CAFE ROUGE RESTAURANTS LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

52 weeks ended 24 May 2009

Registered number: 425057

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COMPANY INFORMATION

DIRECTORS:	G Turner M Mansigani J Parsons
SECRETARY:	M Mansigani
AUDITORS:	PricewaterhouseCoopers LLP Chartered Accountants and Statutory Auditors 1 Embankment Place London WC2N 6RH
BANKERS:	Barclays Bank PLC 1 Churchill Place London E14 5HP
SOLICITORS:	Ashurst Broadwalk House 5 Appold Street London EC2A 2AH
REGISTERED OFFICE:	1st Floor 163 Eversholt Street London NW1 1BU
REGISTERED NUMBER:	425057

DIRECTORS' REPORT

The directors present their annual report and the audited financial statements for the 52 week period ended 24 May 2009.

Principal activity

The principal activity of the company is that of operating restaurants. There has been no change in this activity during the period.

Results and dividends

The profit after tax for the period amounted to £8,826,000 (2008: £7,799,000). The directors do not propose the payment of a dividend (2008: £nil).

Review of developments and future prospects

The company will continue to operate restaurants for the foreseeable future.

Principal risks and uncertainties

From the perspective of the company, the principal risks and uncertainties are integrated with the principal risks of the group and are not managed separately. Accordingly, the principal risks and uncertainties of Tragus Group Limited, which include those of the company, are disclosed in the group's annual report which does not form part of this report.

Key Performance Indicators

The Directors of Tragus Group Limited manage the group's operations on a divisional basis. For this reason, the Company's directors believe that analysis using key performance indicators for the company is not necessary or appropriate for an understanding of the development, performance or position of the business of Cafe Rouge Restaurants Limited. The development, performance and position of the business of the group, which includes the company, is discussed within the Directors' Report of the Tragus Group Limited's financial statements which does not form part of this report.

Directors

The directors of the company during the period and up to the date of signing the financial statements were as follows:

G Turner (Chairman)
M Mansigani (Company Secretary)
J Parsons

Creditor payment policy

The policy is to agree the terms of payments with its suppliers as and when a trading relationship is established. The company ensures that the terms of payment are clear and its policy is to abide by the agreed terms, provided the supplier meets its obligations. At 25 May 2009 creditor days were 33 (2008: 37 creditor days).

Employee involvement

The board recognises the importance of employees being fully informed of events which directly affect them and their working conditions and to this end regular meetings are held with them.

Employment of disabled persons

The company's policy is that, wherever it is practicable and reasonable within existing legislation, all employees, including disabled persons, are treated in the same way in matters relating to employment, training, career development and promotion. Every effort is made to retain and assist any individuals disabled during their employment. Full and fair consideration is given to applications for employment made by disabled persons, having regard to their particular aptitudes and abilities.

DIRECTORS' REPORT

Statement of directors' responsibilities

The directors are responsible for preparing the Directors' report and 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). Under company law the directors must not approve the financial statements unless they are satisfied that they 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 these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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 adequate accounting records that are sufficient to show and explain the company's transactions and 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 2006. 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.

Auditors and disclosure of information to auditors

Pursuant to section 418 of the Companies Act 2006, each of the persons who is a director at the date of approval of this report confirms that so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and the director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Auditors

In the absence of a notice proposing that their appointment be terminated, the auditors, PricewaterhouseCoopers LLP, will be deemed to be re-appointed for the next financial year.

