LOTHIAN HERITAGES LIMITED

Company No: SC 78323

DIRECTORS' REPORT

The Directors hereby submit the Annual Report and Accounts of the Company for the year ended 31st March 1998.

The Directors of the Company during the financial period and their interests in shares of the Company were:

	No of Shares at	
	1/4/1997	31/3/1998
J.E.W. Sheard	1925	1925
C.C. Keen	1650	1650

During the above financial period the Company has not traded and there has been no income or expenditure and therefore no change in the Company's position has arisen. Any expenses have been met by the Directors personally and accordingly no profit and loss account has been prepared.

Approved by the Board on 6th January 1999 and signed on their behalf by:

J.E.W. Sheard, Secretary

BALANCE SHEET AS AT 31 MARCH 1998

ASSETS:

Cash in Hand

£74

Less:

LIABILITIES

£ Nil

£___74__

Represented by:

AUTHORISED SHARE CAPITAL £15,000 IN SHARES OF £1.00 EACH

SHARE CAPITAL ISSUED AND FULLY PAID

Ordinary Shares of £1.00 each

£ 5,500

Profit/(Loss) brought forward

£ (5,426)

£ 74

The Company was dormant within the meaning of Section 250 of the Companies Act 1985, throughout the years ended 31st March 1998 and 31st March 1997.

Approved by the Board on 6th January 1999 and signed on their behalf by:

C.C. Keen, Director

