James Lillywhites Limited Registered Number 118840

Annual Report
For the Year Ended 31 December 2001

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Annual Report for the Year Ended 31 December 2001

Contents

	Page
Directors' Report	1
Balance Sheet	2
Notes to the Financial Statements	3

Directors' Report for the Year Ended 31 December 2001

The directors present their report and the un-audited financial statements for the year ended 31 December 2001.

Principal activity

The Company did not trade during the period.

Directors

The directors during the year ended 31 December 2001 were as follows:

F Funcke

L Chopping (Company Secretary)

A Cronie

Resigned 24.09.2001

JMSC Soares dos Santos

J A Silva Jorge

Resigned 23.10.2001

Auditors

of the Companies Act 1985) the Company passed a special resolution exempting itself from the obligation to appoint auditors on 2 December 1982.

By order of the board

Lynton Chopping

Director and Company Secretary

JOHN MARCH 2002

Balance Sheet at 31 December 2001

	Notes	2001 £	2000 £
Creditors: amounts falling due within one year	2	(46,214)	(46,214)
Net liabilities		(46,214)	(46,214)
Capital and reserves			
Called up share capital	3	495	495
Profit and loss account		(46,709)	(46,709)
Total shareholders funds		(46,214)	(46,214)

The Company was dormant within the meaning of Section 250 of the Companies Act 1985 throughout the year ended 31 December 2001, there having been no accounting transactions of the Company required to be entered in its accounting records, and accordingly no profit and loss account has been prepared.

The financial statements on pages 2 to 3 were approved by the board of directors on QOTH MARCH 2002.

Lynton Chopping

Director and Company Secretary

Notes to the Financial Statements for the Year Ended 31 December 2001

1 General

3

The financial statements have been prepared in accordance with the historical cost convention and applicable Accounting Standards in the United Kingdom.

The Company has not prepared a profit and loss account as there was no revenue during the period ended 31 December 2001 or in the previous financial period; any expenses incurred by the Company have been borne by the shareholders.

2 Creditors: amounts falling due within one year

	2001	2000
	£	£
Amounts owed to group undertakings	46,214	46,214
Called up share capital		
	2001	2000
	£	£
Authorised:		
500 preferred ordinary shares of £1 each	500	500
25 deferred ordinary shares of £1 each	25	25
	525	525
Issued, allotted and fully paid:		
470 preferred ordinary shares of £1 each	470	470
25 deferred ordinary shares of £1 each	25	25
	495	495

4 Controlling party

The directors regard Jeronimo Martins, SGPS, S.A., a listed company incorporated in Portugal, to be the ultimate parent company. Shares representing 58.5% of the voting rights of that company are held with Sociedade Francisco Manuel Dos Santos, S.A. which, for the purpose of the Financial Reporting Standard No.8, is regarded by the directors as the ultimate controlling party.

Copies of the group accounts can be obtained from Jeronimo Martins, SGPS, S.A., Rua Tierno Galvan, Torre 3, 9 Piso – 1070 LISBOA, Portugal.

On 12th March 2002 the whole of the issued share capital of Lillywhites Limited (the immediate parent company) was acquired by Sports Soccer Limited, which became the ultimate controlling party.