

Registered number: 3351659

CATALIS GROUP LIMITED

DIRECTOR'S REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

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CATALIS GROUP LIMITED

COMPANY INFORMATION

Director	W J C Douie (Resigned 25 May 2011) A Bailey (Appointed 25 May 2011)
Secretary	A Bailey (Appointed 22 July 2010)
Company number	3351659
Registered office	The Derby Conference Centre London Road Derby DE24 8UX
Auditors	PKF (UK) LLP Century House St James' Court Fnrar Gate Derby DE1 1BT

CATALIS GROUP LIMITED

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CATALIS GROUP LIMITED
DIRECTOR'S REPORT
FOR THE YEAR ENDED 31 DECEMBER 2010

The director presents his report and the financial statements for the year ended 31 December 2010

Principal activities

The principal activity of the company during the year continued to be that of an investment company

Business review

The directors' report has taken advantage of the special provisions of section 415A of Companies Act 2006 and not presented a business review

Director

The Directors who served during the year were

W J C Douie (Resigned 25 May 2011)
A Bailey (Appointed 25 May 2011)

The company is a wholly owned subsidiary of RTC Group Plc. W J C Douie and A Bailey are directors of RTC Group Plc and their interests in the share capital of the parent company are disclosed in the financial statements of RTC Group PLC

Directors' indemnities

The company has qualifying third party indemnity provisions for the benefit of its Director which remains in force at the date of this report

Financial Instruments

As the company has not traded the director considers that the use of, and any risks attaching to the use of, financial instruments is not relevant to the company

Provision of information to auditors

So far as the director is aware at the date the report is approved

- there is no relevant audit information of which the company's auditor is unaware, and
- the director has taken all the steps he had ought to have taken to make himself aware of any relevant audit information and to establish that the auditors are aware of that information

The report of the directors has been prepared in accordance with the special provisions relating to companies subject to the small companies regime within Part 15 of the Companies Act 2006

This report was approved by the board on 28 September 2011 and signed on its behalf.


A Bailey
Secretary

CATALIS GROUP LIMITED

**STATEMENT OF DIRECTOR'S RESPONSIBILITIES
FOR THE YEAR ENDED 31 DECEMBER 2010**

The directors are responsible for preparing the directors' report and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law) Under company law the directors must not approve the financial statements unless they are satisfied that they 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 these financial statements the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgments and estimates that are reasonable and prudent,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements 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

CATALIS GROUP LIMITED
PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2010

	Note	2010 £,000	2009 £,000
Amounts written off fixed asset investment	2	-	(2,453)
Interest payable		-	-
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		-	(2,453)
TAX ON LOSS ON ORDINARY ACTIVITIES	3	-	-
LOSS ON ORDINARY ACTIVITIES AFTER TAXATION		-	(2,453)

All amounts relate to continuing operations

There were no recognised gains or losses for 2010 or 2009 other than those included in the profit and loss account

The notes on pages 5 to 7 form part of these financial statements

**CATALIS GROUP LIMITED
BALANCE SHEET
AS AT 31 DECEMBER 2010**

	Notes	2010 £,000	2009 £,000
CREDITORS: amounts falling due within one year	4	<u>(3,354)</u>	<u>(3,354)</u>
NET LIABILITIES		<u>(3,354)</u>	<u>(3,354)</u>
CAPITAL AND RESERVES			
Called up equity share capital	5	506	506
Share premium account		299	299
Profit and loss account	6	<u>(4,159)</u>	<u>(4,159)</u>
SHAREHOLDERS' DEFICIT	7	<u>(3,354)</u>	<u>(3,354)</u>

For the year ended 31/12/2010 the company was entitled to exemption under section 477 of the Companies Act 2006 relating to small companies

No members have required the company to obtain an audit of its accounts for the year in question in accordance with section 476 of the Companies Act 2006

The director's acknowledge their responsibility for complying with the requirements of the Act with respect to accounting records and for the preparation of accounts

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 28 September 2011


A Bailey
 Director

The notes on pages 5 to 7 form part of these financial statements

CATALIS GROUP LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2010

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.

The company is itself a subsidiary company and is exempt from the requirement to prepare group accounts by virtue of section 400 of the Companies Act 2006. These financial statements therefore present information about the company as an individual undertaking and not about its group

The financial statements have been prepared on the basis that the assets and liabilities will be realised and settled at their recorded amounts. The balance sheet shows that liabilities exceed assets by £3,354,000 (2009: £3,354,000). RTC Group Plc has confirmed that it will maintain its financial support for the foreseeable future. On that basis, the directors are of the opinion that there is no significant difference between these financial statements and those that would be prepared on a going concern basis. The accounts do not include any adjustments that would result if this financial support was withdrawn.

1.2 Investments

Investments in subsidiaries are valued at cost less provision for impairment

2. INTEREST PAYABLE

	2010	2009
	£,000	£,000
Dividends paid on shares classed as debt	-	-

3. TAXATION

Factors affecting tax charge for the year

The tax assessed for the year is lower than the standard rate of corporation tax in the UK of 28% (2009 28%). The differences are explained below

	2010	2009
	£,000	£,000
Loss on ordinary activities before tax	-	(2,453)
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 28% (2009 – 28%)	-	(687)
Effects of:		
Expenses not deductible for tax purposes	-	687
Current tax charge for the year	-	-

Factors that may affect future tax charges

There were no factors that may affect future tax charges

CATALIS GROUP LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2010**

4 CREDITORS

Amounts falling due within one year

2010	2009
£,000	£,000

Amounts owed to group undertakings

-	3,354
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-	3,354
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5. SHARE CAPITAL

2010	2009
£,000	£,000

Authorised

69,000 (2007- 990) "A" Ordinary Shares of £10 each

690	690
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1,000,000 "B" Ordinary Shares of 1p each

10	10
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500,000 Cumulative redeemable preference shares of £1 each

500	500
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<u>1,200</u>	<u>1,200</u>
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Allotted, called up and fully paid

50,580 "A" Ordinary Shares of £10 each

506	506
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9,400 "B" Ordinary Shares of 1p each

-	-
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<u>506</u>	<u>506</u>
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6. RESERVES

**Profit and
loss account
£**

As at 1 January 2010

<u>(4,159)</u>

Loss for the year

-

As at 31 December 2010

<u>(4,159)</u>

7. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' DEFICIT

2010	2009
£,000	£,000

Opening shareholders' deficit

(3,354)	(901)
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Loss for the year

-	(2,453)
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Closing shareholders' deficit

<u>(3,354)</u>	<u>(3,354)</u>
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CATALIS GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

8. RELATED PARTY TRANSACTIONS

As the company is a wholly owned subsidiary of a company producing consolidated financial statements that are publicly available, the company is exempt under FRS 8 from disclosing transactions with other group companies.

9. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The company is controlled by RTC Group Plc. The parent undertaking of the largest and smallest group for which consolidated financial statements are prepared is RTC Group Plc. Consolidated financial statements are available from RTC Group Plc, The Derby Conference Centre, London Road, Derby DE24 8UX.

In the opinion of the directors this is the company's ultimate parent company.