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DIRECTORS' REPORT

The Directors submit their Report and Accounts for the year ended of December 1979.

The Company is a wholly owned subsidiary of British Vita Company Limited.

The Company has not traded during the year.

DIRECTORS

1. The Directors of the Company at 31 December 1979 were:

Mr W E Holt Mr R H Sellers

No other persons have been Directors of the Company during the year.

- 2. Under the Company's Articles of Association the Directors do not retire by rotation at the Annual General Meeting.
- The interests of the Directors in the shares of the holding company are shown in the Consolidated Accounts of the holding company.
- 4. No Directors were interested at any time of the year in the share capital of the Company or in the Debentures of the holding company.

AUDITOR

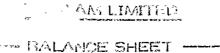
In accordance with Section 14 of the Companies Act 1976 a resolution proposing the re-appointment of Mr C Connelly F.C.A., as Auditor of the Company will be put to the Annual General Meeting.

By Order of the Board

February 1960

Soudan Street Middleton Manchester N24 2DB





AS AT 31 DECEMBER 1979

1 4868			1979
* - a			(£)
	CURRENT ASSETS		•
95,000	Due From Parent Company		25,000
(g nown pa lament E "Dest'nother seen			
	REPRESENTED BY :-		·•
	SHARE CAPITAL	Authorised	·Issued
25,000	Ordinary Shares of	25,000	25,000
	£1 each fully paid		• • • • • • • • • • • • • • • • • • • •

DIRECTORS

MOTES:

- 1. The ultimate holding company is British Vita Company Limited, a Company incorporated in England.
- The Company has by Deed charged its assets as collateral security for the issue of Debenture Stock 1987/92 and 1990/95 by its ultimate holding company. At 31 December 1979 the amount of Stock issued and outstanding was £1,546,000.

AUDITORS REPORT

In my opinion the above Balance Sheet gives a true and fair view of the state of the Company's affairs at 31 December 1979 and complies with the provisions of the Companies Acts 1948 and 1987

February 1980 Lidderofield

CHARTERED ACCOUNTANT