

GW Mills Limited

Directors' report and financial statements

31 August 1994

Registered number 811749



GW Mills Limited

Directors' report and financial statements

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GW Mills Limited

Directors' report

The directors present their annual report and the audited financial statements for the year ended 31 August 1994.

Principal activities and future developments

The company had interests in the royalty income of GW Mills.

Results and dividends

The company did not trade during the year and is unlikely to do so in the near future.

The directors do not recommend the payment of a dividend for the year under review (1993:£nil).

Directors

The directors of the company during the year were:

GC Iliffe
CR Potterell

At 31 August 1994 and 31 August 1993 neither of the directors held any interest in the shares of the company.

At those dates GC Iliffe held 3,162 (1993:3,162) ordinary shares of 10p each and has an interest in 280 shares held by Mrs Iliffe. GC Iliffe had options to acquire 20,000 shares (1993:25,000) in Chrysalis Group plc, the ultimate parent company.

At those dates CR Potterell had options to acquire 25,000 shares (1993:10,000) in Chrysalis Group plc, the ultimate parent company.

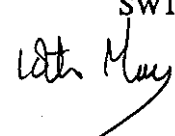
Auditors

On 6 February 1995 our auditors changed the name under which they practise to KPMG and, accordingly, have signed their report in their new name. In accordance with Section 386(1) of the Companies Act 1985, an elective resolution has been passed such that KPMG remain as auditors without the need for annual re-appointment.

By order of the board


CR Potterell
Secretary

London House
53-54 Haymarket
London
SW1Y 8RP

 1995

GW Mills Limited

Statement of directors' responsibilities

Company law requires the directors to prepare financial statements for each financial year 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 then 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;
- 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 maintaining 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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.



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London
EC4Y 8BB

Auditors' report to the members of GW Mills Limited

We have audited the financial statements on pages 4 to 5.

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 issued by the Auditing Practices Board. 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 the company's affairs as at 31 August 1994 and have been properly prepared in accordance with the Companies Act 1985.

KPMG

Chartered Accountants
Registered Auditors

17 May 1995

GW Mills Limited

Balance sheet at 31 August 1994

	Note	1994 £	1993 £
Current liabilities:			
Amounts due to group companies		<u>(84,971)</u>	<u>(84,971)</u>
Net liabilities		<u>(84,971)</u>	<u>(84,971)</u>
Capital and reserves			
Called up share capital	3	100	100
Profit and loss account		<u>(85,071)</u>	<u>(85,071)</u>
		<u>(84,971)</u>	<u>(84,971)</u>

These financial statements were approved by the board of directors on its behalf by:


GC Iliffe
Director

16th May 1995 and were signed on

The notes on page 5 form part of these financial statements

GW Mills Limited

Notes

(forming part of the financial statements)

1 Accounting policies

Basis of preparation

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

2 Profit and loss account

The company has not traded during the period and has received no income and incurred no expenditure. Accordingly a profit and loss account is not presented.

3 Called up share capital

	1994 £	1993 £
<i>Authorised, allotted, called up and fully paid</i>		
70 ordinary shares of £1 each	70	70
30 non-voting ordinary shares of £1 each	30	30
	<hr/>	<hr/>
	100	100
	<hr/>	<hr/>

4 Ultimate parent company

The ultimate parent company is Chrysalis Group plc which is registered in England and Wales. The accounts of this company may be obtained from The Secretary, Chrysalis Group plc, The Chrysalis Building, Bramley Road, London, W10 6SP.

The ultimate parent company has informed the company that it is their present intention to provide such financial support as is required for its continued operations.