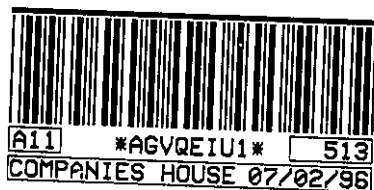


WALLWORTHS LIMITED
(Registered number 433318)

ANNUAL REPORT

FOR THE 52 WEEKS ENDED 1 OCTOBER 1995



WALLWORTHS LIMITED
ANNUAL REPORT
52 WEEKS ENDED 1 OCTOBER 1995

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WALLWORTHS LIMITED DIRECTORS' REPORT

The directors submit their report and the audited financial statements for the 52 weeks ended 1 October 1995.

RESULTS AND DIVIDENDS

The results for the period and the state of the company's affairs are as set out in the attached financial statements.

The directors do not recommend the payment of a dividend. Retained profits for the period of £124,294 will be credited to reserves.

REVIEW OF THE BUSINESS

The company's principal activity is the leasing of property and plant to group companies.

The directors consider the results for the period and the financial position to be satisfactory. The directors expect that the present level of activity will be sustained for the foreseeable future.

DIRECTORS

The directors during the period were as follows:

IS Hutcheson
Acatos & Hutcheson plc
I C Caunt
R Jongkind

Messrs Hutcheson, Caunt and Jongkind are also directors of the parent company, Acatos & Hutcheson plc. Their interests in the share capital and options of the parent company are given in that company's annual report.

FIXED ASSETS

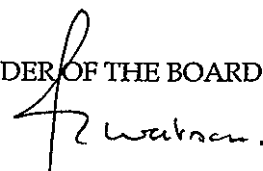
Movements in fixed assets during the period are given in notes 8 and 9 to the financial statements.

The directors do not consider that the market value of the company's freehold and leasehold property is significantly different from its carrying value in these accounts.

AUDITORS

The company has taken advantage of section 386 of the Companies Act 1985 and has passed an elective resolution to dispense with the re-appointment of auditors.

BY ORDER OF THE BOARD



P G Watson
Secretary

Orchard Place
London
E14 0JH

11th January

1996

WALLWORTHS LIMITED
STATEMENT OF DIRECTORS' RESPONSIBILITIES

Company law requires the directors to prepare financial statements for each financial period 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 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; and
- 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 are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

**AUDITORS' REPORT TO THE SHAREHOLDERS OF
WALLWORTHS LIMITED**

We have audited the financial statements on pages 4 to 13 which have been prepared under the accounting policies set out on page 7.

Respective responsibilities of directors and auditors

As described on page 2 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.

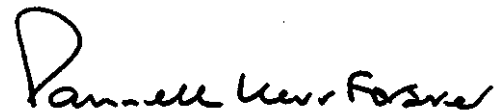
Basis of opinion

We conducted our audit in accordance with Auditing Standards. 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 affairs of the company as at 1 October 1995 and of its profit for the period then ended and have been properly prepared in accordance with the Companies Act 1985.



PANNELL-KERR FORSTER
Chartered Accountants
Registered Auditors

London

11 January 1996

WALLWORTHS LIMITED
PROFIT AND LOSS ACCOUNT
52 WEEKS ENDED 1 OCTOBER 1995

	<u>Notes</u>	<u>1995</u> £	<u>1994</u> £
Turnover	2	1,396,193	1,464,832
Administrative expenses		(554,359)	(614,194)
Exceptional administrative items	3	-	61,003
Operating profit		841,834	911,641
(Loss)/profit on disposal of fixed assets	4	(61,275)	1,476,334
Profit on ordinary activities before interest		780,559	2,387,975
Interest receivable		12,908	49,054
Interest payable	5	(602,298)	(501,030)
Profit on ordinary activities before taxation	6	191,169	1,935,999
Taxation	7	(66,875)	(225,003)
Retained profit for the financial period		124,294 =====	1,710,996 =====

The movement on reserves is given in note 16 to the financial statements.

All amounts relate to continuing operations.

The company has no recognised gains or losses other than the profits for the periods shown above.

