

United Dominions Leasing Limited

Report and Accounts 31 December 2004

Registered office

25 Gresham Street
London
EC2V 7HN

Registered number

824614

Directors

J L Davies
M P Kilbee
D K Potts

Company Secretary

David Jarvis



Report of the directors

Principal activity

The principal activity of the Company is leasing.

Results and dividends

The profit after taxation for the year ended 31 December 2004 amounted to £836,601 (2003: £990,665).

No dividend is payable (2003: £990,665).

Directors

The names of the present directors of the Company, all of whom held office throughout the year, are shown on page 1.

The interests of the directors in the capital of Lloyds TSB Group plc were:

Ordinary shares of 25p each

	At 31 December 2004	At 31 December 2003
J L Davies	142,744	141,965
M P Kilbee	34,211	32,974
D K Potts	52,046	50,822

Options to subscribe for ordinary shares of 25p each

	At 1 January 2004	Granted during the year	Exercised during the year	At 31 December 2004
J L Davies	645,573	268,336	-	913,909
M P Kilbee	39,589	19,081	-	58,670
D K Potts	44,910	21,228	-	66,138

None of the directors had any other interest in the capital of Lloyds TSB Group plc or its subsidiaries.

Statement of directors' responsibilities

The directors are responsible for preparing the annual report including, as described below, the financial statements. The United Kingdom Companies Act 1985 requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Company as at the end of the year and of the profit or loss for that year. 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;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- 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 accounting records which disclose with reasonable accuracy at any time the financial position of the Company and which 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.

Report of the directors

Policy and practice on payment of creditors

The Company follows "The Better Payment Practice Code" published by the Department of Trade and Industry, regarding the making of payments to suppliers. A copy of the code and information about it may be obtained from The DTI Publications Order Line 0870-1502500 quoting ref. URN 04/606.

The Company's policy is to agree terms of payment with suppliers and these normally provide for settlement within 30 days after the date of the invoice, except where other arrangements have been negotiated. It is the policy of the Company to abide by the agreed terms of payment, provided the supplier performs according to the terms of the contract.

As the Company owed no amounts to trade creditors as at 31 December 2004, the number of days required to be shown in this report, to comply with the provisions of the Companies Act 1985, is nil.

On behalf of the board



David Jarvis
Company Secretary

6 January 2006

Report of the independent auditors to the members of United Dominions Leasing Limited

We have audited the financial statements which comprise the profit and loss account, the balance sheet and the related notes.

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the annual report and the financial statements, in accordance with applicable United Kingdom law and accounting standards, are set out in the statement of directors' responsibilities.

Our responsibilities, as independent auditors, are established in the United Kingdom by statute, and the Auditing Standards issued by the Auditing Practices Board. This report, including the opinion, has been prepared for and only for the Company's members as a body in accordance with Section 235 of the Companies Act 1985 and for no other purpose. We do not, in giving this opinion, 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.

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 United Kingdom Companies Act 1985. We also report to you if, in our opinion, the directors' report is not consistent with the financial statements, if 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 transactions is not disclosed.

Basis of audit opinion

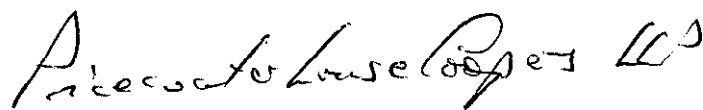
We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements.

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.

Opinion

In our opinion the financial statements give a true and fair view of the state of affairs of the Company as at 31 December 2004 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



PricewaterhouseCoopers LLP
Chartered Accountants and Registered Auditors

One Kingsway
Cardiff
CF10 3PW

9th January 2006

Profit and loss account

31 December 2004

	Note	2004 £	2003 £
Turnover	3	8,493,898	8,220,640
Interest payable	4	(2,475,408)	(2,935,572)
		6,018,490	5,285,068
Other operating charges		(4,825,386)	(3,881,448)
Profit on ordinary activities before taxation	3	1,193,104	1,403,620
Taxation on profit on ordinary activities	5	(356,503)	(412,955)
Profit on ordinary activities after taxation		836,601	990,665
Dividends payable		-	(990,665)
Retained profit for the year	11	836,601	-

The above results relate to continuing operations.

The Company has no recognised gains or losses other than the profits above and therefore no separate statement of total recognised gains and losses has been presented.

There is no difference between the profit on ordinary activities before tax and the retained profit for the year stated above and their historical cost equivalents.

