

1330427

TULIP INTERNATIONAL (UK) LIMITED

Report and Accounts

1 October 2002



Tulip International (UK) Limited

Registered No: 1330427

DIRECTOR

H Jensen

SECRETARY

M Plyte

AUDITORS

Ernst & Young LLP
Compass House
80 Newmarket Road
Cambridge
CB5 8DZ

BANKERS

Barclays Bank plc
4 Bridge Street
Thetford
Norfolk
IP24 3AB

REGISTERED OFFICE

Caxton Way
Thetford
Norfolk
IP24 3SB

Tulip International (UK) Limited

DIRECTOR'S REPORT

The director presents his annual report and accounts for the year ended 1 October 2002.

RESULTS AND DIVIDEND

The profit on ordinary activities after taxation for the year ended 1 October 2002 amounts to £2,529,000 (2001: £5,217,000) and is dealt with as shown in the profit and loss account.

The director does not recommend the payment of a dividend.

PRINCIPAL ACTIVITY

The principal activity of the company is an investment holding and co-ordinating company.

REVIEW OF THE BUSINESS AND FUTURE DEVELOPMENTS

During the year the company continued to act as an investment holding and co-ordinating company for its two UK operating divisions, Bacon and Cooked Meats.

DIRECTORS AND THEIR INTERESTS

H Jensen (Danish)
N G Scott (Resigned 1 October 2003)
P C Hillman (Resigned 1 October 2003)
C M Parkinson (Resigned 31 December 2002)
M I Jones (Resigned 23 May 2003)
No director holds any shares in the company.

Under the provisions of the Articles of Association none of the directors retire by rotation.

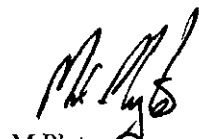
FIXED ASSETS

Changes in fixed assets are set out in Note 8.

AUDITORS

An elective regime is in place to dispense with the need to re-appoint the auditors annually. Accordingly, Ernst & Young LLP are deemed to continue in office. An elective regime is in place to dispense with the holding of annual general meetings.

By order of the Board



M Plyte
Secretary

23 January 2004

Tulip International (UK) Limited

STATEMENT OF DIRECTOR'S RESPONSIBILITIES IN RESPECT OF THE ACCOUNTS

Company law requires the director to prepare accounts 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 accounts, the director is required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent; and
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The director is responsible for keeping 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 accounts comply with the Companies Act 1985. He is also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF TULIP INTERNATIONAL (UK) LIMITED

We have audited the company's financial statements for the year ended 1 October 2002 which comprise the Profit and Loss Account, Statement of Total Recognised Gains and Losses, Balance Sheet and the related notes 1 to 16. These financial statements have been prepared on the basis of the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of director and auditors

As described in the Statement of Director's Responsibilities the company's directors are responsible for the preparation of the financial statements in accordance with applicable United Kingdom law and accounting standards.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the Director's Report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the company is not disclosed.

We read the Director's Report and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

We conducted our audit in accordance with United Kingdom 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 affairs of the company as at 1 October 2002 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

A handwritten signature in black ink, appearing to read 'Ernst & Young LLP', written in a cursive, stylized script.

Ernst & Young LLP
Registered Auditor
Cambridge

23 January 2004

Tulip International (UK) Limited

PROFIT AND LOSS ACCOUNT

for the year ended 1 October 2002

	<i>Notes</i>	<i>2002</i> <i>£'000</i>	<i>2001</i> <i>£'000</i>
Administrative expenses – exceptional items	5	–	(261)
Release of provision and increase in valuation of investments in subsidiary undertakings	8	2,527	5,477
Interest and dividends receivable	6	2	2
		<u>2,529</u>	<u>5,218</u>
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		2,529	5,218
Tax on profit on ordinary activities	7	–	1
RETAINED PROFIT FOR THE YEAR	13	<u>2,529</u>	<u>5,217</u>

A statement of the movement on reserves is given in note 13.

The results for the current and comparative periods as stated above are also the results as stated on an historical cost basis.

