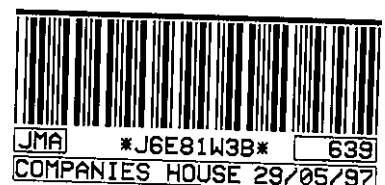


Hurel Dubois UK Pension Scheme Limited

Report and Accounts

31 July 1996

Registration No. 2382808



Hurel Dubois UK Pension Scheme Limited

DIRECTORS' REPORT

The directors submit their report and audited accounts for the year ended 31 July 1996.

REVIEW OF BUSINESS AND FUTURE DEVELOPMENTS

The company's business is to act as sole corporate trustee to an occupational pension scheme on behalf of the management and employees of Hurel-Dubois UK Limited.

The company receives no income and incurs no charges.

The company was incorporated on 11 May 1989 as a company limited by guarantee without a share capital. Each member of the company undertakes to contribute a maximum of £1 to the assets in the event of the company being wound up while he is a member and for a period of one year after he ceases to be a member. The number of members is three.

DIRECTORS AND THEIR INTERESTS

The following is a list of directors of the company who held office throughout the year:

J P Nerenhausen
T Hughes
D Webster
D Foley (resigned 31 July 1996)

The directors listed above were also members of the company for the period concurrent with the Directorship.

DIRECTORS' RESPONSIBILITIES FOR THE ACCOUNTS

Company law requires the directors to prepare accounts 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 accounts, 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 accounts 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 accounts 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.

Hurel Dubois UK Pension Scheme Limited

DIRECTORS' REPORT

AUDITORS

Ernst & Young have expressed their willingness to continue in office as auditors and a resolution proposing their re-appointment will be submitted at the Annual General Meeting.

By order of the board



Secretary

REPORT OF THE AUDITORS to the members of Hurel Dubois UK Pension Scheme Limited

We have audited the accounts on pages 5 and 6 which have been prepared under the historical cost convention on the basis of the accounting policy set out on page 6.

Respective responsibilities of directors and auditors

As described on page 2 the company's directors are responsible for the preparation of the accounts. It is our responsibility to form an independent opinion, based on our audit, on those accounts and to report our opinion to you.

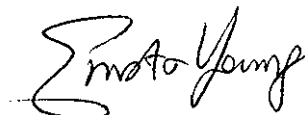
Basis of opinion

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 accounts. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the accounts, 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 accounts are free from material misstatements, 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 accounts.

Opinion

In our opinion the accounts give a true and fair view of the state of the company's affairs as at 31 July 1996 and have been properly prepared in accordance with the provisions of the Companies Act 1985.



Chartered Accountants

Registered Auditor

Manchester

28 May 1997

Hurel Dubois UK Pension Scheme Limited


BALANCE SHEET

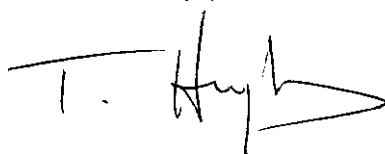
at 31 July 1996

	<i>31 July 1996 £</i>	<i>31 July 1995 £</i>
TOTAL ASSETS LESS LIABILITIES	Nil	Nil
CAPITAL AND RESERVES	Nil	Nil

Approved by the board on

Director

 14.5.97

 14.5.97

Hurel Dubois UK Pension Scheme Limited

BALANCE SHEET

at 31 July 1996

1. ACCOUNTING POLICY

The accounts have been prepared under the historical cost accounting rules and in accordance with applicable accounting standards.

2. SHARE CAPITAL

The company has no share capital, being limited by member guarantee only.