## REPORT AND FINANCIAL STATEMENTS

## YEAR ENDED 31 December 2009

Registered Number 02841660

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### **DIRECTORS' REPORT**

### YEAR ENDED 31 December 2009

The directors have pleasure in submitting their report and financial statements of the company for the year ended 31 December 2009

**ACTIVITIES** 

The company did not trade during the year

**DIRECTORS** 

The directors during the year were as follows

T G Finn

D R Forsyth (resigned 10 December 2009)

M S Casha

H C Sykes

T P Holden (appointed 11 December 2009)

### **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 2009, 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 28 April 2010

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## PROFIT AND LOSS ACCOUNT

## YEAR ENDED 31 December 2009

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

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### **BALANCE SHEET**

### AT 31 December 2009

Note		2009 £000	2008 £000
NOTE	CURRENT ASSETS	2000	1,000
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 2009 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 28 April 2010 and signed on its behalf by

T P Holden Director

2HdQ

Registered Company Number 02841660

The notes on page 4 form part of these financial statements

#### **NOTES TO THE FINANCIAL STATEMENTS**

### YEAR ENDED 31 December 2009

#### 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 year

DEBTORS amounts faming due after more than one year			
	2009	2008	
	0003	0003	
Amounts owed by group undertakings	160	160	
CREDITORS amounts falling due within one year			
	2009	2008	
	£000	_£000	
Other taxes and social security	(3)	(3)	
CALLED UP SHARE CAPITAL			
	2009	2008	
	£000	£000	
Authorised			
300,000 (2008 300,000) redeemable preference shares of £1 each	300	300	
75,000 (2008 75,000) ordinary shares of £1 each	75	75	
	375	375	
Allotted, called up and fully paid	<del></del>		
300,000 (2008 300,000) redeemable preference shares of £1 each	300	300	
75,000 (2008 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

	2009	2008
	£000	0003
Profit and Loss Account	(218)	-218
	(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 2009 are available from the Company Secretary, Pendragon PLC Loxley House, Little Oak Drive, Annesley, Nottinghamshire, NG15 0DR.