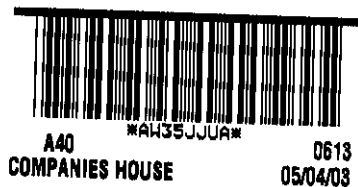


Company Registration No. 2595515 (England and Wales)

PREMIER NUTRITION PRODUCTS LIMITED

ABBREVIATED ACCOUNTS

FOR THE YEAR ENDED 30 JUNE 2002



PREMIER NUTRITION PRODUCTS LIMITED

CONTENTS

	Page
Directors' report	1 - 2
Auditors' report	3
Abbreviated profit and loss account	4
Abbreviated balance sheet	5
Cash flow statement	6
Notes to the cash flow statement	7
Notes to the abbreviated accounts	8 - 14

PREMIER NUTRITION PRODUCTS LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 30 JUNE 2002

The directors present their report and financial statements for the year ended 30 June 2002.

Principal activities and review of the business

The principal activity of the company continued to be that of manufacture and distribution of animal nutritional products and feed premixes.

The results for the year and the financial position at the year end were considered satisfactory by the directors who expect continued growth in the foreseeable future.

Results and dividends

The results for the year are set out on page 4.

The directors do not recommend payment of an ordinary dividend.

Directors

The following directors have held office since 1 July 2001:

R C Rae
G W Yeo
N Geddes
S P Pritchard

Directors' interests

The directors' interests in the shares of the company were as stated below:

	Ordinary A shares of £ 1 each	
	30 June 2002	1 July 2001
R C Rae	10,005	10,005
G W Yeo	10,005	10,005
N Geddes	10,005	10,005
S P Pritchard	3,335	3,335

	Ordinary B shares of £ 1 each	
	30 June 2002	1 July 2001
R C Rae	-	-
G W Yeo	-	-
N Geddes	-	-
S P Pritchard	-	-

Auditors

In accordance with section 385 of the Companies Act 1985, a resolution proposing that Dains be reappointed as auditors of the company will be put to the Annual General Meeting.

PREMIER NUTRITION PRODUCTS LIMITED

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2002

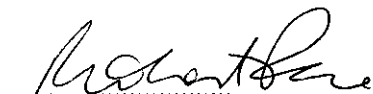
Directors' responsibilities

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 of the profit or loss of the company for that period. 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;
- 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 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 Act 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.

On behalf of the board



R C Rae

Director

3 APRIL 2003

PREMIER NUTRITION PRODUCTS LIMITED

AUDITORS' REPORT TO PREMIER NUTRITION PRODUCTS LIMITED UNDER SECTION 247B OF THE COMPANIES ACT 1985

We have examined the abbreviated accounts set out on pages 4 to 14, together with the financial statements of the company for the year ended 30 June 2002 prepared under section 226 of the Companies Act 1985.

Respective responsibilities of directors and auditors

The directors are responsible for preparing the abbreviated accounts in accordance with section 246A of the Companies Act 1985. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts prepared in accordance with section 246A(3) of the Act to the Registrar of Companies and whether the accounts to be delivered are properly prepared in accordance with that provision and to report our opinion to you.

Basis of opinion

We have carried out the procedures we considered necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts to be delivered are properly prepared. The scope of our work for the purpose of this report did not include examining or dealing with events after the date of our report on the financial statements.

Opinion

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with section 246A(3) of the Companies Act 1985, and the abbreviated accounts on pages 4 to 14 are properly prepared in accordance with that provision.

