

Report and Financial Statements of

MORTON FOODS LIMITED

(Registered Number: 3597698)

For the year ended

31 December 2008

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MORTON FOODS LIMITED

**REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31
DECEMBER 2008**

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MORTON FOODS LIMITED

DIRECTORS AND OTHER INFORMATION

DIRECTORS

P. Coughlan
B. Durran

SECRETARY

B. Durran

REGISTERED OFFICE

Thorpe Lea Manor
Thorpe Lea Road
Egham
Surrey
TW20 8HY

SOLICITORS

Legal Department
Kerry Group plc
Prince's Street
Tralee
Co. Kerry

MORTON FOODS LIMITED

DIRECTORS' REPORT

The directors present their annual report together with the unaudited financial statements of the company for the year ended 31 December 2008.

The directors' report has been prepared in accordance with the special provision relating to small companies under section 246(4) of the Companies Act 1985.

PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The company has been dormant within the meaning of Section 249AA of the Companies Act 1985 throughout the year. It is anticipated that the company will remain dormant for the foreseeable future.

DIRECTORS AND THEIR INTERESTS

The directors who served throughout the year were as shown on page 1. There were no changes to the directors or secretary during the year.

The directors who served during the year did not have an interest in the shares of the company.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Annual 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 the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). The financial statements are required by law to 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:

MORTON FOODS LIMITED

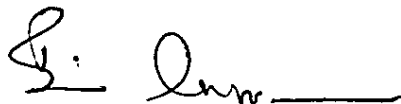
DIRECTORS' REPORT (CONTINUED)

STATEMENT OF DIRECTORS' RESPONSIBILITIES (CONTINUED)

- 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;
- 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 proper accounting records that 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 1985. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Approved by the Board of Directors and signed on its behalf by:



Brian Durran, Director

27 May 2009

MORTON FOODS LIMITED

STATEMENT OF ACCOUNTING POLICIES

The significant accounting policies adopted by the company are as follows:

BASIS OF PREPARATION

The financial statements have been prepared in accordance with applicable United Kingdom accounting standards. Accounting standards generally accepted in the United Kingdom in preparing financial statements giving a true and fair view are those published by the Institute of Chartered Accountants in England and Wales and issued by the Accounting Standards Board.

ACCOUNTING CONVENTION AND REPORTING CURRENCY

The financial statements are prepared under the historical cost convention. The amounts shown are stated in Sterling, the currency of the primary economic environment in which the company operates (its "functional currency").

PROFIT AND LOSS ACCOUNT

The company did not trade during the year ended 31 December 2008 nor in the preceding financial year and made neither profit nor loss nor any other recognised gain or loss. Accordingly no profit and loss account, statement of total recognised gains and losses, or reconciliation of movement in shareholders' funds are presented.

MORTON FOODS LIMITED


BALANCE SHEET AS AT 31 DECEMBER 2008

		2008	2007
		£	£
CURRENT ASSETS	Note		
Debtors - amounts due from group companies		<u>2,000</u>	<u>2,000</u>
CAPITAL AND RESERVES			
Called up share capital	2	<u>2,000</u>	<u>2,000</u>

The annual accounts have not been audited because the company is entitled to the exemption provided by s249AA (1) of the Companies Act 1985 relating to dormant companies and its members have not required the company to obtain an audit of these accounts in accordance with Section 249B(2).

The directors acknowledge their responsibilities for ensuring that the company keeps accounting records that comply with Section 221 of the Companies Act 1985. The directors also acknowledge their responsibilities for preparing accounts which give a true and fair view of the state of affairs of the company as at the end of the financial period and of its profit or loss for the financial period in accordance with Section 226 of the Companies Act 1985 and which otherwise comply with the requirements of that Act relating to accounts, so far as applicable to the company.

These financial statements were approved by the Board of Directors and signed on its behalf by:



Brian Durran, Director

27 May 2009

MORTON FOODS LIMITED

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2008

1. INFORMATION REGARDING DIRECTORS AND EMPLOYEES

No emoluments were payable to the directors, who were the only employees, of the company during the current and preceding financial year.

2. CALLED UP SHARE CAPITAL

	2008 £	2007 £
Authorised		
10 ordinary shares of £1,000 each	10,000	10,000
	<hr/>	<hr/>
Allotted, called up and fully paid		
2 ordinary shares of £1,000 each	2,000	2,000
	<hr/>	<hr/>

3. CASH FLOW STATEMENT

A cash flow statement has not been prepared for the company as its ultimate parent undertaking, Kerry Group plc, has prepared consolidated financial statements which include a consolidated cash flow statement dealing with the cash flows of the Group.

4. RELATED PARTY TRANSACTIONS

The company, a wholly owned subsidiary of Kerry Group plc, has elected to avail of the disclosure exemption available to subsidiary undertakings in accordance with the terms of paragraph 3 (c) of FRS 8 "Related Party Transactions".

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NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2008 (CONTINUED)

5. GROUP MEMBERSHIP

The company's immediate parent company is Kerry Holdings (UK) Limited, a company incorporated in England and Wales.

In the opinion of the directors, the company's ultimate parent undertaking and controlling party is Kerry Group plc, a company incorporated in the Republic of Ireland. The parent undertaking of the largest and smallest group which includes the company and for which group financial statements are prepared is Kerry Group plc. Copies of the group financial statements of Kerry Group plc are available on www.kerrygroup.com.