Gartmore GO Dealing Limited

REPORT AND ACCOUNTS

FOR THE YEAR TO 30 JUNE 2009

Registered No. 2609894
England

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GARTMORE GO DEALING LIMITED

REPORT OF THE DIRECTORS

The Directors of Gartmore GO Dealing Limited submit their Report and the Accounts for the year to 30 June 2009.

Principle activity and review of business
The Company's principal activity is the business of dealing in shares, securities and other financial instruments.

Result and dividends
The Company made a profit for the year of £91,940; (2008: loss of £440,278). An interim dividend of £nil (2008: £223,407) was paid to the Company's parent, Gartmore Growth Opportunities plc.

Going Concern
The Directors believe that it is appropriate to prepare the accounts on a going concern basis as the Company's assets are readily realisable and the Company has adequate financial resources to continue in operational existence for the foreseeable future.

REVIEW OF BUSINESS
The Company is an investment dealing company. The Directors consider that both the financial position at 30 June 2009 and the level of business transacted in the year then ended were satisfactory. A similar level of activity is expected to be sustained for the foreseeable future.

DIRECTORS AND THEIR INTERESTS
The Directors who held office during the year were as follows:

D. R. Peters
P. J. Derby
D. P. G. Cade
D. C. Mace
R. T. E. Ware

There are no Directors' interests to be disclosed under the Companies Act 2006. In accordance with Article 7(c) of the Articles of Association none of the Directors in office at the year-end is required to retire. The interests of the Directors in the share capital of the parent Company are shown in the Report and Accounts of that Company.

Principal Risks and Uncertainties
The principal risks facing the Company are market price risk, credit risk and liquidity risk, as expanded in note 11 to the Accounts.

Corporate Governance
The policy of the Company's parent, Gartmore Growth Opportunities plc, is to comply with the Principles of Good Corporate Governance and with the Combined Code of Best Practice, as required by the Listing Rules of the Financial Services Authority, to the extent appropriate to an investment trust company.

As far as the Directors are aware, having made such enquiries and taken such steps as they consider they reasonably should, the auditors have been provided with all the information necessary for them to be able to prepare their report.

REPORT OF THE DIRECTORS *(Continued)*

Investment Management and other agreements
The Company's investments are managed by Gartmore Investment Limited under an Investment Management Agreement with the Company's parent, Gartmore Growth Opportunities plc.

Company secretarial and administrative services are provided to the Company by Gartmore Investment Limited pursuant to a Company Secretarial and Administration Agreement with the Company's parent, Gartmore Growth Opportunities plc.

The Bank of New York Mellon provides custodian services to the Company.

By Order of the Board
Gartmore Investment Limited
Secretary
4 September 2009

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE ACCOUNTS

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;
- prepare the accounts 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 enable them to ensure that the accounts comply with the Companies Act 2006. 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.

GARTMORE GO DEALING LIMITED

INDEPENDENT AUDITORS' REPORT

To the Members of Gartmore GO Dealing Limited

We have audited the financial statements of Gartmore GO Dealing Limited for the year ended 30 June 2009 set out on pages 4 to 12. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the EU.

This report is made solely to the company's members, as a body, in accordance with sections 495 and 496 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors
As explained more fully in the Directors' Responsibilities Statement set out on page 2, the directors are responsible for the preparation of the annual report, the Directors' Remuneration Report, the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements
A description of the scope of an audit of financial statements is provided on the APB's web-site at www.frc.org.uk/apb/scope/UKNP.

Opinion on financial statements
In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 30 June 2009 and of its profit for the year then ended;
- have been properly prepared in accordance with IFRSs as adopted by the EU; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matters prescribed by the Companies Act 2006
In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Matters on which we are required to report by exception
We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Gareth Horner

Gareth Horner (Senior Statutory Auditor)
For and on behalf of KPMG Audit Plc, Statutory Auditor
Chartered Accountants
Saltire Court
Castle Terrace
EH1 2EG

4 September 2009

GARTMORE GO DEALING LIMITED

INCOME STATEMENT
FOR THE YEAR ENDED 30 JUNE 2009

	Note	Year to 30 June 2009 £	Year to 30 June 2008 £
Sales of investments		9,901,932	3,672,255
Cost of sales		(9,743,913)	(3,531,139)
Realised gain on investments		158,019	141,116
Movement in provision for unrealised (losses)/gains		(47,270)	(297,899)
Movement in exposure on open derivative positions		-	(327,907)
Realised (loss) / gain on closed derivative positions		(117,543)	59,956
Transaction costs		(45,696)	(31,971)
Special capital dividends		1,385	-
Operating loss		(51,105)	(456,705)
Other income:			
Franked income from investments		139,455	12,950
Unfranked income from investments		2,457	450
Bank interest receivable		1,641	2,197
Miscellaneous income		-	1,249
Net profit/(loss) before finance costs and taxation		92,448	(439,859)
Finance costs:			
Interest payable		(508)	(419)
Net profit/(loss) before taxation		91,940	(440,278)
Taxation	3	-	-
Net profit/(loss) after taxation for the financial year		91,940	(440,278)

No gains or losses were attributable to shareholders other than those shown in the Income Statement.
No operations were acquired or discontinued during the year.
The notes on pages 8 to 12 form part of these Accounts.