WALLWORTHS LIMITED
BALANCE SHEET
1 OCTOBER 1995

	<u>Notes</u>	<u>£</u>	<u>1995</u>	<u>£</u>	<u>£</u>	<u>1994</u>	<u>£</u>
FIXED ASSETS							
Tangible assets	8		12,623,592			11,897,956	
Investments	9		50,030				4
			12,673,622			11,897,960	
CURRENT ASSETS							
Debtors	10	271,521			2,606,878		
Cash		2,499,259			-		
			2,770,780		2,606,878		
CREDITORS							
Amounts falling due within one year	11	(7,928,442)			(7,092,261)		
NET CURRENT LIABILITIES			(5,157,662)			(4,485,383)	
TOTAL ASSETS LESS CURRENT LIABILITIES							
			7,515,960			7,412,577	
PROVISION FOR LIABILITIES AND CHARGES							
Deferred taxation	12	(1,079,711)			(1,100,622)		
Guarantee provision	13	(4,880,270)			(4,880,270)		
			(5,959,981)			(5,980,892)	
			1,555,979			1,431,685	
			=====			=====	
CAPITAL AND RESERVES							
Called up share capital	14		50,798			50,798	
Capital reserve			13,966			13,966	
Revaluation reserve	15		6,700,706			6,700,706	
Profit and loss account	16		(5,209,491)			(5,333,785)	
SHAREHOLDERS' FUNDS (INCLUDING NON-EQUITY INTERESTS)	17		1,555,979			1,431,685	
			=====			=====	

Approved by the board of directors on *11 January* 1996



I C CAUNT

Director

WALLWORTHS LIMITED
NOTE OF HISTORICAL COST PROFITS AND LOSSES
52 WEEKS ENDED 1 OCTOBER 1995

Note of historical cost profits and losses	1995 £	1994 £
Reported profit on ordinary activities before tax	191,169	1,935,999
Difference between a historical cost depreciation charge and the actual depreciation charge of the period calculated on the revalued amount	41,422	44,674
Realisation of property revaluation deficits of previous periods	-	(7,022)
Historical cost profit on ordinary activities before tax	232,591 =====	1,973,651 =====
Historical cost profit on ordinary activities after tax	165,716 =====	1,748,648 =====

WALLWORTHS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
PERIOD ENDED 1 OCTOBER 1995

1 ACCOUNTING POLICIES

Accounting convention

The accounts have been prepared under the historical cost convention as modified to include the revaluation of land and buildings, and in accordance with applicable Accounting Standards.

Group accounts

By virtue of section 228 of the Companies Act 1985 group financial statements are not presented as the company is a wholly owned subsidiary of Acatos & Hutcheson plc, a company incorporated in Great Britain, for whom group accounts are prepared. Investments in subsidiary undertakings are stated at cost less provision for permanent diminution in value.

Turnover

Turnover represents income from rental of plant and property, net of value added tax.

Deferred taxation

Deferred taxation is provided, using the liability method, on all timing differences whose future reversal can be foreseen, calculated at the rate at which it is expected that tax will be payable.

Depreciation

Depreciation is provided to write off tangible fixed assets on a straight line basis over their estimated useful lives as follows:

Freehold buildings	25 - 50 years
Leasehold properties	50 years or term of lease if less
Plant and machinery	10 - 20 years
Motor vehicles	4 - 10 years
Office equipment	4 - 6 years

Leasing commitments

The plant leasing activities of the company are confined to leases with fellow subsidiary undertakings. Accordingly the directors consider that shareholders will be provided with more meaningful information if these items are treated as tangible assets, subject to depreciation calculated as shown above, rather than accounting for them as loan debtors.

Rental income is credited to the profit and loss account in the period in which it arises.

Cash Flow Statement

The company is exempt under FRS 1 from having to provide a cash flow statement. This exemption has been applied in the preparation of these accounts.

WALLWORTHS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
PERIOD ENDED 1 OCTOBER 1995

2 TURNOVER

Turnover was derived from a single class of business and arose entirely from within the United Kingdom.

