EUROPEAN CURRENCY CENTRE

Pedigree Petfoods
Division of Food Manufacturers (G.B.Co.) Ltd
National Office
Waltham on the Wolds
Melton Mowbray
Leics. LE14 4RS

Fax: 01664 415448
Phone: 01664 410000

International Swaps and Derivatives Association, Inc.
One New Change
London
EC4M 9QQ

24 September 1998

Dear Sirs,

EMU Protocol - Adherence

The purpose of this letter is to confirm our adherence to the ISDA EMU Protocol as published by the International Swaps and Derivatives Association, Inc on 6th May 1998 (the "Protocol"). This letter constitutes an Adherence Letter as referred to in the Protocol.

The definitions and provisions contained in the Protocol are incorporated into this Adherence Letter, which supplements and forms part of each ISDA Master Agreement between us and each other Adhering Party.

1. Specified Terms

Annex 1	ISDA EMU Continuity Provision	Applicable
Annex 2	Price Sources	Applicable
Annex 3	Payment Netting	Applicable
Annex 4	EMU Definitions	Applicable
Annex 5	Bond Options	Applicable

2. Appointment as Agent and Release

We hereby appoint ISDA as our agent for the limited purposes of the Protocol and accordingly we waive, and hereby release ISDA from, any rights, claims, actions or causes of action whatsoever (whether in contract, tort or otherwise) arising out of or in any way relating to this Adherence Letter or our adherence to the Protocol or any actions contemplated as being required by ISDA.

3. Payment

We enclose payment of U.S.$500 in respect of our adherence to the EMU Protocol.

4. Contact Details

Our contact details for purposes of this Adherence Letter are:

Caroline Stone
National Office
Freeby Lane
Waltham on the Wolds
Leicestershire
LE14 4RS
United Kingdom

Telephone : +44 1664 415 154
Fax : +44 1664 415 274

We consent to the publication of the conformed copy of this letter by ISDA and to the disclosure by ISDA of the contents of this letter.

Yours faithfully,

FOOD MANUFACTURERS (G.B. COMPANY) LIMITED

By: Stuart Guthrie-Brown
Director