

Company Registration No. 1359890

LIMEFAST LIMITED

Report and Financial Statements

For the year ended 31 March 2008

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LIMEFAST LIMITED

REPORT AND FINANCIAL STATEMENTS 2008

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LIMEFAST LIMITED

OFFICERS AND PROFESSIONAL ADVISERS

DIRECTORS

S D Sampson (resigned 14 September 2007)
K McCoy (appointed 14 September 2007)

SECRETARY

AU Cosec Limited (resigned 18 April 2008)
F Standish (appointed 18 April 2008)

REGISTERED OFFICE

2 The Heights
Brooklands
Weybridge
Surrey
KT13 0NY

LIMEFAST LIMITED

DIRECTOR'S REPORT

The Director presents their report and the financial statements for the year ended 31 March 2008. The Director's report is presented in accordance with the Companies Act 1985 provisions for small companies.

PRINCIPAL ACTIVITY

The Company is a non trading company within the AB Acquisitions Holdings Limited group.

CHANGE OF ACCOUNTING REFERENCE DATE

During the prior period, the accounting reference date was changed from 31 December to 31 March.

REVIEW OF BUSINESS AND FUTURE PROSPECTS

The Company has not traded during the year or the preceding period. Accordingly, no profit and loss account has been presented. The Directors are satisfied with the performance of the Company for the year and with its financial position at the end of the year. The Directors do not anticipate any significant changes to the level of the business activity in the coming year.

DIVIDENDS

The Director does not recommend the payment of a dividend for the year ended 31 March 2008 (fifteen month period ended 31 March 2007: £nil).

DIRECTORS

The Directors who served during the year are set out below.

S D Sampson (resigned 14 September 2007)
K McCoy (appointed 14 September 2007)

The Directors had no beneficial interest in the share capital of the Company throughout the year.

FINANCIAL RISKS

The Director has considered the risks attached to the Company's financial instruments which principally comprise loans to and from other group companies. The Director has taken a prudent approach in their consideration of the various risks attached to the financial instruments of the Company. The Company's exposure to price risk, credit risk, liquidity risk and cashflow risk is not material for the assessment of assets, liabilities and the financial statements. The Directors' policy on hedging is to hedge all financial risks where it is feasible and cost effective to do so. The Company had no hedged transactions.

AUDIT

For the year ended 31 March 2008 the Company was entitled to exemption under section 249A(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.

Approved by the sole Director



K McCoy
Director
12 September 2008

LIMEFAST LIMITED

STATEMENT OF DIRECTORS' RESPONSIBILITIES

Company law requires the Directors to prepare financial statements for each financial period, which give a true and fair view of the state of affairs of the Company as at the end of the financial period 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;
- state whether applicable accounting standards have been followed;
- make judgments and estimates that are reasonable and prudent; and
- prepare the financial statements on a 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 which disclose with reasonable accuracy at any time the financial position of the Company and to enable him 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.

LIMEFAST LIMITED

BALANCE SHEET as at 31 March 2008

	Note	31 March 2008 £'000	31 March 2007 £'000
CURRENT ASSETS			
Debtors: Amounts owed by group undertakings		14,063	14,063
NET CURRENT ASSETS		<u>14,063</u>	<u>14,063</u>
NET ASSETS		<u>14,063</u>	<u>14,063</u>
CAPITAL AND RESERVES			
Called up share capital	3	-	-
Share premium		14,063	14,063
TOTAL EQUITY SHAREHOLDER'S FUNDS		<u>14,063</u>	<u>14,063</u>

For the year ended 31st March 2008, the company was entitled to exemption under section 249a(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). The directors acknowledge their responsibility for:

- (i) Ensuring the company keeps accounting records which comply with section 221; and
- (ii) Preparing accounts that give a true and fair view of the state of affairs of the company as at the end of its financial year, and of 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.

These financial statements were approved by the sole Director on 12 September 2008

Signed on behalf of the Company by the sole Director



K McCoy

Director

LIMEFAST LIMITED

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 March 2008

1. ACCOUNTING POLICIES

The financial statements are prepared in accordance with applicable United Kingdom law and accounting standards. They have been applied consistently throughout the year and the prior period. The particular accounting policies adopted are described below.

Basis of preparation

The financial statements have been prepared in accordance with the historical cost convention in accordance with generally accepted accounting principles and applicable United Kingdom accounting standards.

Cash flow statement

At 31 March 2008, the Company was ultimately wholly owned by AB Acquisitions Holdings Limited and the cash flows of the Company are included in the consolidated group cash flow statement of AB Acquisitions Holdings Limited. Consequently, the Company is exempt under the terms of Financial Reporting Standard 1 from publishing a cash flow statement.

2. RESULT BEFORE TAXATION

A fee of £1,500 (fifteen month period ended 31 March 2007: £1,500) was paid to the auditors in respect of audit fees by another group company.

The Directors have not received any remuneration for their services to the Company either during the current year of in the prior period. There were no employees during the year (fifteen month period ended 31 March 2007: nil).

3. CALLED UP SHARE CAPITAL

	31 March 2008 £	31 March 2007 £
Authorised: 1,000 ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>
Called up, allotted and fully paid: 300 ordinary shares of £1 each	<u>300</u>	<u>300</u>

4. RELATED PARTY TRANSACTIONS

No related party transactions have been disclosed between the Company and the other group companies as permitted by paragraph 3(c) of Financial Reporting Standard 8 – “Related Party Disclosures”. The names of the group companies are shown in the financial statements of AB Acquisitions Holdings Limited.

5. ULTIMATE PARENT COMPANY AND CONTROLLING PARTY

At 31 March 2008 the Company’s immediate parent company was AU Dormants Limited and its ultimate parent company and controlling party was AB Acquisitions Holdings Limited. AB Acquisitions Holdings Limited is also the parent undertaking of the largest group in which the Company is consolidated.

AB Acquisitions Holdings Limited is incorporated in Gibraltar, and its registered office is 57/63 Line Wall Road, Gibraltar. AB Acquisitions Holdings Limited is jointly controlled by certain funds advised by Kohlberg Kravis Roberts & Co. L.P. and Alliance Santé Participations S.A., a company indirectly wholly owned by S Pessina.

The smallest group in which the results of the Company are consolidated is that headed by Alliance Boots GmbH, a company incorporated in Switzerland. The consolidated financial statements of this group are available from the Alliance Boots website at www.allianceboots.com.