

Allinity Limited

Report and Financial Statements

31 December 2010



Directors

T W Burt
M S McVeigh
N P Grossman

Secretary

N P Grossman

Auditors

Ernst & Young LLP
Apex Plaza
Forbury Road
Reading
Berkshire RG1 1YE

Registered Office

The Mansion House
Benham Valence
Speen
Newbury
Berkshire RG20 8LU

Directors' report

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

Results and dividends

During the year the company has not traded and the directors do not envisage that the company will not trade in the foreseeable future

Directors

The directors who served during the year were as follows

T W Burt
M S McVeigh
N P Grossman

Directors' qualifying third party indemnity provision

The company has granted an indemnity to one or more of its directors against liability in respect of proceedings brought by third parties, subject to the conditions set out in the Companies Act 2006. Such qualifying third party indemnity provision remains in force as at the date of approving the directors' report

Disclosure of information to the auditors

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information, being information needed by the auditor in connection with preparing its report, of which the auditor is unaware. Having made enquiries of fellow directors and the company's auditor, the directors have taken all the steps that they are obliged to take as directors in order to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

Auditors

A resolution to reappoint Ernst & Young LLP as auditors will be put to the members at the Annual General Meeting

By order of the Board



T Burt
Director
28 April 2011

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). 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 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.

The directors are responsible for keeping proper 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.

Independent auditors' report

to the members of Allinity Limited

We have audited the financial statements of Allinity Limited for the year ended 31 December 2010 which comprise the Profit and Loss Account, the Balance Sheet and the related notes 1 to 9. 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 of 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 Statement of Directors' Responsibilities set out on page 3, 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). These standards require us to comply with the Auditing Practice's Board's (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

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 and parent 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 2010 and of its result 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.

Independent auditors' report

to the members of Allinity 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

Ernst & Young Ltd

Kevin Harkin (Senior Statutory Auditor)

For and on behalf of Ernst & Young LLP, Statutory Auditors

Reading

28 April 2011

Profit and loss account

for the year ended 31 December 2010

	2010 £	2009 £
Turnover	—	—
Cost of sales	—	—
	<hr/>	<hr/>
Gross profit	—	—
Administrative expenses	—	—
	<hr/>	<hr/>
Operating profit	—	—
Interest receivable and similar income	—	—
Interest payable and similar charges	—	—
	<hr/>	<hr/>
Profit on ordinary activities before taxation	—	—
Tax	—	—
	<hr/>	<hr/>
Profit for the financial year	—	—
Dividends	—	—
	<hr/>	<hr/>
Retained profit for the year	—	—
	<hr/>	<hr/>

All results arise from continuing operations

The company has not traded during the year or the preceding year. During these years, the company received no income and incurred no expenses and therefore made neither profit nor loss.

Balance sheet

at 31 December 2010

	Notes	2010 £	2009 £
Current assets			
Debtors	4	897,894	897,894
Creditors: amounts falling due within one year		—	—
Net current assets		897,894	897,894
Net assets		897,894	897,894
Capital and reserves			
Called up share capital	5	4,692	4,692
Share Premium	6	77,878	77,878
Capital redemption reserve	6	1,224	1,224
Profit and loss account	6	814,100	814,100
Shareholders' funds		897,894	897,894



T Burt
Director
28 April 2011

Notes to the financial statements

at 31 December 2010

1. Accounting policies

Basis of preparation

The financial statements are prepared under the historical cost convention and in accordance with applicable accounting standards

2 Staff costs

The company had no employees during the year (2009 nil) and consequently incurred no staff costs. Salaries of group employees have been borne by fellow group company 2e2 Holdings Ltd

3 Directors' emoluments

For the current year directors emoluments have been borne by fellow group company 2e2 Holdings Limited. 2e2 Holdings Limited charges 2e2 Group Limited a management fee which incorporates directors' emoluments. Further details of the director emoluments are disclosed in the accounts of 2e2 Holdings Limited

4 Debtors

	2010	2009
	£	£
Amounts owed by group undertakings	897,894	897,894

5. Issued share capital

		2010		2009
	No	£	No	£
<i>Allotted, called up and fully paid</i>				
Ordinary shares of £1 each	4,600	4,600	4,600	4,600
Preference shares of £0.10 each	920	92	920	92

6. Reconciliation of movement in shareholders' funds

	Share capital	Capital redemption reserve	Share premium account	Profit and loss account	Total shareholders' funds
	£	£	£	£	£
At 1 January 2010 and 31 December 2010	4,692	1,224	77,878	814,100	897,894

There were no movements on any of the reserves during the year

7. Financial commitments

Cross Guarantee

Following the acquisition of Morse plc by 2e2 Ltd on 21 June 2010, the company entered into a cross guarantee on 21 June 2010 for the amount of £85,000,000, in favour of certain investors

Notes to the financial statements

at 31 December 2010

8. Related party transactions

The company has not disclosed related party transactions with group entities as permitted by the exemption under Financial Reporting Standard No 8

9. Ultimate parent undertaking and controlling party

The immediate parent company of Allinity Limited is 2e2 Property Group Limited (formally Compel Group Limited), a company incorporated in the United Kingdom. The ultimate holding company and controlling party is 2e2 Holdings Limited, a company incorporated in the United Kingdom.

The smallest and largest undertaking into which the results of the company are consolidated is 2e2 Group Limited. Copies of financial statements for 2e2 Group Limited can be obtained from the company's registered office at The Mansion House, Benham Valence, Newbury, Berkshire, RG20 8LU.