

20439

REPORT AND ACCOUNTS

Wilson Brothers (Haulage) Limited

31st JANUARY 1997

U.



Wilson Brothers (Haulage) Limited

DIRECTORS AND ADVISERS

REGISTERED NUMBER
20439

DIRECTORS

Mr D J Malcolm
Mr A B Malcolm

SECRETARY

Mr I Black

REGISTERED OFFICE

Boghouse
Brookfield
By Johnstone
PA5 8UD

DIRECTORS' REPORT

The directors submit their report together with the accounts of the company for the period to 31st January 1997.

ACTIVITY AND RESULTS

The company did not trade during the period and made neither a profit nor a loss. No dividend is payable.

ACCOUNTING PERIOD

The company's year end has been changed to 31st January. Consequently these accounts cover the 13 months to 31st January 1997.

DIRECTORS AND THEIR INTERESTS

The directors who held office throughout the period were :

Mr D J Malcolm

Mr A B Malcolm

Special notice has been received by the company of the intention to propose a resolution for the re-election as a director of Mr D J Malcolm, who has attained the age of seventy.

The directors received no remuneration in the period (1995 - NIL).

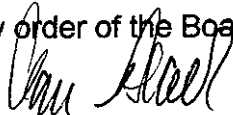
The directors have no beneficial interest, which requires to be disclosed, in the share capital of the company, or of any other group company, except for the undernoted interest in the ordinary shares of the ultimate holding company, Grampian Holdings plc. The share interest and details of options to subscribe for ordinary shares of a director who is also a director of Grampian Holdings plc are described in the accounts of Grampian Holdings plc.

	31st January 1997	31st December 1995
A B Malcolm :-		
Ordinary shares	62164	47454
Executive share options	7640	7500
Savings-related options	22699	23683

AUDITORS

It was reported that, as the company is dormant and meets the other requirements of section 250 of the Companies Act 1985, it is entitled to exemption from the obligation to appoint auditors. The following special resolution was proposed and passed, "that no auditors be appointed by the company."

By order of the Board



I Black

Secretary

1st April 1997

Wilson Brothers (Haulage) Limited

Wilson Brothers (Haulage) Limited

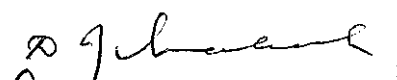
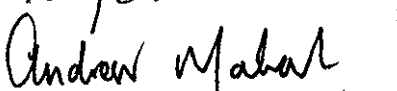
BALANCE SHEET

as at 31st January 1997

	Note	31st January 1997 £	31st December 1995 £
CURRENT LIABILITIES:			
Amount due by fellow subsidiary		<u>13352</u>	<u>13352</u>
CAPITAL AND RESERVES			
Called up share capital	2	2000	2000
Pre-acquisition Reserves		7003	7003
Profit and loss account		<u>4349</u>	<u>4349</u>
		<u>13352</u>	<u>13352</u>

The company was dormant (within the meaning of Section 250 of the Companies Act 1985) throughout the financial period.

These accounts were approved by the Board of Directors on 31st March 1997 and signed on their behalf by :

D J Malcolm )
A B Malcolm ) Directors

1st April 1997

NOTES:

1. The company did not trade during 1996/7 or 1995 and made neither a profit nor a loss during either period.

2. SHARE CAPITAL

	31st January 1997	31st December 1995
Authorised	Issued and fully paid	
	£	£
Ordinary shares of £1 each	<u>2000</u>	<u>2000</u>

3. ULTIMATE PARENT COMPANY

The directors consider Grampian Holdings plc, registered in England and Wales, to be the company's ultimate parent company. This is the only parent undertaking for which group accounts are drawn up and of which the company is a member. The address from which copies of these group accounts are available to the public is :

Grampian Holdings plc, Stag House, Castlebank Street, Glasgow G11 6DY.