Company number: 2044827

# **Annual Report and Financial Statements**

For the Year Ended

**31 December 2005** 

Directors
Exel Nominee No 2 Limited
Exel Secretarial Services Limited

Secretary
Exel Secretarial Services Ltd

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Registered Office Ocean House The Ring Bracknell Berkshire RG12 1AN

#### **Directors' Report**

The Directors present their report and the financial statements for the year ended 31 December 2005.

#### Results and dividends

The Company did not trade during the year ended 31 December 2005 (2004: profit of Nil). The Directors do not recommend the payment of a dividend (2004: Nil).

### Principal activity and business review

The Company did not trade during the year.

### Statement of Directors' responsibilities

Company law 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 and of the profit or loss of the Company 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;
- 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 which 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 for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The Directors are responsible for ensuring that the Directors' Report and other information included in the Annual Report is prepared in accordance with company law in the United Kingdom.

## **Directors**

The Directors who held office during the year are given below:

Exel Nominee No 2 Limited
Exel Secretarial Services Limited

According to the registers kept by the Company under section 325 of the Companies Act 1985, the Directors at the end of the financial year had no notifiable interest in the shares of the Company or of Deutsche Post AG, the ultimate parent company.

#### **Auditors**

In accordance with the provisions of section 249AA of the Companies Act 1985 the Company has not appointed auditors.

By order of the Board

Authorised Signatory

For and on behalf of

Exel Secretarial Services Limited

24 atobel 2006

#### **Balance Sheet**

#### At 31 December 2005

Current assets	Note	2005 £	2004 £
Debtors	2 =		525,771
Capital and reserves			
Called up share capital	3	1,974	1,974
Share premium account	4	287,456	287,456
Profit and loss account	4	236,341	236,341
Equity shareholders' funds		525,771	525,771

For the year ended 31 December 2005 the Company was entitled to audit exemption under section 249AA (1) of the Companies Act 1985.

Members have not required the Company to obtain an audit of its financial statements for the year in question in accordance with section 249B (2) of the Act.

The Directors acknowledge their responsibilities for:-

- (i) ensuring that the Company keeps accounting records which comply with section 221 of the Companies Act 1985, and
- (ii) preparing financial statements 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 its profit and loss for the financial year, in accordance with the requirements of section 226 of the Companies Act 1985, and which otherwise comply with the requirements of the Companies Act relating to financial statements, so far as applicable to the Company.

Approved by the Board on  $2+\infty$ . 2006 and signed on its behalf.

Director

For and on behalf of

EXEL NOMINEE NO 2 LTD

Authorised Signatory

The notes on pages 4 to 5 form part of these financial statements.

# **Notes to the Financial Statements**

# For the year ended 31 December 2005

### 1 Accounting convention

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

## 2 Debtors

	2005 £	2004 £
Amounts falling due within one year		
Amounts owed by group undertakings	525,771	525,771

# 3 Share capital

A	Authorised		
2005	2005	2004	2004
Number	£	Number	£
19,671	9,835	19,671	9,835
32 <del>9</del>	165	329	165
20,000	10,000	20,000	10,000
Allotted, Call	Allotted, Called up and Fully paid		
Fully paid			
2005	2005	2004	2004
Number	£	Number	£
3,619	1,809	3,619	1,809
329	165	329	165
3,948	1,974	3,948	1,974
	2005 Number 19,671 329 20,000 Allotted, Call 2005 Number 3,619 329	Number £ 19,671 9,835 329 165 20,000 10,000  Allotted, Called up and Fully paid 2005 2005 Number £ 3,619 1,809 329 165	2005     2005       Number     £     Number       19,671     9,835     19,671       329     165     329       20,000     10,000     20,000       Allotted, Called up and Fully paid       2005     2005     2004       Number     £     Number       3,619     1,809     3,619       329     165     329

The holders of A ordinary shares are permitted to elect to receive new A ordinary shares credited as fully paid instead of all or any part or any interim or final dividend declared by the Company whereas the B ordinary shareholders do not have such right.

Notes to the Financial Statements (continued)

For the year ended 31 December 2005

# 4 Movements in shareholders' funds

	Share Capital £	Share Premium £	Profit and loss account £	Total £
At 1 January and 31 December 2005	1,974	287,456	236,341	525,771

# 5 Immediate and ultimate parent undertakings

The Company's immediate parent undertaking is Higgs International Limited, which is registered in England.

The Company's ultimate parent undertaking is Deutsche Post AG, a company incorporated Germany. This is the only group of which the Company is a member for which group financial statements are prepared. Copies of the financial statements of Deutsche Post AG, can be obtained from Deutsche Post AG, Headquarters, Investor Relations, 53250 Boon, Germany.