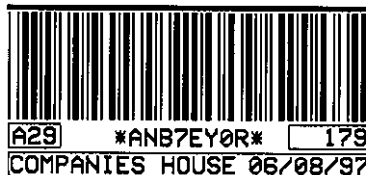


Company Registered Number : 856474

SANDWOOD SECURITIES LIMITED
ABBREVIATED ACCOUNTS
FOR THE YEAR ENDED 31st MARCH 1997

B L Y T H E N S

Chartered Accountants
Nottingham



AUDITORS' REPORT TO
SANDWOOD SECURITIES LIMITED
PURSUANT TO SECTION 247B OF THE COMPANIES ACT 1985

We have examined the abbreviated accounts on Pages 2 to 4, together with the financial statements of Sandwood Securities Limited prepared under Section 226 of the Companies Act 1985 for the year ended 31st March 1997.

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS

The directors are responsible for preparing the abbreviated accounts in accordance with Section 246(5) and (6) of the Companies Act 1985. It is our responsibility to form an independent opinion as to the company's entitlement to deliver abbreviated accounts and whether the abbreviated accounts have been properly prepared in accordance with that Section.

BASIS OF OPINION

We have carried out the procedures we considered necessary to confirm, by reference to the audited financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts have been properly prepared from those financial statements. 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 under Sections 246, 247 and 249 of the Companies Act 1985 to deliver abbreviated accounts prepared in accordance with Section 246 (5) and (6) of the Act in respect of the year ended 31st March 1997 and the abbreviated accounts on Pages 2 to 4 have been properly prepared in accordance with that Section.



BLYTHENS

Registered Auditor
Chartered Accountants

Haydn House
309-329 Haydn Road
Sherwood
Nottingham
NG5 1HG

17th June 1997

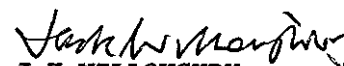
SANDWOOD SECURITIES LIMITED

BALANCE SHEET
AS AT 31st MARCH 1997

	Note	£	£	<u>1996</u> £
<u>FIXED ASSETS</u>				
Investments	2		48,693	<u>48,693</u>
<u>CURRENT ASSETS</u>				
Debtors		-		8,298
Cash at Bank and in Hand		<u>113</u>		<u>113</u>
		113		8,411
<u>CREDITORS</u>				
Amounts Falling Due Within One Year		<u>4,213</u>		<u>12,496</u>
<u>NET CURRENT (LIABILITIES)</u>			(4,100)	(4,085)
<u>TOTAL ASSETS LESS</u> <u>CURRENT LIABILITIES</u>			£ 44,593 =====	£ 44,608 =====
<u>CAPITAL AND RESERVES</u>				
Called up Share Capital	3		33,193	33,193
Profit and Loss Account			<u>11,400</u>	<u>11,415</u>
<u>SHAREHOLDERS' FUNDS</u>			£ 44,593 =====	£ 44,608 =====

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

Approved by the Board on 17th June 1997 and signed on its behalf by :


J K WILLOUGHBY

DIRECTOR

SANDWOOD SECURITIES LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH 1997

1. ACCOUNTING POLICIES

The following accounting policies have been used consistently in dealing with items which are considered material in relation to the group's financial statements.

(a) Basis of Accounting

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

(b) Group Financial Statements

The company and its subsidiary undertaking comprise a small group. The company has taken advantage of the exemption provided by S 248 of the Companies Act 1985 not to prepare group financial statements.

2. INVESTMENTS

Shares in Subsidiary Undertaking	£ 48,693	£ 48,693
	=====	=====

Details are as follows :

Willoughby Garages (Nottm) Limited

Activity	Garage Proprietors
Country of Registration	England
Nature of Holding	Ordinary Shares
Percentage Owned	100%
Latest Results	31st March 1997
Retained Profit	£ 27,469
Net Assets	£487,441
=====	=====

3. SHARE CAPITAL

	£	£
<u>Authorised :</u>		
40,000 Ordinary Shares of £1 each	£ 40,000	£ 40,000
	=====	=====
<u>Issued and</u>		
<u>Fully Paid :</u>		
33,193 Ordinary Shares of £1 each	£ 33,193	£ 33,193
	=====	=====

There was no change in share capital during the year.

SANDWOOD SECURITIES LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH 1997

4. TRANSACTIONS WITH RELATED PARTIES

During the year the subsidiary (Willoughby Garages (Nottm) Limited) entered into the following transactions with F Nicholson Limited :

Goods and Services Supplied	£192,227
Goods and Services Received	£311,922
Administration Charge Received	£ 24,000

The balances outstanding at the year end were :

Creditors Due Within One Year	£ 56,910
Debtors Due Within One Year	£127,077

F Nicholson Limited is owned and controlled by Flightcroft Limited. Flightcroft Limited is a close company and is controlled by its four directors, two of whom (C B O'Neill and S W Willoughby) are also directors of Willoughby Garages (Nottm) Limited.

The transactions were performed on normal credit terms. There have been no amounts written off during the year or since the year end.