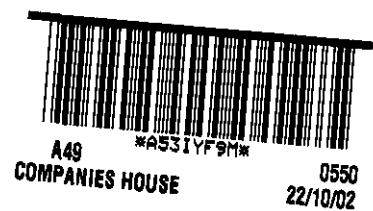


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**REPORTS AND FINANCIAL STATEMENTS OF
LUCAS INGREDIENTS LIMITED
FOR THE YEAR ENDED 31 DECEMBER 2001**



Lucas Ingredients Limited
Reports and Financial Statements for the year ended
31 December 2001

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Lucas Ingredients Limited
Directors and other Information

Directors:

Brian Durran
Padraic Coughlan

Secretary and Registered Office:

Brian Durran,
Thorpe Lea Manor,
Thorpe Lea Road,
Egham,
Surrey, TW20 BHY,
England.

Auditors:

Deloitte & Touche,
Deloitte & Touche House,
Earlsfort Terrace,
Dublin 2,
Ireland.

Solicitors:

Legal Department,
Kerry Group plc.,
Prince's Street,
Tralee,
Co. Kerry,
Ireland.

Lucas Ingredients Limited

Report of the Directors

The Directors present their annual report and audited financial statements for the year ended 31 December 2001.

Business Review

The company has not carried out any trading activities during the year.

Directors' Interests

The Directors in office had the following interests in the issued ordinary share capital at 31 December 2001 and 31 December 2000:

	Ordinary Shares of STG£1 each
Brian Durran	1
Padraic Coughlan	<u>1</u>
	2
	=

Auditors

The Auditors, Deloitte & Touche, Chartered Accountants have expressed their willingness to continue in office and a resolution will be proposed at the Annual General Meeting to reappoint them as Auditors and to authorise the Directors to fix their remuneration.

Signed on behalf of the Board



Brian Durran,
Director



Padraic Coughlan,
Director

30 June 2002

Lucas Ingredients Limited

Statement of Directors' Responsibilities

United Kingdom company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and the profit or loss of the company for that year. In preparing those financial statements, the directors are required to select suitable accounting policies and then apply them consistently; make judgements and estimates that are reasonable and prudent; and prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper books of accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Acts, 1985. They are 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 Lucas Ingredients Limited

We have audited the financial statements of Lucas Ingredients Limited for the year ended 31 December 2001 which comprise the profit and loss account, the balance sheet and the related notes 1 to 2.

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS

As described in the statement of directors' 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 United Kingdom legal and regulatory requirements and 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 if, in our opinion, the directors' 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 report of the directors for the above year and consider the implications for our report if we become aware of any apparent misstatements.

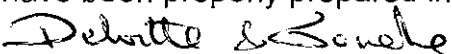
BASIS OF AUDIT OPINION

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 the company's affairs as at 31 December 2001 and of its result for the year then ended and have been properly prepared in accordance with the Companies Acts 1985.


Deloitte & Touche,

Chartered Accountants and Registered Auditors.

Earlsfort Terrace,
Dublin 2.

30 June 2002

Lucas Ingredients Limited

Profit & Loss Account for the year ended 31 December 2001

The company did not trade during the current and preceding years and received no income and incurred no expenditure. Consequently, the company made neither a profit nor a loss during the current or preceding financial years.

Lucas Ingredients Limited

Balance Sheet as at 31 December 2001

	NOTE	2001 <u>STG£</u>	2000 <u>STG£</u>
CURRENT ASSETS			
Cash		<u>2</u>	<u>2</u>
TOTAL ASSETS		<u>2</u> =	<u>2</u> =
CAPITAL EMPLOYED			
Called-Up Share Capital	2	<u>2</u> =	<u>2</u> =

The financial statements were approved by the Board of Directors on 30 June 2002 and signed on its behalf by:



Brian Durran,
Director



Padraic Coughlan,
Director

Lucas Ingredients Limited

Notes to the Financial Statements for the year ended 31 December 2001

1. ACCOUNTING POLICY

Basis of Preparation

The accounts have been prepared under the historical cost convention and are denominated in Stg£.

2. CALLED-UP SHARE CAPITAL

	2001 <u>STG£</u>	2000 <u>STG£</u>
Authorised:		
1,000 Ordinary Shares of STG£1 each	1,000 ===	1,000 ===
Allotted, called-up and fully paid:		
2 Ordinary Shares of STG£1 each	2 ===	2 ===