3 EXCEPTIONAL ADMINISTRATIVE ITEMS

	<u>1995</u>	<u>1994</u>
	<u>£</u>	<u>£</u>
Decrease in provision for guarantees given in respect of group undertakings' borrowings	-	61,003
	=====	=====

4 (LOSS)/PROFIT ON DISPOSAL OF FIXED ASSETS

Profit on disposal of PL Transtore Limited	-	1,542,478
Profit on disposal of investment in Peter Smith (Bakers & Caterers) Limited	-	35,850
(Loss)/profit on disposal of freehold land and buildings	(61,275)	146,686
Cost of surrender of leasehold land and buildings	-	(248,680)
	-----	-----
	(61,275)	1,476,334
	=====	=====

5 INTEREST PAYABLE

Inter-company interest	580,111	496,655
Bank overdraft interest	19,405	4,375
Other finance charges	2,782	-
	-----	-----
	602,298	501,030
	=====	=====

6 PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

The profit on ordinary activities before taxation
is stated after charging/(crediting):

Rentals paid under operating leases	39,061	79,953
Rents received for land and buildings	(1,396,193)	(1,509,328)
Depreciation of tangible fixed assets	410,664	412,169
Directors' emoluments	-	-
Auditors' remuneration for audit services	4,250	2,200
	=====	=====

7 TAXATION

Based on the results for the period:

Corporation tax at 33% (1994: 33%)	158,767	223,749
Deferred taxation	(20,911)	2,851
Adjustments in respect of prior periods	(70,981)	(1,597)
	-----	-----
	66,875	225,003
	=====	=====

WALLWORTHS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
PERIOD ENDED 1 OCTOBER 1995

8 TANGIBLE FIXED ASSETS

	Land and buildings		Plant, equipment and vehicles	Total
	<u>Freehold</u>	<u>Long leasehold</u>		<u>Total</u>
	£	£	£	£
Cost or valuation				
At 2 October 1994	12,736,251	1,796,564	2,589,790	17,122,605
Additions	1,290,575	-	-	1,290,575
Disposals	(166,250)	-	-	(166,250)
	<hr/>	<hr/>	<hr/>	<hr/>
At 1 October 1995	13,860,576	1,796,564	2,589,790	18,246,930
	<hr/>	<hr/>	<hr/>	<hr/>
Accumulated depreciation				
At 2 October 1994	2,539,808	362,275	2,322,566	5,224,649
Provision for the period	223,638	64,883	122,143	410,664
Disposals	(11,975)	-	-	(11,975)
	<hr/>	<hr/>	<hr/>	<hr/>
At 1 October 1995	2,751,471	427,158	2,444,709	5,623,338
	<hr/>	<hr/>	<hr/>	<hr/>
Net book value				
At 1 October 1995	11,109,105	1,369,406	145,081	12,623,592
	=====	=====	=====	=====
At 2 October 1994	10,196,443	1,434,289	267,224	11,897,956
	=====	=====	=====	=====
Tangible fixed assets are stated:				
At cost	5,013,766	844,224	2,589,790	8,447,780
At valuation	8,846,810	952,340	-	9,799,150
	<hr/>	<hr/>	<hr/>	<hr/>
	13,860,576	1,796,564	2,589,790	18,246,930
	=====	=====	=====	=====

Historical costs at 1 October 1995 for land and buildings included at valuation:-

	<u>Freehold</u>	<u>Long leasehold</u>
	£	£
Cost	6,266,318	1,200,000
Accumulated depreciation	1,390,074	576,000
	<hr/>	<hr/>
Net book value	4,876,244	624,000
	=====	=====

Depreciation on land and buildings based on historical cost would amount to £369,242.

Freehold and long leasehold land and buildings were revalued in 1987 on the basis of open market value or, where considered appropriate, depreciated replacement cost.

The company had contracted capital commitments at the period end of £210,000. (1994: £NIL).

WALLWORTHS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
PERIOD ENDED 1 OCTOBER 1995

9 INVESTMENTS

Cost	£
At 2 October 1994	4
Additions	57,025
Disposals	(6,000)
	<hr/>
At 1 October 1995	51,029
	=====
Provision for diminution in value	
At 2 October 1994	-
Provided in year	999
	<hr/>
At 1 October 1995	999
	=====
Net book value	
At 1 October 1995	50,030
	=====
At 2 October 1994	4
	=====

The subsidiary undertakings at 1 October 1995 all of which are wholly-owned, dormant and registered in England and Wales, unless noted otherwise, were:-

	Class of share held
Liverpool Central Oil Company Limited	£1 ordinary
Hartfield Pig Farms Limited	£1 ordinary
P L Trading UK Limited	£1 ordinary
Pura (MFP) Limited	£1 ordinary

During the period the company acquired 100% of the 'C' class, non-voting, ordinary share capital of Britannia Food Ingredients Limited for £6,000. This investment was sold to a fellow subsidiary in September 1995 for £6,000.

