

SUPERFROST LIMITED

Directors' Report and Accounts

31 December 2005

Co No. 2626652



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 principal activity of the company is that of a holding company. The company did not trade in the year. There are no transactions to report for the year, the company has been dormant from the end of last year.

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

2. Directors

The directors of the company during the year 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



PM Sissons
for New Sheldon Limited
Secretary

11 AUG 2006

BALANCE SHEET - 31 DECEMBER 2005

	Note	2005 £	2004 £
Fixed assets			
Investments	3	2	2
Current assets			
Debtors	4	40,002	40,002
Creditors – amounts falling due within one year	5	(40,002)	(40,002)
Net current liabilities		-	-
Total net assets employed		2	2
Capital and reserves			
Called-up share capital	6	2	2
Total shareholders' funds		2	2

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.

The company's holding company has included a consolidated group cash flow statement in compliance with the Financial Reporting Standard No.1 (Revised). The company has therefore taken advantage of the exemption under the standard not to produce a cash flow statement.

2. Employees**Directors' emoluments**

There were no emoluments paid to the directors in the year (2004: £nil).

3. Fixed asset investments

	£
Cost at beginning and end of year	2

The company owns 100% of Coldseal Equipment Limited (non-trading), incorporated in England. The investment is stated at cost.

Group accounts are not required as the company is a wholly owned subsidiary of a company registered in England and Wales.

4. Debtors

	2005	2004
	£	£
Amounts owed by group undertakings	40,002	40,002

5. Creditors – amounts falling due within one year

	2005	2004
	£	£
Amounts owed to group undertakings	40,002	40,002

6. 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

7. Related party transactions

As the company is a wholly owned subsidiary of Aga Foodservice Group plc, it has taken advantage of the exemption permitted by FRS 8 not to disclose any transactions or balances with entities that are part of the Aga Foodservices Group.

8. Ultimate holding company

The parent undertaking and controlling party is Williams Refrigeration Limited.

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.