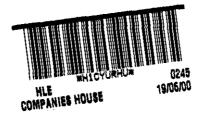
BWD Pensioneer Trustee Company Limited

Report and Financial Statements

30 November 1999





BWD PENSIONEER TRUSTEE COMPANY LIMITED

REPORT OF THE DIRECTORS

The directors have pleasure in submitting their annual report, together with the financial statements for the year to 30 November 1999.

RESULTS AND DIVIDENDS

The company has had no trading income nor incurred any expenditure during the year and the directors do not propose to pay a dividend.

DIRECTORS

The directors who held office at the end of the year were as follows:

Interest in 10p Ordinary Shares of BWD Securities PLC

	At 30 November 1999	At 30 November 1998	
M.J. Dickinson	See below	See below	
R.A. Allen	11,031	6,196	
P. Burton	Nil	Nil	
M.R. Harris	Nil	Nil	
R.A. Millson	Nil	Nil	
M.A. Underwood	Nil	Nil	

M.J. Dickinson is a director and shareholder of BWD Securities PLC and his interest is disclosed in the report of that company.

In accordance with the company's Articles of Association, no director shall retire by rotation at the forthcoming Annual General Meeting.

BY ORDER OF THE BOARD

Per Pro,

Battye, Wimpenny & Dawson Ltd.

Secretary

Quayside House, Canal Wharf, LEEDS. LS11 5PU

8 February 2000

BWD PENSIONEER TRUSTEE COMPANY LIMITED

BALANCE SHEET AS AT 30 NOVEMBER 1999

CURRENT ASSETS Cash	Note	1999 £	1998 £
		300	300
CAPITAL AND RESERVES Share capital	2	300	300

The company was dormant throughout the financial year.

The financial statements were approved by the Board on 8 February 2000 and signed on its behalf by:

M.J. Dickinson

Director

8 February 2000

PROFIT AND LOSS ACCOUNT

During the financial year the company has not traded and has received no income and incurred no expenditure. Consequently, the company has made neither a profit nor a loss.

The notes on page 4 form part of these financial statements.

BWD PENSIONEER TRUSTEE COMPANY LIMITED

1. ACCOUNTING POLICIES

Accounting Convention

The financial statements are prepared under the historical cost convention and in accordance with applicable accounting standards.

2. SHARE CAPITAL

	1999		1998	
	No.	£	No.	£
Authorised: Ordinary shares of £1	1000	1000	1000_	1000
Allotted, called up and fully paid: Ordinary shares of £1	300	300	300	300

3. ULTIMATE HOLDING COMPANY

The ultimate holding company is BWD Securities PLC, which is registered in England & Wales.