

LA Fitness (1998) Limited

(A company limited by guarantee)

Directors' report and financial statements

**Registered number 3502663
for the year ended 31 July 2010**

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Company information

Directors M Long
R Chester
A McColl

Registered number 3502663

Registered office Sandall Stones Road
Kirk Sandall
Doncaster
South Yorkshire
DN3 1QR

Principal bankers The Royal Bank of Scotland plc
280 Bishopsgate
London
EC2M 4RB

Directors' report

The directors present their annual report and the financial statements for the year ended 31 July 2010

Principal activity and business review

The company did not trade during the year and the directors believe this will continue for the foreseeable future. There are no key performance indicators or principal risks and uncertainties associated with this company because of its dormant status for the year.

Directors

The directors who served during the year are listed on page 1.

The directors are the only members of the company by virtue of the company being limited by guarantee.

Statement of directors' responsibilities

The directors are responsible for preparing the annual 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). 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 or 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
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business, in which case there should be supporting assumptions or qualifications as necessary.

The directors confirm that they have complied with the above requirements in preparing the financial statements.

The directors are responsible for keeping proper accounting records that 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.

By order of the board



R Chester
Director

Sandall Stones Road
Kirk Sandall
Doncaster
South Yorkshire
DN3 1QR

17th December 2010

Balance sheet
As at 31 July 2010

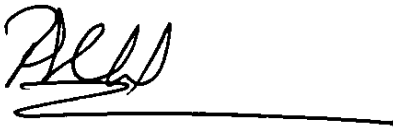
	Note	2010	2009
		£	£
Current assets			
Debtors	2	200,863	200,863
Creditors amounts falling due within one year	3	(563,244)	(563,244)
Net current liabilities		(362,381)	(362,381)
Net liabilities		(362,281)	(362,381)
Reserves			
Profit and loss account	5	(362,381)	(362,381)

- For the year ending 31 July 2010 the company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies

Director's responsibilities,

- The members have not 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 directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts

These financial statements were approved by the board of directors on 17th December 2010 and are signed on its behalf by



R Chester
Director

The notes on pages 4 to 5 form part of these financial statements

Registered number 3502663

Notes to the financial statements

(forming part of the financial statements)

1 Accounting policies

The following accounting policies have been applied consistently with the prior year 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 in accordance with applicable accounting standards and under the historical cost convention and in accordance with the Companies Act 2006

Going concern

The financial statements have been prepared on the going concern basis, notwithstanding net liabilities of £362,381, which the directors believe to be appropriate for the following reasons. The company is dependent on funds provided to it by LA Fitness Limited, the company's parent undertaking. LA Fitness Limited has provided the company with an undertaking that for at least 12 months from the date of approval of these financial statements, it will not seek repayment of the amounts currently made available. This should enable the company to continue in existence for the foreseeable future. As with any company placing reliance on other group entities for financial support, the directors acknowledge that there can be no certainty that this support will continue although, at the date of approval of these financial statements, they have no reason to believe that it will not do so.

Based on this undertaking the directors believe that it remains appropriate to prepare the financial statements on a going concern basis. The financial statements do not include any adjustments that would result from the basis of preparation being inappropriate.

Profit and loss account

During the current and preceding financial year, the company did not trade and received no income and incurred no expenditure. Consequently, during those years the company made neither a profit nor a loss and therefore no profit and loss account has been presented.

Cash flow statement

Under Financial Reporting Standard 1 the company is exempt from the requirement to prepare a cash flow statement on the grounds that the parent company includes the company in its own published consolidated financial statements.

2 Debtors

	2010 £	2009 £
Due within one year		
Amounts owed by group undertakings	199,533	199,533
Net deferred tax asset	1,330	1,330
	<hr/>	<hr/>
	200,863	200,863
	<hr/>	<hr/>

The deferred taxation asset relates to accelerated capital allowances

Notes to the financial statements *(continued)*

3 Creditors: amounts falling due within one year

	2010 £	2009 £
Amounts owed to group undertakings	<u>563,244</u>	<u>563,244</u>

4 Legislative provisions

The company is incorporated as a private company limited by guarantee, without share capital

The liability of the members is limited to £1 per member in the event of a winding up

5 Profit and loss account

	2010 £
Balance at the beginning and end of the year	<u>(362,381)</u>

6 Reconciliation of movements in members' deficit

	2010 £	2009 £
Opening and closing members' deficit	<u>(362,381)</u>	<u>(362,381)</u>

7 Related party transactions

Advantage has been taken of the exemptions provided by Financial Reporting Standard 8 not to disclose transactions and balances with fellow group companies as the company is a wholly owned subsidiary and consolidated accounts for the group are publicly available

8 Parent undertakings and controlling parties

The company is controlled by MOP Acquisitions (LAF) Limited, a company registered in England and Wales

The parent undertaking of the largest and smallest group for which consolidated accounts are prepared is MOP Acquisitions (LAF) Limited, a company registered in England and Wales. Consolidated accounts are available from Companies House, Crown Way, Cardiff, CF14 3UZ

MOP Acquisitions (LAF) Limited is controlled by Mid Ocean Holdco (LAF) SARL, a company incorporated in Luxembourg. The ultimate parent company and ultimate controlling party is Ultramar Capital Limited, a company incorporated in the Cayman Islands