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES

for the year ended 1 October 2002

	<i>2002</i> <i>£000</i>	<i>2001</i> <i>£000</i>
Total recognised gains and losses relating to the year	<u>2,529</u>	<u>5,217</u>

Tulip International (UK) Limited

BALANCE SHEET

at 1 October 2002

	Notes	2002 £'000	2001 £'000
FIXED ASSETS			
Investments	8	46,398	43,893
CURRENT ASSETS			
Debtors	9	1,371	2,290
Cash		9	7
		1,380	2,297
CREDITORS: amounts falling due within one year	10	(9,415)	(10,356)
NET CURRENT LIABILITIES		(8,035)	(8,059)
TOTAL ASSETS LESS CURRENT LIABILITIES		38,363	35,834
CAPITAL AND RESERVES			
Called up share capital	11	7,436	7,436
Share premium account		275	275
Capital reserve	14	20,500	20,500
Profit and loss account	12	10,152	7,623
EQUITY SHAREHOLDER'S FUNDS	13	38,363	35,834

H Jensen

H Jensen
Director

23 January 2004

Tulip International (UK) Limited

NOTES TO THE ACCOUNTS

at 1 October 2002

1. ACCOUNTING POLICIES

Basis of preparation

The accounts are prepared under the historical cost convention and in accordance with applicable accounting standards.

Investments in subsidiary undertakings

The company accounts for its investments in subsidiary undertakings by the equity method, whereby the original cost of the investments is adjusted for the movement in underlying net assets applicable to the investments since their date of acquisition.

2. PARENT UNDERTAKING

The immediate parent undertaking is Tulip International P/S incorporated in Denmark.

In accordance with s228 Companies Act 1985 group accounts have not been prepared as the company is a wholly owned subsidiary undertaking of another company in the EC which prepares group accounts. These accounts present financial information about the company as an individual undertaking and not about its group.

3. OPERATING PROFIT

This is stated after charging:

	2002 £'000	2001 £'000
The group		
Auditors' remuneration - audit services	90	72
Auditors' remuneration - non-audit services	90	127

Auditors' remuneration for the company is borne by the subsidiary undertaking Tulip International (UK) Bacon Division Limited.

4. DIRECTORS' EMOLUMENTS

	2002 £'000	2001 £'000
Emoluments	451	241
Compensation for loss of office	185	—
	636	241
Pension contribution paid on behalf of the directors	48	35
Emoluments of the highest paid director are as follows:		
Aggregate emoluments excluding pension contributions	285	75

Tulip International (UK) Limited

NOTES TO THE ACCOUNTS

at 1 October 2002

5. EXCEPTIONAL ITEMS

	2002 £'000	2001 £'000
Costs incurred in connection with the acquisition of Gott Holdings Limited	–	261

6. INTEREST RECEIVABLE

	2002 £'000	2001 £'000
Interest receivable:		
Other interest receivable	2	2

7. TAX ON PROFIT ON ORDINARY ACTIVITIES

(a) Tax on profit on ordinary activities

The tax charge is made up as follows:

	2002 £'000	2001 £'000
UK Corporation tax and		
Total current tax (note 7(b))	–	1
<i>Deferred tax:</i>		
Origination and reversal of timing differences	–	–
Tax on profit on ordinary activities	–	1

(b) Factors affecting current tax charge

The tax assessed on the profit on ordinary activities for the year is lower than the standard rate of corporation tax in the UK of 30% (2001 – 30%). The differences are reconciled below:

	2002 £'000	2001 £'000
Profit on ordinary activities before taxation	2,529	5,218
Corporation tax at 30%	759	1,565
Expenses not deductible for tax and non-taxable income	(759)	(1,564)
Total current tax (note 7(a))	–	1

