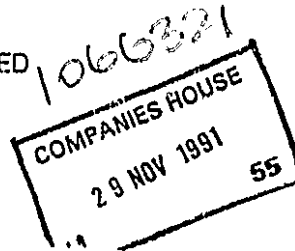


Company Number 1066321

TURNBULL & ASSER (HOLDINGS) LIMITED

DIRECTORS' REPORT AND ACCOUNTS

26 JANUARY 1991



TURNBULL & ASSER (HOLDINGS) LIMITED

DIRECTORS' REPORT

The directors present their report and the audited accounts of the Company for the 52 weeks ended 26 January 1991.

REVIEW OF THE BUSINESS

There has been no significant change in the existing activities of the Company which continues to act as a holding company for a group which trades as shirtmakers and clothiers.

RESULTS AND DIVIDENDS

The results for the 52 weeks ended 26 January 1991 are shown in the annexed profit and loss account.

Profit for the year available for distribution amounts to £602,000 from which the directors have paid an interim dividend of £602,000.

DIRECTORS

The present directors of the Company are:-

Mr A. Fayed - Chairman
Mr K.T. Williams
Mr P.E. Cuss
Mrs G.E. Braniff
Mr J.B. Tuffney
Mr C.J.D. Hill
Mr D.M. Simons - appointed 21 February 1990

Mr E Fayed resigned from the Board on 4 January 1991.

In accordance with the Articles of Association no director is required to seek re-election at the forthcoming Annual General Meeting.

DIRECTORS' INTERESTS

The interests of Mr A Fayed are disclosed in the report and accounts of House of Fraser Holdings plc., the ultimate holding company in the United Kingdom. The interests of Mr D.M. Simons are disclosed in the report and accounts of House of Fraser plc., the intermediate holding company.

None of the other directors in office at 26 January 1991 held any interest in the shares or debentures of House of Fraser Holdings plc. or any of its subsidiaries at 28 January 1990, on date of appointment if later, or at 26 January 1991.

DIRECTORS' INTERESTS (continued)

No Director has had a material interest, directly or indirectly, at any time during the period in any contract significant to the business of the Company.

DONATIONS

There were no charitable or political contributions made by the Company.

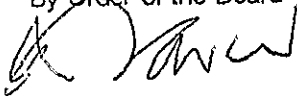
AUDITORS

Price Waterhouse have expressed their willingness to continue in office as Auditors to the company and a resolution proposing their re-appointment and empowering the Directors to fix their remuneration will be put to the Annual General Meeting.

CLOSE COMPANY

As at 26 January 1991 the Company was a Close Company within the meaning of Part XI Chapter 1 of the Income and Corporation Taxes Act 1988.

By Order of the Board



J.R.P. Davies
Secretary

8 April 1991

Price Waterhouse



AUDITORS' REPORT TO THE MEMBERS OF
TURNBULL AND ASSER (HOLDINGS) LIMITED

We have audited the financial statements on pages 4 to 8 in accordance with Auditing Standards.

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 26 January 1991 and of its result for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Price Waterhouse

Chartered Accountants

8 April 1991

TURNBULL & ASSER (HOLDINGS) LIMITED

PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 26 JANUARY 1991

	<u>Note</u>	Year ended <u>26 January 1991</u> £	39 weeks ended <u>27 January 1990</u> £
INCOME			
Other operating income			
- management fees		308,619	198,913
- dividends receivable		602,000	-
- other		-	-
		<u>910,619</u>	<u>198,913</u>
ADMINISTRATIVE EXPENSES		<u>(308,619)</u>	<u>(198,913)</u>
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	2	602,000	-
Taxation		-	-
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		602,000	-
DIVIDENDS	3	<u>(602,000)</u>	-
PROFIT RETAINED		-	-

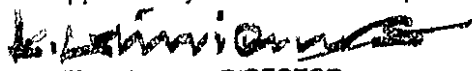
Movements of reserves are shown in Note 8.

