REPORT AND ACCOUNTS

FOR

THE SEVEN MONTHS TO 30TH APRIL 1999

REGISTERED NO 1861388

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18/12/99

REPORT OF THE DIRECTORS FOR SEVEN MONTHS TO 30TH APRIL 1999

DIRECTORS

S A Ashforth I R Bodie

TRADING RESULTS AND BUSINESS REVIEW

The Company has not traded during the period ended 30th April 1999. On 12th April 1999, the offer by Danisco A/S, a company incorporated in Denmark, for the entire share capital of Sidlaw Group plc, of which Shield Packaging Limited is a wholly owned subsidiary, was declared unconditional in all respects.

DIRECTORS' INTERESTS

The Directors at 30th April 1999 and their interests in the share capital of Sidlaw Group plc were as follows:

	At 30.4.1999		30.9.1998	
	Shares	Options	Shares	Options
S A Ashforth	Nil	16,579	Nil	36,579

The interests of I R Bodie are shown in the financial statements of Sidlaw Group plc.

On behalf of the Board

Stephen A Ashforth

Secretary

29th October 1999

BALANCE SHEET AT 30TH APRIL 1999

	Notes	1999 £'000	1998 £'000
CURRENT ASSETS		2	
Due from fellow subsidiaries		<u>2,411</u>	<u>2,411</u>
CAPITAL AND RESERVES Called up share capital Profit and loss account	1	7,500 (5,089)	7,500 (5,089)
EQUITY SHAREHOLDERS' FUNDS		<u>2,411</u>	<u>2,411</u>

On behalf of the Board

Stephen A Ashforth

Director

29th October 1999

The Company was a dormant company within the meaning of S.250 of the Companies Act 1985 throughout the accounting period ending at the date of this balance sheet.

Stephen A Ashforth

Director

29th October 1999

NOTES ON THE ACCOUNTS

11012		1999 £	1998 £
1.	SHARE CAPITAL Authorised		
	Ordinary Shares of £1 each Called up Fully Paid	7,500,100	7,500,100
	Ordinary Shares of £1 each	7,500,100	<u>7,500,100</u>

2. The Company's ultimate parent company is Danisco A/S, a company incorporated in Denmark. Copies of the group financial statements of Danisco A/S are available from Langebrogade 1, PO Box 17, DK-1001, Copenhagen K, Denmark.