Registered number: 1232766 England

SWINTON (DENTON) LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2007

TUESDAY



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DIRECTORS:

P J Halpın A M Hazeldıne

J Ordish P J E Smith

SECRETARY.

S A Hargreaves

REGISTERED OFFICE:

Swinton House

6 Gt Marlborough Street

Manchester M1 5SW

REGISTERED NUMBER:

1232766 England

REPORT OF THE DIRECTORS

The directors submit their report and financial statements of the Company for the year ended 31 December 2007

BUSINESS REVIEW

The Company did not trade during the year and is likely to remain dormant in the future

DIRECTORS

The members of the board during the year were

P J Halpin A M Hazeldine J Ordish P J E Smith

DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing 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). 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 of the company for that period. In preparing those 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 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 proper accounting records that 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 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.

By Order of the Board

S A HARGREAVES

Secretary

20 October 2008

BALANCE SHEET AS AT 31 DECEMBER 2007

	Note	2007 £	2006 £
CURRENT ASSETS			
Amounts owed by immediate parent company		26,260	26,260
CAPITAL AND RESERVES			
Called up share capital	2	26,260	26,260

For the year ended 31 December 2007, the Company was entitled to the exemption under Section 249AA(1) of the Companies Act 1985.

No members have required the Company to obtain an audit of its accounts for the year in question in accordance with Section 249B(2) of the Companies Act 1985

The directors acknowledge their responsibilities for

- ensuring the Company keeps accounting records which comply with Section 221 of the Companies Act 1985, and
- (11) 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 its profit and loss for the financial year in accordance with Section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the Company

The financial statements on pages 3 to 4 were approved by the board on 20 October 2008 and signed on their behalf by

P J HALPIN DIRECTOR

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2007

1. ACCOUNTING POLICIES

Basis of preparation

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

A profit and loss account has not been prepared as the Company did not trade during the year. There are also no other recognised gains or losses in respect of this period.

2. SHARE CAPITAL

	2007 £	2006 £
Authorised, issued and fully paid		
26,000 ordinary shares of 1p each	260	260
26,000 deferred shares of £1 each	26,000	26,000
	26,260	26,260
		-

Holders of deferred shares are not entitled to vote at any General Meeting of the Company. They are entitled to a 5% per annum fixed non-cumulative dividend if net profits of the Company for a financial year available for distribution are in excess of £2 million. On winding up of the Company they are entitled to a return of the capital paid up on these shares only after £2 million has been distributed in respect ordinary shares.

3. ULTIMATE PARENT COMPANY & CONTROLLING PARTY

In the directors' opinion, the Company's ultimate parent company, controlling party and largest undertaking which produces consolidated accounts (which include the Company and its subsidiary undertakings) continues to be La Mutuelle du Mans Assurances IARD ["MMA IARD"] which is registered in France Copies of its group accounts can be obtained from MMA Insurance plc, Norman Place, Reading RG1 8DA

The smallest undertaking in the group which produces consolidated accounts (which include the Company and its subsidiary undertakings) continues to be Swinton (Holdings) Limited which is registered in England & Wales A copy of its accounts can be obtained from the Company's registered office