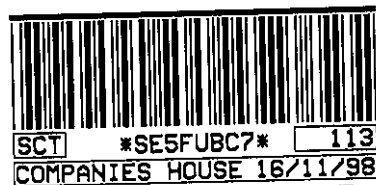


**JOHN MENZIES (GB) LIMITED**  
(Registered No. 121691)

**REPORT AND ACCOUNTS**

**1998**



**JOHN MENZIES (GB) LIMITED**

DIRECTORS : The Hon. F.R. Noel-Paton  
J.D.S. Bennett  
C.A. Anderson

SECRETARY : E. Mulholland

REGISTERED OFFICE : Hanover Buildings, Rose Street, Edinburgh.  
REGISTRATION NO : 121691

**DIRECTORS' REPORT**

The directors have pleasure in submitting their annual report together with the accounts for the 52 weeks ended 2 May 1998. (1997: 52 weeks to 3 May 1997.)

**BUSINESS**

The Company did not trade during the year under review, there has been no income or expenditure and therefore no change in the Company's position has arisen. Any expenses have been met by the Holding Company.

**DIRECTORS**

The directors of the Company are as noted above.

None of the directors, nor their families, have any interest in the shares of the Company.

The interests of Messrs. F.R. Noel-Paton and J.D.S. Bennett in the shares of John Menzies plc, of which they are also directors, are stated in the accounts of that Company.

The interests of the other director in the ordinary shares of John Menzies plc are as follows:

	<u>Shares</u>		<u>Share Options</u>		
	<u>1998</u>	<u>1997</u>	<u>1998</u>	<u>Granted during the year</u>	<u>1997</u>
Mr C.A. Anderson	11,728	11,728	62,500	15,000	47,500

BY ORDER OF THE BOARD

*E. Mulholland*

E. Mulholland  
Secretary

EDINBURGH  
14 August 1998

**JOHN MENZIES (GB) LIMITED****BALANCE SHEET**

As at 2 May 1998

	Notes	<u>1998</u> £	<u>1997</u> £
<b>CURRENT ASSETS</b>			
Due from Holding Company		<u>2</u>	<u>2</u>
<b>CAPITAL AND RESERVES</b>			
Called up Share Capital	3	<u>2</u>	<u>2</u>

The Company was dormant (within the meaning of S. 250 Companies Act 1985) throughout the 52 weeks ended 2 May 1998.



C.A. Anderson      Director

1998

**JOHN MENZIES (GB) LIMITED.**

**NOTES ON ACCOUNTS**

1. The financial statements have been prepared under the historical cost convention and in accordance with the provisions of the Companies Act 1985.
2. The Company did not trade during the 52 weeks ended 2 May 1998.
3. Called up Share Capital

	<u>1998</u>	<u>1997</u>
	£	£
<u>Authorised</u>		
1,000 Ordinary Shares of £1 each	1,000	1,000
	=====	=====
<u>Issued and fully paid</u>		
2 Ordinary Shares of £1 each	2	2
	=====	=====

4. Holding Company

The entire issued Share Capital of the Company is owned by John Menzies plc, a Company registered in Scotland. Copies of the Group accounts can be obtained from:

The Secretary  
John Menzies plc  
Hanover Buildings  
Rose Street  
Edinburgh  
EH2 2YQ