

1450319

KELLY'S KITCHEN LIMITED  
DIRECTORS' REPORT AND ACCOUNTS  
31 JANUARY 1992

## KELLY'S KITCHEN LIMITED

### DIRECTORS' REPORT

The Directors present herewith their Annual Report and Statement of Accounts for the year ended 31 January 1992.

#### ACTIVITIES AND RESULTS

The Company did not trade or incur any liability during the year ended 31 January 1992.

#### DIVIDEND

The Directors do not recommend that a dividend be paid in respect of the year ended 31 January 1992 (1991: £Nil).

#### DIRECTORS AND THEIR INTERESTS

The following were Directors of the Company during the year ended 31 January 1992.

Mr A L Monnickendam  
Mr F M Clack  
Mr P D Smith  
Mr P J Wilson

None of the directors had any direct interest in the shares of the Company.

The notifiable interests of the Directors at 31 January 1992 in the issued share capital of the ultimate parent company as at the relevant dates are shown below:

	Forte Plc Ordinary shares of 25p each <u>31 January 1992</u>		Forte Plc Ordinary shares of 25p each <u>1 February 1991</u>	
	<u>Shares</u>	<u>Options</u>	<u>Shares</u>	<u>Options</u>
Mr A L Monnickendam	2,283	150,256	2,283	148,214
Mr P M Clack	7,968	57,912	7,968	54,849
Mr P D Smith	3,262	87,827	3,262	83,232
Mr P J Wilson	1,305	24,414	-	21,737

During the year ended 31 January 1992 the Directors were granted, and exercised the following share options:

	<u>Granted</u>		<u>Exercised</u>	
	<u>Share</u>		<u>Share</u>	
	<u>Save</u>	<u>Executive</u>	<u>Save</u>	<u>Executive</u>
Mr A L Monnickendam	3,063	-	1,021	-
Mr P M Clack	3,063	-	-	-
Mr P D Smith	4,595	-	-	-
Mr P J Wilson	3,982	-	1,305	-

KELLY'S KITCHEN LIMITED

DIRECTORS' REPORT (continued)

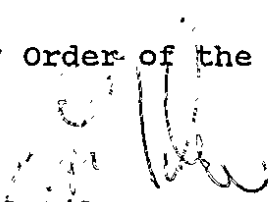
PARENT COMPANY


The Company's ultimate parent company is Forte Plc which is incorporated in England.

AUDITORS

The Company being dormant, a Special Resolution will be proposed at the Annual General Meeting that in accordance with section 250 of the Companies Act 1985 the Company be exempted from its obligations to appoint auditors under section 384 (1) of the Act, and no auditors' report will be included in future so long as the Company remains dormant.

By Order of the Board

  
P J Wilson  
Secretary

 1992

166 High Holborn  
London WC1V 6TT

Registered No: 1450319

*Price Waterhouse*



**AUDITORS' REPORT TO THE MEMBERS OF  
KELLY'S KITCHEN LIMITED**

We have audited the financial statements on pages 4 to 5 in accordance with Auditing Standards.

In our opinion the financial statements give a true and fair view of the state of the company's affairs at 31 January 1992 and have been properly prepared in accordance with the Companies Act 1985.

*Price Waterhouse*

PRICE WATERHOUSE  
Chartered Accountants  
and Registered Auditor

6 July 1992

KELLY'S KITCHEN LIMITED

BALANCE SHEET AS AT 31 JANUARY 1992

	<u>Notes</u>	<u>1992</u> £	<u>1991</u> £
CAPITAL AND RESERVES			
Called up share capital	3	415,223	415,223
Profit and loss account - deficit		(415,223)	(415,223)
		<u>          </u>	<u>          </u>
		<u>          </u>	<u>          </u>

The annexed notes form a part of these accounts.

Approved by the Board of Directors on.....*6 July*.....1992

.....*[Signature]*.....DIRECTOR

KELLY'S KITCHEN LIMITED

NOTES TO THE ACCOUNTS - 31 JANUARY 1992

1. ACCOUNTING POLICY

Accounting convention

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

2. PROFIT AND LOSS ACCOUNT

During the financial year and the preceding financial year the Company received no income and incurred no expenditure. Consequently, during those years the Company made neither a profit nor a loss.

None of the Directors received any emoluments in respect of their services to the Company (1991 - £Nil)

Auditors' remuneration for the year has been dealt with in the accounts of the ultimate parent company.

3. CALLED UP SHARE CAPITAL

	<u>1992</u>	<u>1991</u>
	£	£
Authorised, issued and fully paid ordinary shares of £1 each	<u>415,223</u>	<u>415,223</u>

4. PARENT COMPANY

The ultimate parent company is Forte Plc, a company incorporated in England.

Copies of the Group Financial Statements may be obtained at the following address:

166 High Holborn  
London WC1V 6TT