

# **WESTMILL FOODS LIMITED**

**Directors' report and financial statements**

**16 September 2006**

**Registered Number 44394**



# WESTMILL FOODS LIMITED

## DIRECTORS' REPORT

The directors present their annual report and the financial statements for the 52-week period ended 16 September 2006.

### PRINCIPAL ACTIVITIES

The activities of the company and its subsidiaries are controlled by Associated British Foods plc, of which it is a wholly owned subsidiary. The company has not traded on its own account during the period. The company is a division of ABF Grain Products Limited.

### DIRECTORS AND DIRECTORS' INTERESTS

The directors who held office during the period were as follows:

T Butcher  
C O Fillingham  
J M Rutherford

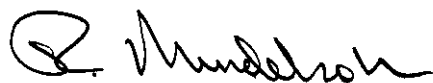
C O Fillingham notified interests in 880 ordinary shares of 5<sup>15</sup>/<sub>22</sub>p each in Associated British Foods plc both at the beginning and at the end of the period. The other directors each notified no interests.

The following directors had outstanding options to acquire ordinary shares of 5<sup>15</sup>/<sub>22</sub>p each in Associated British Foods plc as follows:

|               | Number of shares   |                    | Exercise     | Date from which    | Expiry          |
|---------------|--------------------|--------------------|--------------|--------------------|-----------------|
|               | <u>at 16.09.06</u> | <u>at 17.09.05</u> | <u>Price</u> | <u>exercisable</u> | <u>Date</u>     |
| T Butcher     | 4,568              | 4,568              | 561.5p       | 28 April 2003      | 27 April 2008   |
| CO Fillingham | 10,000             | 10,000             | 484.0p       | 17 January 2004    | 16 January 2011 |

No director had at any time during the period any material interest in a contract with the company, other than service contracts.

By order of the Board



R S MENDELSON  
SECRETARY

7 November 2006

**WESTMILL FOODS LIMITED****BALANCE SHEET****AS AT 16 SEPTEMBER 2006**

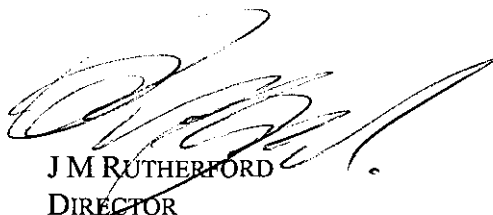
|   | 16 September<br>2006<br>£ | 17 September<br>2005<br>£ |
|---|---------------------------|---------------------------|
| <b>CURRENT ASSET</b>                                      |                           |                           |
| Debtor - Amount due by holding company<br>within one year | <u>32,250</u>             | <u>32,250</u>             |
| <b>CAPITAL AND RESERVES</b>                               |                           |                           |
| Called up share capital (Note 4)                          | <u>32,250</u>             | <u>32,250</u>             |

**STATEMENT BY THE DIRECTORS**

In preparing these financial statements, the directors have taken advantage of the exemption from audit available to dormant companies; and the directors:

- a) confirm that for the 52 week period ended 16 September 2006 the company was entitled to the exemption under subsection (1) of section 249AA of the Companies Act 1985; and
- b) confirm that members have not required the company to obtain an audit of its accounts for the year in question in accordance with subsection (2) of section 249B of the Companies Act 1985; and
- c) acknowledge their responsibilities for:
  - i. ensuring that the company keeps proper accounting records which comply with section 221 of the Companies Act 1985; and
  - ii. preparing financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the surplus or deficit for that year in accordance with the requirements of section 226 of the Companies Act 1985, and which otherwise comply with the requirements of the Act relating to accounts, so far as applicable to the company.

These financial statements were approved by the board of directors on 7 November 2006 and were signed on its behalf by:



J M RUTHERFORD  
DIRECTOR

**WESTMILL FOODS LIMITED****NOTES (forming part of the financial statements)**

1. The accounting reference date of the company is the Saturday nearest to 15 September. Accordingly these financial statements have been prepared for the 52 week period ended on 16 September 2006.
2. These financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards and the Companies Act 1985.
3. None of the directors in the period received any emoluments in respect of their directorships of this company.

**4. CALLED UP SHARE CAPITAL**

|                                     | <u>Authorised</u> | <u>Allotted, called up</u> |               |
|-------------------------------------|-------------------|----------------------------|---------------|
|                                     | <u>£</u>          | <u>and fully paid</u>      | <u>£</u>      |
|                                     |                   | <u>Number</u>              |               |
| 129,000 ordinary shares of 25p each | <u>32,250</u>     | 129,000                    | <u>32,250</u> |

There was no change in share capital during the period.

**5. PROFIT AND LOSS ACCOUNT**

During the period and the preceding period the company did not trade and received no income and incurred no expenditure. Consequently in those periods the company made neither a profit nor a loss. Administrative costs have been borne by a fellow subsidiary company.

**6. CONTINGENT LIABILITY**

The company together with Associated British Foods plc and certain fellow UK subsidiary undertakings, is party to a set-off arrangement in respect of its bank accounts with certain of the group's bankers.

7. The ultimate holding company and controlling party as defined by FRS 8 is Wittington Investments Limited, which is incorporated in Great Britain and registered in England and Wales.

The largest group in which the results of the company are consolidated is that headed by Wittington Investments Limited. The smallest group in which they are consolidated is that headed by ABF Investments plc, which is incorporated in Great Britain and registered in England and Wales. The consolidated accounts of these groups are available to the public and may be obtained from Weston Centre, 10 Grosvenor Street, London W1K 4QY.