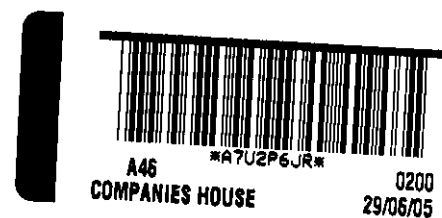


**Daintee Chocolate Confectionery Company
(Blackpool) Limited**

**Directors' report and financial
statements**

Registered number 345735

Year ended 31 December 2004



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Directors' report

The directors present their report and financial statements for the year ended 31 December 2004.

Principal activities

The company was a manufacturer of confectionery up to 30 September 2000. After this date, the company became dormant and the assets and trade were transferred to a fellow subsidiary company.

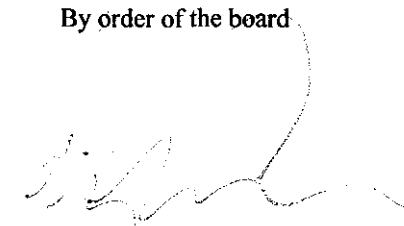
Directors and their interests

Directors who held office during the year were as follows:

N Kennedy (*Resigned 30th June 2004*)
N Petersen
V Birdi

The directors had no interests in the share capital of the company, either during the year or at the year end.

By order of the board



N Petersen
Secretary

Clifton Road
Marton
Blackpool
FY4 4QB

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 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 to 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.

Profit and loss account
for the year ended 31 December 2004

During the financial year and the preceding financial year the company did not trade and received no income and incurred no expenditure. Consequently, during those years the company made neither a profit nor a loss.

Balance sheet
at 31 December 2004

| | <i>Note</i> | 2004 £000 | 2003 £000 |
|------------------------------------------|-------------|----------------------------|--------------|
| Current Assets | | | |
| Debtors | 2 | 2,689 | 2,689 |
| Net current assets | | <u>2,689</u> | <u>2,689</u> |
| Capital and reserves | | | |
| Called up share capital | 3 | 522 | 522 |
| Profit and loss account | | 2,167 | 2,167 |
| Shareholders' funds | 4 | <u>2,689</u> | <u>2,689</u> |
| Attributable to equity shareholders' | | 2,439 | 2,439 |
| Attributable to non-equity shareholders' | | 250 | 250 |
| | | <u>2,689</u> | <u>2,689</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 31 December 2004 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 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 15/3/05 and were signed on its behalf by:



V Birdi
Director

Notes

(forming part of the financial statements)

1 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 in accordance with applicable accounting standards and under the historical cost accounting rules.

The company is exempt from the requirement to produce a cash flow statement under FRS 1 (Revised 1996) on the grounds that a parent undertaking includes the company in its own published consolidated financial statements.

2 Debtors

| | 2004 £000 | 2003 £000 |
|-------------------------------------|--------------|--------------|
| Amounts owed by fellow subsidiaries | 2,689 | 2,689 |

3 Called up share capital

| | 2004 £000 | 2003 £000 |
|-------------------------------------------------------|--------------|--------------|
| <i>Authorised</i> | | |
| Equity: 521,000 ordinary shares of £1 each | 521 | 521 |
| Non-equity: 479,000 8.4% preference shares of £1 each | 479 | 479 |
| | <u>1,000</u> | <u>1,000</u> |
| <i>Called up, allotted and fully paid</i> | | |
| Equity: 272,000 ordinary shares of £1 each | 272 | 272 |
| Non-equity: 250,000 8.4% preference shares of £1 each | 250 | 250 |
| | <u>522</u> | <u>522</u> |

The 8.4% cumulative preference shares of £1 each entitle the holder to receive a cumulative preference dividend at the rate of 8.4% per annum on the paid up share capital and have a right to a return of capital at either a winding up or a repayment of capital. The preference shares do not entitle the holders to any further or other participation on the profits or assets of the company, or carry any voting rights. No preference dividends have been paid.

4 Reconciliation of movements in shareholders' funds

| | 2003 £000 | 2001 £000 |
|-----------------------------------------|--------------|--------------|
| Opening and closing shareholders' funds | 2,689 | 2,689 |

Notes *(continued)*

5 Ultimate parent company and parent undertaking of larger group of which the company is a member

The company is a subsidiary undertaking of Toms Confectionery Limited.

The largest group in which the results of the company are consolidated is that headed by Toms Gruppen A/S, incorporated in Denmark. No other group accounts include the results of the company. The consolidated accounts of the group are available to the public and may be obtained from Toms Gruppen A/S, DK 2750, Ballerup, Denmark.