

**VITA-TEX (BARNSTAPLE) LIMITED**

**DIRECTORS REPORT**

The Directors submit their Report together with the Accounts for the year ended 31 December 2005.

The Company is a wholly owned subsidiary of British Vita Group S.a.r.l..

The Company has been dormant throughout the year.

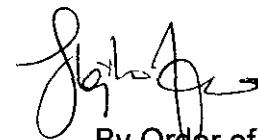
**DIRECTORS**

1. The Directors of the Company during the year to 31 December 2005 were:

R N Coates (resigned 1 December 2005)  
M R Stirzaker (resigned 1 December 2005)  
H E Harris (appointed 1 December 2005)  
S R W Francis (appointed 1 December 2005)

2. Under the Company's Articles of Association the Directors do not retire by rotation at the Annual General Meeting.
3. No Directors were interested at any time of the year in the share capital of the company.

21 July 2006



By Order of the Board

Middleton  
Manchester, M24 2DB

Vita Services Limited  
Secretary



**VITA-TEX (BARNSTAPLE) LIMITED**

**BALANCE SHEET AS AT 31 DECEMBER 2005**

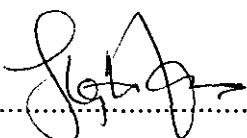
<u>2004</u>		<u>2005</u>
(£)		(£)
<u>CURRENT ASSETS</u>		
(58,609)	Amount due to parent company	(58,609)
<u>CAPITAL AND RESERVES</u>		
10,000	Called up share capital (See Note 1)	10,000
(68,609)	Formation Expenses	(68,609)
(58,609)		(58,609)

For the year ended 31 December 2005 the company was entitled to exemption under section 249AA (1) of the Companies Act 1985.

Members have not required the company to obtain an audit of its accounts for the year in question in accordance with subsection (2) of 249B.

The directors acknowledge their responsibility for:-

- i) ensuring the company keeps accounting records which comply with section 221; and
- ii) preparing accounts which give a true and fair view of the state of affairs of the company as at the end of its financial year, and of its profit and loss for the financial year in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company.

.....  Director

21 July 2006

Notes

1. The authorised capital of the company is £10,000 divided into 10,000 Ordinary Shares of £1 each.
2. The ultimate holding company is British Vita Group S.a.r.l., a company incorporated in Luxembourg.