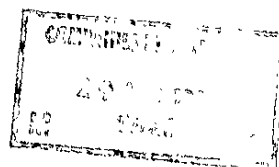


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JEYES OVERSEAS LIMITED

REPORT AND ACCOUNTS

53 WEEKS ENDED JANUARY 3, 1987



JEYES OVERSEAS LIMITED

DIRECTORS : M.P.Moseley (Chairman)  
J.C.Moir (Managing)  
A.R.Blackburn  
D.W.Deeks  
P.H.H.Symonds

SECRETARY : D.W.Deeks

AUDITORS : Arthur Young  
Parker's House  
Regent Street  
Cambridge  
CB2 1DB

BANKERS : Standard Chartered Bank PLC  
32 King Street  
Luton. LU1 2DP

SOLICITORS : Clifford Chance  
Royex House  
Aldermanbury Square  
London. EC2V 7LD

REGISTERED OFFICE : Brunel Way  
Thetford  
Norfolk. IP24 1HA

JEYES OVERSEAS LIMITED

DIRECTORS' REPORT

The Directors submit their report and accounts for the 53 weeks ended January 3, 1987.

Results and dividends

The trading profit for the financial year, after taxation, amounted to £226,000 (1985 £608,000), before charging an extraordinary loss of £1,000 (1985 Nil). The directors do not recommend the payment of a dividend. This leaves a profit of £225,000 (1985 £608,000) to be retained.

Principal activities

The company's principal activity during the financial year continued to be the derivation of royalty income from the sale and marketing of household products in overseas markets.

Review of the business and future developments

Turnover has increased by 20% to £789,000 during the year and the directors believe that the business will continue to expand.

On February 27, 1986 the company disposed of its interest in Ranger Hygiene Cleaning Systems Limited for consideration of £1, yielding a loss of £1,000.

JEYES OVERSEAS LIMITED

DIRECTORS' REPORT

Directors and their interests

The directors during the financial year were as follows :

M.P.Moseley (Chairman)	(Appointed March 7, 1986)
J.C.Moir	(Appointed February 25, 1986)
A.R.Blackburn	(Appointed March 7, 1986)
D.W.Deeks	(Appointed February 27, 1986)
P.H.H.Symonds	(Appointed March 7, 1986)
D.S.Wood	(Resigned March 7, 1986)
N.F.Ross	(Resigned February 27, 1986)

J.C.Moir and D.W.Deeks retire by rotation, and being eligible, offer themselves for re-election.

All the directors of the company at January 3, 1987 were directors of Jeyes Holdings Limited, the ultimate parent company, and their interests in the share capital of the holding company are disclosed in the accounts of that company.

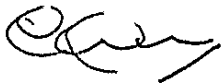
Close company status

The company is a close company within the provisions of the Income and Corporation Taxes Act 1970.

Auditors

Arthur Young were appointed auditors by the directors and a resolution to reappoint them will be put to the members at the Annual General Meeting.

By Order of the Board,



D.W.Deeks  
Secretary  
June 18, 1987



A MEMBER OF ARTHUR YOUNG INTERNATIONAL

# Arthur Young

Chartered Accountants  
Parker's House, Regent Street,  
Cambridge CB2 1DB

REPORT OF THE AUDITORS  
TO THE MEMBERS OF JEYES OVERSEAS LIMITED

We have audited the accounts on pages 5 to 11 in accordance with approved auditing standards.

In our opinion the accounts, which have been prepared under the historical cost convention, give a true and fair view of the state of the company's affairs at January 3, 1987, and of its profits and source and application of funds for the 53 weeks then ended and comply with the Companies Act 1985

ARTHUR YOUNG

June 18, 1987

**JEYES OVERSEAS LIMITED**  
**PROFIT AND LOSS ACCOUNT**  
**FOR THE 53 WEEKS ENDED JANUARY 3, 1987**

	Notes	1986 £'000	1985 £'000
Turnover	2	789	656
Distribution costs		(135)	-
		<hr/>	<hr/>
Operating profit	3	654	656
Income from investments	4	-	7
Interest receivable	5	-	23
		<hr/>	<hr/>
Profit on ordinary activities before taxation		654	686
Tax on profit on ordinary activities	6	(428)	(78)
		<hr/>	<hr/>
Profit on ordinary activities after taxation		226	608
Extraordinary item after taxation	7	(1)	-
		<hr/>	<hr/>
Profit for the financial year		225	608
Retained profit brought forward		459	(149)
		<hr/>	<hr/>
Retained profit carried forward		684	459
		<hr/>	<hr/>

The notes on pages 8 to 11 form part of these accounts.

JEYES OVERSEAS LIMITED

BALANCE SHEET AT JANUARY 3 1987

	Notes	£'000	1986 £'000	1985 £'000
FIXED ASSETS				
Investments	8		-	1
CURRENT ASSETS				
Debtors	9	1,235		458
Creditors : amounts falling due within one year	10	(551)		-
Net current assets			684	458
Total assets less current liabilities			684	459
CAPITAL AND RESERVES				
Called up share capital	11		-	-
Profit and loss account			684	459
			684	459

Directors

J.C.Moir

D.W.Deeks

June 18, 1987

The notes on pages 8 to 11 form part of these accounts.