Dains

Chartered Accountants
Registered Auditor



3 APRIL 2003

St John's Court, Wiltell Road
Lichfield
Staffordshire
WS14 9DS

PREMIER NUTRITION PRODUCTS LIMITED

ABBREVIATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30 JUNE 2002

	Notes	2002 £	2001 £
Gross profit		2,854,952	2,487,987
Administrative expenses		(2,675,352)	(2,293,782)
Operating profit	2	179,600	194,205
Investment income	3	150,000	-
Other interest receivable and similar income		2,575	11,985
Interest payable and similar charges	4	(38,645)	(39,884)
Profit on ordinary activities before taxation		293,530	166,306
Tax on profit on ordinary activities	5	(27,429)	(14,072)
Profit on ordinary activities after taxation		266,101	152,234

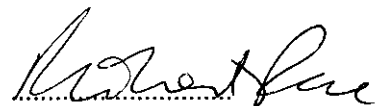
PREMIER NUTRITION PRODUCTS LIMITED

ABBREVIATED BALANCE SHEET AS AT 30 JUNE 2002

	Notes	2002 £	£	2001 £	£
Fixed assets					
Intangible assets	6	53,550		56,700	
Tangible assets	7	913,373		921,210	
Investments	8	190,794		-	
		<u>1,157,717</u>		<u>977,910</u>	
Current assets					
Stocks	9	755,415		579,126	
Debtors	10	2,296,234		2,389,894	
Cash at bank and in hand		981,373		541,167	
		<u>4,033,022</u>		<u>3,510,187</u>	
Creditors: amounts falling due within one year	11	<u>(3,835,421)</u>		<u>(3,398,881)</u>	
Net current assets		<u>197,601</u>		<u>111,306</u>	
Total assets less current liabilities		<u>1,355,318</u>		<u>1,089,216</u>	
Capital and reserves					
Called up share capital	13	33,350		33,350	
Profit and loss account		1,321,968		1,055,866	
Shareholders' funds - equity interests		<u>1,355,318</u>		<u>1,089,216</u>	

These abbreviated accounts have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to medium-sized companies.

The financial statements were approved by the Board on 3 APRIL 2003



R C Rae
Director

PREMIER NUTRITION PRODUCTS LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 30 JUNE 2002

	2002 £	2001 £
Net cash inflow/(outflow) from operating activities	633,262	(261,502)
Returns on investments and servicing of finance		
Interest received	2,575	11,985
Interest paid	(38,645)	(39,884)
Net cash outflow for returns on investments and servicing of finance	(36,070)	(27,899)
Taxation	(20,294)	(18,107)
Capital expenditure and financial investment		
Payments to acquire tangible assets	(79,669)	(120,890)
Payments to acquire investments	(190,794)	-
Receipts from sales of tangible assets	7,358	61,506
Net cash outflow for capital expenditure	(263,105)	(59,384)
Net cash inflow/(outflow) before management of liquid resources and financing	313,793	(366,892)
Financing		
Repayment of long term bank loan	-	(384,760)
Net cash outflow from financing	-	(384,760)
Increase/(decrease) in cash in the year	313,793	(751,652)

PREMIER NUTRITION PRODUCTS LIMITED

NOTES TO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 30 JUNE 2002

1	Reconciliation of operating profit to net cash inflow/(outflow) from operating activities	2002 £	2001 £
	Operating profit	179,600	194,205
	Depreciation of tangible assets	85,104	80,031
	Amortisation of intangible assets	3,150	3,150
	(Profit)/loss on disposal of tangible assets	(4,958)	133
	(Increase)/decrease in stocks	(176,289)	224,665
	Decrease/(increase) in debtors	243,660	(517,704)
	Decrease in creditors within one year	302,995	(245,982)
	Net cash inflow/(outflow) from operating activities	633,262	(261,502)

2	Analysis of net funds/(debt)	1 July 2001 £	Cash flow £	Other non-cash changes £	30 June 2002 £
	Net cash:				
	Cash at bank and in hand	541,167	440,206	-	981,373
	Bank overdrafts	(688,010)	(126,410)	-	(814,420)
		<u>(146,843)</u>	<u>313,796</u>	<u>-</u>	<u>166,953</u>
	Net (debt)/funds	<u>(146,843)</u>	<u>313,796</u>	<u>-</u>	<u>166,953</u>

3	Reconciliation of net cash flow to movement in net funds/(debt)	2002 £	2001 £
	Increase/(decrease) in cash in the year	313,796	(751,653)
	Cash (inflow)/outflow from (increase)/decrease in debt	-	384,760
	Movement in net funds/(debt) in the year	313,796	(366,893)
	Opening net (debt)/funds	(146,843)	220,050
	Closing net funds/(debt)	166,953	(146,843)

PREMIER NUTRITION PRODUCTS LIMITED

NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 30 JUNE 2002

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention.

