WML Industrial Holdings Limited.