On behalf of the Board of Directors

G Turner
DIRECTOR

8 September 2009

1st Floor
163 Eversholt Street
LONDON NW1 1BU

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF CAFE ROUGE RESTAURANTS LIMITED

We have audited the financial statements of Cafe Rouge Restaurants Limited for the 52 week period ended 24 May 2009 which comprise the Profit and Loss Account, the Balance Sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Respective responsibilities of directors and auditors

As explained more fully in the Directors' Responsibilities Statement set out on page 3 the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Sections 495 and 496 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 24 May 2009 and of its profit for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Fiona Kelsey

Fiona Kelsey (Senior Statutory Auditor)
For and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London
25 September 2009

PROFIT AND LOSS ACCOUNT

52 weeks ended 24 May 2009

	Notes	Before exceptional items 24 May 2009 £'000	Exceptional items 24 May 2009 (note 3) £'000	Total 52 weeks ended 24 May 2009 £'000	Before exceptional items 25 May 2008 £'000	Exceptional items 25 May 2008 (note 3) £'000	Total 52 weeks ended 25 May 2008 (note 1) £'000
TURNOVER		89,144	-	89,144	86,968	-	86,968
Cost of sales		(72,492)	-	(72,492)	(69,446)	-	(69,446)
GROSS PROFIT		16,652	-	16,652	17,522	-	17,522
Administrative expenses		(5,857)	(3,603)	(9,460)	(4,343)	(4,908)	(9,251)
OPERATING PROFIT	2	10,795	(3,603)	7,192	13,179	(4,908)	8,271
PROFIT ON ORDINARY ACTIVITIES BEFORE INTEREST AND TAXATION		10,795	(3,603)	7,192	13,179	(4,908)	8,271
Interest receivable/(payable) and similar charges	5			2			(12)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION				7,194			8,259
Taxation on ordinary activities	6			1,632			(460)
PROFIT FOR THE PERIOD				8,826			7,799

All activities are in respect of continuing operations.

The Company has no recognised gains or losses other than those included in the profit and loss account above, and therefore no separate statement of total recognised gains and losses has been prepared.

There is no difference between the profit on ordinary activities before taxation and the profit for the period stated above and their historic cost equivalent.

BALANCE SHEET

As at 24 May 2009

	Note	24 May 2009 £'000	25 May 2008 £'000
FIXED ASSETS			
Intangible assets	7	**121**	164
Tangible assets	8	**28,377**	27,551
Investments	9	**7,287**	7,287
		35,785	35,002
CURRENT ASSETS			
Stock - raw materials		**771**	716
Debtors	10	**86,704**	65,913
Cash at bank and in hand		**7**	15
		87,482	66,644
CREDITORS - amounts falling due within one year	11	**(70,985)**	(56,819)
NET CURRENT ASSETS		**16,497**	9,825
TOTAL ASSETS LESS CURRENT LIABILITIES		**52,282**	44,827
PROVISIONS FOR LIABILITIES AND CHARGES	12	**(5,758)**	(7,129)
NET ASSETS		**46,524**	37,698
CAPITAL AND RESERVES			
Called up share capital	13	**2,709**	2,709
Special reserve	14	**2,626**	2,626
Profit and loss account	14	**41,189**	32,363
TOTAL SHAREHOLDERS' FUNDS	15	**46,524**	37,698

These financial statements on pages 5 to 15 were approved by the Board of Directors and authorised for issue on 8 September 2009 and signed on its behalf by:

Mohan Mansigani
Director

NOTES TO THE FINANCIAL STATEMENTS
52 weeks ended 24 May 2009

1. ACCOUNTING POLICIES

The financial statements are prepared in accordance with Companies Act 2006 and applicable accounting standards. The particular accounting policies adopted by the directors which have been consistently applied are described below:

Accounting convention
The financial statements are prepared on a going concern basis and under the historical cost convention.

Turnover
Turnover is the value of goods and services sold at restaurants, solely within the UK, as part of the company's continuing ordinary activities after deducting sales based taxes. Turnover is recognised on provision of goods and services.

Exceptionals
Costs incurred in the year which are classified as exceptional in note 3 and on the face of the profit and loss account are those which are material in nature and derive from events or transactions that fall within the ordinary activities of the company and which are individually, or in aggregate, of such size or incidence to require specific disclosure.

