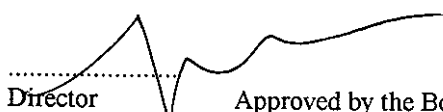


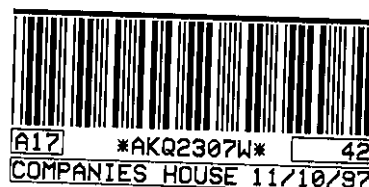
**THE LEYLAND & BIRMINGHAM RUBBER CO. LIMITED (Registered No. 88438)**  
**BALANCE SHEET AT 31 DECEMBER 1996**

	<u>Notes</u>	<u>1996</u> £	<u>1995</u> £
<b>CURRENT ASSETS</b>			
Amounts due from parent and fellow subsidiary undertakings		3,751	3,751
<b>CAPITAL AND RESERVES</b>			
Called up share capital	3	3,750	3,750
Profit and loss account		1	1
		3,751	3,751

Throughout the year the Company acted as agents for BTR Industries Limited, but did not trade for its own account.

The Company remained dormant (within the meaning of Section 250 of the Companies Act 1985) throughout the financial year ended 31st December 1996.

Director  Approved by the Board on 20th March 1997.



**NOTES**

**1. ACCOUNTING POLICY**

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

**2. PROFIT AND LOSS ACCOUNT**

During the year the Company has not traded on its own account, has not incurred any liabilities and consequently, has made neither profit nor loss. None of the directors received any emoluments in respect of their services to the Company.

**3. CALLED UP SHARE CAPITAL**

	<u>Authorised</u>		<u>Allotted, Called-up and Partly Paid</u>	
	<u>1996</u> £	<u>1995</u> £	<u>1996</u> £	<u>1995</u> £
5,000 ordinary shares of £1 each	5,000	5,000		
5,000 ordinary shares of £1 each, 75p paid			3,750	3,750

**4. STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES AND RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS**

As the Company did not trade during the year and as there were no movements in shareholders' funds, a Statement of Total Recognised Gains and Losses and a Reconciliation of Movement in Shareholders' Funds have not been prepared.

**5. ULTIMATE PARENT UNDERTAKING**

The ultimate parent undertaking of The Leyland & Birmingham Rubber Co. Limited is BTR plc, a company registered in England and Wales. Copies of the group accounts of BTR plc, the parent undertaking of the only group preparing group accounts which include The Leyland & Birmingham Rubber Co. Limited, can be obtained from the Company Secretarial Department, BTR plc, Silvertown House, Vincent Square, London SW1P 2PL.