10 DEBTORS

	<u>1995</u>	<u>1994</u>
	£	£
Due within one year:		
Trade debtors	-	11,832
Amounts owed by group undertakings	-	2,261,448
Other debtors	251,521	333,598
Prepayments and accrued income	20,000	-
	<hr/>	<hr/>
	271,521	2,606,878
	=====	=====

WALLWORTHS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
PERIOD ENDED 1 OCTOBER 1995

11	CREDITORS	<u>1995</u> £	<u>1994</u> £
	Amounts falling due within one year:		
	Bank overdraft	-	481,416
	Amounts owed to group undertakings	7,710,173	6,243,722
	Corporation tax	158,767	231,156
	Other creditors	752	77
	Accruals and deferred income	58,750	135,890
		<hr/>	<hr/>
		7,928,442	7,092,261
		=====	=====
12	DEFERRED TAXATION		£
	Deferred taxation at 33% (1994: 33%):		
	At 2 October 1994		1,100,622
	Profit and loss account		(20,911)
	At 1 October 1995		<hr/>
			1,079,711
			=====
	The deferred taxation provision arises solely in respect of accelerated capital allowances		
	No provision has been made for any taxation liability that might arise if properties were sold at their revalued amounts.		
13	GUARANTEE PROVISION		£
	At 2 October 1994 and 1 October 1995		4,880,270
			=====
	The provision is in respect of guarantees given to support fellow subsidiary undertakings.		
14	SHARE CAPITAL		£
	Authorised:		
	Ordinary shares of 10p each		13,820
	5% preference shares of £1 each		46,180
			<hr/>
			60,000
			=====
	Allotted, called-up and fully paid:		
	Equity shares		
	Ordinary shares of 10p each		4,618
	Non-equity shares		
	5% preference shares of £1 each		46,180
			<hr/>
			50,798
			=====

There was no change in the share capital during the period.

The preference shares are entitled to dividends in preference to the ordinary shares, at the rate of 5% on the capital paid up thereon. They also are entitled to participate in the assets of the company on a winding up in preference to the ordinary shares up to the paid up amount, but have no further right to participate in the assets of the company. The preference shares have no voting rights unless the dividend on such shares is twelve months in arrears or a resolution has been passed for the winding up of the company.

WALLWORTHS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
PERIOD ENDED 1 OCTOBER 1995

15	REVALUATION RESERVE		£
	At 2 October 1994 and 1 October 1995		6,700,706 =====
16	PROFIT AND LOSS ACCOUNT		
	At 2 October 1994		(5,333,785)
	Profit retained for the period		124,294
	At 1 October 1995		(5,209,491) =====
17	RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS		
		<u>1995</u>	<u>1994</u>
		£	£
	Profit for the financial period	124,294	1,710,996
	Shareholders' funds at 2 October 1994	1,431,685	(279,311)
	Shareholders' funds at 1 October 1995	<u>1,555,979</u> =====	<u>1,431,685</u> =====
		£	£
	Shareholders' funds comprises		
	Equity shareholders' funds	1,509,799	1,385,505
	Non-equity shareholders' funds	46,180	46,180
		<u>1,555,979</u> =====	<u>1,431,685</u> =====

WALLWORTHS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
PERIOD ENDED 1 OCTOBER 1995

18 FINANCIAL COMMITMENTS
Operating leases

At 1 October 1995 the company had annual commitments relating to operating leases as follows:

	<u>1995</u>	<u>1994</u>
	Land and buildings	Land and buildings
	£	£
Expiry date:		
Within one year	17,485	29,425
Between two and five years	-	6,760
In over five years	6,576	6,576
	<u>24,061</u>	<u>42,761</u>
	=====	=====

Commitments on behalf of group undertakings:

At 1 October 1995, the company had guaranteed fellow group undertakings bank overdrafts of £NIL (1994: £2,630,439).

19 ULTIMATE HOLDING COMPANY

The company is a wholly owned subsidiary of Acatos & Hutcheson plc, a company registered in England and Wales. A copy of the group accounts of Acatos & Hutcheson plc is available from the Company Secretary at its registered office, Orchard Place, London, E14 0JH.