

TERRANOVA FOODS PENSION TRUSTEE LIMITED

DIRECTORS' REPORT AND ACCOUNTS

FOR THE PERIOD FROM INCORPORATION TO 31 MARCH 2000

COMPANY REGISTRATION NUMBER 3672916



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TERRANOVA FOODS PENSION TRUSTEE LIMITED

DIRECTORS' REPORT

The Directors present their report and accounts of the Company for the period from incorporation on 24 November 1998 to 31 March 2000.

Activities

The Company acted as trustees for the Terranova Pension Scheme. The Company has not traded during the period and has made neither profits nor losses.

Directors

The Directors who held office during the period were:

R R Carr	(appointed 9 March 1999)
F Keightley	(appointed 9 March 1999)
J M Whitworth	(appointed 9 March 1999)
T J S Wood-Dow	(appointed 9 March 1999)
Mikjon Limited	(appointed 24 November 1998) (resigned 4 January 1999)
A Wilson	(appointed 9 March 1999) (resigned 15 June 2000)

The Directors had the following beneficial interests in the ordinary shares of Unigate PLC:-

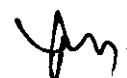
31 March 2000		
Ordinary shares of 25p each		
	Fully Paid	Options
T J S Wood-Dow	4,236	619

Auditors

The company meets the criteria necessary to exclude it from the requirement to appoint auditors.

Registered Office
Unigate House
Wood Lane
London
W12 7RP

By order of the Board



C H Armitage
Secretary

20 September 2000

TERRANOVA FOODS PENSION TRUSTEE LIMITED

BALANCE SHEET AT 31 MARCH 2000

	<u>Notes</u>	2000 <u>£</u>
CURRENT ASSETS		
<i>Debtors:</i>		
Amounts due from ultimate holding company		1,000
		<u>1,000</u>
CAPITAL AND RESERVES		<u><u>1,000</u></u>
Called up equity share capital	3	1,000
		<u>1,000</u>

The Company was dormant within the meaning of Section 250 of the Companies Act 1985 throughout the period ended at the date of this Balance Sheet.

The Accounts were approved by the Board of Directors on 26/4/00 and are signed on its behalf by:

T J S Wood-Dow..... Director

The notes on page 4 form part of these accounts.



TERRANOVA FOODS PENSION TRUSTEE LIMITED

NOTES TO THE ACCOUNTS

FOR THE PERIOD ENDED 31 MARCH 2000

1. **Accounting Policies**

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

2. **Directors' Remuneration**

Certain Directors are employees of other Unigate PLC Group companies and receive emoluments in respect of these employments only. No emoluments are paid in respect of their role as Directors of the Company.

3. **Called up equity share capital**

	<u>Authorised</u>	<u>Issued and Fully paid</u>
At 31 March 2000:		
Ordinary shares of £1 each	<u>£1,000</u>	<u>£1,000</u>

4. **Profit and Loss Account**

During the financial year the Company did not trade and made neither a profit nor a loss. No profit and loss account has therefore been prepared. Accordingly a statement of total recognised gains and losses is not presented.

5. **Ultimate Holding Company**

The Company's ultimate holding company is Unigate PLC, a company registered in England and Wales.

The largest and smallest group in which the results of Terranova Foods Pension Trustee Limited are consolidated is that headed by Unigate PLC. Copies of the report and accounts can be obtained from Unigate House, Wood Lane, London, W12 7RP.