REPORT AND FINANCIAL STATEMENTS

YEAR ENDED 30TH NOVEMBER 1997



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OFFICERS AND PROFESSIONAL ADVISERS FOR THE YEAR ENDED 30TH NOVEMBER 1997

Director W R Bavin

Secretary H J Taylor

Registered Office The Old Pottery

Pottery Road Bovey Tracey Devon

TQ13 9DS

Auditors

Butterworth Jones & Co.
Chartered Accountants

17 Orchard Gardens

TEIGNMOUTH

Devon TQ14 8DS

REPORT OF THE DIRECTOR

The Director submits his report and Financial Statements for the year ended 30th November 1997.

Statement of Director's Responsibilities

Company law requires the Director 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 for that period. In preparing these Financial Statements the Director is required to:

Select suitable accounting policies and then apply them consistently.

Make judgments 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 Director is responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company and to enable him to ensure that the Financial Statements comply with the Companies Act 1985. He is 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.

Review of Activities and Developments

The Company did not trade during the year under review. No change is anticipated in this state of affairs in the foreseeable future.

Director

The Director who has served during the year and his interest in the shares of the Company were as follows:

Ordinary	Shares	of £1	each
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W.R. Bavin 99 99

REPORT OF THE DIRECTOR (CONTINUED)

Audit

As no shareholder has made a request for an audit, one has not been undertaken.

By Order of the Board

HILARY JOSEPH TAYLOR

Secretary

The Old Pottery Pottey Road Bovey Tracey Devon TQ13 9DS

Date: 14.1.99

BALANCE SHEET AS AT 30TH NOVEMBER 1997

	NOTE	1997		1996	
		£	£	£	£
CREDITORS:					
Amounts falling due within one year	2	(3,552)		(3,552)	
NET CURRENT L	IABILITIES		(3,552)		(3,552)
TOTAL ASSETS L LIABILITIES	ESS CURREI	NT	£(3,552)		£(3,552)
CAPITAL AND RESERVES					
Called up Share Capi	tal 3		100		100
Profit and Loss Acco	unt		(3,652)		(3,652)
SHAREHOLDERS FUNDS	, 4		£(3,552)		£(3,552)

I confirm that:

- a) for the year in question, the company was entitled to exemption from an audit under section 249A(1) of the Companies Act 1985,
- b) no notice has been deposited under section 249B(2) of the Act in relation to the Financial Statements for the financial year,
- c) the director acknowledges his responsibilities for:
 - i) ensuring that the company keeps accounting records which comply with section 221 of the Companies Act 1985; and
 - preparing Financial Statements which give a true and fair view of the state of affairs of the company, as at the end of the financial year, and of its profit or loss for the financial year in accordance with the requirements of section 226 of the Companies Act 1985, and which otherwise comply with the requirements of that Act relating to accounts, so far as applicable to the company.

DIRECTOR

WILLIAM BAVIN

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30TH NOVEMBER 1997

1. ACCOUNTING POLICIES

Accounting Convention

The accounts are prepared under the historical cost convention.

Related Companies

Town Mills Craft Centre Limited and Teign Valley Glass Limited are treated as related companies because the company's Director is also the Director of those companies.

		1997	1996
		£	£
2.	CREDITORS		
	Amounts falling due within one year:		
	Related Company	3,552	3,552
		4000000	
		£3,552	£3,552
3.	CALLED UP SHARE CAPITAL		
	Authorised		
	1000 Ordinary Shares of £1 each	£1,000	£1,000
	•		=====
	Called Up, Allotted and Fully Paid		
	100 Ordinary Shares of £1 each	£ 100	£ 100
	,		

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30TH NOVEMBER 1997

4. SHAREHOLDERS' FUNDS

	Called up Share	Profit and Loss	Total Shareholders' Funds	
	Capital	Account	1997	1996
	£	£	£	£
Opening Balance	100	(3,652)	(3,552)	(3,552)
Retained Profit for the financial year	-	-	-	-
Attributable to Equity Interests	£100	£(3,652)	£(3,552)	£(3,552)

5. PROFIT AND LOSS ACCOUNT

As the company was dormant throughout the year no profit and loss account has bee n prepared.