

**Thompson & Pearson Limited**

Report and Unaudited Financial Statements

Year Ended

31 December 2011

Company Number 00235183



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**Thompson & Pearson Limited**

**Annual report and financial statements for the year ended 31 December 2011**

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**Directors**

S A J Nahum  
P C O'Driscoll

**Secretary and registered office**

M J Langridge, 4<sup>th</sup> Floor, Millbank Tower, 21-24 Millbank, London,  
SW1P 4QP

**Company number**

00235183

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## **Thompson & Pearson Limited**

### **Report of the Directors for the year ended 31 December 2011**

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The Directors present their report together with the financial statements for the year ended 31 December 2011

#### **Results**

The Company has not traded in the current or preceding financial year and accordingly no profit and loss account has been prepared

#### **Change in ownership**

As at 31 December 2011, the Company's ultimate parent company was Arena Leisure Plc. As more fully explained in note 4, on 13 January 2012, Aldersgate Investments Limited made an offer for the entire issued and to be issued share capital of Arena Leisure Plc, to be effected by means of a Scheme of Arrangement. The Scheme became effective on 30 March 2012 and the entire issued ordinary share capital of Arena Leisure Plc is now owned by Aldersgate Investments Limited.

On 23 August 2012, the name of the Company's immediate parent company, Arena Leisure Plc, was changed to Arena Racing Corporation Limited.

#### **Directors**

The Directors of the Company during the year were

M J Elliott	resigned 09 April 2012
R Mercer	resigned 31 August 2012

The following directors were appointed post year end

S A J Nahum	appointed 30 March 2012
P C O'Driscoll	appointed 30 March 2012

In preparing this Directors' Report advantage has been taken of the small companies' exemption.

#### **On behalf of the Board**



P C O'Driscoll  
**Director**

Date **28/9/12**

**Thompson & Pearson Limited**

**Balance Sheet at 31 December 2011**

**Company number: 00235183**

	2011 £	2010 £
<b>Debtors</b>		
Amounts owed by Group companies	440,258	440,258
<b>Creditors: amounts falling due after one year</b>		
Amounts owed to Group companies	(794,691)	(794,691)
	<u>(354,163)</u>	<u>(354,163)</u>
<b>Capital and reserves</b>		
Called up share capital	12,600	12,600
Other reserves	49,914	49,914
Profit and loss account	(416,677)	(416,677)
	<u>(354,163)</u>	<u>(354,163)</u>

The Company did not trade during the current or preceding year and accordingly no profit and loss account has been prepared. The Company has not received any income or incurred any expense or recognised any other gains or losses during the current or preceding year.

For the year ended 31 December 2011 the Company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies.

The members have not required the Company to obtain an audit of its financial statements for the year in question in accordance with section 476.

The Directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

The financial statements were approved by the Board of Directors and authorised for issue on  
28/9/12



P C O'Driscoll  
Director

The notes on page 3 form part of these financial statements

## Thompson and Pearson Limited

### Notes forming part of the financial statements for the year ended 31 December 2011

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#### 1 Accounting policies

The financial statements have been prepared under the historical cost convention and are in accordance with applicable United Kingdom accounting standards

The following principal accounting policies have been applied

##### *Going concern*

The financial statements have been prepared on the basis of going concern as Thompson and Pearson Limited continues to receive the support of its parent company, Arena Racing Corporation Limited (formerly Arena Leisure Plc, as set out in note 4)

#### 2 Share capital

	2011 £	2010 £
<i>Allotted, called up and fully paid</i>		
12,000 ordinary shares of £0.05 each	600	600
12,000 deferred shares of £1 each	12,000	12,000
	<u>12,600</u>	<u>12,600</u>

The ordinary shares of the company carry fully voting, dividend and capital distribution rights. The deferred shares are subordinate to the ordinary share capital of the company and carry restricted rights in respect of voting, dividends and capital distribution.

#### 3 Ultimate parent company

Until 30 March 2012, the immediate and ultimate parent company was Arena Leisure Plc which is incorporated in England and Wales and the head of the largest group in which the Company's results are consolidated. A copy of its group financial statements can be obtained from Companies' House or the Company's registered office.

From 30 March 2012, the Company's ultimate parent company is Landal Worldwide Corp, a company registered in the British Virgin Islands.

#### 4 Post balance sheet events

On 13 January 2012, Aldersgate Investments Limited announced a cash offer for the entire issued and to be issued share capital of Arena Leisure Plc of 44.25 pence per share. The offer was effected by a Scheme of Arrangement which became effective on 30 March 2012. The entire issued ordinary share capital of Arena Leisure Plc is now owned by Aldersgate Investments Limited. The Company's ultimate parent company is Landal Worldwide Corp.

On 23 August 2012, the name of the Company's immediate parent company, Arena Leisure Plc, was changed to Arena Racing Corporation Limited.