Goodwill
On the acquisition of a business, fair values are attributed to the group's share of net separable assets. Where the cost of acquisition exceeds the fair values attributable to such net assets, the difference is treated as purchased goodwill and capitalised in the balance sheet in the period of acquisition. Purchased goodwill is amortised to nil by equal annual instalments over the shorter of the directors' estimate of its useful life of 20 periods and the remaining period of the lease of the restaurant to which the goodwill relates. On acquisition, directors make estimates to the fair value of the assets acquired. If necessary, these are revised in the period after acquisition.

Capitalised purchased goodwill in respect of subsidiaries is included within intangible fixed assets.

Leases
Rental payments in respect of operating leases are charged against operating profit over the period of the lease. Rental income in respect of operating leases is recognised in the profit and loss account on a straight line basis over the term of the lease.

Rent free periods are recognised in the profit and loss account over the period to the first rent review.

Pension costs
The company provides for employee pensions through a group stakeholder pension scheme which is independently managed and the company will continue to contribute to this fund in future accounting periods. The amount charged to the profit and loss account represents the contribution payable to the scheme in respect of the accounting period.

Pre-opening costs
Property rentals and other pre-opening costs incurred up to the date of opening a new restaurant are all written off to the profit and loss account in the period in which they arise.

Tangible fixed assets
Depreciable fixed assets are written off on a straight line basis over their estimated useful lives as follows:

- Leasehold improvements are depreciated to their estimated residual values over their remaining lease periods, except where the anticipated renewal or extension of the lease is sufficiently certain that a longer estimated useful life is appropriate. Current legislation and the terms of the lease contracts are such that in most instances, leases are readily extendible by an additional 14 years. The maximum depreciation period for leasehold improvements is 30 years.

- Furniture, fixtures and equipment are depreciated over 4 to 25 years.

The carrying values of tangible fixed assets are reviewed for impairment if events or changes in circumstances indicate that the carrying value may not be recoverable. Any impairment in the value of fixed assets below depreciated historical cost is charged to the profit and loss account. Profits and losses on disposal of fixed assets reflect the difference between net selling price and net book value at the date of disposal.

NOTES TO THE FINANCIAL STATEMENTS
52 weeks ended 24 May 2009

1. ACCOUNTING POLICIES (continued)

Investments
Investments are stated at cost less provision for any impairment in value.

Stocks
Stocks are valued at the lower of cost and net realisable value and on a first in first out basis.

Vacant properties
An onerous contract provision is made for the future net rental costs of leasehold properties which are vacant, loss-making or sub-let below passing rent. The provision is based on estimated future net cash outflows.

Taxation
Deferred taxation is recognised in respect of all timing differences that have originated but not been reversed by the balance sheet date. Deferred taxation is not recognised when an asset is sold if it is more likely than not that the taxable gain will be rolled over. Deferred taxation assets are recognised to the extent that they are regarded as recoverable. Provisions for deferred taxation are not discounted. Deferred tax assets and liabilities are calculated using the tax rates that have been enacted or substantively enacted by the balance sheet date.

The 2007 Finance Act reduced the main rate of UK corporation tax from 30% to 28% with effect from 1 April 2008 and this change is reflected in the financial statements

Cash
Cash held within this company is not cash held at bank, rather represents the cash floats held at restaurant sites. There are no finance charges associated with this cash in the Profit and Loss account.

Cash flow
The company is a wholly owned subsidiary undertaking of Tragus Group Limited. The cash flows of the company are included in the consolidated cash flow statement of Tragus Bidco Limited, which is publically available. Consequently, the company is exempt under the terms of Financial Reporting Standard No. 1 (Revised) from presenting a cash flow statement.

