Headfiller Limited

Report and Financial Statements

Year Ended

2 July 2005

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Annual report and financial statements for the year ended 2 July 2005

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Directors

P B Blackwell T Eustace

Secretary and registered office

T Eustace, Beaver House, Hythe Bridge Street, Oxford, OX1 2ET.

Company number

3921459

Report of the directors for the year ended 2 July 2005

The directors present their report together with the unaudited financial statements for the year ended 2 July 2005.

Dividends

The directors do not recommend the payment of a final ordinary dividend (3 July 2004: £Nil).

Principal activities, trading review and future developments

The company was dormant throughout the year to 2 July 2005.

Directors

The directors of the company during the period were:

P B Blackwell

T Eustace

No director had any interest in the share capital of the company during the period.

Tim Eustace held 200 (2004 - 200) 'B' (restricted voting) shares in Blackwell Limited as at 2 July 2005.

P B Blackwell is a director of the parent undertaking Blackwell Limited. Details of his interests in the shares and share options of the parent company are shown in that company's financial statements.

Auditors

The company has passed a special resolution enabling it to dispense with the appointment of auditors.

By order of the Board

T Eustace Secretary

27 July 2005

Balance sheet at 2 July 2005

	Note	2 July 2005 £'000	2 July 2005 £'000	3 July 2004 £'000	3 July 2004 £'000
Current assets Debtors: Amounts due from Group Companies		285		285	
		285	-	285	
Net current assets			285		285
Net assets			285		285
Capital and reserves					
Called up share capital Profit and loss account	11 12		285		285
Shareholders' funds – equity			285		285

The financial statements were approved by the Board of Directors on 27 July 2005

The company was dormant throughout the year to 2 July 2005.

- a) For the year ended 2 July 2005 the company was entitled to exemption under section 249AA(1) of the Companies Act 1985.
- b) Members have not required the company to obtain an audit in accordance with section 249B(2) of the Companies Act 1985.
- c) The directors acknowledge their responsibility for:
 - i) ensuring the company keeps accounting records which comply with section 221, and
 - preparing accounts which give a true and fair view of the state of affairs of the company as at the end of its financial year, and of its profit and loss for the financial year in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company.

Director

The notes on page 3 form part of these financial statements.

Notes forming part of the financial statements for the year ended 2 July 2005

1 Accounting policies

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

2 Share capital

During the period the share capital was as follows:

	Authorised		Allotted, called up	
	2 July 2005 £	3 July 2004 £	2 July 2005 £	3 July 2004 £
Ordinary Shares of 10 pence each	1,000,000	1,000,000	285,000	285,000

3 Ultimate parent undertaking and controlling party

The parent undertaking of the largest and smallest group of undertakings of which the company is a member and for which group financial statements are prepared is Blackwell Limited, a company registered in England and Wales. Copies of the group financial statements of Blackwell Limited can be obtained from the Registrar of Companies at Companies House.