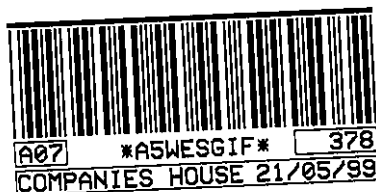


JOHN T BELL AND SONS (1976) LIMITED

(REGISTERED NO. 1126 136)

**DIRECTORS' REPORT AND FINANCIAL
STATEMENTS**

31 JULY 1998



JOHN T BELL AND SONS (1976) LIMITED

REPORT OF THE DIRECTORS

The directors have pleasure in submitting their annual report, together with the financial statements, for the year ended 31 July 1998.

Activity

The company has not traded since its incorporation.

Directors

The director during the period was:

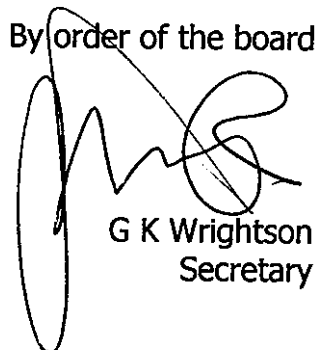
H C Dawe

Mr H C Dawe retires from the board by rotation and, being eligible, offers himself for re-election.

The director had no interest in the shares of group companies which requires disclosure in this report.

Seaton Burn House
Dudley Lane
Seaton Burn
Newcastle upon Tyne

By order of the board

A handwritten signature in black ink, appearing to be 'G K Wrightson', written over a large, loopy oval shape.

G K Wrightson
Secretary

16 October 1998

JOHN T BELL AND SONS (1976) LIMITED

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 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:
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements:
- 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 maintaining 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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

JOHN T BELL AND SONS (1976) LIMITED

BALANCE SHEET AS AT 31 JULY 1998

	1998	1997
	£	£
Current assets		
Debtors		
Amounts owed by parent undertaking	2	2
	=====	=====
Capital and reserves		
Share capital		
Shares of £1 each		
Authorised	100	100
	=====	=====
Allotted, called up and fully paid	2	2

The company was dormant, within the meaning of Section 250(3) of the Companies Act 1985, throughout the year ended 31 July 1998.

H C Dawe
Director

The financial statements were approved by the Board of Directors on 16 October 1998.

Shareholders' funds	2	2
	=====	=====

PROFIT AND LOSS ACCOUNT AND STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES FOR THE YEAR ENDED 31 JULY 1998

During the financial year and the preceding financial year the company did not receive any income and incurred no expenditure. Consequently, during those years the company made neither a profit nor a loss and had no recognised gains and losses.

NOTES

BASIS OF ACCOUNTING

These financial statements have been prepared in accordance with applicable accounting standards.

JOHN T BELL AND SONS (1976) LIMITED

ULTIMATE HOLDING COMPANY

The company's ultimate holding company is Bellway p.l.c., a company registered in England and Wales.

Bellway p.l.c. is the only parent company of a group containing John T Bell and Sons (1976) Limited required to prepare group accounts. Copies of the Bellway p.l.c. group accounts can be obtained from the Company Secretary, Bellway p.l.c., Seaton Burn House, Dudley Lane, Seaton Burn, Newcastle upon Tyne NE13 6BE.