UNAUDITED DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2012

04/07/2013 COMPANIES HOUSE

COMPANY INFORMATION

DIRECTORS R J Stevenson (resigned 29 January 2013)

C P Handy

D J Goma (appointed 29 January 2013)

COMPANY SECRETARY D J Goma

COMPANY NUMBER 03335516

REGISTERED OFFICE Moor Lane

Derby DE24 8BJ

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DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2012

The directors present their report and the financial statements for the year ended 31 December 2012

PRINCIPAL ACTIVITIES

The company is dormant as trading activities were passed to the parent company, Rolls-Royce Power Development Ltd, during 2007

DIRECTORS

The directors who served during the year were

R J Stevenson (resigned 29 January 2013)

C P Handy

QUALIFYING THIRD PARTY INDEMNITY PROVISIONS

The company has made qualifying third party indemnity provisions for the benefit of its directors, which were made during the year and remain in force at the date of this report

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006

This report was approved by the board and signed on its behalf

D J Goma

Secretary Date

HEARTLANDS POWER LIMITED REGISTERED NUMBER. 03335516

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2012

The company has not traded during the year or the preceding financial year. During these periods, the company received no income and incurred no expenditure and therefore made neither profit or loss

BALANCE SHEET AS AT 31 DECEMBER 2012

	Note	2012 £	2011 £
CURRENT ASSETS			
Debtors	2	500,000	500,000
NET ASSETS		500,000	500,000
CAPITAL AND RESERVES			
Called up share capital	3	500,000	500,000
SHAREHOLDERS' FUNDS	4	500,000	500,000

For the year ended 31 December 2012 the company was entitled to exemption from audit under section 480 of the Companies Act 2006

Members have not required the company to obtain an audit in accordance with section 476 of the Companies Act 2006

The directors acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with section 386 of the Companies Act 2006 and for preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of the financial year and of its profit or loss for the financial year, in accordance with the requirements of sections 394 and 395 of the Act and which otherwise comply with the requirements of the Companies Act 2006 relating to accounts, so far as applicable to the company

The financial statements were approved and authorised for issue by the board and were signed on its behalf by

C P Handy

Date (.). 13

The notes on pages 3 to 4 form part of these financial statements

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2012

1 ACCOUNTING POLICIES

1 1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards

12 Cash flow statement

The company is a wholly owned subsidiary of Rolls-Royce plc and is included in the consolidated financial statements of Rolls-Royce plc, which are publicly available. Consequently, the company has taken advantage of the exemption from preparing a cash flow statement under the terms of FRS1.

13 Related party transactions

The company has taken advantage of the exemption in FRS8 not to disclose related party transactions with other group companies

2 DEBTORS

		2012 £	2011 £
	Amounts owed by group undertakings	500,000	500,000
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3	SHARE CAPITAL		
		2012	2011
		£	£
	Allotted, called up and fully paid		
	500,000 Ordinary shares of £1 each	500,000	500,000
4	RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS		
		2012	2011
		£	£
	Shareholders' funds at 1 January 2012 and 31 December 2012	500,000	500,000

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2012

5 CONTROLLING PARTY

The immediate parent undertaking is Rolls-Royce Power Development Limited

The ultimate parent undertaking and controlling party is Rolls-Royce Holdings plc, which is the parent undertaking of the largest group to consolidate these financial statements. Rolls-Royce plc is the parent undertaking of the smallest group to consolidate these financial statements.

The consolidated financial statements of these groups are available to the public and may be obtained from 65 Buckingham Gate, London, SW1E 6AT