

Registered number: 3351659

# CATALIS GROUP LIMITED

## DIRECTOR'S REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2009

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**CATALIS GROUP LIMITED**

**COMPANY INFORMATION**

<b>Director</b>	W J C Douie
<b>Secretary</b>	A Bailey
<b>Company number</b>	3351659
<b>Registered office</b>	The Derby Conference Centre London Road Derby DE24 8UX
<b>Auditors</b>	PKF (UK) LLP Century House St James' Court Fnr Gate Derby DE1 1BT

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## CATALIS GROUP LIMITED

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**CATALIS GROUP LIMITED**  
**DIRECTOR'S REPORT**  
**FOR THE YEAR ENDED 31 DECEMBER 2009**

The director presents his report and the financial statements for the year ended 31 December 2009

**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 Director who served during the year was

W J C Douie

The company is a wholly owned subsidiary of RTC Group Plc. W J C Douie is a director of RTC Group Plc during the year, and his 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 13 October 2010 and signed on its behalf

  
**A Bailey**  
Secretary

## **CATALIS GROUP LIMITED**

### **STATEMENT OF DIRECTOR'S RESPONSIBILITIES FOR THE YEAR ENDED 31 DECEMBER 2009**

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**

### **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF CATALIS GROUP LIMITED**

#### **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF CATALIS GROUP LIMITED**

We have audited the financial statements of Catalis Group Limited for the year ended 31 December 2009 which comprise the profit and loss account, the balance sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the company's members, as a body, in accordance with Chapter 3 Part 16 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, the directors are responsible for the preparation of 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 Ethical Standards for Auditors.

#### **Scope of the audit**

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements.

#### **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 31 December 2009 and of its loss for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

#### **Opinion on other matter 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.

**CATALIS GROUP LIMITED**

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF CATALIS GROUP LIMITED**

**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
- the directors were not entitled to take advantage of small companies exemptions in preparing the directors' report

PKF(UK)LLP

Gareth Singleton (Senior statutory auditor)  
for and on behalf of PKF (UK) LLP, Statutory auditors  
Derby, UK  
13 October 2010

**CATALIS GROUP LIMITED**  
**PROFIT AND LOSS ACCOUNT**  
**FOR THE YEAR ENDED 31 DECEMBER 2009**

	Note	2009 £,000	2008 £,000
Amounts written off fixed asset investment	2	(2,453) -	(949) (16)
Interest payable			
<b>LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION</b>	3	<b>(2,453)</b> -	<b>(965)</b> -
<b>TAX ON LOSS ON ORDINARY ACTIVITIES</b>			
<b>LOSS ON ORDINARY ACTIVITIES AFTER TAXATION</b>		<b>(2,453)</b>	<b>(965)</b>

All amounts relate to continuing operations

There were no recognised gains or losses for 2009 or 2008 other than those included in the profit and loss account

The notes on pages 7 to 10 form part of these financial statements



**CATALIS GROUP LIMITED**

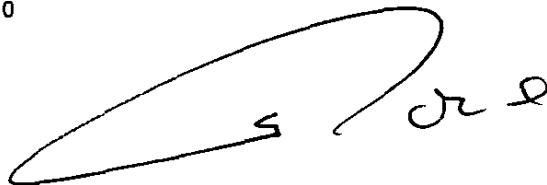
Registered number 3351659

**BALANCE SHEET  
AS AT 31 DECEMBER 2009**

	Notes	2009 £,000	2009 £,000	2008 £,000	2008 £,000
<b>FIXED ASSETS</b>					
Fixed asset investment	4		-		2,453
<b>CURRENT ASSETS</b>					
Debtors	5	-	-	-	-
<b>CREDITORS: amounts falling due within one year</b>	6		<u>(3,354)</u>		<u>(3,354)</u>
<b>NET LIABILITIES</b>			<u>(3,354)</u>		<u>(901)</u>
<b>CAPITAL AND RESERVES</b>					
Called up equity share capital	7		506		506
Share premium account	7		299		299
Profit and loss account	8		<u>(4,159)</u>		<u>(1,706)</u>
<b>SHAREHOLDERS' DEFICIT</b>	9		<u>(3,354)</u>		<u>(901)</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 13 October 2010

**W J C Douie**  
Director



The notes on pages 7 to 10 form part of these financial statements

# CATALIS GROUP LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2008

### 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. 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

	2009 £,000	2008 £,000
Dividends paid on shares classed as debt	-	16

### 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% (2008 28%). The differences are explained below

	2009 £,000	2008 £,000
Loss on ordinary activities before tax	(2,453)	(965)
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 28% (2008 – 28%)	(687)	(270)
<b>Effects of:</b>		
Expenses not deductible for tax purposes	687	270
<b>Current tax charge for the year</b>	-	-

#### 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 2008

### 4. FIXED ASSET INVESTMENTS

	Shares in group undertakings £,000
<b>Cost</b>	
At 1 January 2009 and 31 December 2009	3,402
<b>Impairment</b>	
At 1 January 2009	949
Charge for the year	2,453
At 31 December 2009	<u>3,402</u>
<b>Book value</b>	
At 31 December 2009	-
At 1 January 2009	<u>2,453</u>

#### Subsidiary undertakings

The following were subsidiary undertakings of the company, both of which are registered in England and Wales

The Derby Conference Centre Limited - provider of accommodation and conferencing services  
RTAS Services Limited – dormant

The aggregate of the share capital and reserves as at 31 December 2009 and of the profit or loss for the year ended on that date for the subsidiary undertakings were as follows

	Aggregate of share capital and reserves £,000	Profit/(loss) £,000
The Derby Conference Centre Limited	(834)	(3,287)
RTAS Services Limited	<u>82</u>	<u>-</u>

### 5. DEBTORS

	2009 £,000	2008 £,000
Amounts owed by group undertakings	<u>-</u>	<u>-</u>

### 6. CREDITORS: Amounts falling due within one year

	2008 £,000	2008 £,000
Amounts owed to group undertakings	3,354	3,354
	<u>3,354</u>	<u>3,354</u>

**CATALIS GROUP LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2008**

**7. SHARE CAPITAL**

	2009 £,000	2008 £,000
<b>Authorised</b>		
69,000 (2007 990) "A" Ordinary Shares of £10 each	690	690
1,000,000 "B" Ordinary Shares of 1p each	10	10
500,000 Cumulative redeemable preference shares of £1 each	500	500
	<u>1,200</u>	<u>1,200</u>
 <b>Allotted, called up and fully paid</b>		
50,580 "A" Ordinary Shares of £10 each	506	506
9,400 "B" Ordinary Shares of 1p each	-	-
	<u>506</u>	<u>506</u>

**CATALIS GROUP LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2008**

**8. RESERVES**

	Profit and loss account £
As at 1 January 2009	(1,706)
Loss for the year	(2,453)
As at 31 December 2009	<u>(4,159)</u>

**9. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' DEFICIT**

	2009 £,000	2008 £,000
Opening shareholders' deficit	(901)	(436)
Loss for the year	(2,453)	(965)
Issue of new shares	—	500
Closing shareholders' deficit	<u>(3,354)</u>	<u>(901)</u>

**10. 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

**11. 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