

UB SECURITIES (UK) LIMITED1985 ANNUAL REPORT AND ACCOUNTSREPORT OF THE DIRECTORS

The directors submit their annual report together with the audited accounts for the 52 weeks ended 28th December 1985.

REVIEW OF THE BUSINESS AND FUTURE DEVELOPMENTS

The Company did not trade during the period and there is no present intention to pursue any activity.

DIRECTORS

The directors of the Company who served during the year are as follows:-

D.R.J. Stewart
A.G. Clark

The interests of the directors in the share capital of the company's ultimate holding company United Biscuits (Holdings) plc at the beginning and end of the Company's financial period were as follows:-

	<u>1985</u>	<u>1984</u>	<u>Options</u>
D.R.J. Stewart	6,000	9,000	92,151
A.G. Clark	3,000	2,500	100,426

The directors are entitled to subscribe for ordinary shares in United Biscuits (Holdings) plc at varying prices from 102½p to 156½p. These options are exercisable at varying dates up to 1994.

DIVIDEND

The directors do not recommend the payment of a dividend.

AUDITORS

In accordance with Section 252 of the Companies Act 1985, a special resolution not to appoint auditors will be put to the members at the Annual General Meeting. Accordingly, Arthur Young do not offer themselves for re-election.

BY ORDER OF THE BOARD

D.R.J. STEWART
Secretary

24th March 1986



UB SECURITIES (UK) LIMITED

BALANCE SHEET AT 28TH DECEMBER, 1985

	<u>Note</u>	<u>1985</u> <u>£</u>	<u>1984</u> <u>£</u>
Investment in subsidiaries	3	86,322	86,322
Amount due from group company		107,497	107,497
		<u>193,819</u>	<u>193,819</u>
Called up share capital		10	10
Profit and loss account		193,809	193,809
		<u>193,819</u>	<u>193,819</u>

Robert G. Clark
.....
DRS Stewart
.....

DIRECTORS
24th March 1986

UB SECURITIES (UK) LIMITED

NOTES TO THE ACCOUNTS AS AT 28TH DECEMBER, 1985

1. Activities & basis of accounting

The Company did not trade during the period.

2. Ultimate holding company

The ultimate holding company is United Biscuits (Holdings) plc, which is registered in Scotland and incorporated in Great Britain.

3. Investment in subsidiaries

	1985 £	1984 £
Shares at cost	<u>86,322</u>	<u>86,322</u>

Details of the company's subsidiaries as at December 28, 1985 (both of which are wholly owned) are set out below:

<u>Subsidiary</u>	<u>Activity</u>	<u>Country of Incorporation</u>
Bonn & Co. Limited	Dormant	England
B.Fox Limited	Dormant	England

Group accounts have not been prepared as the Company is a wholly owned subsidiary of another company incorporated in Great Britain.

In the opinion of the directors, the value of the company's investment in its subsidiaries is not less than the amount at which it is stated in the balance sheet.

UB SECURITIES (UK) LIMITED

NOTES TO THE ACCOUNTS AS AT 28TH DECEMBER, 1985

4. Share capital

	1985 £ <u> </u>	1984 £ <u> </u>
Authorised Ordinary Shares of £1 each	<u>£100</u>	<u>£100</u>
Allotted, called up and fully paid Ordinary Shares of £1 each	<u>£10</u>	<u>£10</u>

REPORT OF THE AUDITORS TO THE MEMBERS OF:

UB SECURITIES (UK) LIMITED

We have audited the Accounts on Pages 2 to 4 in accordance with approved auditing standards.

In our opinion the Accounts give a true and fair view of the state of the Company's affairs at 28th December 1985 and comply with the Companies Acts 1985.

ARTHUR YOUNG
Chartered Accountants,
London.

24th March 1986