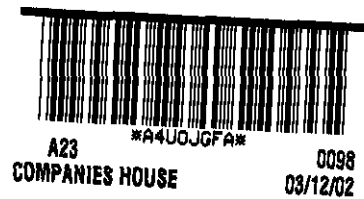


**Allinson Limited**

**Directors' report and financial  
statements**

**Registered number 300245**

**14 September 2002**



## Directors' report

The directors present their annual report and the audited financial statements for the 52 week period ended 14 September 2002.

### Business review and future development

The activities of the company are controlled by Associated British Foods plc, of which it is a wholly owned subsidiary. The company has not traded during the period or during the prior period.

The directors have not declared a dividend. (2001: £522,187).

### Directors and directors' interests

The directors who held office during the period were as follows:

MF Connolly  
DC McCarthy

Notification of an interest in the shares of this company and shares in or debentures of other group companies by MF Connolly was not required because at the end of the period he was also directors of a company of which this company is a wholly owned subsidiary undertaking.

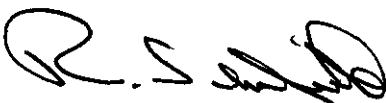
According to the register of directors' interests, no rights to subscribe for shares in this company or shares in or debentures of any other group company were granted to any of the directors or their immediate families, or exercised by them, during the financial period except as noted below:

The following director had outstanding options to acquire ordinary shares in Associated British Foods plc as follows:

	At 14 September 2002 shares of 5 15/22p each	At 15 September 2001 shares of 5 15/22p each	Exercise price	Date from which exercisable	Expiry date
DC McCarthy	15,000	15,000	561.5p	28 April 2003	27 April 2008

No director had at any time during the period any material interest in a contract with the company, other than service contracts.

By order of the board



RS Schofield  
Secretary

22 NOVEMBER 2002

Weston Centre  
Bowater House  
68 Knightsbridge  
London  
SW1X 7LQ  
2002

## **Statement of directors' responsibilities**

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 1985. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

## Balance sheet

at 14 September 2002

	Note	14 September 2002 £	15 September 2001 £
<b>Current assets</b>			
Debtors	3	143,001	143,001
<b>Net assets</b>		<u>143,001</u>	<u>143,001</u>
<b>Capital and reserves</b>			
Called up share capital	4	83,001	83,001
Share premium account	5	60,000	60,000
Profit and loss account		-	-
<b>Equity shareholders' funds</b>	6	<u>143,001</u>	<u>143,001</u>

The directors:

- (a) confirm that the company was entitled to exemption under subsection (1) of section 249AA of the Companies Act 1985 from the requirement to have its accounts for the financial year ended 14 September 2002 audited.
- (b) confirm that members have not required the company to obtain an audit of its accounts for that financial year in accordance with sub-section (2) of section 249B(2) of that Act.
- (c) acknowledge their responsibilities for:
  - (i) ensuring that the company keeps accounting records which comply with section 221 of the Companies Act 1985, and
  - (ii) preparing accounts which give a true and fair view of the state of affairs of the company as at the end of the financial year and of its profit or loss for the financial year in accordance with the requirements of section 226 of that Act and which otherwise comply with the requirements of that Act relating to accounts, so far as applicable to the company.

These financial statements were approved by the board of directors on 22 NOVEMBER 2002 and were signed on its behalf by:



MF Connolly  
Director

## **Profit and loss account**

*for the period ended 14 September 2002*

During this period and the preceding period, the company did not trade and received no income and incurred no expenditure. Consequently, during those periods the company made neither a profit nor a loss. There were no other recognised gains in the period (2001: £Nil).

## **Notes**

*(forming part of the financial statements)*

### **1 Accounting reference date**

The accounting reference date of the company is the Saturday nearest to 15 September. Accordingly, these financial statements have been prepared for the 52 week period ended 14 September 2002.

### **2 Accounting policies**

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements.

#### ***Basis of preparation***

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

The company is exempt by virtue of S228 of the Companies Act 1985 from the requirement to produce group accounts.

Under Financial Reporting Standard 1 (revised) the company is exempt from the requirement to prepare a cash flow statement on the grounds that it is a wholly owned subsidiary undertaking. A group cash flow statement is included in the financial statements of ABF Investments plc.

The company is controlled by Associated British Foods plc and is exempt from disclosing transactions with it and other group companies under Financial Reporting Standard 8 and it is a wholly owned subsidiary undertaking included within the consolidated financial statements which are publicly available.

### **3 Debtors: amounts falling due within one year**

	<b>14 September 2002 £</b>	<b>15 September 2001 £</b>
Amounts owed by parent undertaking	<b>143,001</b>	<b>143,001</b>

## Notes (continued)

### 4 Called up share capital

	14 September 2002 £	15 September 2001 £
<b>Authorised</b>		
150,000 ordinary shares of £1 each	150,000	150,000
	<hr/>	<hr/>
<b>Allotted, called up and fully paid</b>		
83,001 ordinary shares of £1 each	83,001	83,001
	<hr/>	<hr/>

### 5 Reserves

	Share premium account £
At beginning of period	60,000
Retained loss for the year	-
	<hr/>
At end of period	<u>60,000</u>

### 6 Contingent liabilities

The company, together with Associated British Foods plc and certain fellow UK subsidiary undertakings, is party to a set-off arrangement in respect of its bank accounts with certain of the group's bankers.

### 7 Parent undertaking

The ultimate holding company and controlling party as defined by FRS 8, is Wittington Investments Limited, which is incorporated in Great Britain and registered in England and Wales.

The largest group in which the results of the company are consolidated is that headed by Wittington Investments Limited. The smallest group in which they are consolidated is that headed by ABF Investments plc, which is incorporated in Great Britain and registered in England and Wales. The consolidated accounts of these groups are available to the public and may be obtained from Weston Centre, Bowater House, 68 Knightsbridge, London SW1X 7LQ.