GARTMORE GO DEALING LIMITED

BALANCE SHEET
AS AT 30 JUNE 2009

	Note	At 30 June 2009 £	At 30 June 2008 £
Current assets			
Investments held at fair value	4	1,168,058	258,143
Other receivables	5	187,898	671,858
Cash and cash equivalents		154,847	15,320
Total assets		1,510,803	945,321
Current liabilities			
Other payables	6	(473,542)	-
		(473,542)	-
Net assets		1,037,261	945,321
Equity attributable to equity shareholders			
Called-up share capital	7	2	2
Retained earnings:			
Revenue reserve		1,037,259	945,319
Total Equity		1,037,261	945,321

David Peters
Director

Approved by the Board on 4 September 2009

The notes on pages 8 to 12 form part of these Accounts.

GARTMORE GO DEALING LIMITED

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 JUNE 2009

	Called up Share Capital £	Retained Earnings £	Total £
Total equity at 1 July 2007	2	1,609,004	1,609,006
Net loss for the year to 30 June 2008	-	(440,278)	(440,278)
Dividends paid in year	-	(223,407)	(223,407)
Total equity at 30 June 2008	2	945,319	945,321
Net profit for the year to 30 June 2009	-	91,940	91,940
Dividends paid in year	-	-	-
Total equity at 30 June 2009	**2**	**1,037,259**	**1,037,261**

The notes on pages 8 to 12 form part of these Accounts.

GARTMORE GO DEALING LIMITED

CASH FLOW STATEMENT
FOR THE YEAR ENDED 30 JUNE 2009

	At 30 June 2009 £	At 30 June 2008 £
Cash flows from operating activities		
Profit/(loss) before finance costs and taxation	92,448	(439,859)
Adjustments for :		
(Increase)/decrease in investments	(909,915)	1,014,408
Decrease/(increase) in other receivables	483,960	(292,630)
Increase/(decrease) in other payables	473,542	(71,231)
Net cash from operating activities	140,035	210,688
Cash flows from financing activities		
Finance costs	(508)	(419)
Equity dividends paid on ordinary shares	-	(223,407)
Net cash from financing activities	(508)	(223,826)
Net increase/(decrease) in cash and cash equivalents	139,527	(13,138)
Cash and cash equivalents at the beginning of the year	15,320	28,458
Cash and cash equivalents at the end of the year	154,847	15,320

The notes on pages 8 to 12 form part of these Accounts.

NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 30 JUNE 2009

1. ACCOUNTING POLICIES

The Company's Accounts have been prepared under the historical cost convention modified to include the revaluation of certain investments.
In line with the Company's parent, the Accounts for the year ended 30 June 2009 have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted for use in the European Union. All of the Company's operations are of a continuing nature.

Income
Investment income includes dividends receivable from investments quoted ex-dividend on or before the balance sheet date. Bank deposit interest is accounted for on an accruals basis.

Finance costs
Finance costs are calculated using the effective interest rate method and are accounted for on an accruals basis.

Investments held at fair value through profit or loss
When a purchase or sale is made under contract, the terms of which require delivery within the timeframe of the relevant market, the investments concerned are recognised and de-recognised on the trade date.

All investments are classified as held at fair value through profit or loss. The fair value of the investments is based on their quoted bid market price at the close of business on the balance sheet date without any deduction for estimated future selling costs. Where no bid price is available, the investment is valued at last traded price.

Transaction costs on acquisition and disposal of investments are deducted before arriving at the operating profit on the Income Statement.

Other receivables
Other receivables do not carry any interest and are short-term in nature and are accordingly stated at their nominal value as reduced by appropriate allowances for estimated irrecoverable amounts.

Cash and cash equivalents
Cash comprises cash on hand and demand deposits. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash.

Other payables
Other payables are not interest-bearing and are stated at their nominal value.

Taxation
Taxation is based on the net profit for the year. Taxable profits differ from profit before tax as reported in the Income Statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible.

