

**AXIA FANS LIMITED**  
**(REGISTERED NUMBER 988671)**

**REPORT AND FINANCIAL STATEMENTS**

**For the year ended 31 July 2013**

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COMPANIES HOUSE

# **AXIA FANS LIMITED**

## **DIRECTORS' REPORT FOR THE YEAR ENDED 31 JULY 2013**

The directors present their report and the financial statements for the year ended 31 July 2013.

### **PRINCIPAL ACTIVITIES AND REVIEW OF THE BUSINESS**

The Company was dormant throughout the year.

### **DIRECTORS AND THEIR INTERESTS**

The directors of the Company during the year were as follows:

R George

I Dew (appointed on 24 January 2014)

I Jamieson (resigned on 24 January 2014)

The disclosable interests of the directors in the share capital of the U.K. parent company, Windmill Topco Limited at the beginning and end of the year are disclosed in the report and financial statements of that company.

By Order of the Board



I Dew  
Director

# AXIA FANS LIMITED

## BALANCE SHEET at 31 JULY 2013

|                                  | Notes | 2013<br>£ | 2012<br>£ |
|----------------------------------|-------|-----------|-----------|
| <b>CURRENT ASSETS</b>            |       |           |           |
| Amount due from parent company   | 2     | 1         | 1         |
| <b>TOTAL NET ASSETS</b>          |       | <u>1</u>  | <u>1</u>  |
| <b>CAPITAL AND RESERVES</b>      |       |           |           |
| Equity share capital             | 3     | 707,149   | 707,149   |
| Share premium account            |       | 237,246   | 237,246   |
| Profit and loss account          |       | (944,394) | (944,394) |
| <b>TOTAL SHAREHOLDERS' FUNDS</b> |       | <u>1</u>  | <u>1</u>  |

For the year ending 31 July 2013 the company was entitled to exemption from under section 480 of the Companies Act 2006. The members have not required the company to obtain an audit in accordance with section 476 of the Companies Act 2006.

The directors acknowledge their responsibilities for

- (i) ensuring that the company keeps accounting records which comply with section 386; 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 393, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company.

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

Approved by the Board on [date] and signed on its behalf by:



I Dew  
Director

The notes on page 3 to 4 form part of these financial statements.

**AXIA FANS LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 JULY 2013**

**1 ACCOUNTING POLICIES**

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

**2 LOAN TO PARENT COMPANY**

|                                  | 2013<br>£ | 2012<br>£ |
|----------------------------------|-----------|-----------|
| Amounts loaned to parent company | <u>1</u>  | <u>1</u>  |

Amounts loaned to the parent company bear no interest and there are no fixed repayment terms on these amounts.

**3 SHARE CAPITAL**

|                                           | 2013<br>£      | 2012<br>£      |
|-------------------------------------------|----------------|----------------|
| <b>Authorised</b>                         |                |                |
| 707,500 Ordinary shares of £1 each        | <u>707,500</u> | <u>707,500</u> |
| <b>Allotted, called up and fully paid</b> |                |                |
| 707,149 Ordinary shares of £1 each        | <u>707,149</u> | <u>707,149</u> |

**AXIA FANS LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 JULY 2013 (continued)**

**4      ULTIMATE PARENT COMPANY AND CONTROLLING PARTY**

The Company's immediate parent undertaking is Vent Axia Group Limited. The parent undertaking of the largest group for which consolidated financial statements were drawn up and include the results of the Company for the year ended 31 July 2013 is Windmill Holdings BV, a company incorporated in the Netherlands. The parent undertaking of the largest group in the United Kingdom for which consolidated financial statements were drawn up and include the results of the Company is Windmill Topco Limited. The parent undertaking of the smallest group for which consolidated financial statements were drawn up and include the results of the Company is Windmill Cleanco Limited. Copies of the group financial statements of Windmill Topco Limited and Windmill Cleanco Limited are available from Fleming Way, Crawley, West Sussex RH10 9YX.

Windmill Holdings BV is incorporated in the Netherlands and is indirectly owned by TowerBrook Investors III, L.P., TowerBrook Investors III Executive Fund, L.P. and TowerBrook Investors III (Parallel) L.P. ('the Funds'). During the financial year, Windmill Holdings BV was regarded by the directors as the direct controlling party of the Company and the Funds were regarded as the ultimate controlling parties of the Company.

At the date of approving these financial statements for issue, the directors consider the ultimate parent of the Company to be Windmill Holdings BV, however, the directors consider the controlling party to be Volution Group plc.