(Registered No 1856563)

REPORT AND ACCOUNTS 31 MAY 1997

BURGIS & BULLOCK Chartered Accountants 2 Chapel Court Holly Walk Leamington Spa CV32 4YS



REPORT OF THE DIRECTORS

The Directors submit their report and audited accounts for the year ended 31 May 1997.

Principal Activities

The Company was dormant during the period.

Directors

The following have served as Directors throughout the period and their interests in the number of ordinary shares of the Company were as shown below:-

At 31 May 1996 & 1997

G Manning P Barratt

Auditors

Messrs. Burgis & Bullock, Chartered Accountants, have signified their willingness to stand for reappointment in accordance with Section 385(2) of the Companies Act 1985.

Small Company Exemption

This report has 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

Units 4/5
Welton Road

Wedgnock Industrial Estate

Warwick

CV34 5PZ

REPORT OF THE AUDITORS

TO THE MEMBERS OF

VIKING VIBRAMOTORS LIMITED

We have audited the accounts on pages 4 to 5 which have been prepared under the historical cost convention and the accounting policies set out on page 5.

Respective Responsibilities of Directors and Auditors

Company law requires the Directors to prepare accounts for each financial year which give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. The Directors are responsible for the preparation of accounts and in preparing those accounts the Directors are required to:

- i) Select suitable accounting policies and then apply them consistently.
- ii) Make judgements and estimates that are reasonable and prudent.
- Prepare the accounts on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the accounts comply with the Companies Act 1985. They will also be responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

It is our responsibility as Auditors to form an independent opinion based upon our audit on the accounts and to report our opinion to you.

Basis of Opinion

We conducted our audit in accordance with auditing standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the accounts. It also includes an assessment of the significant estimates and judgements made by the Directors in the preparation of the accounts, and whether the accounting policies are appropriate to the Company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the accounts are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the accounts.

REPORT OF THE AUDITORS (continued)

TO THE MEMBERS OF

VIKING VIBRAMOTORS LIMITED

Opinion

In our opinion the accounts give a true and fair view of the state of the Company's affairs as at 31 May 1997 and of its result for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Registered Auditor Chartered Accountants

243/98

2 Chapel Court Holly Walk Leamington Spa

BALANCE SHEET AS AT 31 MAY 1997

		Notes	£	1997 £	£	1996 £
			~	~	•	
Current Asso Debtors	ets	2	6343		6343	
Creditors:	Amounts Falling Due Within One Year	3	(716)		(716)	
Total Assets, less Current Liabilities		-	<u></u>	£5627		£5627
Capital and						
Called up Share Capital		4		50		50
Reserves				5577		5577
Equity Shar	eholders' Funds			£5627		£5627

The 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

17/3/98

NOTES ON THE ACCOUNTS

1 Accounting Policies

a) Accounting Convention

The Accounts are prepared under the historical cost convention.

2	Debtors	1997	1996 £
	Due Within One Year:	æ	~
	Holding Company	6343	6343

3 Creditors

The bank overdrafts are secured by a fixed and floating charge over the Company's other assets.

4	Share Capital	1997	1996
	Authorised		
	1000 Ordinary shares of £1 each	£1000	£1000
	Issued and Fully Paid 50 Ordinary shares of £1 each	£50	£50

5 Ultimate Parent Company

The Company's ultimate parent company is GEM Rewinds Limited, a Company incorporated in England.