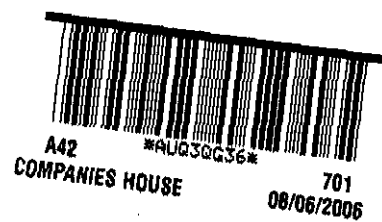


# **P.A.T. (PENSIONS) LIMITED**

(Company Registration Number: 637183)

## **REPORT AND ACCOUNTS**

**31 DECEMBER 2005**



# **P.A.T. (PENSIONS) LIMITED**

## **REPORT AND ACCOUNTS 2005**

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Registered Office:

The Pearl Centre  
Lynch Wood  
Peterborough  
PE2 6FY

Company Registration No: 637183

# **P.A.T. (PENSIONS) LIMITED**

## **BOARD OF DIRECTORS**

T Cross Brown  
Director

G S Felston  
Director

K Jones  
Director

J Marshall-Robb  
Director

M J Mauchline  
Director

H Nawaz-Khan  
Director

### ***Company Secretary***

L A Williams  
Until 31 March 2006  
C Wilson  
As From 1 April 2006

# P.A.T. (PENSIONS) LIMITED

## DIRECTORS' REPORT

The directors have pleasure in presenting the Annual Report and Accounts of P.A.T. (Pensions) Limited ("the Company") for the year ended 31 December 2005.

### PRINCIPAL ACTIVITY AND BUSINESS REVIEW

The Company is the Trustee of the Pearl Group Staff Pension Scheme (formerly HHG Staff Pension Scheme), and of 'Top-Hat' Plus Pension Scheme assurance policies issued by Pearl Assurance plc to eligible members of its own staff. It is expected that the Company will continue this function in the foreseeable future. The Company has not conducted business during the year.

### DIRECTORS AND THEIR INTERESTS

The names as at 31 December 2005 are set out on page 2. Additional Information in relation to the change in directors is as follows: -

|                  |                           |
|------------------|---------------------------|
| T Cross Brown    | Appointed 17 August 2005  |
| J N B Darkins    | Resigned 13 April 2005    |
| R Holland-Martin | Resigned 21 November 2005 |
| M V Jones        | Resigned 13 April 2005    |

The directors holding £1 equity shares in the Company during 2005 were as follows:

|                    | 31 December<br>2005  | 1 January 2005<br>(or date of<br>appointment if<br>later) |
|--------------------|----------------------|---|
|                    | No of shares<br>held | No of shares<br>Held                                      |
| K Jones            | 27                   | 20  |
| R G Holland-Martin | -                    | 7   |
| T Cross Brown      | 7                    | -   |
| G S Felston        | 6                    | 6   |
| M J Mauchline      | 10                   | 10  |
| H Nawaz-Khan       | 6                    | 6   |
| J N B Darkins      | -                    | 7   |
| J Marshall-Robb    | 14                   | 7   |
| M V Jones          | -                    | 7   |

The remaining shares are held as follows:

|  |   |   |
|--|---|---|
| Pearl Assurance plc                    | - | 1 |
| Pearl Assurance Group Holdings Limited | 1 | - |

# P.A.T. (PENSIONS) LIMITED

## DIRECTORS' REPORT (continued)

### DORMANT COMPANY


For the year ended 31 December 2005 the Company was entitled to exemption under section 249AA (1) of the Companies Act 1985.

Members have not required the Company to obtain an audit in accordance with section 249B(2) of the Companies Act 1985.

The directors acknowledge their responsibility for:

1. Ensuring the Company keeps accounting records which comply with section 221; and
2. Preparing accounts which give a true and fair view of the state of affairs of the Company as at the end of the financial year, and of its profit or loss for the financial year, in accordance with the requirements of section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the Company.

By order of the Board of Directors



C Wilson  
Secretary

Date: 31 May 2006

# P.A.T. (PENSIONS) LIMITED

## BALANCE SHEET

31 December 2005

|   | Notes | 2005<br>£ | 2004<br>£ |
|---|-------|-----------|-----------|
| <b>Current assets:</b>                                      |       |           |           |
| Debtors   |       | 1         | 1         |
|   |       | <hr/>     | <hr/>     |
| <b>Total assets and net assets</b>                          |       | <b>1</b>  | <b>1</b>  |
|   |       | <hr/>     | <hr/>     |
| <b>Capital and reserves:</b>                                |       |           |           |
| Called up share capital                                     | 3     | 71        | 71        |
| Profit and loss account                                     |       | (70)      | (70)      |
|   |       | <hr/>     | <hr/>     |
| <b>Shareholders' funds attributable to equity interests</b> |       | <b>1</b>  | <b>1</b>  |
|   |       | <hr/>     | <hr/>     |

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1. Ensuring the Company keeps accounting records which comply with section 221; and
2. Preparing accounts which give a true and fair view of the state of affairs of the Company as at the end of the financial year, and of its profit or loss for the financial year, in accordance with the requirements of section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the Company.

The accounts were approved by the Board of Directors on 31 May 2006 and signed on its behalf by:

K Jones  
Director



# P.A.T. (PENSIONS) LIMITED

## NOTES ON THE ACCOUNTS

### 1. ACCOUNTING POLICIES

#### a) *Basis of presentation*

The accounts have been prepared in accordance with applicable accounting standards and under historical cost accounting rules.

#### b) *Profit and loss account*

As the Company carried out no transactions in the year or the prior year, no profit and loss account has been presented.

#### c) *Cash flow statement*

As the Company carried out no transactions in the year or the prior year, no cash flow statement has been presented.

### 2. DIRECTORS' EMOLUMENTS

|  | 2005<br>£ | 2004<br>£ |
|--|-----------|-----------|
| Emoluments (excluding pension contributions and awards under share option schemes and other long term incentive schemes) | 27,524    | 18,949    |

The directors' emoluments have been borne by Pearl Group Services Limited and Pearl Group Staff Pension Scheme.

|   | 2005<br>£ | 2004<br>£ |
|---|-----------|-----------|
| <b>Highest paid directors' remuneration</b>   |           |           |
| Aggregate amount of emoluments and awards under long term incentives schemes (excluding pension contributions, share options gains and share awards arising from long term incentive schemes) | 24,500    | 14,000    |

The highest paid director is a member of a defined benefit scheme.

### 3. SHARE CAPITAL

|  | 2005<br>£ | 2004<br>£ |
|--|-----------|-----------|
| <b>Authorised:</b>                         |           |           |
| 100 ordinary shares of £1 each             | 100       | 100       |
| <b>Allotted, called up and fully paid:</b> |           |           |
| 71 ordinary shares of £1 each              | 71        | 71        |