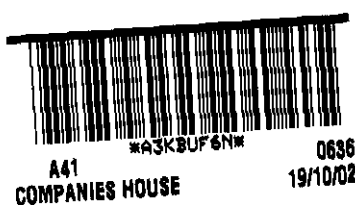


Rothmans of Pall Mall (Overseas) Limited
Registered Number: 781544

Financial Statements

For the year ended 31 December 2001



Rothmans of Pall Mall (Overseas) Limited

Balance Sheet as at 31 December 2001

	Note	2001 £	2000 £
Fixed assets			
Investment in subsidiary undertakings	4	102	102
Current assets			
Debtors: amounts owed by group undertakings		69,244	69,244
		69,346	69,346
<hr/>			
Creditors: amounts falling due within one year			
Amounts owed to subsidiary undertakings		(100)	(100)
Net assets		69,246	69,246
<hr/>			
Capital and reserves			
Called up share capital	5	5,000	5,000
Profit and loss account		64,246	64,246
Total equity shareholders' funds		69,246	69,246

For the year ended 31 December 2001 the Company was entitled to the exemption under section 249AA(1) of the Companies Act 1985.

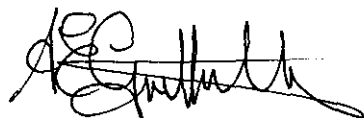
Members have not required the Company to obtain an audit in accordance with section 249(B)(2) of the Companies Act 1985.

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 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.

The Company was dormant throughout the year.

The financial statements on page 2 to 4 were approved by the Directors on 11th October 2002 and signed on behalf of the Board by:



**For and on behalf of
RIDIRECTORS LIMITED**

The notes on pages 3 and 4 form an integral part of these accounts.

Rothmans of Pall Mall (Overseas) Limited

Notes to the Accounts – 31 December 2001

1 Accounting policies

A summary of the principal accounting policies is set out below.

(1) Basis of accounting

The financial statements have been prepared under the historical cost convention and in accordance with the Companies Act 1985 and applicable UK accounting standards.

2 Directors' emoluments and employee information

The directors did not receive any emoluments during the year or during the preceding year. No staff were employed by the Company during the year, or during the preceding year.

3 Agency Agreement

Under an agency agreement the Company has entered into transactions as agent for group undertakings, the records and results thereof being incorporated in the accounting records and financial statements of those undertakings. The Company did not enter into any other transactions during the year.

4 Investment in subsidiary undertakings

The wholly owned subsidiary undertakings, Cigarette Exporters International Limited and Intellectual Property Services Limited, which are registered in England and Wales, have not traded during the year. As permitted by Section 228 of the Companies Act 1985, consolidated accounts have not been prepared as the results of the Company are included in the consolidated accounts of British American Tobacco p.l.c..

5 Share capital

The share capital of the Company is as follows:

Ordinary shares of £1 each	2001	2000
Authorised - value	£5,000	£5,000
- number	5,000	5,000
Allotted, called up and fully paid		
- value	£5,000	£5,000
- number	5,000	5,000

6 Parent undertakings

The Company's ultimate parent undertaking is British American Tobacco p.l.c. being incorporated in the United Kingdom and registered in England and Wales. Group accounts are prepared only at the British American Tobacco p.l.c. level.

Rothmans of Pall Mall (Overseas) Limited

Notes to the Accounts – 31 December 2001

7 Copies of the report and accounts

Copies of the report and accounts of British American Tobacco p.l.c. may be obtained from:

The Company Secretary
Globe House
4 Temple Place
London
WC2R 2PG