

REGISTERED NUMBER: 03843093 (England and Wales)

Report of the Directors and
Unaudited Financial Statements for the Year Ended 31 December 2011
for
Invicta Leisure (Financial services)
Limited

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**Invicta Leisure (Financial services)
Limited (Registered number 03843093)**

**Contents of the Financial Statements
for the Year Ended 31 December 2011**

	Page
Company Information	1
Report of the Directors	2
Profit and Loss Account	3
Balance Sheet	4
Notes to the Financial Statements	5

**Invicta Leisure (Financial services)
Limited**

**Company Information
for the Year Ended 31 December 2011**

DIRECTORS

M W Bucknall
N M Field
M G Merrick

SECRETARY

J Archibald

REGISTERED OFFICE

Active House
21, North Fourth Street
Central Milton Keynes
Buckinghamshire
MK9 1HL

REGISTERED NUMBER

03843093 (England and Wales)

ACCOUNTANTS

KPMG LLP
Chartered Accountants
Altus House
1, North Fourth Street
Central Milton Keynes
Buckinghamshire
MK9 1NE

**Invicta Leisure (Financial services)
Limited (Registered number 03843093)**

**Report of the Directors
for the Year Ended 31 December 2011**

The directors present their report with the unaudited financial statements in respect of the year ended 31 December 2011. The company was dormant throughout the year and prior year.

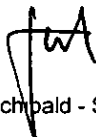
DIRECTORS

The directors who have held office during the period from 1 January 2011 to the date of this report are as follows:

R L Segal - resigned 18 July 2011
J B Cleland - resigned 18 July 2011
D J Leatherbarrow - resigned 18 July 2011
J Dhody - resigned 18 July 2011
M W Bucknall - appointed 18 July 2011
N M Field - appointed 18 July 2011
M G Merrick - appointed 18 July 2011

This report has been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies.

ON BEHALF OF THE BOARD



J Archpald - Secretary

Date 25 June 2012

**Invicta Leisure (Financial services)
Limited (Registered number 03843093)**

**Profit and Loss Account
for the Year Ended 31 December 2011**

	Notes	2011 £	2010 £
TURNOVER		-	-
OPERATING PROFIT and PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	3	-	-
Tax on profit on ordinary activities	4	-	-
PROFIT FOR THE FINANCIAL YEAR		<u>-</u>	<u>-</u>

The notes form part of these financial statements

**Invicta Leisure (Financial services)
Limited (Registered number 03843093)**

**Balance Sheet
31 December 2011**

	Notes	2011 £	2010 £
CURRENT ASSETS			
Debtors	5	1	1
		<u>1</u>	<u>1</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>1</u>	<u>1</u>
		<u>1</u>	<u>1</u>
CAPITAL AND RESERVES			
Called up share capital	6	1	1
		<u>1</u>	<u>1</u>
SHAREHOLDERS' FUNDS		<u>1</u>	<u>1</u>
		<u>1</u>	<u>1</u>

The company is entitled to exemption from audit under Section 477 of the Companies Act 2006 for the year ended 31 December 2011

The members have not required the company to obtain an audit of its financial statements for the year ended 31 December 2011 in accordance with Section 476 of the Companies Act 2006

The directors acknowledge their responsibilities for

- (a) ensuring that the company keeps accounting records which comply with Sections 386 and 387 of the Companies Act 2006 and
- (b) preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of each financial year and of its profit or loss for each financial year in accordance with the requirements of Sections 394 and 395 and which otherwise comply with the requirements of the Companies Act 2006 relating to financial statements, so far as applicable to the company

The financial statements have been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies and with the Financial Reporting Standard for Smaller Entities (effective April 2008)

The financial statements and notes on pages 5 to 6 were approved by the Board of Directors on 25 June 2012 and were signed on its behalf by:—



M G Merrick - Director

The notes form part of these financial statements

**Invicta Leisure (Financial services)
Limited (Registered number 03843093)**

**Notes to the Financial Statements
for the Year Ended 31 December 2011**

1 ACCOUNTING POLICIES

Basis of preparing the financial statements

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

The company was dormant throughout the current year and previous year

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

The company was dormant throughout the current year and previous year

The company's business activities, together with the factors likely to affect its future developments as required by section 417 of the Companies Act 2006, using key performance indicators and risk analysis is contained within the directors report for the company's intermediate parent undertaking at the year end, Virgin Active Group Ltd

The company is currently in a net asset position and forecast to remain profitable for the foreseeable future. As a consequence, the directors believe that the company is well placed to manage its business risks successfully despite the current uncertain economic outlook

After making enquiries, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the annual report and accounts

2 DIRECTORS' EMOLUMENTS

The directors' remuneration was paid by a fellow group company. The directors do not believe that it is practicable to apportion this amount between their services as directors of the company and their services as directors of the holding and fellow subsidiary companies

3 OPERATING PROFIT

Auditors' remuneration

Auditors' remuneration is paid by a fellow subsidiary undertaking

4 TAXATION

Analysis of the tax charge

No liability to UK corporation tax arose on ordinary activities for the year ended 31 December 2011 nor for the year ended 31 December 2010

5 DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2011 £	2010 £
Amounts owed by group undertakings	<u>1</u>	<u>1</u>

6 CALLED UP SHARE CAPITAL

Number	Class	Nominal value	2011 £	2010 £
1	Ordinary shares	£1	<u>1</u>	<u>1</u>

**Invicta Leisure (Financial services)
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**Notes to the Financial Statements - continued
for the Year Ended 31 December 2011**

7 RESERVES

	Profit and loss account £
Profit for the year	-
At 31 December 2011	-

8 ULTIMATE PARENT COMPANY

The company's immediate parent undertaking is Esporta Health & Fitness Limited, a company incorporated in England and Wales

The company's ultimate controlling party is Darwin Holdings SARL which is registered in Luxembourg

Virgin Active Holdings Limited acquired the entire share capital of Esporta Racquets and Non Racquets Holdings Limited and its subsidiaries, including the company on 18 July 2011. Prior to this and at 31 December 2010, the ultimate parent undertaking was Société Générale SA, a company incorporated in France

The smallest group in which the results of the Company are consolidated is that headed by Virgin Active Group Limited, a company incorporated in England and Wales. The consolidated accounts of the group are available to the public and may be obtained from Companies House, Crown Way, Cardiff, CF14 3UZ

The largest group in which the results of the Company are consolidated is that headed by Active Midco Limited, a company incorporated in England and Wales. The first set of consolidated accounts of the group will be for the period ending 31 December 2012 and will be available to the public and may be obtained from Companies House, Crown Way, Cardiff, CF14 3UZ