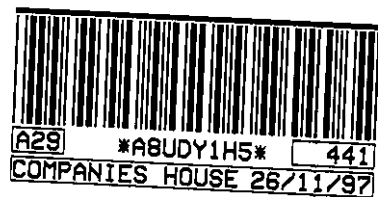


MAIDENHEAD VISIONPLUS LIMITED
ABBREVIATED FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 30 JUNE 1997



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MAIDENHEAD VISIONPLUS LIMITED

COMPANY INFORMATION

DIRECTORS: Specsavers Optical Group Limited
A Bailey
Mrs H J Brooke
Mrs M L Perkins

SECRETARY: Specsavers Optical Group Limited

REGISTERED OFFICE: 85 High Street
Maidenhead
Berkshire
SL6 1JX

REGISTERED NUMBER: 3176993

AUDITORS: Newland Mallett Garner
Woodbury & Co.
Chartered Accountants and
Registered Auditors
Crown House
37/41, Prince Street
Bristol

AUDITORS' REPORT TO
MAIDENHEAD VISIONPLUS LIMITED
UNDER SECTION 247B OF THE COMPANIES ACT 1985

We have examined the abbreviated financial statements on pages three to five together with the full financial statements of the company for the period ended 30 June 1997 prepared under Section 226 of the Companies Act 1985.

Respective responsibilities of directors and auditors


The directors are responsible for preparing the abbreviated financial statements in accordance with Section 246 of the Companies Act 1985. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated financial statements prepared in accordance with Sections 246(5) and (6) of the Act and to the Registrar of Companies and whether the financial statements to be delivered are properly prepared in accordance with those provisions and to report our opinion to you.

Basis of opinion

We have carried out the procedures we considered necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated financial statements and that the abbreviated financial statements to be delivered are properly prepared. The scope of our work for the purpose of this report does not include examining or dealing with events after the date of our report on the full financial statements.

Opinion

In our opinion the company is entitled to deliver abbreviated financial statements prepared in accordance with Sections 246(5) and (6) of the Companies Act 1985, and the abbreviated financial statements on pages three to five are properly prepared in accordance with those provisions.



Newland Mallett Garner
Woodbury & Co.
Chartered Accountants and
Registered Auditors
Crown House
37/41, Prince Street
Bristol

Dated: 24th November 1997

MAIDENHEAD VISIONPLUS LIMITED

ABBREVIATED BALANCE SHEET

As at 30 June 1997

	Notes	£	£
CURRENT ASSETS:			
Debtors		43,276	
CREDITORS: Amounts falling due within one year		<u>40,638</u>	
NET CURRENT ASSETS:			<u>2,638</u>
TOTAL ASSETS LESS CURRENT LIABILITIES:			<u>£ 2,638</u>
CAPITAL AND RESERVES:			
Called Up Share Capital	2		100
Profit & Loss Account			<u>2,538</u>
Shareholders' Funds			<u>£ 2,638</u>

These abbreviated financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

ON BEHALF OF THE BOARD:

.....
DIRECTOR

.....
DIRECTOR

FOR SPECSAVERS OPTICAL GROUP LIMITED

.....
AUTHORISED SIGNATORY

Approved by the Board of Directors on 10 November 1997

NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS
for the Period Ended 30 June 1997

1. ACCOUNTING POLICIES

Accounting Convention

The financial statements have been prepared under the historical cost convention.

Exemption has been taken from preparing a cash flow statement on the grounds that the company qualifies as a small company.

Turnover

Turnover represents the net amounts invoiced to customers during the period net of value added tax.

Deferred Taxation

Deferred taxation is provided on timing differences, arising from the different treatment of items for accounts and taxation purposes, which are expected to reverse in the future, calculated at rates at which it is estimated that tax will arise.

Investments

Investments held as fixed assets are stated at cost less provision for any permanent diminution in value.

2. CALLED UP SHARE CAPITAL

Authorised, allotted, issued and fully paid:

Number:	Class:	Nominal Value:	£
200	Ordinary	£0.50	100

200 Ordinary shares of £0.50 each were allotted and fully paid for cash at par during the period.

2 ordinary, equity shares were subscribed, for cash, on incorporation. A further 198 ordinary, equity shares were subsequently allotted, for cash, to provide the required share structure.

3. ULTIMATE PARENT COMPANY ULTIMATE CONTROLLING PARTY

The company operates as a joint venture. Technically Specsavers Optical Group Limited could be considered to be the ultimate parent. Its accounts are not available to the public. Mr and Mrs Perkins have the controlling holding in the ordinary share capital of Specsavers Optical Group Limited.

The company's immediate parent company is Maidenhead Specsavers Limited, a company registered in England and Wales.

NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS
for the Period Ended 30 June 1997

4. RELATED PARTY TRANSACTIONS

During the year the company has conducted several transactions with its technically ultimate parent company and its director, Specsavers Optical Group Limited, and its subsidiaries as follows:

Purchases of Goods	£136,347
Overhead Costs	£ 8,806
Other Income	£ 82

These transactions were made on an arms length basis during the normal course of trading, and Specsavers Optical Group Limited has confirmed that it will continue to provide these goods and services for the foreseeable future.

5. GROUP TREASURY COMPANY

The balance of £33,777 is due to Specsavers Finance (Guernsey) Limited, a fellow subsidiary of Specsavers Optical Group Limited. Specsavers Finance (Guernsey) Limited is incorporated in Guernsey, and provides banking services to the company and other Specsavers Group companies.