FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 December 2010

Registered No. 3553301

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Directors' Report For the year ended 31 December 2010

The Directors present their report and the unaudited financial statements for the year ended 31 December 2010

Principal Activities and Business Review

The Company has not traded since its incorporation on 27 April 1998

Directors

The Directors of the Company who served throughout the year were as follows

A P Gration

J S Milton

J E Pakenham-Walsh

Directors' Interests

No Director had any interest in the shares of the Company during the year Messrs Gration and Pakenham-Walsh were also Directors of the immediate parent company Hampshire Trust Plc throughout the year

By order of the Board

A P Gration

Company Secretary

1 September 2011

Directors' Responsibilities In Respect Of 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)

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,
- 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 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 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.

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

Balance Sheet As at 31 December 2010

	31.12.10 £	31 12 09 £
Current Assets Debtors - amounts due from parent company	<u>2</u>	<u>2</u>
Capital and Reserves Called up share capital (see note 3)	<u>2</u>	<u>2</u>

The Directors

- (a) confirm that the company was entitled to exemption under 480 section of the Companies Act 2006 from the requirement to have its accounts for the financial year ended 31 December 2010 audited
- (b) confirm that members have not required the company to obtain an audit of its accounts for that financial year in accordance with section 476 of that Act
- (c) acknowledge their responsibilities for
 - (1) ensuring that the company keeps accounting records which comply with section 386 of that Act, and
 - preparing accounts 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 section 393 of that Act, and which otherwise comply with the requirements of that Act relating to accounts, so far as applicable to the company

The financial statements on pages 5 and 6 were approved by the Board of Directors 1 September 2011 and were signed on its behalf by -

A P Gration Director J E Pakenham-Walsh Director

Notes To The Financial Statements For the year ended 31 December 2010

1. Accounting Policies

Basis of preparation

The financial statements are prepared in accordance with the applicable United Kingdom Accounting Standards

Cash Flow Statement

Under Financial Reporting Standard 1 (Revised 1996), the company is exempt from the requirement to prepare a cash flow statement on the grounds that it is a wholly owned subsidiary undertaking

2. General

The Company has not prepared a profit and loss account as there was no revenue or expenditure during the year ended 31 December 2010 or in the previous financial period

3. Called up share capital

	31.12.10 £	31 12 09 £
Authorised 100,000 ordinary shares of £1 each	<u>100,000</u>	100,000
Allotted, called up and unpaid 2 ordinary shares of £1 each	<u>2</u>	<u>2</u>

4. Directors' Emoluments

The Directors received no emoluments for the year ended 31 December 2010 (2009 - £nil)

5. Ultimate Parent Company

The Directors regard National Counties Building Society as the ultimate parent company