

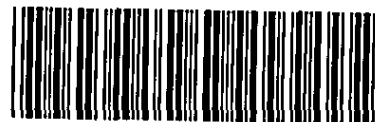
**Leisure Park Management (Bentley Bridge)
Limited**

**Directors' report and financial
statements**

Registered number 3444075

31 December 2006

TUESDAY



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Directors' report and financial statements

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Directors' report

The directors present their annual report and the audited financial statements for the year ended 31 December 2006

Principal activities

The company has not actively traded throughout the year and consequently the company has neither made a profit or a loss

The company has therefore not prepared a profit and loss account

Directors and directors interests

Directors who held office during the year were as follows

PY Gerbeau

M Barber

X Pullen

AD Evans

AJ Martin (Resigned 30 June 2006)

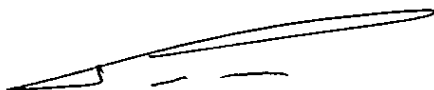
RN Black (Appointed 30 June 2006)

None of the directors had any interest in the share capital of the company during the year

Auditors

In accordance with Section 385 of the Companies Act 1985, a resolution for the re-appointment of KPMG LLP as auditors of the company is to be proposed at the forthcoming Annual General Meeting

By order of the Board



PY Gerbeau
Director

19 July

2007

Statement of directors' responsibilities in respect of the Directors' Report and the financial statements

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 they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice).

The financial statements are required by law to give a true and fair view of the state of affairs of the company and of the profit and loss of the company for that period.

In preparing those financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements, and
- 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 proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 1985. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

Independent auditors' report to the members of Leisure Park Management (Bentley Bridge) Limited

We have audited the financial statements of Leisure Park Management (Bentley Bridge) Limited for the year ended 31st December 2006 which comprise the Profit and Loss Account, the Balance Sheet, the Reconciliation of Movements in Shareholders' Funds and the related notes. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with section 235 of the Companies Act 1985. 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 auditor's 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

The directors' responsibilities for preparing the financial statements in accordance with applicable law and UK accounting standards (UK Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities on page 2.

Our responsibility to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland)

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the Directors' Report is consistent with the financial statements.

In addition we report to you if, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion

- the financial statements give a true and fair view, in accordance with the UK Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 December 2006 and of its profit for the year then ended,
- the financial statements have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the Directors' Report is consistent with the financial statements.



KPMG LLP
Chartered Accountants
Registered Auditor

19 July 2007

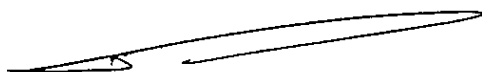
Balance sheet
at 31 December 2006

	<i>Note</i>	2006 £	2005 £
Current assets			
Debtors	4	1	1
		<hr/>	<hr/>
Net assets		1	1
		<hr/>	<hr/>
Capital and reserves			
Called up share capital	5	1	1
		<hr/>	<hr/>
Shareholders' funds	6	1	1
		<hr/>	<hr/>

Profit and loss account

During the financial year the company has been dormant. There have been no significant transactions of the company to be entered in its accounting records and accordingly no profit or loss account has been prepared.

These accounts were approved by the board of directors on 18th July 2007 and were signed on its behalf by



PY Gerbeau

Director

Notes to the financial statements

1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements

Basis of preparation

The financial statements have been prepared on a going concern basis, in accordance with applicable accounting standards and under the historical cost accounting rules

The company is exempt from the requirement of Financial Reporting Standard No1 (revised) to prepare a cash flow statement and of Financial Reporting Standard No 2 to prepare group accounts as it is entitled to the exemptions available in the legislation for small groups when filing accounts

2 Profit and loss account

During the financial year the company did not trade and received no income and incurred no expenditure. Consequently, during the year the company made neither a profit or a loss

3 Remuneration of directors and staff

None of the directors received any remuneration for their services. The company did not employ any staff in the year

4 Debtors

	2006 £	2005 £
Amounts due from related companies	1	1

X-Leisure (Bentley Bridge) Limited is a related party of Leisure Park Management (Bentley Bridge) Limited since they are both ultimately owned by Leisure Parks (General Partners) Limited

5 Share capital

	2006 £	2005 £
<i>Authorised</i>		
1,000 ordinary shares of £1 each	1,000	1,000
<i>Issued and fully paid</i>		
1 ordinary shares of £1 each	1	1

Notes (continued)

6 Reconciliation of movements on shareholders' funds

	2006 £	2005 £
Opening and closing shareholders' funds	1	1

7 Ultimate parent company

The company is a subsidiary undertaking of X-Leisure (Bentley Bridge) Limited which in turn is a subsidiary of Leisure Parks (General Partners) Limited, a company registered in England and Wales. The ultimate parent undertaking is X-Leisure (General Partner) Limited, a company registered in England and Wales.