

REGISTRAR

COMPANY REGISTRATION NUMBER 3168607

Pilgrim Food Group Limited

Report and Financial Statements

31 March 2005



Pilgrim Food Group Limited

Registered No: 3168607

Directors

P N G Smith (Chairman)
K Lovett
K Smith
P Sibbald

Secretary

P Townend

Accountants

Ernst & Young LLP
P O Box 3
Lowgate House
Lowgate
Hull
HU1 1JJ

Bankers

National Westminster Bank PLC
Business Service Centre
19 Silver Street
Hull
HU1 3QS

Registered office

Brighton Street Industrial Estate
Freightliner Road
Hull
HU1 3YN

Directors' report

The directors present their annual report together with the unaudited financial statements of the company for the year ended 31 March 2005. The company is dormant and has not traded during the year.

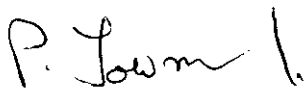
Directors

The directors who served the company during the year were as follows:

K Lovett	(appointed 8 October 2004)
P N G Smith	(appointed 8 October 2004)
K Smith	(appointed 8 October 2004)
P Sibbald	(appointed 8 October 2004)
WJ Mapstone	(resigned 8 October 2004)
J Rowell	(resigned 8 October 2004)

There are no directors' interests requiring disclosure under the Companies Act 1985. The interest of the directors in the ultimate holding company Broomco (3554) are disclosed in the accounts of that company.

By order of the board



P Townsend
Secretary

19 December 2005

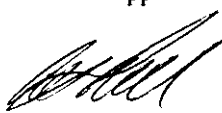
Balance sheet

at 31 March 2005

	Notes	2005 £000	2004 £000
Current assets			
Debtors	3	22,585	22,585
Cash in hand		1	1
		<u>22,586</u>	<u>22,586</u>
Creditors: amounts falling due within one year	4	3,532	3,532
		<u>19,054</u>	<u>19,054</u>
Net current assets			
Total assets less current liabilities		<u>19,054</u>	<u>19,054</u>
Capital and reserves			
Called up share capital	5	659	659
Share premium account	6	3,986	3,986
Profit and loss account	6	14,409	14,409
		<u>19,054</u>	<u>19,054</u>
Shareholders' funds:			
Equity		19,031	19,031
Non-equity		23	23
		<u>19,054</u>	<u>19,054</u>

Statements:

- (a) For the year ended 31 March 2005 the company was entitled to exemption under Section 249AA(1) of the Companies Act 1985.
- (b) Members have not required the company to obtain an audit in accordance with Section 249B(2) of the Companies Act 1985.
- (c) The directors acknowledge their responsibilities for:
 - (i) ensuring the company keeps accounting records in accordance with Section 221, and
 - (ii) preparing financial statements 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 and loss for the financial year in accordance with the requirements of Section 226, and which otherwise comply with the requirements of the Companies Act 1985 relating to financial statements, so far as applicable to the company.


P N G Smith
Chairman

19 December 2005

Notes to the financial statements

at 31 March 2005

1. Dormant status

The company was dormant (within the meaning of Section 249AA of the Companies Act 1985) throughout the year ended 31 March 2005. The company has not traded during the year or during the preceding financial year. During these periods, the company received no income and incurred no expenditure and therefore made neither profit nor loss.

2. Profit and loss account

The company did not trade during the year and has made neither a profit nor a loss. No profit and loss account has therefore been prepared.

3. Debtors

	2005 £000	2004 £000
Amounts owed by group undertakings	<u>22,585</u>	<u>22,585</u>

4. Creditors: amounts falling due within one year

	2005 £000	2004 £000
Amounts owed to group undertakings	<u>3,532</u>	<u>3,532</u>

5. Share capital

	2005 £000	Authorised 2004 £000
Ordinary shares of £1 each	441	441
Ordinary Class 2 shares of £1 each	243	243
Preference shares of £0.01 each	34	34
	<u>718</u>	<u>718</u>

	No.	Allotted, called up and fully paid	
		2005 £000	2004 £000
Ordinary shares of £1 each	418,334	418	418,334
Ordinary Class 2 shares of £1 each	217,900	218	217,900
Preference shares of £0.01 each	2,281,064	23	2,281,064
		<u>659</u>	<u>659</u>

All the shares are owned by Pilgrim Food Holdings Ltd.

Notes to the financial statements

at 31 March 2005

6. Reconciliation of shareholders' funds and movement on reserves

	<i>Share capital</i> <i>£000</i>	<i>Share premium</i> <i>account</i> <i>£000</i>	<i>Profit and loss</i> <i>account</i> <i>£000</i>	<i>Total share-</i> <i>holders' funds</i> <i>£000</i>
At 1 April 2003	659	3,986	14,409	19,054
At 31 March 2004	659	3,986	14,409	19,054
At 31 March 2005	659	3,986	14,409	19,054

7. Ultimate parent company

The company is controlled by Broomco (3554) Limited.

The parent undertaking of the largest and smallest group for which consolidated accounts are prepared is Broomco (3554) Limited. Consolidated accounts are available from its registered office, Unit 26, Brighton Street Industrial Estate, Freightliner Road, Hull, East Yorkshire, HU3 4EN. In the opinion of the directors, this is the company's ultimate parent company and ultimate controlling party.