Company Registration No. 2870555

CHADMEAD LIMITED

Report and Financial Statements 31st January 2004

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DIRECTORS REPORT

The directors submit their report and financial statements for the year ended 31st January 2004

REVIEW OF BUSINESS AND FURTHER DEVELOPMENTS

The company did not trade during the year under review

DIRECTORS AND THEIR INTERESTS

The directors who served during the year were as follows:

Mr J P Barton Mr S E Davenport

The directors had no interest in the share of the Company throughout the year under review.

No emoluments were payable to the directors in respect of the year ended 31st January 2004

Advantage has been taking in the preparation of these financial statements of the special exemption applicable to small companies under part II of Schedule 8 to the Companies Act 1985. In the opinion of the director the company is entitled to these exemptions on the grounds that it has met the qualifications for a small company specified in sections 246 and 247 of the Companies Act 1985.

Approved by the Board of Directors And signed on behalf of the Board

Director Date:

STATEMENT OF DIRECTORS RESPONSIBILITIES

Company law requires the directors to prepare the financial statements for each financial period which give a true and fair view of the state of affairs of the company as at the end of the financial period 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 estimate and that are reasonable and prudent

Prepare the financial statements on a 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 the financial statements comply with the Companies Act. 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.

BALANCE SHEET 31ST JANUARY 2004

CURRENT LIABILITIES

CURRENT LIABILITIES	2004 £	2003 £
Creditors due within one year	(1,054,247)	(1,054,247)
Represented By: AUTHORISED SHARE CAPITAL 100 Ordinary shares of £1 each		
CALLED UP SHARE CAPITAL	2004 £	2003 £
100 Ordinary shares of £1 each Profit and loss account	100 <u>(1,054,347)</u>	100 (1,054,347)
Total	(1,054,247)	(1,054,247)

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Advantage has been taken in preparation of these amounts of the special exemptions applicable to small companies under part I of Schedule 8 to the Companies Act 1985. In the opinion of the directors the company is entitled to these exemptions on the grounds that it has met the qualifications for a small company specified in sections 246 and 247 of the Companies Act 1985.

The directors consider that for the year ended 31st January 2004 the company is entitled to exemption from the requirement to have an audit under the provisions of section 249(1) of the Companies Act 1985. Shareholders holding 10% or more of the companies share have not issued a notice requiring an audit. The directors acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with section 221 of the Companies Act 1985 and for preparing accounts which give a true and fair view of the company and which otherwise comply with the requirements of the Act relating to accounts so far as is applicable to the company.

These financial statements were approved by the Board of Directors on (O) ((C)

Signed on behalf of the Board of Directors

The notes on page 4 form part of these accounts.

NOTES TO THE ACCOUNTS YEAR ENDED 31ST JANUARY 2004

1. Accounting Policies

The financial statements have been prepared in accordance with applicable accounting standards. The particular accounting policies are described below.

Accounting Convention

The financial statements have been prepared under historical cost convention.

2. Profit and Loss Account

The company did not trade during the year ended 31st January 2004 and did not receive any income or incur any expenditure in the year. Accordingly no statement of profit and loss has been prepared.

3. Creditors due within one year

Amount due to Cream Liverpool Limited

£1,054,247