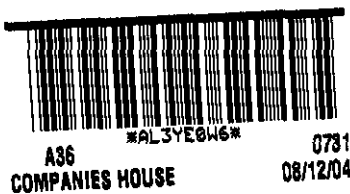


Weston Foods Limited

Directors' report and financial statements

Registered number 346959

18 September 2004



WESTON FOODS LIMITED

DIRECTORS' REPORT

The directors present their annual report and the financial statements for the 53 weeks ended 18 September 2004.

Principal activity

The company has not traded during the financial period.

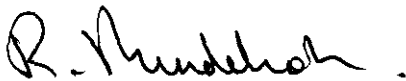
Directors and directors' interests

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

J G Bason
RS Mendelsohn
PA Russell

Notification of an interest in, or a right to subscribe for, the shares of this company and shares in or debentures of other group companies by JG Bason and PA Russell was not required because at the end of the period each was also a director of a company of which this company is a wholly owned subsidiary undertaking. RS Mendelsohn notified no interests.

By order of the board



RS Mendelsohn

Secretary

1 November 2004

Weston Centre
Bowater House
68 Knightsbridge
London
SW1X 7LQ

Balance sheet

at 18 September 2004

	Note	18 September 2004 £	13 September 2003 £
Current assets			
Debtors	4	50,380,196	50,380,196
		<hr/>	<hr/>
Capital and reserves			
Called up share capital	5	1,803,595	1,803,595
Capital redemption reserve		746,405	746,405
Profit and loss account		47,830,196	47,830,196
		<hr/>	<hr/>
Total shareholders' funds		50,380,196	50,380,196
		<hr/>	<hr/>

STATEMENT BY THE DIRECTORS

In preparing these financial statements, the directors have taken advantage of the exemption from audit available to dormant companies; and the directors:

- a) confirm that for the 53 week period ended 18 September 2004 the company was entitled to the exemption under subsection (1) of section 249AA of the Companies Act 1985; and
- b) confirm that members have not required the company to obtain an audit of its accounts for the year in question in accordance with subsection (2) of section 249B of the Companies Act 1985; and
- c) acknowledge their responsibilities for:
 - i ensuring that the company keeps proper accounting records which comply with section 221 of the Companies Act 1985; and
 - ii. preparing financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the surplus or deficit for that year in accordance with the requirements of section 226 of the Companies Act 1985, and which otherwise comply with the requirements of the Act relating to accounts, so far as applicable to the company.

These financial statements were approved by the board of directors on 1 November 2004.


P A RUSSELL
DIRECTOR

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 53 week period ended on 18 September 2004.

2 Accounting policies

These financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards and the Companies Act 1985.

3 Directors' emoluments

The directors have received no emoluments in respect of their services as directors of the company for the current or the previous period.

4 Debtors

	18 September 2004 £	13 September 2003 £
Amounts falling due within one year		
Amounts owed by holding company	50,380,196	50,412,596
	<u>50,380,196</u>	<u>50,412,596</u>

5 Called up share capital

	18 September 2004 £	13 September 2003 £
<i>Authorised</i>		
3,992,810 Ordinary shares of 50p each	1,996,405	1,996,405
3,595 6% cumulative preference shares of £1 each	3,595	3,595
	<u>2,000,000</u>	<u>2,000,000</u>
<i>Allotted, called up and fully paid</i>		
3,600,000 Ordinary shares of 50p each	1,800,000	1,800,000
3,595 6% cumulative preference shares of £1 each	3,595	3,595
	<u>1,803,595</u>	<u>1,803,595</u>

The preference shares carry the right to a cumulative preference dividend of 6% per annum on the paid up capital and a preference over the ordinary shares as to a repayment of capital. In the event of a winding up, they are entitled to receive no more than the amount paid up, together with a 5 pence premium per share, plus any arrears of dividends (whether earned or declared or not) up to the date of the return of capital.

The dividends on these preference shares for the 53 weeks ended 18 September 2004 have been waived.

6 Profit and loss account

During the period the company did not trade and received no income and incurred no expenditure. Consequently during the period the company made neither a profit nor a loss. Administrative costs have been borne by a fellow subsidiary company.

7 Holding company

The ultimate holding company and controlling party as defined by FRS8, is Wittington Investments Limited, which is incorporated in Great Britain and registered in England.

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.

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.