

**B. FOX LIMITED****2000 ANNUAL REPORT AND ACCOUNTS****REPORT OF THE DIRECTORS**

The directors submit their annual report together with the accounts for the 52 weeks ended 30 December 2000.

**REVIEW OF THE BUSINESS AND FUTURE DEVELOPMENTS**

The Company did not trade during the period, and there is no present intention to pursue any activity.

**DIRECTORS**

The directors of the Company who served during the year are as follows :

A G Clark (resigned 31 October 2000)  
S Furst (appointed 31 October 2000)  
M D Wilkinson (resigned 30 March 2001)  
M Oldham (appointed 30 March 2001)

On 14 April 2000, United Biscuits (Holdings) plc, the Company's ultimate holding company, was acquired by Finalrealm Limited and as a result on the 16 June 2000, the entire issued share capital of United Biscuits (Holdings) plc was acquired by Finalrealm Limited. The directors therefore ceased to have any interest in shares. Any share options that were not exercised prior to 30 May 2000, were either cancelled or lapsed.

**DIRECTORS' RESPONSIBILITIES IN RELATION TO THE ACCOUNTS**

The directors are required by the Companies Act 1985 to prepare accounts for each financial year which give a true and fair view of the state of affairs of the Company as at the end of the year and of the profit or loss for the year.

The directors are of the opinion that, in preparing these accounts, the Company has used appropriate and consistently applied accounting policies, supported by reasonable and prudent estimates and judgements. All applicable accounting standards have been followed.

The directors are responsible for ensuring that the Company keeps accounting records which disclose, with reasonable accuracy, the financial position of the Company and which enable them to ensure that the accounts comply with the Companies Act 1985.

The directors also have responsibility for safeguarding the assets of the Company and for taking reasonable steps to ensure the prevention and detection of fraud and other irregularities.

**DIVIDEND**

The directors do not recommend the payment of a dividend.



**B. FOX LIMITED**

**2000 ANNUAL REPORT AND ACCOUNTS**

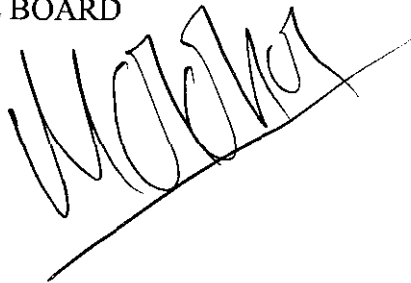
**AUDITORS**

Auditors have not been appointed in accordance with the provisions of Section 250 of the Companies Act 1985.

ON BEHALF OF THE BOARD

M OLDHAM

19 October 2001

A handwritten signature in black ink, appearing to read 'M. Oldham', is written over a diagonal line that extends from the bottom left towards the top right.

**B. FOX LIMITED**

**BALANCE SHEET AT 30 DECEMBER 2000**

		30 December 2000	1 January 2000
	Notes	£	£
Current assets			
Debtors: Amount due from group company		<u>69,004</u>	<u>69,004</u>
Capital and reserves			
Called up equity share capital	2	10,100	10,100
Profit and loss account		<u>58,904</u>	<u>58,904</u>
		<u>69,004</u>	<u>69,004</u>

The company was dormant (within the meaning of Section 250 of the Companies Act 1985) throughout the financial period.



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DIRECTOR

19 OCTOBER 2001

**NOTES TO THE ACCOUNTS AT 30 DECEMBER 2000**

1. Activity and basis of accounting

The company did not trade during the period. The accounts have been prepared on the historical cost basis of accounting.

2. Share capital

	2000 £	1999 £
Authorised, allotted, called up and fully paid		
Ordinary shares of £1 each	100	100
Deferred shares of £1 each	<u>10,000</u>	<u>10,000</u>
	<u>10,100</u>	<u>10,100</u>

3. Ultimate holding company

The ultimate holding company is United Biscuits (Equity) Limited which is registered and incorporated in the Cayman Islands.