

**WILLIAMS REFRIGERATION (DOWNHAM MARKET)  
LIMITED**

**Directors' Report and Accounts**

31 December 2002

Co No. 1766926



**REPORT OF THE DIRECTORS**

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The directors present their report and accounts of the company for the year ended 31 December 2002.

**1. Review of activities and future developments**

The company did not trade during the year and there are no transactions to record in the company's accounting records.

The directors do not expect the company to trade in the foreseeable future.

**2. Directors**

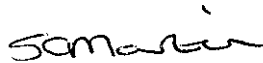
The directors of the company during the year were:-

AFG Corporate Services Limited  
AFG Nominees Limited.

**3. Directors' interests**

Neither of the directors of the company at 31 December 2002 had any interest in any class of shares or debentures of companies in the Aga Foodservice Group other than as a nominee shareholder.

By order of the Board



S C Martin  
for New Sheldon Limited  
Secretary

**27 OCT 2003**

# WILLIAMS REFRIGERATION (DOWNHAM MARKET) LIMITED 2

## **BALANCE SHEET - 31 DECEMBER 2002**

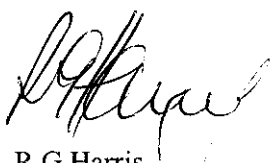
	Note	2002 £	2001 £
<b>Current assets</b>			
Debtors	2	25,000	25,000
<b>Total net assets employed</b>		25,000	25,000
<b>Capital and reserves</b>			
Called-up share capital	3	25,000	25,000
<b>Total equity shareholders' funds</b>		25,000	25,000

For the year ended 31<sup>st</sup> December 2002 the company was entitled to exemption under section 249AA(1) of the Companies Act 1985.

No members have required the company to obtain an audit of its accounts for the year in question in accordance with section 249B(2)

The directors acknowledge their responsibility for:

- a) Ensuring the company keeps accounting records which comply with section 221;
- b) Preparing accounts which give a true and fair view of the state of affairs of the company as at the end of its financial year, and of its profit and loss for the financial year in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company.



R G Harris  
for AFG Corporate Services Limited  
Director

27 OCT 2003

**NOTES TO THE ACCOUNTS**

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**1. Accounting policies**

The following statements outline the main accounting policies of the company.

**Accounting convention**

The accounts have been prepared under the historical cost convention and in accordance with applicable Accounting Standards.

**2. Group indebtedness**

Debtor balances are formed solely from intra-group items. These amounts are repayable on demand.

**3. Called-up share capital**

	2002 £	2001 £
<b>Authorised:</b>		
100,000 ordinary shares of £1 each	100,000	100,000
<b>Allotted, called up and fully paid:</b>		
25,000 ordinary shares of £1 each	25,000	25,000

**4. Ultimate holding company**

The parent undertaking and controlling party is Williams Refrigeration Limited.

The company's ultimate holding company is Aga Foodservice Group plc, a company registered in England and Wales.

Copies of the ultimate holding company's accounts can be obtained from 4 Arleston Way, Shirley, Solihull, West Midlands B90 4LH.