included for Power Control Technologies Inc., it is based solely on their report.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation We believe that our audits and the report of other auditors provide a reasonable basis for our opinion.

In our opinion, based on our audits and the report of other auditors, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of Mafco Consolidated Group Inc and subsidiaries at December 31, 1996 and 1995 and the consolidated results of their operations and their consolidated cash flows for each of the three years in the period ended December 31, 1996, in conformity with generally accepted accounting principles. Also, in our opinion, the related financial statement schedule, when considered in relation to the basic financial statements taken as a whole, presents fairly in all material respects, the information set forth therein.

Ernst & Young LLP

New York, New York
February 11, 1997

MAFCO CONSOLIDATED GROUP INC. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
(IN THOUSANDS, EXCEPT PER SHARE DATA)

	DECEM
ASSETS	1996
Current assets:	
Cash and cash equivalents	$ 6,222
Trading securities	409,605
Notes and trade receivables, net	19,498
Inventories	45,957
Prepaid expenses and other	25,396
Total current assets	506,678
Property, plant and equipment, net	37,277
Pension asset	62,738
Investment in PCT preferred and common stock	12,996
Trademarks, net	31,155
Intangible assets related to businesses acquired, net	59,723
Other assets	58,934
	$ 769,501