JEYES OVERSEAS LIMITED

STATEMENT OF SOURCE AND APPLICATION OF FUNDS  
FOR THE 53 WEEKS ENDED JANUARY 3, 1987

	1986 £'000	1985 £'000
Source of funds:		
Profit on ordinary activities before taxation	654	686
Application of funds :	(417)	-
Taxation paid	<u>237</u>	<u>686</u>
Working capital increase		
Components of increase in working capital:		
Debtors	777	686
Creditors	(540)	-
	<u>237</u>	<u>686</u>

The notes on pages 8 to 11 form part of these accounts.



JEYES OVERSEAS LIMITED

NOTES TO THE ACCOUNTS AT JANUARY 3, 1987

1. ACCOUNTING POLICIES

Accounting convention

The accounts are prepared under the historical cost convention.

Financial year

The annual accounts are made up to the Saturday nearest to December 31. Periodically this results in a financial year of 53 weeks.

Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All differences are taken to the profit and loss account.

Investments

Investments in which a shareholding of fifty percent or less is held, and over which management control is not exercised, are treated as associated. Such companies are also related companies as defined in the Companies Act 1985.

2. TURNOVER

Turnover represents the value of royalties reimbursed to the company by Jeyes' franchises worldwide.

An analysis of turnover by geographical markets is given below :

	1986 £'000	1985 £'000
Europe	126	114
America	395	338
Africa	171	98
Asia	30	28
Australia	45	51
New Zealand	22	27
	<hr/> 789	<hr/> 656

JEYES OVERSEAS LIMITED  
NOTES TO THE ACCOUNTS AT JANUARY 3, 1987

3. OPERATING PROFIT

The operating profit is stated after deduction of marketing development costs. All other expenses have been paid by the immediate parent company.

No directors received emoluments for services to the company.

4. INCOME FROM INVESTMENTS

	1986 £'000	1985 £'000
Unlisted - Dividend receivable on shares in a related company - Scrubbs S.A. (Proprietary) Limited	-	7
	—	—

5. INTEREST RECEIVABLE

	1986 £'000	1985 £'000
Interest earned on loans to Traitsol S.A.	-	23
	—	—

6. TAX ON PROFIT ON ORDINARY ACTIVITIES

	1986 £'000	1985 £'000
Based on the profit for the financial year :		
Corporation tax loss relief purchased from holding company at 100% instead of prevailing tax rate of 36.25%	336	-
Corporation tax at 36.25% (1985 11.25%)	92	78
Tax credits attributable to dividends received	-	1
	—	—
Over provision of corporation tax	428	79
	-	(1)
	—	—
	428	78
	—	—

7. EXTRAORDINARY ITEM

The investment in Ranger Hygiene Cleaning Systems Limited was disposed of on March 7 1986, creating a loss on disposal of £1,000.

JEYES OVERSEAS LIMITED  
NOTES TO THE ACCOUNTS AT JANUARY 3, 1987

8. INVESTMENTS

	1986 £'000	1985 £'000
Cost at December 29, 1985	1	1
Disposal	(1)	-
	<hr/>	<hr/>
Cost at January 3, 1987	-	1
	<hr/>	<hr/>

Related company	Principal activity	Proportion of shares held
Scrubbs S.A. (Proprietary) Limited incorporated in South Africa	Sales and marketing of household products.	50% of shares issued

The results of Scrubbs S.A. (Proprietary) Limited are insignificant and therefore the equity method of accounting has not been applied. The value of this investment is written down to £1. On February 16, 1987 contracts were exchanged for the sale of the company's fifty percent interest for the sum of 75,000 rands, approximately £20,000 sterling.

The investment in Ranger Hygiene Cleaning Systems Limited, incorporated in Ireland, was disposed of on March 7 1986 for £1, which gave rise to a loss on sale of investment of £1,000.

9. DEBTORS

	1986 £'000	1985 £'000
Trade debtors	188	191
Amounts owed by parent company	1,047	267
	<hr/>	<hr/>
	1,235	458
	<hr/>	<hr/>

JEYES OVERSEAS LIMITED

NOTES TO THE ACCOUNTS AT JANUARY 3, 1987

10. CREDITORS : amounts falling due  
within one year

	1986 £'000	1985 £'000
Amounts due to holding company	69	-
Amounts due to ultimate holding company	336	-
Other creditors	135	-
Current corporation tax	11	-
	<hr/> 551	<hr/> -

11. SHARE CAPITAL

	1986 £	1985 £
Authorised 100 ordinary shares of £1	100	100
Allotted, issued and fully paid 2 ordinary shares of £1	<hr/> 2	<hr/> 2

12. ULTIMATE HOLDING COMPANY

The ultimate holding company is Jeyes Holdings Limited. On March 7, 1986 Cadbury Schweppes plc sold 100% of the ordinary share capital of Jeyes Group Limited to Jeyes Holdings Limited, a company owned by the management of the Consumer Products Division of Jeyes Limited and by a financial institution.

13. CONTINGENT LIABILITY

There are cross guarantees in the group, by which the bank loan and overdraft of the other group companies are guaranteed to the extent of £6,500,000.