2. OPERATING PROFIT

	52 weeks ended 24 May 2009 £'000	52 weeks ended 25 May 2008 £'000
Operating profit is stated after charging:		
Depreciation of fixed assets (note 8)	3,930	3,582
Amortisation of goodwill (note 7)	43	43
Exceptional items (note 3)	3,603	4,908
Operating lease charges		
Land and buildings	7,912	8,326

Fees for services provided by the company's auditor are borne by Tragus Holdings Limited a fellow subsidiary:

	52 weeks ended 24 May 2009 £'000	52 weeks ended 25 May 2008 £'000
Audit services:		
Fees payable to company auditor	9	9
Non audit services:		
Other services	3	5
Tax services	2	2

NOTES TO THE FINANCIAL STATEMENTS
52 weeks ended 24 May 2009

3. EXCEPTIONAL ITEMS

	52 weeks ended 24 May 2009 £'000	52 weeks ended 25 May 2008 £'000
Impairment of fixed assets	**2,325**	827
Onerous contract provision	**948**	4,081
Integration costs	**330**	-
Total exceptional items	**3,603**	4,908

A review has been undertaken of the performance of the company's operating units, as in the prior period. Restaurants that are unprofitable, and where management believe future profitability to be unlikely are treated as onerous contracts and as such provisions are made against certain future lease payments and fixed assets have been fully impaired. The total impairment to fixed assets is £2,325,000 (2008: £827,000) and the total onerous provisions created is £948,000 (2008: £4,100,000).

In the prior period £3,800,000 of the total onerous contract provision above related specifically to six sites which had reverted to Cafe Rouge Restaurants Limited, under the terms of the original headleases, as a result of the administration of the Laurel Pub Company. In the current year, it was found that one of these sites will not revert back to the company and hence a release to the onerous provision of £1,127,000 was recorded.

4. STAFF COSTS

	52 weeks ended 24 May 2009 Number	52 weeks ended 25 May 2008 Number
The average number of persons employed by the company during the period was:		
Restaurant staff	**2,463**	2,447

	52 weeks ended 24 May 2009 £'000	52 weeks ended 25 May 2008 £'000
Staff costs incurred during the period in respect of these employees were:		
Wages and salaries	**24,150**	24,614
Social security costs	**1,677**	1,735
Pension costs	**15**	18
	25,842	26,367

None of the directors received any remuneration in respect of their services for the company during the period.

NOTES TO THE FINANCIAL STATEMENTS
52 weeks ended 24 May 2009

5. NET INTEREST RECEIVABLE/(PAYABLE)

	52 weeks ended 24 May 2009 £'000	52 weeks ended 25 May 2008 £'000
Other interest receivable	2	-
Other interest payable	-	(12)
Net interest receivable/(payable) and similar charges	2	(12)

6. TAXATION

	52 weeks ended 24 May 2009 £'000	52 weeks ended 25 May 2008 £'000
Current taxation on profits for the period		
UK corporation tax	-	-
Charge relating to prior period	-	192
Total current taxation	-	192
Total deferred taxation (note 12)	(1,632)	268
Total taxation (credit)/charge	(1,632)	460

The tax assessed for the period is lower (2008: lower) than the standard rate of corporation tax in the UK. The differences are explained below:

Factors affecting the tax charge for the period		
Profit before tax	7,194	8,259
Tax at current UK corporation tax rate of 28% (2008: 29.67%)	2,014	2,450
Effect of:		
Capital allowances in excess of depreciation	(14)	(241)
Amortisation of goodwill	12	13
Expenses not deductible for tax purposes	50	8
Impairment of investments	-	245
Fixed asset impairment	651	-
Group relief	(2,746)	(2,475)
Loss on disposal of assets	33	-
Charge relating to prior period	-	192
Current tax charge for the period	-	192

The corporation tax rate was reduced to 28% from 30% on 1 April 2008. The pro-rated corporation tax rate for 2008 is 29.67%.

The tax effect of the exceptional items during the period is a credit of £358,000 (2008: credit £1,215,000).

