Company Registration No. 422040 (England and Wales)

FISHERS GARAGE (RIPLEY) LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE PERIOD ENDED 30 JUNE 2009

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COMPANY INFORMATION

Directors P Benzımra

D M Selden FCA

Secretary P Benzimra

Company number 422040

Registered office Hanworth Lane Business Park

Chertsey Surrey KT16 9LA

Auditors Nexia Smith & Williamson

1 Bishops Wharf Walnut Tree Close

Guildford Surrey GU1 4RA

CONTENTS

| | Page |
|-----------------------------------|--------|
| Directors' report | 1 - 2 |
| Independent auditors' report | 3 - 4 |
| Profit and loss account | 5 |
| Balance sheet | 6 |
| Notes to the financial statements | 7 - 11 |

DIRECTORS' REPORT

FOR THE PERIOD ENDED 30 JUNE 2009

The directors present their report and financial statements for the period ended 30 June 2009

Principal activities

The company did not trade during the financial year under review, further the freehold property from which the holding company operated has been sold during the period

The directors do not anticipate that trading activities will recommence in the current year. The company changed its accounting period end date to 30 June resulting in an 18 month period of account

Directors

The following directors have held office since 1 January 2008

P Benzimra

D M Selden FCA

Auditors

In accordance with section 385 of the Companies Act 1985, a resolution proposing that Nexia Smith & Williamson be reappointed as auditors of the company will be put to the Annual General Meeting

Statement of directors' responsibilities

The directors are responsible for preparing 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 those financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- 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.

DIRECTORS' REPORT (CONTINUED)

FOR THE PERIOD ENDED 30 JUNE 2009

Statement of disclosure to auditors

So far as the directors are aware

- (a) there is no relevant audit information of which the company's auditors are unaware, and
- (b) they have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information

This report has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies

On behalf of the board

P Benzinne

Director

INDEPENDENT AUDITORS' REPORT

TO THE SHAREHOLDERS OF FISHERS GARAGE (RIPLEY) LIMITED

We have audited the financial statements of Fishers Garage (Ripley) Limited for the period ended 30 June 2009 which comprise the Profit and Loss Account, the Note of Historical Cost Profits and Losses, the Balance Sheet and the related notes 1 to 12 These financial statements have been prepared under the accounting policies set out therein

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed

Respective responsibilities of the directors and auditors

The directors' responsibilities for preparing the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland)

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the directors' report is consistent with the financial statements.

In addition we report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed

We read the directors' report and consider the implications for our report if we become aware of any apparent misstatements within it

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, 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 financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

INDEPENDENT AUDITORS' REPORT (CONTINUED) TO THE SHAREHOLDERS OF FISHERS GARAGE (RIPLEY) LIMITED

Opinion

in our opinion

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 30 June 2009 and of its loss for the period then ended,
- the financial statements have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the directors' report is consistent with the financial statements

Nexia Smith & Williamson

Noxa Shat & Williamon

11 mare 2010

Chartered Accountants Registered Auditor

1 Bishops Wharf Walnut Tree Close Guildford Surrey GU1 4RA

PROFIT AND LOSS ACCOUNT

FOR THE PERIOD ENDED 30 JUNE 2009

| | Notes | Period ended 30 June 2009 £ | 31 December 2007 £ |
|---|-------|---|--------------------------|
| Administrative expenses | | (779,854) | (12,854) |
| Operating loss | 2 | (779,854) | (12,854) |
| Loss on sale of property | | (101,959) | |
| Loss on ordinary activities before interest | | (881,813) | (12,854) |
| Loss on ordinary activities before taxation | | (881,813) | (12,854) |
| Tax on loss on ordinary activities | 3 | <u>.</u> | |
| Loss for the period | 8 | (881,813) ====== | (12,854) |
| | | | |

The profit and loss account has been prepared on the basis that all operations are discontinued operations

There are no recognised gains and losses other than those passing through the profit and loss account

Note of historical cost profits and losses

| Period ended | | |
|-----------------|---|--|
| 30 June | 31 December | |
| 2009 | 2007 | |
| £ | £ | |
| (881,813) | (12,854) | |
| 849,626 | - | |
| 12,543 | 8,854 | |
| (19,644) | <u>(4,000)</u> | |
| (19,644) | (4,000) | |
| | ended 30 June 2009 £ (881,813) 849,626 12,543 (19,644) | |

BALANCE SHEET

AS AT 30 JUNE 2009

| 2009 | | 2009 | | 2007 |
|-------|----------------------------|---|--|------|
| Notes | £ £ | £ £ | | |
| | | | | |
| 4 | - | 945,169 | | |
| | | | | |
| 5 | • | 11,644 | | |
| | - | 11,644 | | |
| | - | 956,813 | | |
| | | | | |
| 6 | | (75,000) | | |
| | - | 881,813 | | |
| | | | | |
| | | | | |
| 7 | 5,000 | 5,000 | | |
| 8 | - | 974,502 | | |
| 8 | (5,000) | (97,689) | | |
| 9 | - | 881,813 | | |
| | 4 5 6 7 8 8 | Notes £ £ 4 - 5 - 6 - 7 5,000 8 (5,000) | | |

These financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies

Approved by the Board and authorised for issue on

P Benzimra

Director

Company Registration No. 422040

NOTES TO THE FINANCIAL STATEMENTS

FOR THE PERIOD ENDED 30 JUNE 2009

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention

1.2 Tangible fixed assets and depreciation

Tangible fixed assets other than freehold land are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows.

