

Registered Number 1847742

CLERMONT TABAC LIMITED
ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 1998



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DIRECTORS' REPORT

The Directors submit their report and the accounts for the year ended 31st March 1998.

Activities and Results

During the year the Company has not traded and has made neither profits or losses.

Dividends

The Directors do not recommend the payment of a dividend.

The Year 2000 Issue and the Introduction of the Euro

The impact on the Company's activities from both these events is being considered within the overall context of the Rothmans International B.V. Group. Further details with respect to these issues are set out within the financial statements of that company. Details of where copies of these financial statements can be obtained are given in Note 2 on page 5.

Directors

Ridirectors Limited served as the sole Director throughout the year ended 31st March 1998. Subsequent to the year end, on 6th April 1998, W M Kuzminski was appointed as a Director of the Company.

Directors' Interests

According to the register, kept under Section 325 of the Companies Act 1985, no Director holding office at 31st March 1998 had any interest in the shares of the Company, its parent company or its fellow subsidiaries, either at the beginning or end of the year.

General Meetings

Elective resolutions have been passed in accordance with Section 379A of the Companies Act 1985 (as amended) to dispense with the laying of accounts before the Company in General Meeting (pursuant to Section 252 of the Act) and to dispense with the holding of Annual General Meetings (pursuant to Section 366A of the Act).

DIRECTORS' REPORT


On Behalf of the Board

Registered No: 1847742

For and on behalf of
Risecretaries Limited
Secretary

Registered Office:

Oxford Road
Aylesbury
Bucks
HP21 8SZ

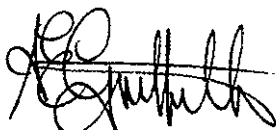

23rd November 1998

BALANCE SHEET 31ST MARCH 1998

	Notes	1998	1997
CURRENT ASSETS			
Amounts owed by parent undertakings		£1,000	£1,000
		<u> </u>	<u> </u>
CAPITAL AND RESERVES			
Called up share capital	5	£1,000	£1,000
		<u> </u>	<u> </u>
EQUITY SHAREHOLDERS' FUNDS		£1,000	£1,000
		<u> </u>	<u> </u>

The Company has been dormant within the meaning of Section 250 of the Companies Act 1985 throughout the financial year ended 31st March 1998 and it is anticipated that it will remain so in the future.

The accounts were approved by the Board on 23rd November 1998



FOR AND ON BEHALF OF RIDIRECTORS LIMITED

The notes on page 5 form an integral part of these accounts.

NOTES TO THE ACCOUNTS 31ST MARCH 1998

1. The accounts have been prepared on historical cost accounting principles in accordance with applicable accounting standards in the United Kingdom.
2. The Directors regard Compagnie Financière Richemont AG, a listed company incorporated in Switzerland, to be the ultimate parent company; shares representing 50% of the voting rights of that company are held by Compagnie Financière Rupert which, for the purposes of Financial Reporting Standard 8, is regarded by the directors as the ultimate controlling party. The Directors consider that the Company is controlled, for operational purposes, by Rothmans International B.V., for which group accounts are drawn up. At 31st March 1998 the Company's immediate parent company for which group accounts were drawn up was Rothmans International Tobacco (UK) Ltd, a company registered in England and Wales.

Copies of the group accounts of Rothmans International B.V. are available from The Secretary, De Boelelaan 32 1083 Amsterdam, The Netherlands. Copies of the group accounts of Compagnie Financière Richemont AG are available from The Secretary, Rigistrasse 2, CH-6300 Zug, Switzerland.

3. The Company did not employ anyone during the year or during the preceding year.
4. The Directors did not receive any emoluments during the year or during the preceding year.
5. Called up share capital of the Company is as follows:

	1998	1997
Authorised - 1,000 ordinary shares of £1 each	£1,000	£1,000
	<hr/>	<hr/>
Allotted, called up and fully paid - 1,000 ordinary shares of £1 each	£1,000	£1,000
	<hr/>	<hr/>

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Directors are required by the Companies Act 1985 to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Company as at the end of the financial year.

The Directors consider that in preparing the financial statements on pages 4 and 5 the Company has used appropriate accounting policies, consistently applied and supported by reasonable and prudent judgements and estimates and that all accounting standards which they consider to be applicable have been followed. The Directors are required to use a going concern basis in preparing the financial statements unless this is inappropriate.

The Directors have responsibility for ensuring that the Company keeps accounting records which disclose with reasonable accuracy the financial position of the Company and which enable them to ensure that the financial statements comply with the Companies Act 1985.

The Directors 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.