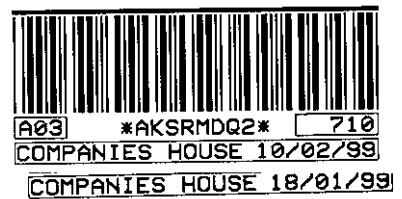


WARWICK RETAIL SERVICES LIMITED

DIRECTORS' REPORT AND ACCOUNTS

31 JULY 1998

(Company No: 02335231)



WARWICK RETAIL SERVICES LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 JULY 1998

The directors present their annual report and the financial statements for the year ended 31 July 1998.

Principal Activities

The Company did not trade during the year.

Dividend

The directors do not recommend the payment of a dividend.

Directors

The directors of the Company during the year under review were:

Mr M L Shattock

Mr H J Hunt

Neither of the directors held any beneficial interest in the Company's share capital at 31 July 1998 or at any time during the year then ended.

WARWICK RETAIL SERVICES LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 JULY 1998 (continued)

Statement of Directors' Responsibilities

Company law requires the directors to prepare financial statements for each 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. In preparing those financial statements, the directors are required to:

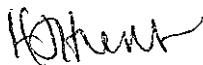
- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements 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 financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

AUDITORS

A resolution not to appoint auditors has been passed.

By Order of the Board



H J HUNT
Secretary

2 December 1998

WARWICK RETAIL SERVICES LIMITED

BALANCE SHEET - 31 JULY 1998

	<u>Notes</u>	<u>1998</u> £	<u>1997</u> £
CURRENT ASSETS			
Debtors	2	<u>2</u>	<u>2</u>
		2	2
CURRENT LIABILITIES			
Creditors: due within one year	3	(8,957)	(8,957)
NET CURRENT LIABILITIES		(8,955)	(8,955)
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>(8,955)</u>	<u>(8,955)</u>
CAPITAL AND RESERVES			
Called up share capital	4,5	2	2
Profit and loss account	5	(8,957)	(8,957)
		(8,955)	(8,955)

In the directors' opinion, the company was dormant throughout the financial year.

The financial statements on pages 3 to 5 were approved at a meeting of the Board of Directors on 2 December 1998.



H J HUNT
Director

Notes to the financial statements are on pages 4 and 5.

WARWICK RETAIL SERVICES LIMITED

PROFIT AND LOSS ACCOUNT

During the financial year and preceding financial year, the Company did not trade and received no income and incurred no expenditure. Consequently, during those years the Company made neither a profit nor a loss.

NOTES TO THE FINANCIAL STATEMENTS - YEAR ENDED 31 JULY 1998

1. ACCOUNTING POLICY

Basis of accounting

The financial statements have been prepared under the historical cost convention and applicable accounting standards.

2. DEBTORS

	<u>1998</u>	<u>1997</u>
	£	£
Other debtors	<u>2</u>	<u>2</u>
	2	2
	==	==

3. CREDITORS DUE WITHIN ONE YEAR

	<u>1998</u>	<u>1997</u>
	£	£
Accruals	400	400
Unsecured loan - University of Warwick	<u>8,557</u>	<u>8,557</u>
	8,957	8,957
	==	==

4. SHARE CAPITAL

	Allotted and fully paid	Authorised
Ordinary shares of £1 each	2	100
	==	==

5. SHAREHOLDERS' FUNDS

	Share Capital £	Profit and Loss £	Total £
At 31 July 1997 and 31 July 1998	<u>2</u>	<u>(8,957)</u>	<u>(8,955)</u>