Nelson Preserving Company Limited

Directors' report and financial statements

16 September 1995

Registered number ~~172141~~

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Nelson Preserving Company Limited

Directors' report and financial statements

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Nelson Preserving Company Limited

Directors' report

The directors present their annual report and the audited financial statements for the 52 week period ended 16 September 1995.

Principal activities

The principal activities are the holding of shares in companies in the food industry and in investment companies.

Business review and future developments

During the period the main activities of the company remained unchanged and the directors anticipate that any future developments would be related to these activities.

Trading results, dividends and transfer to reserves

The profit and loss account for the period is set out on page 5. Profit on ordinary activities after taxation amounted to £1,065,189 *(1994: £1,035)* which has been transferred to reserves. The directors do not recommend the payment of a dividend *(1994: £Nil)*.

Fixed assets

Changes in fixed asset investments are shown in note 6.

Directors and directors' interests

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

PE Patchett
P Telford

Notification of an interest in, or right to subscribe for, the shares in this company and shares in or debentures of other group companies by the directors is not required because at the end of the period they were also directors of a company of which this company is a wholly owned subsidiary undertaking.

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

Nelson Preserving Company Limited

Directors' report *(continued)*

Auditors

On 6 February 1995 our auditors changed the name under which they practise to KPMG and, accordingly, have signed their report in their new name.

Pursuant to a shareholders' resolution, the company is not obliged to reappoint its auditors annually and KPMG will therefore continue in office.

By order of the board

MR Gore

WB Wright

Joint Secretaries

Weston Centre
Bowater House
68 Knightsbridge
London
SW1X 7LR

17 October 1995

Nelson Preserving Company Limited

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 to enable them to ensure that the financial statements comply with the Companies Act 1985.

They safeguard the assets of the company and have general responsibility for taking such steps as are reasonably open to them to prevent and detect fraud and other irregularities.

KPMG

PO Box 695
8 Salisbury Square
London
EC4Y 8BB

Auditors' report to the members of Nelson Preserving Company Limited

We have audited the financial statements on pages 5 to 10.

Respective responsibilities of directors and auditors

As described on page 3 the company's directors are responsible for the preparation of financial statements. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

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 16 September 1995 and of its profit for the 52 week period then ended and have been properly prepared in accordance with the Companies Act 1985.

KPMG

KPMG
Chartered Accountants
Registered Auditors

17 October 1995

Nelson Preserving Company Limited

Profit and loss account
for the period ended 16 September 1995

	Note	52 week period ended 16 September 1995 £	52 week period ended 17 September 1994 £
Income from fixed asset investments	*4*	**1,072,630**	-
Loss on sale of investment		**-**	(42)
Profit/(loss) on ordinary activities before taxation		**1,072,630**	(42)
Tax on profit on ordinary activities	*5*	**(7,441)**	1,077
Retained profit for the financial period		**1,065,189**	1,035
Retained profit brought forward		**1,023,792**	1,022,757
Retained profit carried forward		**2,088,981**	1,023,792

There are no recognised gains or losses other than the profit for the period and the previous period.

There is no material difference between the company's results as reported and on an historical cost basis. Accordingly no note of historical cost profits and losses has been prepared.

Nelson Preserving Company Limited

Balance sheet
at 16 September 1995

	Note	16 September 1995 £	17 September 1994 £
Fixed assets			
Investments	*6*	**13,186,787**	13,186,787
Creditors: amounts falling due within one year	*7*	**(11,094,706)**	(12,159,895)
Net assets		**2,092,081**	1,026,892
Capital and reserves			
Called up share capital	*8*	**3,100**	3,100
Profit and loss account		**2,088,981**	1,023,792
		2,092,081	1,026,892

These financial statements were approved by the board of directors on 17 October 1995 and were signed on its behalf by:

Paul Telford

P Telford
Director

Nelson Preserving Company Limited

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 16 September 1995.

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.

Under Financial Reporting Standard 1 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.

Income from fixed asset investments

Dividend income is recognised on a cash receipts basis.

3 **Directors' emoluments and auditors' remuneration**

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

In the current and the previous period the auditors' remuneration was borne by the holding company.

4 **Income from fixed asset investments**

	52 week period ended 16 September 1995 £	52 week period ended 17 September 1994 £
Income from shares in group undertakings	**1,072,630**	-

Notes *(continued)*

5 Tax on profit on ordinary activities

	52 week period ended 16 September 1995 £	52 week period ended 17 September 1994 £
Corporation tax @ 33%	524,645	-
Double tax relief	(517,204)	-
Over provision in prior years	-	(1,077)
	7,441	(1,077)

6 Fixed asset investments

	Group undertakings £
Shares	
Cost	
At beginning and end of period	13,186,787

There are no investments in which the company's interest is more than 10%.

In the opinion of the directors the investments in and amounts due from the company's subsidiary undertakings and other unlisted investments are worth at least the amounts at which they are stated in the balance sheet.

7 Creditors: amounts falling due within one year

	16 September 1995 £	17 September 1994 £
Amounts owed to group undertakings:		
Parent and fellow subsidiary undertakings	11,086,456	12,159,086
Other creditors including taxation and social security	8,250	809
	11,094,706	12,159,895

Nelson Preserving Company Limited

Notes *(continued)*

8 Called up share capital

	16 September 1995		17 September 1994	
	Number	**£**	Number	£
Authorised				
Ordinary shares of £1 each	**2,000**	**2,000**	2,000	2,000
6% cumulative preference shares of £1 each	**3,000**	**3,000**	3,000	3,000
	5,000	**5,000**	5,000	5,000
Allotted, called up and fully paid				
Ordinary shares of £1 each	**100**	**100**	100	100
6% cumulative preference shares of £1 each	**3,000**	**3,000**	3,000	3,000
	3,100	**3,100**	3,100	3,100

The preference shares confer the right to a fixed cumulative dividend at the rate of 5% per annum on the paid up capital and in a winding up to payment of such capital together with any dividend arrears accrued to the date of the commencement of the winding up in priority to the ordinary shares but do not confer any further right to participate in profits or assets.

The preference shares do not confer the right to receive notice of, or to attend or vote, at any General Meeting unless the dividend due is two years in arrears or the business of the meeting includes the consideration of a resolution varying any of the rights attached to its preference shares.

9 Reconciliation of movement in shareholders' funds

	16 September 1995 £	17 September 1994 £
Profit on ordinary activities after taxation	**1,065,189**	1,035
Dividends	**-**	-
Net addition to shareholders' funds	**1,065,189**	1,035
Opening shareholders' funds	**1,026,892**	1,025,857
Closing shareholders' funds	**2,092,081**	1,026,892

10 **Holding company**

The ultimate holding company 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.