

D-HOLD LIMITED

Accounts - 31 December 2006

Together with Directors' Report

The company's registered number is 2331194



Directors' Report

The directors present their annual report on the affairs of the company, together with the accounts for the year ended 31 December 2006

Directors' responsibilities

Company law requires the directors to prepare accounts 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 period

In preparing those accounts, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements 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 accounts, and
- prepare the accounts 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 accounts 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

Principal activity and business review

The company is dormant

Results and dividends

Accumulated loss at 31 December 2006 and 31 December 2005

£220,934

The directors do not propose the payment of a dividend

Directors and their interests

The directors who served during the year are as shown below

M J Frost
G J McCarthy

The directors who held office at 31 December 2006 had no interest in the shares of the company. Directors' interests in the shares of other group undertakings at 31 December 2006 and 31 December 2005 are shown in Note 5

Harston Mill
Harston
Cambridge
CB22 7GG

By order of the Board


G J McCarthy
Secretary

4 January 2007

Balance Sheet

31 December 2006

	Notes	2006 £	2005 £
Creditors Amounts falling due within one year			
Amounts owed to group undertakings		<u>(174,082)</u>	<u>(174,082)</u>
Net current liabilities		<u>(174,082)</u>	<u>(174,082)</u>
Net liabilities		<u>(174,082)</u>	<u>(174,082)</u>
Capital and reserves			
Called-up share capital	2	1,000	1,000
Share premium account		45,852	45,852
Profit and loss account		<u>(220,934)</u>	<u>(220,934)</u>
Shareholders' deficit – all equity		<u>(174,082)</u>	<u>(174,082)</u>

Audit exemption

- a) For the year ended 31 December 2006 the company was entitled to exemption under section 249AA (1) of the Companies Act 1985
- b) Members have not required the company to obtain an audit in accordance with section 249B(2) of the Companies Act 1985
- c) The directors acknowledge their responsibility for
 - i) ensuring the company keeps accounting records which comply with section 221, and
 - ii) preparing 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 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

Signed on behalf of the Board



G J McCarthy - Director
4 January 2007

The accompanying notes are an integral part of this balance sheet

Notes to the Accounts

31 December 2006

1 Accounting policies

The principal accounting policies, all of which have been applied consistently throughout the year and the preceding year, are

i) Basis of accounting

The accounts are prepared under the historical cost convention and in accordance with applicable accounting standards

ii) Profit and loss account

No profit and loss account has been prepared as the company did not trade during the year or preceding year

2 Called-up share capital

	2006 £	2005 £
Authorised - 1,000 ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>
Allotted, called-up and fully paid - 1,000 ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>

3 Guarantees and other financial commitments

Capital commitments

The company had no capital commitments at 31 December 2006 (2005 - £Nil)

4 Ultimate parent company

The company is a subsidiary undertaking of Sagentia Group Limited, a company registered in England and Wales, which is the smallest company into which the results of the company are consolidated. The consolidated results of Sagentia Group Limited are available to the public and may be obtained from Harston Mill, Harston, Cambridge, CB22 7GG

Sagentia Group Limited is a subsidiary undertaking of Sagentia Group AG, a company registered in Switzerland, which is the ultimate parent company in which these results are consolidated. The results of Sagentia Group AG are available to the public and may be obtained from Harston Mill, Harston, Cambridge, CB22 7GG

5 Directors' interests

Directors' interests in the shares of the company, and of other group undertakings where they are not also a director, at 31 December 2006 and 31 December 2005, were as follows

	Par value	2006		2005		
		Ordinary shares	Shares No	Warrants No	Shares No	Warrants No
Flying Null Limited	10p					
G J McCarthy			24	8	24	8

Warrants in Flying Null Limited were granted at £45 per share over shares held by Sagentia Group Limited. Warrants may be exercised before 31 October 2007 at a price of £135 per share