2. DIRECTORS' REMUNERATION AND OTHER COSTS

The Directors received no emoluments in respect of their services to the Company. No Director has a contract of service with the Company. The Company has no other employees.

Audit fees are borne by the parent company and amounted to £500 (2008: £500).

NOTES TO THE ACCOUNTS *(Continued)*

3. TAXATION

In earlier years net profits were relieved against prior year losses brought forward and by group relief surrendered by the Company's parent, Gartmore Growth Opportunities plc.

At 30 June 2009 the Company had Schedule D Case I losses carried forward of £311,904 (2008: £400,254) and £56,525 of Non-trading deficits (2008: nil) which have not been recognised as a deferred tax asset. This is because the Company is not expected to generate sufficient taxable income in excess of the deductible expenses and losses available from the parent company for group relief in the foreseeable future. Accordingly, it is unlikely that the Company will be able to reduce future tax liabilities through the use of existing Schedule D Case I losses.

Tax reconciliation	2009 £	2008 £
Profit/(loss) on ordinary activities before taxation	91,940	(440,278)
Current tax at 30%	-	(99,063)
Current tax at 28%	25,743	(30,819)
Deemed interest on loan to/from parent company	(16,832)	11,807
Unrelieved current year expenses and deficits	15,827	118,075
Utilisation of tax losses brought forward	(24,738)	-
Total tax charge	-	-

4. INVESTMENTS HELD AT FAIR VALUE THROUGH PROFIT OR LOSS

UK Listed Investments:	2009 £	2008 £
Book value brought forward	827,413	1,216,015
Acquisitions at cost	10,334,790	3,142,537
Sales proceeds	(9,901,932)	(3,672,255)
Realised gain on investments	158,019	141,116
Book value brought forward	1,418,290	827,413
Provision for unrealised loss	(250,232)	(202,962)
Fair value of UK listed investments	1,168,058	624,451
Fair value of open derivative positions	-	(366,308)
Fair value at 30 June	1,168,058	258,143

	2009 £	2008 £
Transaction costs:-		
On purchases	35,069	21,264
On sales	10,627	10,707
	45,696	31,971

NOTES TO THE ACCOUNTS *(Continued)*

The portfolio of investments at 30 June 2009 comprised:		Book cost £	Fair value £
UK listed investments:			
Advance AIM Value Realisation	Ordinary shares	2,781	2,060
African Consolidated Resources	Ordinary shares	147,500	160,000
AIM Realisation Fund	Ordinary shares	44	7
AlLergy Therapeutics	Placing	150,000	150,000
Allied Gold	Ordinary shares	153,000	165,750
Avacta Group	Ordinary shares	17,914	13,291
BP Marsh & Partner	Ordinary shares	6,774	10,282
Boomerang Plus	Ordinary shares	26,176	16,332
CAP-XX	Ordinary shares	201,600	130,000
China Growth Opportunities	Warrants	18	11
Climate Exchange	Ordinary shares	82,462	94,695
CMR Fuel Cells	Ordinary shares	1,181	-
Concurrent Technologies	Ordinary shares	112,225	112,664
DCD Media 2005/2009	Convertible loan	5,468	3,682
DCD Media 2007/2009	Convertible Loan	6,927	4,664
Eservglobal	Ordinary shares	74,540	69,570
Expomedia Group	Ordinary shares	129	129
Havelock Europa	Ordinary shares	4,221	4,824
Inspired Gaming	Preference RFD	2,402	2,325
Inspired Gaming	Preference	34,318	33,480
Island Oil & Gas	Ordinary shares	145,646	22,050
Mwana Africa	Ordinary shares	142,845	74,575
Oakley Capital	Warrants	90	359
Premium Bars & Restaurants	Ordinary shares	918	-
Prezzo	Ordinary shares	34,945	41,985
Synairgen	Ordinary shares	503	654
Terence Chapman Group	Ordinary shares	-	-
Third Advance Value	Ordinary shares	-	-
Tricorn Group	Ordinary shares	35,974	20,556
Turbo Power Systems	Ordinary shares	8,918	6,967
Walker Greenbank	Ordinary shares	15,386	24,199
Westcity	Ordinary shares	1,988	1,938
York Pharmaceuticals	Ordinary shares	1,397	1,009
		1,418,290	1,168,058

5. OTHER RECEIVABLES

	2009 £	2008 £
Amount due from brokers	187,100	-
Amount due from parent company	-	635,758
Accrued income	798	36,100
	187,898	671,858

NOTES TO THE ACCOUNTS (*Continued*)

6. OTHER PAYABLES

	2009	2008
	£	£
Amount due to brokers	150,000	-
Amount due to parent company	323,542	-
	473,542	-

7. CALLED-UP SHARE CAPITAL

	2009	2008
	£	£
Authorised:		
1,000 Ordinary shares of £1 each	1,000	1,000
Allotted, called-up and fully paid:		
2 Ordinary shares of £1 each	2	2

8. ULTIMATE PARENT COMPANY

The Company is a wholly owned subsidiary of Gartmore Growth Opportunities plc, which is registered in England. The consolidated Report and Accounts for the Group are available from Gartmore Investor Services, Gartmore House, 8 Fenchurch Place, London EC3M 4PB.

