(Registered No. 2237105)

DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2008

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REPORT OF THE DIRECTORS for the year ended 31 December 2008

The Directors present their report and the financial statements for the year ended 31 December 2008.

1. Review of the business

The Company remained dormant during the year.

2. Results and dividends

The result for the year, after taxation, amounted to £ nil (2007 - £ nil). No dividend is proposed for 2008 (2007 - £ nil).

3. Directors

Details of the present directors and any other person who served as a director during the year are set out below:

N T Beazley

J P Davies

(resigned 23 May 2008)

M Ellerby

N R Taylor

(resigned 1 January 2009)

F D Gregory

M A Merchant

(appointed 23 May 2008)

S P Reiter

(appointed 1 January 2009)

4. Auditors

The Company is a dormant company within the meaning of section 249AA of the Companies Act 1985. In accordance with the aforesaid section, the Company has not appointed auditors.

Director

Registered Office: Bridge House Outwood Lane

Horsforth

Leeds

LS18 4UP

15 September 2009

By Order of the Board

BALANCE SHEET as at 31 December 2008

	Note	2008 £'000	2007 £'000
Current assets			
Debtors due within one year	2	141	141
Debtors due after one year	2 _	1,000	1,000
Net assets	_	1,141	1,141
Capital and reserves		,	
Called up share capital	3	780	780
Profit and loss account	_	361	361
Shareholders' funds		1,141	1,141

The Directors of the Company hereby:-

- 1. Confirm that for the year ended 31 December 2008 the Company was entitled to exemption under section 249AA(1) of the Companies Act 1985;
- 2. Confirm that the Members have not required the Company to obtain an audit of its accounts for the year in question in accordance with subsection (2) of 249B of the Companies Act 1985;
- 3. Acknowledge their responsibility for: (a) ensuring the Company keeps accounting records which comply with section 221 of the Companies Act 1985; and (b) prepare accounts which 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 result for the financial year in accordance with section 226 of the Companies Act 1985, and which otherwise comply with the requirements of the Companies Act 1985 relating to accounts, so far as applicable to the Company;
- 4. Confirm that during the year and the preceding financial year the Company did not trade and received no income and incurred no expenditure. Consequently, during those years the company made neither a profit nor a loss.

These financial statements were approved by the Board of Directors on 15 September 2009 and were signed on its behalf by:

S P Reiter Director

The notes on pages 3 form part of these financial statements.

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

1. ULTIMATE PARENT COMPANY

The ultimate parent company is The British United Provident Association Limited, a company registered in England and Wales.

A copy of The British United Provident Association Limited's financial statements is available to the public from The Registrar of Companies, Cardiff, CF14 3UZ.

2.	DEBTORS		
		2008	2007
		£,000	£'000
	Amounts falling due within one year: Amounts owed by Group undertakings	141	141
	Amounts owed by Group undertakings		
	Amounts falling due after one year:		
	Loan to Group undertaking	1,000	1,000
3.	SHARE CAPITAL		
		2008	2007
		£'000	£'000
	Authorised		
	1,990,000 ordinary shares of £1 each	1,990	1,990
	10,000 ordinary A shares of £1 each	10	10
	·		
		2,000	2,000
		2008	2007
		£'000	£'000
	Allotted, called-up and fully paid		
	769,688 ordinary shares of £1 each	770	770
	10,000 ordinary A shares of £1 each	10	10
		780	780
		/80	/60