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1.

INDEPENDENT AUDITORS REPORT TO
WITHAM OIL AND GREASE COMPANY LIMITED
UNDER SECTION 247B OF THE COMPANIES ACT 1985

We have examined the abbreviated accounts which comprise the abbreviated balance sheet and the related notes, together with the full statutory accounts of the Company for the year ended 31st March 2003 prepared under Section 226 of the Companies Act 1985.

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS

The Directors are responsible for preparing the abbreviated accounts 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 accounts prepared in accordance with sections 246(5) and (6) of the Act to the Registrar of Companies and whether the accounts 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 accounts, that the Company is entitled to deliver abbreviated accounts and that the abbreviated accounts to be delivered are properly prepared. The scope of our work for the purpose of this report did not include examining or dealing with events after the date of our report on the full statutory accounts.

OPINION

In our opinion the Company is entitled to deliver abbreviated accounts prepared in accordance with sections 246(5) and (6) of the Companies Act 1985, and the abbreviated accounts are properly prepared in accordance with those provisions.



SAUL FAIRHOLM & CO
Chartered Accountants and Registered Auditors
12 Tentercroft Street
Lincoln, UK

21st October 2003



WITHAM OIL AND GREASE COMPANY LIMITED**Abbreviated Balance Sheet as at 31st March 2003**

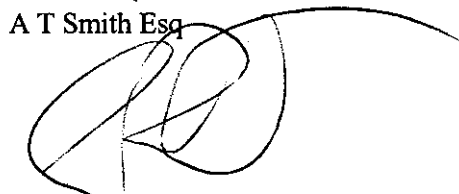
	<u>Notes</u>	<u>2003</u> £	<u>2002</u> £
CURRENT ASSETS			
Cash at Bank and In Hand		2	2
TOTAL NET ASSETS		<u>2</u>	<u>2</u>
CAPITAL AND RESERVES			
Share Capital	3	<u>2</u>	<u>2</u>

The abbreviated accounts 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



.....
A T Smith Esq



.....
G Bottom Esq

Approved on 21st October 2003

Company Number: 3468356

WITHAM OIL AND GREASE COMPANY LIMITED

Notes to the Abbreviated Accounts for the year ended 31st March 2003

1. The financial accounts have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective June 2002).

2. The Company has not traded since incorporation on 19th November 1997.

3. **SHARE CAPITAL**

	<u>2003</u>	<u>2001</u>
	£	£
<u>Authorised</u>		
1000 Ordinary Shares of £1 each	1000	1000
	_____	_____
<u>Issued</u>		
2 Ordinary Shares of £1 each	2	2
	_____	_____

4. The Company is a wholly owned subsidiary of Witham Oil and Paint Limited, which is incorporated in England and which the Directors regard as the ultimate holding company.