The notes on pages 7 to 12 form part of these financial statements.

Balance sheet

31 December 2004

	Notes	2004 £	Restated 2003 £
Fixed assets			
Operating lease assets	6	8,985,939	11,705,923
Current assets			
Debtors: due within one year	7	29,487,744	26,860,885
due after more than one year	7	42,823,832	50,113,292
		72,311,576	76,974,177
Creditors: amounts falling due within one year	8	(73,521,214)	(81,353,400)
Net current assets/(liabilities)		(1,209,638)	(4,379,223)
Total assets less current liabilities		7,776,301	7,326,700
Provisions for liabilities and charges	9	(6,123,000)	(6,510,000)
Net assets		1,653,301	816,700
Capital and reserves			
Called up share capital	10	100	100
Profit and loss account	11	1,653,201	816,600
Equity shareholders' funds	12	1,653,301	816,700

The notes on pages 7 to 12 form part of these financial statements.



D K Potts
Director

Notes to the accounts

31 December 2004

1. Principal accounting policies

Accounting policies are unchanged from 2003.

Accounting convention

The financial statements have been prepared under the historical cost convention and in accordance with applicable Accounting Standards.

Cash flow statement

As permitted by Financial Reporting Standard 1 (revised) "Cash Flow Statements", no cash flow statement is presented in these accounts, as the Company is a wholly owned subsidiary of Lloyds TSB Group plc which presents such a statement in its own accounts.

Income recognition

Income from instalment credit transactions and finance leases is credited to the profit and loss account in proportion to the funds invested so as to give a constant rate of return over each period. Income from operating leases is credited to the profit and loss account on a rentals receivable basis.

Leasing transactions

Assets leased to customers are classified as finance leases if the lease agreements transfer substantially all of the risks and rewards of ownership to the lessee; all other leases are classified as operating leases.

Commissions

Commission payable on new business is allocated to accounting periods over the life of agreements to produce a constant rate of charge on the outstanding balance. Commissions receivable are credited to the profit and loss account when earned.

Provisions for bad and doubtful debts

Loans and advances are written-off where there is no realistic prospect of recovery. Specific provisions are made to reduce all impaired loans and advances to their estimated realisable values.

Depreciation

Assets leased under operating leases to customers are depreciated over the lease term down to their anticipated realisable value at the termination of each agreement to give a constant rate of return on the net investment. Anticipated realisable values are reassessed when appropriate, any permanent diminution in value being charged immediately to the profit and loss account.

Deferred taxation

Full provision is made for deferred tax arising from timing differences between the recognition of gains and losses in the financial statements and their recognition in tax computations. The Company has chosen not to discount deferred tax assets and liabilities.

Related party transactions

Advantage has been taken of the exemption available under Financial Reporting Standard 8 "Related Party Disclosures" not to disclose details of transactions with companies within the Lloyds TSB group, as the consolidated accounts of Lloyds TSB Group plc, in which the Company is included, are publicly available.

Notes to the accounts

31 December 2004

2. Directors and staff

The Company did not directly employ any persons during the year (2003: none), accounting and administrative services being provided by Black Horse Limited, a fellow subsidiary undertaking.

No remuneration was paid or is payable by the Company to the directors (2003: £nil). The directors are employed by other companies in the Lloyds TSB group and consider that their services to this Company are incidental to their other activities within the group.

3. Profit on ordinary activities before taxation

The profit before taxation is arrived at after taking into account the following items:

	2004 £	2003 £
Turnover		
Interest receivable from:		
Finance leases	5,047,435	4,399,581
Operating leases	3,446,463	3,821,059
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Charges		
Depreciation of operating lease assets	3,105,022	2,959,081
Gain on sale of operating lease assets	(518)	(18,464)
Management charges payable	1,066,454	600,000
Bad debts	277,605	1,823
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Auditors' remuneration has been borne by the parent company.

4. Interest payable

This represents interest payable to the Company's immediate parent company.