NOTES TO THE FINANCIAL STATEMENTS
52 weeks ended 24 May 2009

7. INTANGIBLE ASSETS

	Goodwill £'000
Cost	
As at 25 May 2008 and 24 May 2009	261
Amortisation	
At 25 May 2008	(97)
Charge for the period	(43)
At 24 May 2009	(140)
Net book amount	
At 24 May 2009	121
At 25 May 2008	164

8. TANGIBLE ASSETS

	Leasehold improvements £'000	Furniture, fixtures & equipment £'000	Total £'000
Cost			
At 25 May 2008	24,905	42,866	67,771
Additions	1,848	5,351	7,199
Transfers in	4	-	4
Disposals	(507)	(432)	(939)
Transfers out	(26)	(4)	(30)
At 24 May 2009	26,224	47,781	74,005
Accumulated depreciation			
At 25 May 2008	(14,777)	(25,443)	(40,220)
Charge for the period	(775)	(3,155)	(3,930)
Disposals	416	432	848
Impairments	(920)	(1,405)	(2,325)
At 24 May 2009	(16,056)	(29,571)	(45,627)
Net book amount			
At 24 May 2009	10,167	18,210	28,377
At 25 May 2008	10,128	17,423	27,551

NOTES TO THE FINANCIAL STATEMENTS
52 weeks ended 24 May 2009

9. INVESTMENTS

	£'000
Cost	
At 25 May 2008 and 24 May 2009	11,566
Impairment	
At 25 May 2008 and 24 May 2009	(4,279)
Net Book Amount	
At 25 May 2008 and 24 May 2009	7,287

Investments comprise the company's investments in subsidiary undertakings. The principal undertakings in which the company's interest at the period end is more than 20% are as follows:

Subsidiary undertaking	Activity	Country of registration and incorporation	% of ordinary shares held
Oriel Restaurants Limited	Restaurateur	England and Wales	100%
Café Rouge Limited*	Dormant	England and Wales	100%
Ortega Restaurants Limited	Restaurateur	England and Wales	100%
Handyminster Limited	Non-trading	England and Wales	100%
Heathgate Restaurants Limited	Restaurateur	England and Wales	98%
Ortega Bars Limited	Restaurateur	England and Wales	100%
Mamma Amalfi Restaurants Limited #	Restaurateur	England and Wales	100%
Huxleys Bar & Restaurant Limited (formerly Bunters Restaurants Limited)	Restaurateur	England and Wales	100%

* Indicates held by a subsidiary undertaking. The percentage of voting rights held is the same as the percentage of the nominal value of the shares held.

Preference and ordinary shares held.

The company is exempt under Section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements as it and its subsidiary undertakings are included in the consolidated financial statements of its parent, Tragus Bidco Limited, a company registered in England and Wales.

NOTES TO THE FINANCIAL STATEMENTS

52 weeks ended 24 May 2009

10. DEBTORS

	24 May 2009 £'000	25 May 2008 £'000
Trade debtors	3,122	1,647
Amounts owed by group undertakings	82,017	61,417
Other debtors	292	1,458
Prepayments and accrued income	1,273	1,356
Corporation tax recoverable	-	35
	86,704	65,913

Amounts owed by group undertakings have no fixed repayment date, are interest free and unsecured.
There are no amounts of unrecognised deferred tax (2008: Nil).

11. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	24 May 2009 £'000	25 May 2008 £'000
Trade creditors	15,653	15,408
Amounts owed to group undertakings	37,404	27,330
Other taxation and social security	7,582	6,014
Other creditors	3,554	936
Accruals and deferred income	6,792	7,131
	70,985	56,819

Amounts owed to group undertakings have no fixed repayment date, are interest free and unsecured.

