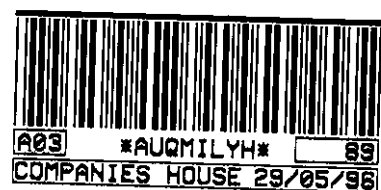


RoadChef (Profit Sharing Trustees) Limited
Company Number 2842670



ROADCHEF (PROFIT SHARING TRUSTEES) LIMITED

REPORT AND ACCOUNTS

52 WEEKS ENDED 24TH SEPTEMBER 1995

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ROADCHEF (PROFIT SHARING TRUSTEES) LIMITED

REPORT OF THE DIRECTORS

The Directors present their Report, together with the Accounts of the Company for the 52 weeks ended 24th September 1995.

Results

The Company did not trade during the period under review.

Directors

The following Directors served during the period under review:

Lord Cocks of Hartcliffe
A J Latham
C N Aydon
New Bridge Street Trustees Limited
T Ingram Hill (appointed 6th February 1995)

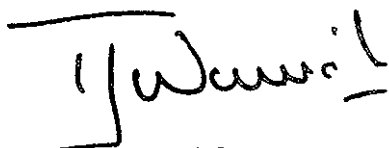
Statement of directors' responsibilities

Company law requires the directors to prepare accounts for each financial period which 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 those accounts, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the accounts; and
- prepare the accounts on a going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for maintaining proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the accounts 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.

By Order of the Board



T J Warwick
Secretary

23 April 1996

ROADCHEF (PROFIT SHARING TRUSTEES) LIMITED

REPORT OF THE AUDITORS TO THE MEMBERS OF

ROADCHEF (PROFIT SHARING TRUSTEES) LIMITED

We have audited the accounts on page 4.

Respective Responsibilities of Directors and Auditors

As described on page 1 the Company's directors are responsible for the preparation of the accounts. It is our responsibility to form an independent opinion, based on our audit, on those accounts and to report our opinion to you.

Basis of Opinion

We conducted our audit in accordance with the Auditing Standards issued by the Auditing Practises Board. An audit includes examination on a test basis, of evidence relevant to the amounts and disclosures in the accounts. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the accounts, and of whether the accounting policies are appropriate to the Company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the accounts are free from material misstatement, whether caused by fraud or other irregularity of error. In forming our opinion we also evaluated the overall adequacy of the presentation of the information in the accounts.

Opinion

In our opinion the accounts give a true and fair view of the state of affairs of the Company as at 24th September 1995 and have been properly prepared in accordance with the Companies Act 1985.

Edmund Gibbs

EDMUND GIBBS

Certified Accountants

Registered Auditors

46 St Giles'
Oxford
OX1 3LT


23 April 1996

ROADCHEF (PROFIT SHARING TRUSTEES) LIMITED

BALANCE SHEET AT 24TH SEPTEMBER 1995

	£	25th Sept 1994 £
Current Assets		
Current Account with Immediate Holding Company	<u>100</u>	<u>100</u>
	100	100
	==	==
Capital and Reserves		
Called Up Share Capital		
100 ordinary shares of £1 each	<u>100</u>	<u>100</u>
	100	100
	==	==

Approved by the Board on 23 April 1996



C N Aydon
Director

NOTES

1. The Company did not trade in the period under review and has, therefore, made neither profit nor a loss.
2. The Company is a wholly owned subsidiary of Roadchef plc, a Company incorporated in England.