Tulip International (UK) Limited

NOTES TO THE ACCOUNTS

at 1 October 2002

8. INVESTMENTS

	<i>Subsidiary undertakings</i>	<i>Other investments</i>	<i>Total</i>
	<i>£'000</i>	<i>£'000</i>	<i>£'000</i>
Cost or valuation:			
At 2 October 2001	43,873	20	43,893
Disposals	(22)	—	(22)
Increase in valuations	2,527	—	2,527
At 1 October 2002	46,378	20	46,398
Provisions against investments in subsidiary undertakings:			
At 2 October 2001 and at 1 October 2002	—	—	—
Net book value			
At 1 October 2002	46,378	20	46,398
At 1 October 2001	43,873	20	43,893

The cost of investments in subsidiary undertakings held at valuation was £15,988,000 (2001: £15,988,000).

Other investments represents a holding of 10% Exchequer Stock 2003 stated at cost.

Details of the investments in which the company holds more than 10% of the nominal value of any class of share capital are as follows:

<i>Name of company</i>	<i>Country registration and operation</i>	<i>Holding</i>	<i>Proportion held</i>	<i>Nature of business</i>
Tulip International (UK) Bacon Division Limited	England and Wales	Ordinary shares	100%	Processing, packing, sale and distribution of meat products
Tulip International (UK) Cooked Meats Division Limited	England and Wales	Ordinary shares	100%	Processing, packing, sale and distribution of meat products
Tulip International (UK) Croydon Limited	England and Wales	Ordinary shares	100%	Facilities management company
Tulip International (UK) Wellingborough Limited	England and Wales	Ordinary shares	100%	Non-trading company
Gott Holdings Limited	England and Wales	Ordinary shares	100%	Processing, packing, sale and distribution of meat products

Tulip International (UK) Limited

NOTES TO THE ACCOUNTS

at 1 October 2002

9. DEBTORS

	2002 £'000	2001 £'000
Amounts owed by subsidiary undertakings	1,371	2,290

10. CREDITORS: amounts falling due within one year

	2002 £'000	2001 £'000
Amounts owed to subsidiary undertakings	9,415	10,356

11. CALLED UP SHARE CAPITAL

The called-up share capital of the company at the beginning and the end of the year was:

	2002 £'000	Authorised 2001 £'000	Allotted, called up and fully paid 2002 £'000	2001 £'000
Ordinary shares of £1 each	7,500	7,500	7,436	7,436

12. STATEMENT OF MOVEMENT ON RESERVES

	2002 £'000	Profit and loss Account 2001 £'000
At 2 October	7,623	2,406
Profit for the year	2,529	5,217
At 1 October 2002	10,152	7,623

13. RECONCILIATION OF MOVEMENTS IN SHAREHOLDER'S FUNDS

	2002 £'000	2001 £'000
Profit for the year and net increase in shareholder's funds	2,529	5,217
Opening shareholder's funds	35,834	30,617
Closing shareholder's funds	38,363	35,834

14. CAPITAL RESERVE

The capital reserve of £20,500,000 represents a capital contribution from the parent company. £5,000,000 was contributed in 1989, £1,000,000 was contributed in 1993 and a further £20,000,000 was contributed in 1995. £5,500,000 was repaid to the parent company in 2000.

NOTES TO THE ACCOUNTS

at 1 October 2002

15. PARENT UNDERTAKING AND CONTROLLING PARTY

The company's immediate parent undertaking is Tulip International P/S incorporated in Denmark.

The parent undertaking of the group of undertakings for which group accounts are drawn up and of which the company is a member is Tulip International P/S, incorporated in Denmark.

Copies of the group accounts can be obtained by writing to The Company Secretary, Tulip International (UK) Limited, Caxton Way, Thetford, Norfolk, IP24 3SB.

In the directors opinion, the company's ultimate parent undertaking and controlling party is Danish Crown AmbA, incorporated in Denmark. Copies of its group accounts, which include the company, are available from Danish Crown AmbA, Marsvej 43, DK8900, Randers, Denmark.

16. RELATED PARTY TRANSACTIONS

The company has taken advantage of the exemption in FRS 8 from disclosing any transactions with related parties that are part of Danish Crown AmbA group.