

# RDFG LIMITED

FINANCIAL STATEMENTS  
FOR THE YEAR ENDED  
31 MARCH 2008



Registration Number 835482

# **RDFG LIMITED**

## **REPORT OF THE DIRECTORS** **FOR THE YEAR ENDED 31 MARCH 2008**

The directors present their report and financial statements for the year ended 31 March 2008

### **PRINCIPAL ACTIVITIES AND RESULTS**

The company did not trade during the year and made neither profit nor loss (2007 £nil) The directors do not recommend the payment of a dividend (2007 £nil)

On 4 June 2007 Blueheath Holdings plc, became the legal parent company of Giant Topco Limited (ultimate parent company of RDFG Limited) in a share-for-share transaction. Due to the relative values of the companies, the former Giant Topco Limited shareholders became the majority shareholders with 90.36% of the enlarged share capital. The substance of the combination was that Giant Topco Limited acquired Blueheath Holdings plc in a reverse acquisition. As part of the business combination Blueheath Holdings plc changed its name to Booker Group plc and changed its accounting reference date to March.

### **FUTURE DEVELOPMENTS**

It is the intention of the directors that the company will remain dormant for the foreseeable future.

### **DIRECTORS AND DIRECTORS' INTERESTS**

The following directors held office during the year:

Charles Wilson (appointed 4 June 2007)

Jonathan Prentis

Hans Kristian Hustad (resigned 4 June 2007)

### **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 they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice).

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 for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently,
- make judgments and 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, 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 proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that its financial statements comply with the Companies Act 1985. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

By order of the Board



Mark Chilton - Company Secretary

Date: 21 May 2008

### **Registered Office**

Equity House, Irthlingborough Road, Wellingborough, Northants, NN8 1LT

# **RDFG LIMITED**


## **BALANCE SHEET** **AS AT 31 MARCH 2008**

	Note	31 March 2008 £	31 March 2007 £
<b>FIXED ASSETS</b>			
Investment	3	46,724	46,724
<b>CURRENT ASSETS</b>			
Amounts due from group undertakings		4,609,418	4,609,418
<b>CURRENT LIABILITIES</b>			
Amounts due to group undertakings		(3,491,724)	(3,491,724)
<b>NET ASSETS</b>		<u>1,164,418</u>	<u>1,164,418</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	4	100,000	100,000
Profit and loss account		1,064,418	1,064,418
<b>SHAREHOLDERS' FUNDS</b>		<u>1,164,418</u>	<u>1,164,418</u>

The company was dormant (within the meaning of section 249AA of the Companies Act 1985) throughout the financial year

- (a) For the year ended 31 March 2008 the company was entitled to exemption under section 249AA(1) of the Companies Act 1985
- (b) Members have not required the company to obtain an audit in accordance with section 249B(2) of the Companies Act 1985
- (c) The directors acknowledge their responsibility for
  - (i) Ensuring the company keeps accounting records which comply with section 221, and
  - (ii) 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

Approved by the Board of Directors on 21 May 2008 and signed on its behalf by

  
**Jonathan Prentis**  
Director

# **RDFG LIMITED**

## **NOTES TO THE FINANCIAL STATEMENTS** **FOR THE YEAR ENDED 31 MARCH 2008**

### **1 ACCOUNTING POLICIES AND BASIS OF PREPARATION**

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

### **2. EMPLOYEE COSTS AND DIRECTORS' REMUNERATION**

i) The company had no employees throughout the year

ii) The directors receive no remuneration for their services to the company

### **3 INVESTMENT IN SUBSIDIARY**

The company owns 100% of the share capital of Booker Wholesale Foods Limited, which is dormant and registered in England and Wales

	<b>31 March 2008</b>	<b>31 March 2007</b>
	<b>£</b>	<b>£</b>
Shares at cost less amounts written off	<b>46,724</b>	<b>46,724</b>

In the opinion of the directors, the value of the shares in the subsidiary undertaking at 31 March 2008 is not less than the amount shown in the balance sheet

The company being a wholly owned subsidiary of another company incorporated in the United Kingdom, is exempt from the requirement to prepare group accounts by virtue of section 228 of the Companies Act 1985

### **4. SHARE CAPITAL**

	<b>31 March 2008</b>	<b>31 March 2007</b>
	<b>£</b>	<b>£</b>
Authorised, allotted and fully paid.		
100,000 ordinary shares of £1 each	<b>100,000</b>	<b>100,000</b>

### **5 ULTIMATE PARENT UNDERTAKING**

At 31 March 2008, the ultimate parent undertaking and ultimate controlling party was Booker Group plc, a company registered in England and Wales. Booker Group plc was the parent undertaking of the only group, of which the company was a member, to consolidate these financial statements. Copies of the group financial statements are available from Equity House, Irthlingborough Road, Wellingborough, Northants, NN8 1LT