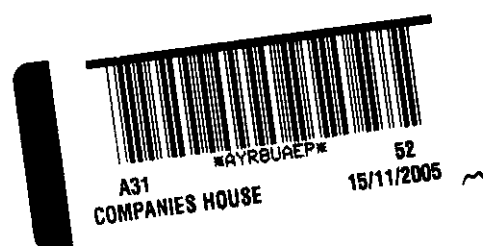


3663 Holdings Limited

**Director's report and financial
statements**

Registered number 3865992

30 June 2005



Contents

Director's report	1
Profit and loss account	2
Balance sheet	2
Notes	3

Director's report

The director presents his annual report and financial statements for the year ended 30 June 2005.

Principal activities and results

The company did not trade during the year, and it is not expected to do so in the foreseeable future.

Directors and directors' interests

The director who held office during the year was as follows:

FJ Barnes

The director does not have any interest in the share capital of the company, or its UK parent company. The interests of the director in an intermediate parent company, Bidvest Limited and in the ultimate parent company, The Bidvest Group Limited are disclosed in the directors' report of Bid Foodservice (UK) Limited, the UK parent company.

By order of the board



SD Bender
Secretary

2nd Floor
63 Curzon Street
London W1J 8PD

Profit and loss account
for the year ended 30 June 2005

During the financial year and the preceding financial year the company did not trade and received no income and incurred no expenditure. Consequently, during those years the company made neither a profit nor a loss.

There were no recognised gains or losses in the financial year.

Balance sheet
at 30 June 2005

	<i>Note</i>	2005 £	2004 £
Current assets			
Debtors – due after one year	3	1	1
		<hr/>	<hr/>
Net assets		1	1
		<hr/>	<hr/>
Capital and reserves			
Called up share capital	4	1	1
		<hr/>	<hr/>
Equity shareholders' funds	5	1	1
		<hr/>	<hr/>

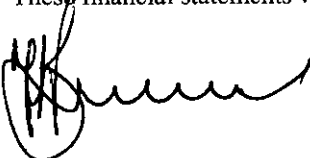
The Directors confirm that the company was entitled to exemption under subsection (1) of section 249AA of the Companies Act 1985 from the requirement to have its accounts for the financial year ended 30 June 2005 audited.

The Directors confirm that members have not required the company to obtain an audit of its accounts for that financial year in accordance with sub-section (2) of section 249B of that Act.

The Directors acknowledge their responsibilities for:

- (i) ensuring that the company keeps accounting records which comply with section 221 of the Companies Act 1985, and
- (ii) preparing accounts which give a true and fair view of the state of affairs of the company as at the end of the financial year and of its profit or loss for the financial year in accordance with the requirements of section 226 of that Act, and which otherwise comply with the requirements of that Act relating to accounts, so far as applicable to the company.

These financial statements were approved and signed by the director on 17/10/05 .



F J Barnes
Director

Notes

(forming part of the financial statements)

1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements.

Basis of preparation

The financial statements have been prepared in accordance with applicable accounting standards, and under the historical cost accounting rules.

Under Financial Reporting Standard 1 the group is exempt from the requirement to prepare a cashflow statement on the grounds that a parent undertaking includes the group in its own published financial statements.

As the company is a wholly owned subsidiary of Bid Foodservice (UK) Limited, the company has taken advantage of the exemption contained in FRS 8 and has therefore not disclosed transactions or balances with entities which form part of the group. The consolidated financial statements of Bid Foodservice (UK) Limited, within which the company is included can be obtained from the address given in note 6.

2 Remuneration of directors

The director did not receive any remuneration during the year, or preceding year.

3 Debtors

	2005 £	2004 £
Amounts owed by immediate parent company	1	1

Amounts owed by the immediate parent company fall due after more than one year.

4 Called up share capital

	2005 £	2004 £
<i>Authorised</i>		
1,000 Ordinary shares of £1 each	1,000	1,000
<i>Allotted, called up and fully paid</i>		
1 Ordinary share of £1 each	1	1

Notes (continued)

5 Reconciliation of movements in shareholders' funds

	2005	2004
	£	£
Opening and closing shareholders' funds	1	1

6 Parent company

The ultimate holding company of 3663 Holdings Limited is The Bidvest Group Limited, a Company incorporated in South Africa. The largest group in which the results of the company are consolidated is that headed by that company. The smallest group in which they are consolidated is that headed by Bid Foodservice (UK) Limited, incorporated in England. Copies of the accounts of The Bidvest Group Limited are available upon application to the Company Secretary at the following address: PO Box 87274, Houghton 2041, Johannesburg, South Africa. Copies of the accounts of Bid Foodservice (UK) Limited are available from the Registrar of Companies, Companies House, Crown Way, Maindy, Cardiff CF14 3UZ.