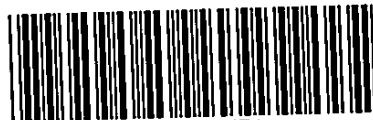


Company Registration 535316

C R BARRON LIMITED
FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2010

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C R BARRON LIMITED

Financial statements for the year ended 31 December 2010

Registered number 535316

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C R BARRON LIMITED

Directors and advisers

Directors

A P Thompson
T G Goddard

Secretary and registered office

Mr P Dolan
Turnford Place
Gt Cambridge Road
Turnford
Broxbourne
EN10 6NH

Registered auditor

KPMG LLP
Aquis Court
31 Fishpool Street
St Albans
Herts
AL3 4RF

C R BARRON LIMITED

Report of the directors for the year ended 31 December 2010

The directors present their report and the audited financial statements for the year ended 31 December 2010

Principal activities

The company is engaged in wholesale meat trading as a disclosed agent for Towers & Co Limited. No agency services which carried an entitlement to remuneration for the company were carried out during the year.

Dividends

The directors do not recommend the payment of a dividend for the year (2009 nil)

Directors and their interests in shares of the company

The directors of the company during the year ended 31 December 2010 were

A P Thompson
T G Goddard

According to the register of directors' interests no director or members of their immediate family was at the year end interested in the shares of the company.

The interests of the directors in the shares of the ultimate parent company are shown in the accounts of Towers Thompson Holdings Limited.

No rights to subscribe for shares in or debentures of the company were granted or exercised by any director or member of their immediate family during the year.


Disclosure of information to auditors

The directors who held office at the date of the approval of this directors' report confirm that, as far as they are each aware, there is no relevant audit information of which the Company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Auditors

Pursuant to a shareholders' resolution, the company is not obliged to re-appoint its auditors annually and KPMG LLP will therefore continue in office.

By order of the board



**P Dolan
Secretary**

23 September 2011

C R BARRON LIMITED

Statement of directors' responsibilities

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice)

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period

In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgments and estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements, and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities

Independent auditors' report to the members of C R BARRON LIMITED

We have audited the financial statements of C R Barron Limited for the year ended 31 December 2010, set out on pages 7-11. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice).

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As explained more fully in the Directors' Responsibilities Statement set out on page 4, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the APB's web-site at www.frc.org.uk/apb/scope/UKNP.

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31 December 2010 and of its result for the year then ended,
- have been properly prepared in accordance with UK Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Independent Auditors' Report to the members of C R BARRON LIMITED

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us, or
- the financial statements are not in agreement with the accounting records and returns, or
- certain disclosures of directors' remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit

David J Burridge

23 September 2011

David Burridge (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor

Chartered Accountants
Aquis Court
31 Fishpool Street
St Albans
Hertfordshire
AL3 4RF
United Kingdom

C R BARRON LIMITED

Profit And Loss Account for the year ended 31 December 2010

	2010 £	2009 £
Turnover	-	-
Cost of sales	-	-
Gross profit	-	-
Administrative expenses	-	-
Operating profit	-	-
Interest receivable – bank interest	1	1
Interest payable – to group undertakings	(1)	(1)
Profit on ordinary activities before taxation	-	-
Tax on profit on ordinary activities	-	-
Profit for the financial year	-	-
Dividend received	-	-
Dividend paid	-	-
Retained profit for the year	-	-

There are no recognised gains or losses other than those reflected in the profit and loss account

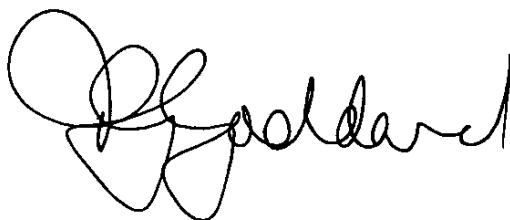
All of the company's activities derive from continuing operations

