BERGER PAINTS JAMAICA LIMITED 1997

AUDITORS' REPORT

To the Members of Berger Paints Jamaica Limited

We have audited the financial statements as set out. These financial statements are the responsibility of the directors and management. The directors and management are required to select suitable accounting policies and then apply them consistently, make judgements and estimates that are reasonable and prudent, follow applicable accounting standards and prepare the financial statements on a going concern basis unless it is inappropriate to presume that the company will continue in business. The directors and management are responsible for keeping proper accounting records, for safeguarding the assets of the company, and for the prevention and detection of fraud and other irregularities. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with standards on auditing generally accepted in Jamaica. Those standards require that we plan and perform the audit to obtain all the information and explanations which we considered necessary to provide us with reasonable assurance that the financial statements are free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. It also includes assessing the accounting principles used and significant estimates made by directors and management, as well as evaluating the overall financial statements presentation. We believe our audit provides a reasonable basis for our opinion.

In our opinion, proper accounting records have been kept and the financial statements, which are in agreement therewith, present fairly in all material respects the state of the company's affairs as at December 31, 1997 and of its profit and cash flows for the year then ended and have been prepared in accordance with accounting standards generally accepted in Jamaica and comply with the provisions of the Jamaican Companies Act.

Kingston, Jamaica February 12, 1998

Deloitte Touche Tohmatsu International

Chartered Accountants

Philmore H. Ogle, T. Sydney Fernando, Donald S. Reynolds, Donneth C. Chin, Carey O. Metz

Associate : N. Kulesh DeSilva Consultant : Carl M. Findiay