9. CONTINGENT LIABILITIES AND COMMITMENTS

At 30 June 2009 the Company had a contingent liability of £55,160 (2008: £120,146) in respect of exercise of warrants and a capital commitment of £150,000 (2008: £nil) in respect of a placing at the year-end.

10. RELATED PARTY TRANSACTIONS

During the year to 30 June 2009, the Company received funding, to finance its trading activity, from its parent Gartmore Growth Opportunities plc. The funding provided has increased the cost of the parent's investment in the subsidiary. In addition, the parent has borne audit fees amounting to £500 (2008: £500). The parent provided no group relief to the Company in the year (2008: £nil). At 30 June 2009, there was an outstanding balance of £323,542 due to (2008: £635,758 due from) the parent company.

11. FINANCIAL INSTRUMENTS: RISK MANAGEMENT

The Directors manage investment risk principally through contracting, via the Company's parent, management of the investments to an investment manager under a contract which incorporates appropriate duties and restrictions and by monitoring performance in relation to these. The Board's relationship with the investment manager, together with the Board's approach to risk and internal control are discussed in the annual report for the Group published by the Company's parent, Gartmore Growth Opportunities plc. There have been no material changes to the management of the Company's investment risks from the prior year.
The Company's main investment risks are market risk, credit risk and liquidity risk. The Company normally has no exposure to currency risk.

Market risk

As an investment dealing company performance is dependent on the changes in the market value of its investments during the time they are held. Consequently market price risk is the most significant risk that the Company is exposed to.

The Company seeks to make equity returns from short-term positions and the exposure to market price risk is limited by this short-term nature of the holdings. However, equity investments are in smaller companies, whose share prices tend to be more volatile than those of larger companies.

The Company also invests in derivatives and during the year held equity and index swaps. The index swaps' value is inversely correlated to the level of the FTSE250 index. The equity swaps expose the company to the performance of underlying stocks for little outlay and as such amount to very geared positions in the underlying stocks. This element of gearing means that the Company's exposure to market price risk tends to be concentrated in these investments.

There were no derivatives held at the year-end.

At the year-end the Company's assets exposed to market price risk, being current asset investments held for trading, amounted to £1,168,058 (2008: £258,143). Due to the opportunistic nature of the Company's trading the year-end position is not representative of positions throughout the year.

To illustrate the sensitivity of the Company's net assets to changes in the value of the portfolio elements described: a 10% change in the year-end equity portfolio, in isolation, would give rise to a corresponding change of 11.3% in net assets.

Since the results of all the Company's operations are considered to be of a revenue nature the effects on revenue would be commensurate with the effects on Net Assets.

Credit risk

Credit risk is the exposure to loss from the failure of a counterparty to deliver securities or cash for acquisitions or disposals of investments or to repay deposits. The Company manages credit risk by using brokers from a database of approved brokers who have undergone rigorous due diligence tests by the Manager's Risk Management Team. The maximum exposure to credit risk at 30 June 2009 was as follows:

	2009	2008
	£	£
Open derivative positions	-	1,052,473
Due from brokers	187,100	-
Due from parent company	-	635,758
Accrued income	798	36,100
	187,898	1,724,331

All of the above financial assets are current, their fair values are considered to be the same as the values shown and the likelihood of a material credit default is considered to be low.

Liquidity risk

Liquidity risk is the possibility of failure of the Company to realise sufficient assets to meet its financial liabilities. The Company relies on the liquidity and loan facilities available to its parent. These are described in the annual report for the Group referred to above. Cash requirements are monitored constantly.

The financial liabilities of the Company at the year-end are as disclosed in note 6.

12. Capital

The Company's capital, or equity, is represented by its net assets.

The main risks to the Company's investments are shown in Note 11.

The Company is subject to externally imposed capital requirements by the Companies Act 2006.

Total Equity at 30 June 2009, the composition of which is shown on the Balance Sheet on page 5, was £1,037,261 (2008: £945,321).