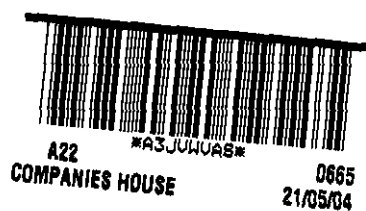


**Daintee Chocolate Confectionery Company  
(Blackpool) Limited**

## Directors' report and financial statements

Registered number 345735

Year ended 31 December 2003



## Contents

Directors' report	1
Statement of directors' responsibilities	2
Report of the independent auditors to the members of Daintee Chocolate Confectionery Company (Blackpool) Limited	3
Profit and loss account	4
Balance sheet	5
Notes	6

## Directors' report

The directors present their report and the audited financial statements for the year ended 31 December 2003.

### 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:

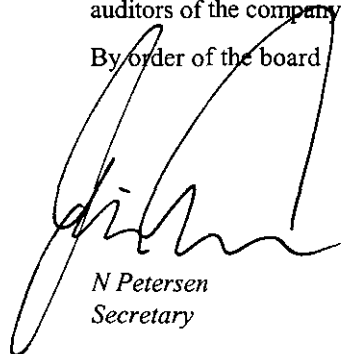
N Kennedy  
N Petersen  
V Birdi

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

### Auditors

In accordance with Section 385 of the Companies Act 1985, a resolution for the re-appointment of KPMG LLP as auditors of the company is to be proposed at the forthcoming Annual General Meeting.

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.



8 Princes Parade  
Liverpool  
L3 1QH

## **Report of the independent auditors to the members of Daintee Chocolate Confectionery Company (Blackpool) Limited**

We have audited the financial statements on pages 4 to 7.

This report is made solely to the company's members, as a body, in accordance with section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

### **Respective responsibilities of directors and auditors**

The directors are responsible for preparing the directors' report and, as described on page 2, the financial statements in accordance with applicable United Kingdom law and accounting standards. Our responsibilities, as independent auditors, are established in the United Kingdom by statute, the Auditing Practices Board and by our profession's ethical guidance.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the directors' report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the company is not disclosed.

### **Basis of opinion**

We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

### **Opinion**

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 31 December 2003 and of its result for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

*KPMG LLP 17.5.04*

*KPMG LLP  
Chartered Accountants  
Registered Auditor*

**Profit and loss account**  
*for the year ended 31 December 2003*

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 2003*

	<i>Note</i>	<b>2003</b> <b>£000</b>	<b>2002</b> <b>£000</b>
<b>Current Assets</b>			
Debtors	2	2,689	2,689
<b>Net current assets</b>		<u>2,689</u>	<u>2,689</u>
<b>Capital and reserves</b>			
Called up share capital	3	522	522
Profit and loss account		2,167	2,167
<b>Shareholders' funds</b>	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>

These financial statements were approved by the board of directors on 4<sup>th</sup> May 2004 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

	2003 £000	2002 £000
Amounts owed by fellow subsidiaries	2,689	2,689

### 3 Called up share capital

	2003 £000	2002 £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

	2002 £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.