REPORT AND FINANCIAL STATEMENTS

Year end 31 December 2010

Registered Number 02841660

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DIRECTORS' REPORT

Year end 31 December 2010

The directors have pleasure in submitting their report and financial statements of the company for the year ended 31 December 2010

ACTIVITIES

The company did not trade during the year

DIRECTORS

The directors during the year were as follows

T G Finn

M S Casha

H C Sykes

T P Holden

DIRECTORS' INTERESTS

None of the directors had any interest in the share capital of the company. The interests of the directors in the share capital of the ultimate parent company are shown in the financial statements of that company.

AUDITORS

For the year ended 31 December 2010, the Company was entitled to exemption from audit under section 480 of the Companies Act 2006.

On behalf of the Board

H C Sykes

Loxley House Little Oak Drive Annesley Nottinghamshire 13 September 2011

PROFIT AND LOSS ACCOUNT

Year end 31 December 2010

A profit and loss account is not presented as the company did not trade during the year or prior year and there has been no income or expenditure

BALANCE SHEET

At 31 December 2010

Note		2010 £000	2009 £000
NOTE	CURRENT ASSETS	£000	2000
_		444	400
2	Debtors	160	160
3	CREDITORS amounts falling due within one year	(3)	(3)
	NET CURRENT LIABILITIES	157	157
	CAPITAL AND RESERVES		
4	Called up share capital	375	375
5	Profit & Loss Account	(218)	(218)
	TOTAL SHAREHOLDERS' FUNDS	157	157
	SHAREHOLDERS' FUNDS		
	Equity shareholders' funds	(143)	(143)
	Non-equity shareholders' funds	300	300
		157	157

The directors

- (a) confirm that the company was entitled to exemption under section 480 Companies Act 2006 from the requirement to have its financial statements for the year ended 31 December 2010 audited,
- (b) confirm that members have not required the company to obtain an audit of its financial statements for that financial year in accordance with of section 476 of that Act,
- (c) acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements

Approved by the Board of Directors on 13 September 2011 and signed on its behalf by

T P Holden Director

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Registered Company Number 02841660

The notes on page 4 form part of these financial statements

NOTES TO THE FINANCIAL STATEMENTS

Year end 31 December 2010

1 ACCOUNTING POLICIES

(a) Accounting convention. The financial statements have been prepared in accordance with applicable accounting standards using the historical cost convention. The financial statements have been prepared on a going concern basis.

2	DEBTORS	amounts	falling	due	after	more	than	one:	vear
_		announts	101111111	~~~	GILG:	111010		0110	y ca.

	2010 £000	2009 £000
Amounts owed by group undertakings	160	1 <u>6</u> 0
CREDITORS amounts falling due within one year		
•	2010	2009
	0003	000£
Other taxes and social security	(3)	(3)
CALLED UP SHARE CAPITAL		
	2010	2009
	£000	£000
Authorised		
300 000 (2009 300,000) redeemable preference shares of £1 each	300	300
75,000 (2009 75,000) ordinary shares of £1 each	75	75
	375	375
Allotted called up and fully paid		
300,000 (2009 300,000) redeemable preference shares of £1 each	300	300
75,000 (2009 75,000) ordinary shares of £1 each	75	75
	375	375

Preference Shares

The redeemable preference shares are non-equity shares. The basic entitlement to a dividend at the rate of 1% net per share is waived, and instead these shares are entitled to a balance of any post tax profits remaining after redemption of the preference shares in accordance with the formula included in the company's Articles of Association. Holders of preference shares have one vote for every share held. The rights of preference sharesholders on a winding up are dependent upon a calculation determining funds in excess of 85% of the original total share capital, and such rights are ranked before those of ordinary shareholders.

Ordinary Shares

The ordinary shares carry no voting rights until all preference shares have been redeemed

Redemptions

During the year the company made no redemptions (2008 £Nil)

5 RESERVES

	2010	2009
	£000	000£
Profit and Loss Account	(218)	(218)

6 ULTIMATE PARENT COMPANY AND PARENT UNDERTAKING OF LARGER GROUP OF WHICH COMPANY IS A MEMBER

The company's ultimate parent company is Pendragon PLC which is incorporated in England and Wales. The largest and smallest group in which the results of the company are consolidated is that headed by Pendragon PLC. Financial statements of Pendragon PLC for the year ended 31 December 2010 are available from the Company Secretary, Pendragon PLC Loxley House, Little Oak Drive, Annesley, Nottinghamshire, NG15 0DR.