1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable accounting standards.

1.3 Turnover

Turnover represents amounts receivable for goods and services net of VAT and trade discounts.

1.4 Goodwill

Goodwill represents the difference between the fair value of the consideration paid on acquisition of a business and the fair value of its separable net assets at the date of acquisition. Acquired goodwill is written off in equal annual instalments over its estimated useful economic life of 20 years.

1.5 Tangible fixed assets and depreciation

Tangible fixed assets other than freehold land are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Land and buildings Freehold	2% on cost
Plant and machinery	20% on reducing balance
Fixtures, fittings & equipment	20% on reducing balance
Motor vehicles	25% on reducing balance

1.6 Leasing

Rentals payable under operating leases are charged against income on a straight line basis over the lease term.

1.7 Investments

Fixed asset investments are stated at cost less provision for diminution in value.

1.8 Stock

Stock is valued at the lower of cost and net realisable value.

1.9 Pensions

The pension costs charged in the financial statements represent the contributions payable by the company during the year in accordance with FRS 17.

1.10 Deferred taxation

Deferred taxation is provided at appropriate rates on all timing differences using the liability method only to the extent that, in the opinion of the directors, there is a reasonable probability that a liability or asset will crystallise in the foreseeable future.

PREMIER NUTRITION PRODUCTS LIMITED

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2002

2	Operating profit	2002	2001
		£	£
	Operating profit is stated after charging:		
	Amortisation of intangible assets	3,150	3,150
	Depreciation of tangible assets	85,104	80,031
	Loss on disposal of tangible assets	-	133
	Operating lease rentals	57,126	63,772
	Auditors' remuneration	6,000	6,000
	and after crediting:		
	Profit on disposal of tangible assets	(4,958)	-
		<u> </u>	<u> </u>
3	Investment income	2002	2001
		£	£
	Income from shares in group undertakings	150,000	-
		<u> </u>	<u> </u>
4	Interest payable	2002	2001
		£	£
	On bank loans and overdrafts	27,097	29,384
	On other loans wholly repayable within 5 years	11,548	10,500
		<u> </u>	<u> </u>
		<u>38,645</u>	<u>39,884</u>

PREMIER NUTRITION PRODUCTS LIMITED

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2002

5	Taxation	2002	2001
		£	£
	Domestic current year tax		
	U.K. corporation tax	27,429	21,000
	Adjustment for prior years	-	(6,928)
		<u>27,429</u>	<u>14,072</u>
	Current tax charge		
		<u>27,429</u>	<u>14,072</u>
	Factors affecting the tax charge for the year		
	Profit on ordinary activities before taxation	<u>293,530</u>	<u>166,306</u>
	Profit on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 19.75% (2001 : 8.46%)	<u>57,972</u>	<u>14,069</u>
	Effects of:		
	Non deductible expenses	(4,464)	(175)
	Depreciation	(17,430)	(7,036)
	Capital allowances	21,030	14,153
	Adjustments to previous periods	-	(6,928)
	Chargeable disposals	979	(11)
	Dividends and distributions received	(29,625)	-
	Other tax adjustments	(1,033)	-
		<u>(30,543)</u>	<u>3</u>
	Current tax charge	<u>27,429</u>	<u>14,072</u>
6	Intangible fixed assets		
			Goodwill
			£
	Cost		
	At 1 July 2001 & at 30 June 2002		<u>63,000</u>
	Amortisation		
	At 1 July 2001		6,300
	Charge for the year		<u>3,150</u>
	At 30 June 2002		<u>9,450</u>
	Net book value		
	At 30 June 2002		<u>53,550</u>
	At 30 June 2001		<u>56,700</u>

