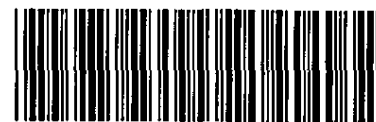


Allinity Limited

Report and Financial Statements

31 December 2008

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COMPANIES HOUSE

Allinity Limited

Registered No. 3628256

Directors

D P Franklin
T W Burt
M S McVeigh
N P Grossman

Secretary

N P Grossman

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 2008.

Results and dividends

The company has been dormant during the year. The company has therefore suffered neither profit nor a loss for the year and accordingly no profit and loss account has been prepared.

Directors and their interests

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

None of the directors had any interest in the ordinary shares of the company. T W Burt, M S McVeigh and N P Grossman are also directors of 2e2 Holdings Limited, the company's ultimate holding company, and their interests in the share capital of that company are disclosed in its financial statements.

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 1985. 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, each director has taken all the steps that he is obliged to take as a director in order to make himself aware of any relevant audit information and to establish that the auditor is aware of that information.

By order of the board



TW Burt

Director

Date: 30 April 2009

Independent auditors' report

to the members of Allinity Limited

We have audited the company's financial statements for the year ended 31 December 2008 which comprise the profit and loss account, the balance sheet and the related notes 1 to 5. 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 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

The directors' responsibilities for preparing the annual report and the financial statements in accordance with applicable United Kingdom law and Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the statement of directors' responsibilities.

Our responsibility is 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, in our opinion, 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 other 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 judgments 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.

Independent auditors' report

to the members of Allinity Limited

Opinion

In our opinion:

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 December 2008 and of its loss 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.

Ernst & Young LLP
Ernst & Young LLP
Registered Auditor
Reading

30 April 2009

Profit and loss account

for the year ended 31 December 2008

	<i>18 month</i>	
	<i>Year ended period ended</i>	
	<i>31 December</i>	<i>31 December</i>
	<i>2008</i>	<i>2007</i>
	<i>£</i>	<i>£</i>
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 on profit on ordinary activities	-	-
	<hr/>	<hr/>
Profit for the financial year	-	-
Dividends	-	-
	<hr/>	<hr/>
Retained profit for the year	-	-
	<hr/>	<hr/>

All results arise from continuing operations.

Statement of total recognised gains and losses

for the year ended 31 December 2008

There were no recognised gains or losses during the current year or prior year other than those shown above, and accordingly no statement of total recognised gains and losses is presented.

Balance Sheet

at 31 December 2008

		18 month	
		Year ended period ended	
		31 December	31 December
		2008	2007
	Note	£	£
Current assets			
Debtors	2	897,894	897,894
		<u>897,894</u>	<u>897,894</u>
Creditors: amounts falling due within one year		<u>-</u>	<u>-</u>
Net current assets		<u>897,894</u>	<u>897,894</u>
Net assets		<u>897,894</u>	<u>897,894</u>
Capital and Reserves			
Called up share capital	3	4,692	4,692
Share Premium	4	77,878	77,878
Capital redemption reserve	4	1,224	1,224
Profit and loss account	4	814,100	814,100
Equity shareholders' funds		<u>897,894</u>	<u>897,894</u>

Approved by the board

TW Burt
Director



Date: 30 April 2009

Notes to the accounts

at 31 December 2008

1. Accounting policies

Accounting convention

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

The company has remained dormant during the year and has made neither profit nor loss and accordingly no profit and loss account has been prepared.

2. Debtors

	<i>18 month</i>	
	<i>Year ended period ended</i>	
	<i>31 December</i>	<i>31 December</i>
	<i>2008</i>	<i>2007</i>
	<i>£</i>	<i>£</i>
Amounts owed by group undertakings	897,894	897,894

3. Authorised and issued share capital

	<i>2008</i>	<i>2007</i>	<i>2008</i>	<i>2007</i>
<i>Authorised</i>	<i>No.</i>	<i>No.</i>	<i>£</i>	<i>£</i>
Ordinary shares of £1 each	9,900	9,900	9,900	9,900
Preference shares of £0.10 each	1,000	1,000	100	100
	<i>2008</i>	<i>2007</i>	<i>2008</i>	<i>2007</i>
<i>Allotted, called up and fully paid</i>	<i>No.</i>	<i>No.</i>	<i>£</i>	<i>£</i>
Ordinary shares of £1 each	4,600	4,600	4,600	4,600
Preference shares of £0.10 each	920	920	92	92

4. Reserves

	<i>Capital redemption reserve</i>	<i>Share premium account</i>	<i>Profit and loss account</i>
	<i>£</i>	<i>£</i>	<i>£</i>
At 31 December 2007 and 31 December 2008	1,224	77,878	814,100

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

Notes to the accounts

at 31 December 2008

5. Ultimate parent undertaking and controlling party

The immediate parent company of Allinity Limited is 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.

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