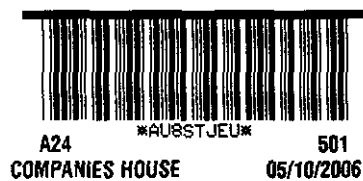


EUROFROST LIMITED

Directors' Report and Accounts

31 December 2005

Co No. 2613694



REPORT OF THE DIRECTORS

The directors present their report and accounts of the company for the year ended 31 December 2005.

1. Review of activities and future developments

The company did not trade during the period and there are no transactions to record in the company's accounting records.

The directors do not expect the company to trade in the forecast future.

2. Directors

The directors of the company during the period were:-

AFG Corporate Services Limited
AFG Nominees Limited

3. Directors' interests

Neither of the directors of the company at 31 December 2005 had any interest in any class of shares or debentures of companies in the Aga Foodservice Group other than as a nominee shareholder.

By order of the Board

P.M. Ansons

PM Sissons
for New Sheldon Limited
Secretary

11 AUG 2006

BALANCE SHEET - 31 DECEMBER 2005

	Note	2005 £	2004 £
Current assets			
Debtors	2	<u>2</u>	<u>2</u>
Total net assets employed		<u>2</u>	<u>2</u>
Capital and reserves			
Called-up share capital	3	<u>2</u>	<u>2</u>
Total equity shareholders' funds		<u>2</u>	<u>2</u>

For the year ended 31st December 2005 the company was entitled to exemption under section 249AA(1) of the Companies Act 1985.

No members have required the company to obtain an audit of its accounts for the year in question in accordance with section 249B(2)

The directors acknowledge their responsibility for:

- a) Ensuring the company keeps accounting records which comply with section 221;
- b) Preparing accounts which give a true and fair view of the state of affairs of the company as at the end of its financial year, and of its profit and loss for the financial year in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company.


RG Harris
for AFG Corporate Services Limited
Director

11 AUG 2006

NOTES TO THE ACCOUNTS

1. Accounting policies

The following statements outline the main accounting policies of the company:

Accounting convention

The accounts have been prepared under the historical cost convention and in accordance with applicable Accounting Standards.

2. Group indebtedness

These amounts are repayable on demand.

3. Called-up share capital

	2005 £	2004 £
Authorised:		
100 ordinary shares of £1 each	100	100
Allotted, called up and fully paid:		
2 ordinary shares of £1 each	2	2

4. Ultimate holding company

The company's ultimate holding company is Aga Foodservice Group plc, a company registered in England and Wales.

Copies of the ultimate holding company's accounts can be obtained from 4 Arleston Way, Shirley, Solihull, West Midlands B90 4LH.