Report and Accounts

For The Eighteen Month Period Ended 30 June 2001

Registration number 60795



Directors and Officers

DIRECTORS

C T Cattermole (appointed 17 April 2000; resigned 26 October 2000)
M A Clarke (appointed 23 February 2000; resigned 17 April 2000)
S K Kelly (resigned 23 February 2000)
R J Thompson (resigned 30 October 2000)
H B Duffy (appointed 30 October 2000)
H J Rubenstein (appointed 26 October 2000)
J R Wilson (appointed 1 December 2000)

SECRETARY AND REGISTERED OFFICE

H Rubenstein 225 Bath Road Slough Berkshire SL1 4AU

Directors' Report

The directors present their report and the accounts for the eighteen month period ended 30 June 2001.

Review of the business

During the period the company's ultimate parent company was acquired by Sara Lee Acquisitions Limited. During the period the company has not traded and has not incurred any liabilities. Consequently it made neither a profit or a loss.

Dividends

The directors do not recommend the payment of a dividend (1999: £nil).

Directors and directors' interests

The directors who served during the period are shown on page 1.

As at the balance sheet date, no director held any beneficial interest in the shares of the company.

Auditors

A special resolution has been passed at a General Meeting under Section 252 of the Companies Act 1985 exempting the company from the obligation to appoint an auditor.

By order of the board

H J Rubenstein

Director and Secretary

30 September 2001

Balance Sheet As at 30 June 2001

Notes		30 June 2001 £ 000		31 December 1999 £ 000
3		417		417
4	6,939		6,939	
5	(2,295)	4.744	(2,310)	4.620
		4,644		4,629
	- -	5,061		5,046
6		2,666		2,666
		272		272
		2,123		2,108
	[4,687	{	4,702
	L	344	l	344
	=	5,061	-	5,046
	3 4 5	3 4 6,939 5 (2,295)	Notes 2001 £ 000 3 417 4 6,939 5 (2,295) 4,644 5,061 6 2,666 272 2,123 4,687 344	Notes 2001 £ 000 3 417 4 6,939 6,939 5 (2,295) (2,310) 4,644 5,061 6 2,666 272 2,123 2,667 344 2,687 344

The company was dormant throughout the period.

The accounts on pages 3 to 5 were approved by the board on 30 September 2001

J R Wilson Director

Notes to the Accounts At 30 June 2001

1 Accounting policies

Basis of accounting

The accounts have been prepared under the historical cost convention and in accordance with applicable accounting standards. The company is exempt by virtue of section 228 of the Companies Act 1985 from the requirement to prepare group accounts

Investments held as fixed assets

Provision is made for any diminution of value of the investments in subsidiary undertakings only where it is considered by the directors to be permanent.

2 Directors' remuneration

None of the directors received any emoluments or accrued retirement benefits under defined contribution or defined benefit schemes in respect of their services to the company (1999: nil).

The average number of employees during the period, including the directors was 2 (1999: 2).

3 Investments

Shares at cost

At 31 December 1999 and 30 June 2001

Investments in subsidiary
undertaking £ 000
417_

The investment relates to the total ownership of S. M. Manufacturing Company Limited, this company is a dormant company incorporated in Eire.

In the opinion of the directors, the value of the shares in the subsidiary undertaking is not less than the amount at which this item is stated in the company's balance sheet.

4	Debtors	30 June 2001 £ 000	31 December 1999 £ 000
	Amounts owed by group undertakings	6,939	6,939
5	Creditors: amounts falling within one year	30 June 2001 £ 000	31 December 1999 £ 000
	Amounts owed to group undertakings	2,295	2,310

Notes to the Accounts At 30 June 2001

Share capital	30 June 2001 No.	31 December 1999 No.	30 June 2001 £ 000	31 December 1999 £ 000
Authorised:				
Ordinary shares of £1 each	2,321,519	2,321,519	2,322	2,322
5% Cumulative preference shares of £1 each	356,163	356,163	356	356
			2,678	2,678
Allotted, called up and fully paid:				
Ordinary shares of £1 each	2,321,519	2,321,519	2,322	2,322
5% Cumulative preference shares of £1 each	344,163	344,163	344	344
			2,666	2,666
	Authorised: Ordinary shares of £1 each 5% Cumulative preference shares of £1 each Allotted, called up and fully paid: Ordinary shares of £1 each	Share capital 2001 No. Authorised: Ordinary shares of £1 each 5% Cumulative preference shares of £1 each Allotted, called up and fully paid: Ordinary shares of £1 each 2,321,519 2,321,519	Share capital 2001 No. 1999 No. Authorised: Vordinary shares of £1 each 2,321,519 2,321,519 5% Cumulative preference shares of £1 each 356,163 356,163 Allotted, called up and fully paid: 2,321,519 2,321,519 Ordinary shares of £1 each 2,321,519 2,321,519	Share capital 2001 No. 1999 No. 2001 £ 000 Authorised: 2,321,519 2,321,519 2,322,596 2,321,519 2,678 5% Cumulative preference shares of £1 each 356,163 356,163 356 356,163 356 Allotted, called up and fully paid: 2,321,519 2,321,519 2,322 Ordinary shares of £1 each 2,321,519 2,321,519 344,163 344,163 344,163 2,322,519 3,322

The preference shares are a non-equity interest and carry no voting rights. They are entitled to dividends half yearly provided that the directors consider that the profits of the company justify such payment. On a winding up, the surplus assets of the company available for distribution among the members shall be applied first in repaying the capital paid up by the preference shares. Unpaid preference dividends have been waived by the preference shares are not redeemable.

7 Cashflow statement

As the company is a wholly owned subsidiary of Sara Lee UK Holdings Plc, a company registered in England and Wales, which prepares a consolidated cashflow statement, the company has taken advantage of the exemption provided under FRS 1 (Revised 1996) not to prepare a cashflow statement.

8 Ultimate parent undertaking

The company is a subsidiary undertaking of Courtaulds Textiles (Holdings) Ltd, registered in England and Wales. As at the balance sheet date the ultimate controlling party was Sara Lee Corporation, incorporated in the United States of America.

The company has taken advantage of the exemption conferred by FRS 8 Related Party Disclosures not to disclose transactions with fellow group undertakings, 90% or more of whose voting rights are controlled by the group.

The largest group in which the accounts of the company are consolidated as at the balance sheet date is that headed by Sara Lee Corporation, incorporated in the United States of America. The smallest group in which they are consolidated is that headed by Sara Lee UK Holdings Plc, registered in England and Wales. Copies of the group accounts of Sara Lee Corporation and Sara Lee UK Holdings Plc can be obtained from:

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