12. PROVISIONS FOR LIABILITIES AND CHARGES

	Deferred taxation £'000	Other £'000	Total £'000
At 25 May 2008	1,868	5,261	7,129
(Credit)/charge for the period	(1,632)	2,028	396
Release in the period	-	(1,127)	(1,127)
Utilised	-	(640)	(640)
At 24 May 2009	236	5,522	5,758

Other provisions relate primarily to the future cost of vacant leasehold properties which have ceased to be used for trading purposes. They are vacant, loss making or sub-let below passing rent. The provision will unwind over the sooner of the date to the termination of the leases or the date of exit.

Of the charge to the profit and loss account for the period, £2,000,000 is exceptional. Of the release in the period, £1,100,000 is exceptional (note 3).

The charge in the period relates primarily to the provisions for six loss making sites as discussed in note 3. The total charge relating to these sites in the period was £1,200,000. The remaining £800,000 relates to further provisions required on existing onerous sites whereby additional shortfalls have been provided for.

The amounts provided for deferred taxation are set out below:

	Provided 24 May 2009 £'000	Provided 25 May 2008 £'000
Capital allowances in excess of depreciation (note 6)	236	1,868

NOTES TO THE FINANCIAL STATEMENTS
52 weeks ended 24 May 2009

13. SHARE CAPITAL

	Authorised	
	24 May 2009	25 May 2008
	£'000	£'000
489,725,000 Ordinary shares of 20p each	**97,945**	97,945

	Allotted, called up and fully paid	
	24 May 2009	25 May 2008
	£'000	£'000
13,545,000 Ordinary shares of 20p each	**2,709**	2,709

14. STATEMENT OF MOVEMENTS ON RESERVES

	Special reserve	Profit and loss account	Total
	£'000	£'000	£'000
At 25 May 2008	2,626	32,363	34,989
Profit for the period	-	8,826	8,826
At 24 May 2009	**2,626**	**41,189**	**43,815**

Included in the profit and loss account is a non distributable reserve of £3,687,000 (2008: £3,687,000) arising from the sale of restaurants to fellow group subsidiaries in prior periods.

15. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	24 May 2009	25 May 2008
	£'000	£'000
Opening shareholders' funds	**37,698**	29,899
Profit for the period	**8,826**	7,799
Closing shareholders funds	**46,524**	37,698

NOTES TO THE FINANCIAL STATEMENTS
52 weeks ended 24 May 2009

16. LEASE COMMITMENTS

At the year end, the company was committed to making the following payments during the next year in respect of operating leases which expire:

	Land and buildings	
	24 May 2009	25 May 2008
	£'000	£'000
Within one year	**184**	7
Between one and two years	**90**	175
Between two and five years	**806**	797
After five years	**8,007**	7,951
	9,087	8,930

17. CONTINGENT LIABILITIES

The company acts as guarantor in respect of certain leases granted to subsidiary undertakings and in respect of leases which have been disposed of. It is not practical to quantify the extent of any liability which may arise.

18. PENSION COSTS

The company contributes to a stakeholder pension scheme for employees. The assets of the scheme are held separately from those of the company in an independently administered fund. The amount charged to the profit and loss account represents the contributions payable in respect of the accounting period and amounted to £15,000 (2008: £18,000). There were outstanding contributions at the end of the financial year of £12,000 (2008: £27,000).

19. RELATED PARTIES

The company is a wholly owned subsidiary of Tragus Group Limited and has taken advantage of the exemption given in Financial Reporting Standard No.8 not to disclose transactions with other wholly owned group companies.

20. PARENT UNDERTAKING

The ultimate parent undertaking is Tragus Cayco Limited, registered in the Cayman Islands. The smallest group of undertakings for which group accounts are drawn up and of which the company is a member is Tragus Bidco Limited, registered in England and Wales, the largest Tragus Group Limited registered in England and Wales. Copies of these accounts can be obtained from 1st Floor, 163 Eversholt Street, London, NW1 1BU, United Kingdom.

The Group considers The Blackstone Group as the ultimate controlling party by way of its majority shareholding of Tragus Cayco Limited.