Notes to the accounts

31 December 2004

5. Taxation

(a) Analysis of charge in the year

2004
£

2003
£

The charge for taxation is made up as follows:

Current tax

Group relief payable on profits for the year	752,963	165,896
Adjustments in respect of previous periods	(9,460)	116,059

Total current tax charge (note 5(b))	743,503	281,955
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Deferred tax

Origination and reversal of timing differences	(395,244)	254,775
Adjustments in respect of previous periods	8,244	(123,775)

Total deferred tax (note 9)	(387,000)	131,000
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Total tax charge on profit on ordinary activities	356,503	412,955
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(b) Factors affecting the tax charge for the year

The tax assessed for the year is different from the standard rate of corporation tax in the UK (30%). The differences are explained below:

2004
£

2003
£

Profit before tax	1,193,104	1,403,620
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Profit multiplied by standard rate of corporation tax in the UK of 30% (2003: 30%)	357,931	421,086
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Effects of:

Temporary differences between taxable and accounting profit:

Accelerated capital allowances	395,130	(255,270)
Other timing differences	(98)	80
Prior year charge	(9,460)	116,059

Current tax charge/(credit) for year (note 5(a))	743,503	281,955
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Notes to the accounts

31 December 2004

6. Operating lease assets

	£
Cost	
At 1 January 2004	20,426,465
Additions	107,678
Disposals	(473,894)
Reclassification	498,895
At 31 December 2004	20,559,144
Depreciation	
At 1 January 2004	8,720,542
Charge for year	3,105,022
Disposals	(467,983)
Reclassification	215,624
At 31 December 2004	11,573,205
Net book value	
At 31 December 2004	8,985,939
At 31 December 2003	11,705,923

Operating leased assets includes assets transferred with a net book value of £283,271. This transfer corrects a misclassification relating to assets previously classified as loans and advances to customers included within debtors. This error was discovered as part of a system migration exercise carried out during 2004.

7. Debtors

	2004 Due within one year £	2004 Due after more than one year £	Restated 2003 Due within one year £	2003 Due after more than one year £
Loans and advances to customers				
less provisions	27,605,491	42,823,832	24,722,138	50,113,292
Other debtors	1,882,253	-	2,138,747	-
	29,487,744	42,823,832	26,860,885	50,113,292

Loans and advances to customers include finance leases.

Loans and advances to customers at 31 December 2003 have been restated to enhance the presentation of the accounts. Rentals paid in advance and income accruals, previously offset against debtors, have been reclassified as creditors and are shown within other creditors on the balance sheet. The impact of this reclassification is to increase debtors due within one year by £1,139,412.

Notes to the accounts

31 December 2004

8. Creditors: amounts falling due within one year

	2004 £	Restated 2003 £
Amounts due to group undertakings	71,245,145	79,006,435
Group relief payable	752,963	165,896
Other creditors	1,523,106	1,190,404
Dividends	-	990,665
	73,521,214	81,353,400

Other creditors at 31 December 2003 have been restated to enhance the presentation of the accounts. Rentals paid in advance and income accruals, previously offset against debtors, have been reclassified as creditors and are shown within other creditors on the balance sheet. The impact of this reclassification is to increase creditors due within one year by £1,139,412.

9. Deferred tax

The movement on the deferred tax liability during the year is as follows:

	£
At 1 January 2004	6,510,000
Charge to profit and loss account	(387,000)
At 31 December 2004	6,123,000

The deferred tax liability at 31 December comprises:

	2004 £	2003 £
Accelerated capital allowances on fixed assets leased to customers	6,127,259	6,514,357
Other timing differences	(4,259)	(4,357)
	6,123,000	6,510,000

10. Called up share capital

	2004 £	2003 £
Authorised:		
Ordinary shares of £1 each	100	100
Issued, called up and fully paid:		
Ordinary shares of £1 each	100	100

The immediate parent company is United Dominions Trust Limited. The company regarded by the directors as the ultimate parent company is Lloyds TSB Group plc, which is also the parent undertaking of the largest group of undertakings for which group accounts are drawn up and of which the Company is a member. Lloyds TSB Asset Finance Division Limited is the parent undertaking of the smallest such group of undertakings. Copies of the group accounts of both may be obtained from the Company Secretary's Office, Lloyds TSB Group plc, 25 Gresham Street, London EC2V 7HN.

Notes to the accounts

31 December 2004

11. Profit and loss account

	2004 £	2003 £
At 1 January	816,600	816,600
Profit for the financial year	836,601	-
At 31 December	1,653,201	816,600

12. Reconciliation of movements in equity shareholders' funds

	2004 £	2003 £
Profit for the financial year	836,601	-
Net increase in shareholders' funds	836,601	-
Opening equity shareholders' funds	816,700	816,700
Closing equity shareholders' funds	1,653,301	816,700

14. Other liabilities

There were no contracted capital commitments or contingencies at the balance sheet dated (2003: £nil).

15. Date of approval

The directors approved the accounts on 6 January 2006