C R BARRON LIMITED

Balance sheet at 31 December 2010

	Notes	2010 £	2009 £
Current assets			
Cash at bank and in hand		10	10
Debtors	5	<u>500,000</u>	<u>500,000</u>
		500,010	500,010
Creditors amounts falling due within one year	6	<u>(10)</u>	<u>(10)</u>
Net current assets		<u>500,000</u>	<u>500,000</u>
Net assets		<u>500,000</u>	<u>500,000</u>
Capital and reserves			
Called up share capital	7	500,000	500,000
Profit & loss account		<u>-</u>	<u>-</u>
Shareholders' funds		<u>500,000</u>	<u>500,000</u>

The financial statements were approved by the board of directors on 23 September 2011 and were signed on its behalf by



T G Goddard
Director
Company Registration Number: 535316

C R BARRON LIMITED

Notes to the financial statements for the year ended 31 December 2010

1 Principal accounting policies

Basis of preparation

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

The company is exempt by virtue of s228 of the Companies Act 1985 from the requirement to prepare group accounts. These financial statements present information about the company as an individual undertaking and not about its group.

Under Financial Reporting Standard 1 the company is exempt from the requirement to prepare a cash flow statement on the grounds that its ultimate parent undertaking includes the cash flows of the company in its own published consolidated cash flow statement.

As the company is a wholly owned subsidiary of John Silver Holdings Limited, the company has taken advantage of the exemption contained in Financial Reporting Standard 8 and has therefore not disclosed transactions or balances with entities which form part of the group.

The consolidated financial statements of Towers Thompson Holdings Limited, within which this company is included, can be obtained from the address on page 2.

2 Directors and employees

The directors were the only employees of the company and received no remuneration during the period (2009 none)

3 Fixed asset investments

	2010 £	2009 £
Cost of shares in subsidiary undertakings at beginning and end of year	220,556	220,556
Provisions for write down		
At beginning of year	220,556	220,556
Provided during the year	-	-
At end of year	220,556	220,556
Net book value at end of year	-	-

The investment in subsidiary undertakings represents the cost of shares in these companies. The percentage of the nominal value of each class of shares held by the company in its subsidiary undertakings and the countries of incorporation of these companies at 31 December 2010 are as follows -

C R BARRON LIMITED

Notes to the financial statements for the year ended 31 December 2010

3 Fixed asset investments (continued)

	Country of incorporation	Class of shares	Percentage held
Anderson Richards & Co Ltd	England	Ordinary	100 0
C R Barron (Ireland) Ltd	Eire	Ordinary	100 0
Barron S A	France	Ordinary	100 0
C R Barron (Markets) Ltd	England	Ordinary	100 0
C R Barron (Meats) Ltd	England	Ordinary	100 0
C R Barron (Midlands) Ltd	England	Ordinary	100 0
C R Barron (Southern) Ltd	England	Ordinary	100 0
Brooke Bros (Smithfield) Ltd	England	Ordinary	100 0

The nature of the principal activity of the above subsidiaries is that of meat wholesalers

4 Auditors remuneration

The auditors remuneration is borne by a fellow group undertaking

5 Debtors

	2010 £	2009 £
Amounts owed by intermediate parent undertakings	<u>500,000</u>	<u>500,000</u>

6 Creditors:- amounts falling due within one year

	2010 £	2009 £
Amounts owed to group companies	<u>10</u>	<u>10</u>

7 Called up share capital

	2010 £	2009 £
Authorised		
Equity 500,000 ordinary shares of £1 each	<u>500,000</u>	<u>500,000</u>
Allotted, called up and fully paid		
Equity 500,000 ordinary shares of £1 each	<u>500,000</u>	<u>500,000</u>
Shares classified in shareholders' funds	<u>500,000</u>	<u>500,000</u>

C R BARRON LIMITED

Notes to the financial statements for the year ended 31 December 2010

8 Ultimate parent company

The ultimate holding company during the year was Towers Thompson Holdings Ltd, a company incorporated in England and Wales. A copy of the accounts is available from the address on page 2. The largest and smallest group in which the results of the company are consolidated is Towers Thompson Holdings Limited.