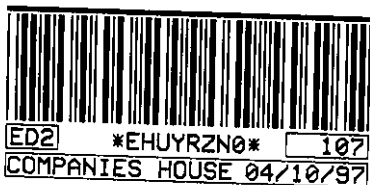


DIRECTORS' REPORT AND ACCOUNTS

DYVELL LIMITED

(Registered Number 2618679)

31 March 1997



DYVELL LIMITED

DIRECTORS' REPORT AND ACCOUNTS FOR THE YEAR ENDED 31 MARCH 1997

The directors present their report and the financial statements for the year ended 31 March 1997.

ACTIVITIES

The company has not traded during the year and consequently has made neither a profit nor loss.

DIRECTORS AND THEIR INTERESTS

The directors who held office during the year were as follows:

J Cox (Chairman)	(resigned 9 July 1996)
N D W Taunt	
A P Hinton	(resigned 9 July 1996)
H M Cressey	(appointed 9 July 1996)
M W Plimley	(appointed 9 July 1996, resigned 20 January 1997)
D Brimblecombe	(appointed 20 January 1997)

AUDITORS

A resolution to appoint auditors will not be submitted at the forthcoming Annual General Meeting, a Special Resolution to take advantage of the exemption provisions of section 250 of the Companies Act 1985 having been passed at an Extraordinary General Meeting held on 20 September 1996.

By order of the board


J C DOWNES
Secretary
30 May 1997

Registered Office:
2 The Embankment
Sovereign Street
Leeds
LS1 4BG


DYVELL LIMITED

BALANCE SHEET AS AT 31 MARCH 1997

	Note	<u>31 March</u> <u>1997</u> £'000	<u>31 March</u> <u>1996</u> £'000
CURRENT ASSETS			
Other debtors			
Amounts due from group undertaking within one year		<u>922</u>	<u>922</u>
CAPITAL AND RESERVES			
Called up share capital	3	1,100	1,100
Profit and loss account		<u>(178)</u>	<u>(178)</u>
		<u>922</u>	<u>922</u>

Non-Trading Certificate

The company was dormant (within the meaning of section 250(3) of the Companies Act 1985) throughout the accounting period ended on the date of this balance sheet.


NIGEL TAUNT
Finance Director

APPROVED BY THE BOARD
ON 30 MAY 1997

DYVELL LIMITED

NOTES TO THE ACCOUNTS - 31 MARCH 1997

1. ACCOUNTING POLICIES

BASIS OF ACCOUNTING

The accounts have been prepared under the historical cost convention in accordance with all applicable accounting standards.

2. PROFIT & LOSS ACCOUNT

The company has not traded during the year and consequently has made neither a profit nor loss. No profit and loss account is therefore presented.

3. CALLED UP SHARE CAPITAL

	<u>1997</u>	<u>1996</u>
Authorised		
Ordinary shares of £1 each	<u>£2,000,000</u>	<u>£2,000,000</u>
Allotted, called up and fully paid		
Ordinary shares of £1 each	<u>£1,100,000</u>	<u>£1,100,000</u>

4.. ULTIMATE PARENT COMPANY

The company's immediate parent undertaking is Yorkshire Environmental Ltd, which is registered in England and Wales. Its ultimate parent undertaking, which is also registered in England and Wales, is Yorkshire Water plc, which prepares group accounts.

Copies of the group accounts may be obtained from:

The Secretary
Yorkshire Water plc
2 The Embankment
Sovereign Street
Leeds
LS1 4BG