JARTHUR BOWERS LIMITED

FINANCIAL STATEMENTS

YEAR ENDED 30 JUNE 1997

REGISTERED NO: 2492608



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DIRECTORS' REPORT

The directors present their annual report and financial statements for the year ended 30 June 1997.

REVIEW OF THE BUSINESS

The company has not traded during the year to 30 June 1997.

DIRECTORS AND THEIR INTERESTS

The directors during the year were as follows:-

T H Sinclair (Chairman)
P J F Barton

E W Dawe

No director had any declarable interest in the shares of the company during the year.

Mr T H Sinclair and Mr P J F Barton are directors of the ultimate holding company in whose accounts their interests are shown.

The interests in the shares of William Sinclair Holdings plc of the other directors who held office during the year are as follows:-.

	<u>30 June 1997</u>		30 June 1996	
	Beneficial <u>holding</u>	Share options	Beneficial holding	Share options
E W Dawe	732	25,000	406	25,000

In addition to the above Mr EW Dawe has a non beneficial interest in 107,313 shares (1996 -102,664) as a trustee of an approved profit sharing scheme.

PARENT AND CONTROLLING COMPANY

The company's controlling and ultimate parent company is William Sinclair Holdings plc, which is incorporated in Great Britain. The accounts of that company are available to the public and can be obtained from Firth Road, Lincoln.

BY ORDER OF THE BOARD

Secretary

1 October 1997 Lincoln

J ARTHUR BOWERS LIMITED

BALANCE SHEET

30 JUNE 1997

	1997 £	<u>1996</u> £
CURRENT ASSETS Amount due from group undertaking	2	2
CAPITAL		
Share Capital:		
Authorised		
100 ordinary shares of £1 each	100	100
Issued and fully paid		
2 ordinary shares of £1 each	<u>2</u>	2

The directors confirm that the Company was dormant within the meaning of Section 250 of the Companies Act 1985 throughout the accounting period ended 30 June 1997.

Approved by the Board on 1 October 1997.

T H SINCLAIR