PREMIER NUTRITION PRODUCTS LIMITED

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2002

7 Tangible fixed assets

	Land and buildings Freehold	Land and buildings Leasehold	Plant and machinery	Fixtures, fittings & equipment	Motor vehicles	Total
	£	£	£	£	£	£
Cost						
At 1 July 2001	599,454	-	546,467	111,999	-	1,257,920
Additions	8,917	8,223	35,558	23,670	3,300	79,668
Disposals	-	-	(12,500)	-	-	(12,500)
At 30 June 2002	608,371	8,223	569,525	135,669	3,300	1,325,088
Depreciation						
At 1 July 2001	44,791	-	250,107	41,813	-	336,711
On disposals	-	-	(10,100)	-	-	(10,100)
Charge for the year	10,968	-	59,272	14,039	825	85,104
At 30 June 2002	55,759	-	299,279	55,852	825	411,715
Net book value						
At 30 June 2002	552,612	8,223	270,246	79,817	2,475	913,373
At 30 June 2001	554,663	-	296,361	70,186	-	921,210

PREMIER NUTRITION PRODUCTS LIMITED

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2002

8 Fixed asset investments

	Unlisted investments £
Cost	
At 1 July 2001	-
Additions	190,794
At 30 June 2002	<u>190,794</u>

Holdings of more than 20%

The company holds more than 20% of the share capital of the following companies:

Company	Country of registration or incorporation	Class	Shares held %
Subsidiary undertakings			
Banbury Agriculture Limited	England & Wales	Ordinary	100

The aggregate amount of capital and reserves and the results of these undertakings for the last relevant financial year were as follows:

	Capital and reserves	Profit for the year
Banbury Agriculture Limited	<u>61,399</u>	<u>78,205</u>

9 Stocks

	2002 £	2001 £
Raw materials and consumables	<u>755,415</u>	<u>579,126</u>

10 Debtors

	2002 £	2001 £
Trade debtors	1,898,857	1,978,785
Amounts owed by subsidiary undertakings	61,389	-
Other debtors	160,956	107,814
Prepayments and accrued income	175,032	303,295
	<u>2,296,234</u>	<u>2,389,894</u>

PREMIER NUTRITION PRODUCTS LIMITED

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2002

11 Creditors: amounts falling due within one year	2002 £	2001 £
Bank loans and overdrafts	814,420	688,010
Trade creditors	2,274,850	2,193,643
Amounts owed to subsidiary undertakings	(134)	(134)
Corporation tax	28,100	20,965
Other taxes and social security costs	52,650	49,068
Directors' current accounts	476,202	328,410
Other creditors	2,671	406
Accruals and deferred income	186,662	118,513
	<u>3,835,421</u>	<u>3,398,881</u>

The revolving facility provided by Lloyds TSB is secured by legal charge over debtors.

12 Share capital	2002 £	2001 £
Authorised		
60,000 Ordinary A shares of £ 1 each	60,000	60,000
40,000 Ordinary B shares of £ 1 each	40,000	40,000
	<u>100,000</u>	<u>100,000</u>
Allotted, called up and fully paid		
33,350 Ordinary A shares of £ 1 each	33,350	33,350
	<u>33,350</u>	<u>33,350</u>

13 Statement of movements on profit and loss account

	Profit and loss account £
Balance at 1 July 2001	1,055,867
Retained profit for the year	266,101
	<u>1,321,968</u>
Balance at 30 June 2002	

14 Reconciliation of movements in shareholders' funds	2002 £	2001 £
Profit for the financial year	266,101	152,234
Opening shareholders' funds	1,089,216	936,982
	<u>1,355,318</u>	<u>1,089,216</u>
Closing shareholders' funds		

PREMIER NUTRITION PRODUCTS LIMITED

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2002

15 Financial commitments

At 30 June 2002 the company had annual commitments under non-cancellable operating leases as follows:

	Land and buildings		2002 £	Other 2001 £
	2002 £	2001 £		
Expiry date:				
Between two and five years	60,000	60,000	58,500	58,500