TURNBULL & ASSER (HOLDINGS) LIMITED

BALANCE SHEET - 26 JANUARY 1991

	Note	<u>26 January 1991</u>		<u>27 January 1990</u>	
		£	£	£	£
FIXED ASSETS					
Investments	4		373,437		373,437
CURRENT ASSETS					
Debtors	5	658,996		1,335,892	
Cash at bank and in hand		<u>7,158</u>		<u>12,629</u>	
		666,154		1,348,521	
Creditors (amounts falling due within one year)	6	<u>(14,817)</u>		<u>(697,184)</u>	
NET CURRENT ASSETS			<u>651,337</u>		<u>651,337</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>1,024,774</u>		<u>1,024,774</u>
CAPITAL AND RESERVES					
Called up share capital	7		850,000		850,000
Capital redemption reserve	8		30,200		30,200
Profit and loss account	8		<u>144,574</u>		<u>144,574</u>
			<u>1,024,774</u>		<u>1,024,774</u>

Approved by the Board on 8 April 1991


KT Williams DIRECTOR

TURNBULL & ASSER (HOLDINGS) LIMITED

NOTES TO THE ACCOUNTS - 26 JANUARY 1991

1 ACCOUNTING POLICIES

Basis of accounts

The financial statements have been prepared under the historical cost convention.

Consolidated accounts have not been prepared as permitted by Section 229(2) of the Companies Act 1985, because the Company is a wholly owned subsidiary of House of Fraser plc, a company registered in Great Britain.

2 PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

Profit on ordinary activities before taxation is stated after charging:

	<u>1991</u> £	<u>1990</u> £
Directors remuneration	254,775	187,731
Other emoluments including pension contributions	12,271	13,014

The highest paid director received £74,200 (1989: £52,500).

The auditors remuneration was borne by Turnbull & Asser Limited.

The chairman's emoluments were £Nil (1990: £Nil).

The range of directors' emoluments and the number of directors within each range was:

	<u>1991</u>	<u>1990</u>
£0 - £5,000	3	3
£15,001 - £20,000	-	-
£20,001 - £25,000	-	1
£25,001 - £30,000	1	3
£30,001 - £35,000	1	-
£35,001 - £40,000	1	1
£50,001 - £55,000	-	1
£65,001 - £70,000	1	-
£70,001 - £75,000	1	-

3 DIVIDENDS

	<u>1991</u> £	<u>1990</u> £
Dividend on ordinary shares - proposed and paid	<u>602,000</u>	<u>-</u>

TURNBULL & ASSER (HOLDINGS) LIMITED

NOTES TO THE ACCOUNTS - 26 JANUARY 1991 (continued)

4 INVESTMENTS

£

Shares in group companies

Cost at 27 January 1990 and at 26 January 1991

373,437

Shareholdings in subsidiary companies, expressed as a percentage of issued ordinary share capital, are as follows:

<u>Name of subsidiary</u>	<u>Held by Turnbull & Asser Holdings Limited</u>	<u>Nature of business</u>	<u>Country of incorporation</u>
Turnbull and Asser Limited	100%	Shirtmaker	England

In the opinion of the directors, the value of the company's investments in its subsidiary is not less than the amount at which it is stated in the balance sheet.

5 DEBTORS

	<u>1991</u> £	<u>1990</u> £
Amounts owed by group companies	658,994	1,335,890
Other debtors	<u>2</u>	<u>2</u>
	<u>658,996</u>	<u>1,335,892</u>

6 CREDITORS (amounts falling due within one year)

	<u>1991</u> £	<u>1990</u> £
Amounts owed to group companies	-	690,000
Other taxes and social security costs	7,173	6,490
Other creditors	<u>7,644</u>	<u>694</u>
	<u>14,817</u>	<u>697,184</u>

TURNBULL & ASSER (HOLDINGS) LIMITED

NOTES TO THE ACCOUNTS - 26 JANUARY 1991 (continued)

7 CALLED UP SHARE CAPITAL

	<u>1991</u> £	<u>1990</u> £
Authorised:		
Ordinary shares of 10p each fully paid	<u>1,000,000</u>	<u>1,000,000</u>
Deferred ordinary shares of 10p each	<u>30,200</u>	<u>30,200</u>
Allotted, issued and fully paid:		
Ordinary shares of 10p each	<u>850,000</u>	<u>850,000</u>

8 RESERVES

	<u>Capital redemption reserve</u> £	<u>Profit & loss account</u> £
Balance at 27 January 1990 and 26 January 1991	<u>30,200</u>	<u>144,574</u>

9 EMPLOYEES

There were no employees other than directors during the year (1990 - Nil).

10 PARENT COMPANIES

House of Fraser plc, a company registered in Scotland, is the parent undertaking of the smallest group to consolidate the Company. House of Fraser Holdings plc, a company registered in England and Wales, is the parent undertaking of the largest group to consolidate these accounts.

The directors consider the ultimate parent company to be Alfayed Investment and Trust SA, a Company incorporated in Liechtenstein. The registered and beneficial owners of the whole of the issued share capital of that Company are Messrs. M. Al-Fayed, A. Fayed and S. Fayed.