Freehold buildings

4% straight line

No depreciation was provided for on freehold land

1.3 Deferred taxation

Deferred taxation is provided for on a full provision basis on all timing differences which have arisen but not reversed at the balance sheet date. No timing differences are recognised in respect of property revaluation surpluses where there is no commitment to sell the asset. A deferred tax asset is not recognised to the extent that the transfer of economic benefits in the future is not certain. The deferred tax balance has not been discounted.

| 2 | Operating loss | 2009 | 2007 |
|---|---|--------|--------|
| | | £ | £ |
| | Operating loss is stated after charging | | |
| | Depreciation of tangible assets | 18,210 | 12,854 |

The director was not remunerated in the period (2007 £nil)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 30 JUNE 2009

| 3 | Taxation Current tax charge | 2009 - | 2007 |
|---|--|--------------------------|---|
| | Factors affecting the tax charge for the period | | |
| | Loss on ordinary activities before taxation | (881,813) | (12,854) |
| | Loss on ordinary activities before taxation multiplied by standard rate of | | |
| | UK corporation tax of 21 00% (2007 - 20 00%) | (185,181) | (2,571) |
| | Effects of | | |
| | Depreciation in excess of capital allowances | 3,824 | 2,571 |
| | Disallowable expenses | 181,357 | - |
| | | 185,181 | 2,571 |
| | Current tax charge | - | - |
| | | ====== | ======================================= |

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 30 JUNE 2009

| Tangible fixed assets | |
|-----------------------|-------------|
| | Land and |
| | buildings |
| | £ |
| Cost | |
| At 1 January 2008 | 970,877 |
| Disposals | (970,877) |
| At 30 June 2009 | - |
| Depreciation | |
| At 1 January 2008 | 25,708 |
| On disposals | (43,918) |
| Charge for the period | 18,210 |
| At 30 June 2009 | |
| Net book value | |
| At 30 June 2009 | - |
| At 31 December 2007 | 945,169 |
| | |

The company's freehold land and buildings were revalued, in June 2006, by Stiles Harold Williams, Consultant Surveyors and Valuers of 103 High Street, Crawley, West Sussex

The open market value at this date was £1,240,000 of which £269,123 is recorded in the holding company accounts as freehold improvements

Comparable historical cost for the land and buildings included at valuation.

| • | £ |
|---|------------------------------|
| Cost At 1 January 2008 Disposals | 180,000 (180,000) |
| At 30 June 2009 | |
| Depreciation based on cost At 1 January 2008 Charge for the period On disposals | 97,000 5,667 (102,667) |
| At 30 June 2009 | - |
| Net book value At 30 June 2009 | |
| At 31 December 2007 | 83,000 |

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 30 JUNE 2009

| 4 | Tangible fixed assets | | (continued) |
|---|---|--------------|-------------|
| | The original cost of the land and buildings was £106,448 In 1982 the p£180,000 Under the transitional provisions of FRS 15, previously adopted, been taken to represent historical cost | | |
| 5 | Debtors | 2009 £ | 2007 £ |
| | Amounts owed by parent company | - | 11,644 |
| 6 | Creditors: amounts falling due after more than one year | 2009 £ | 2007 £ |
| | Other creditors | - | 75,000 |
| | Analysis of loans Not wholly repayable within five years other than by instalments | | 75,000 |
| | Loan maturity analysis In more than five years | - | 75,000 |
| 7 | Share capital | 2009 £ | 2007 £ |
| | Authorised 100,000 Ordinary shares of £1 each | 100,000 | 100,000 |
| | Allotted, called up and fully paid 5,000 Ordinary shares of £1 each | 5,000 | 5,000 |

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 30 JUNE 2009

| 8 | Statement of movements on reserves | | |
|---|---|---------------------|-------------------------|
| | | Revaluation reserve | Profit and loss account |
| | | £ | £ |
| | Balance at 1 January 2008 | 974,502 | (97,689) |
| | Loss for the period Transfer from revaluation reserve to profit and loss account | - (974,502) | (881,813) 974,502 |
| | Transfer non-revaluation reserve to prome and less assessment | | |
| | Balance at 30 June 2009 | - | (5,000) |
| 9 | Reconciliation of movements in shareholders' funds | 2009 | 2007 |
| | 1.000 I O I II O TO II O III O II O II O I | £ | £ |
| | Loss for the financial period | (881,813) | (12,854) |
| | Opening shareholders' funds | 881,813 | 894,667 |
| | Closing shareholders' funds | | 881,813 |
| | | | |

10 Contingent liabilities

On 30 November 1979, an unlimited all monies guarantee was signed in favour of Lloyds TSB Bank plc as security against monies and liabilities at any time due, owing or incurred by Court and Smith Limited to the Bank

At 30 June 2009, borrowings from Lloyds TSB Bank plc amounted to £604,882 (2007 £1,239,268)

11 Control

The immediate parent undertaking is Court & Smith Limited, a company registered in England Consolidated accounts are prepared by Court & Smith Limited and are available from Companies House

There is no ultimate controlling party

12 Related party transactions

The company has taken advantage of the exemptions provided by Financial Reporting Standard Number 8 Related Party Disclosures, and has not disclosed transactions with fellow group undertakings, where more than 90% of the voting rights are controlled within the group