R.C.C. PENSION FUND LIMITED

BALANCE SHEET AS AT 31 DECEMBER 1997

<u>1996</u>		<u>1997</u>
(£)		(£)
	CURRENT ASSETS	
100	Loan to parent company	100
	CAPITAL AND RESERVES	
100	Called up share capital (See Note 1)	100

These accounts have been modified in accordance with the Companies Act 1985.

The Company was dormant within the meaning of Section 252 of the Companies Act 1985 throughout the financial year ending with the date of this Balance Sheet.



25 February 1998

Notes

- 1. The authorised capital of the company is £100 divided into 100 Ordinary Shares of £1 each.
- 2. The ultimate holding Company is British Vita PLC, a company incorporated in England.

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R.C.C. PENSION FUND LIMITED

DIRECTORS REPORT

The Directors submit their Report together with the Accounts for the year ended 31 December 1997.

The Company is a wholly owned subsidiary of British Vita PLC.

The Company has been dormant throughout the year.

DIRECTORS

1. The Directors of the Company at 31 December 1997 were:

A R Teague

- 2. Under the Company's Articles of Association the Directors do not retire by rotation at the Annual General Meeting.
- 3. The interests of Mr A R Teague in the shares of the ultimate holding company are as follows:-

	1997		1	1996	
	<u>Shares</u>	<u>Options</u>	<u>Shares</u>	<u>Options</u>	
Ordinary Shares	59,394	60,889	66,493	60,889	

- 4. No Directors were interested at any time of the year in the share capital of the company.
- 5. In accordance with Section 252 of the Companies Act 1985 the company has not appointed auditors.

25 February 1998

By Order of the Board

Rossendale Lancs, BB4 6HN A R Teague Director/Secretary