

AMENDED

## **Regenesys Group Limited**

**Annual report and financial statements  
for the year ended 31 December 2009**

Registered number 3925121



## **Directors' report**

### **For the year ended 31 December 2009**

The directors present their annual report on the affairs of the company, together with the financial statements, for the year ended 31 December 2009

#### **Principal activities and business review**

The company is a group finance company with no trading activities. The company has not traded during the period and is classified as dormant. It is the holding company for Regenesys Technologies.

#### **Results and dividends**

The financial statements for the year ended 31 December 2009 are set out on pages 3 to 5.

The directors do not propose a dividend for the year.

#### **Directors and their interests**

The Directors who held office during the year are given below:

Jason Keene  
Lynne Boss

No director held any interests in the company at 31 December 2009. The company is a wholly owned subsidiary of an ultimate parent undertaking incorporated outside Great Britain. As permitted by statutory instrument, no disclosure is made of any interest of the directors' in the shares or share options of that company.

#### **Director's emoluments**

The Directors were paid through RWE Npower plc and received no remuneration for their services to Regenesys Group Limited.

According to the register required to be kept under section 809 of the Companies Act 2006 none of the Directors of the Company at 31 December 2009 held any interest in shareholdings, share options or debentures of group companies incorporated in the United Kingdom. As permitted by statutory instrument, the register does not include shareholdings of Directors in companies incorporated outside Great Britain.

#### **Charitable and political donations**

No charitable or political donations were made during the year.

## **Directors' report (continued)**

### **For the year ended 31 December 2009**

#### **Statement of Director's responsibilities**

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 the directors have prepared 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 and loss of the company for that period. In preparing those 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,
- 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.

#### **Auditors**

For the period ended 31st December 2009, the company was entitled to audit exemption under section 480 of the Companies Act 2006 relating to dormant companies.

By order of the Board



Jason Keene  
Director  
28 July 2010

Windmill Hill Business Park  
Whitehill Way  
Swindon  
SN5 6PB

**Balance Sheet**  
**As at 31 December 2009**

|                                   |              | 31 December<br>2009<br>£ | 31 December<br>2008<br>£ |
|-----------------------------------|--------------|--------------------------|--------------------------|
|                                   | <i>Notes</i> |                          |                          |
| <b>Fixed assets</b>               |              |                          |                          |
| Investments                       | 2            | 1                        | 1                        |
| <b>Current assets</b>             |              |                          |                          |
| Cash                              |              | 31,000                   | 31,000                   |
| <b>Net current assets</b>         |              | <u>31,001</u>            | <u>31,001</u>            |
| <b>Net assets</b>                 |              | <u>31,001</u>            | <u>31,001</u>            |
| <b>Capital and reserves</b>       |              |                          |                          |
| Called-up share capital           | 3            | 1                        | 1                        |
| Profit and loss account           | 4            | <u>31,000</u>            | <u>31,000</u>            |
| <b>Equity shareholders' funds</b> | 5            | <u>31,001</u>            | <u>31,001</u>            |

**Director's Statement**

For the period ended 31st December 2009, the company was entitled to audit exemption under section 480 of the Companies Act 2006 relating to dormant companies

No members have required the company to obtain an audit of its accounts for the period in question in accordance with section 476 of the Companies Act 2006

The Directors acknowledge their responsibilities for

- a) Ensuring the company keeps accounting records which comply with the requirements of the Act with respect to accounting periods and the preparation of accounts,
- b) 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 profits or loss for the financial year, which comply with the requirements of the Companies Act 2006 relating to accounts, so far as it is applicable to the company

The financial statements were approved by the Board of Directors on 28 July 2010 and were signed on its behalf by -

  
Jason Keene  
Director

28 July 2010

The accounting policies and notes on pages 4 to 5 form an integral part of these financial statements

## Notes to the financial statements For the year ended 31 December 2009

### 1 Statement of accounting policies

These financial statements are prepared on the going concern basis, under the historical cost convention and in accordance with the Companies Act 2006 and applicable accounting standards. The principal accounting policies are set out below.

#### Cash flow statement and related parties

The Company is a wholly-owned subsidiary of RWE AG and is included in the consolidated financial statements of RWE AG, which are publicly available. Consequently, the Company has taken advantage of the exemption from preparing a cash flow statement under the terms of FRS1 (revised 1996). The Company is also exempt under the terms of FRS8 from disclosing related party transactions with entities that are part of the RWE AG group or investees of the RWE AG group.

#### Fixed asset investments

All fixed asset investments are stated at cost less provision for any impairment.

### 2 Fixed asset investments

|                           | 31 December<br>2008<br>£ | Additions<br>£ | Disposals<br>£ | 31 December<br>2009<br>£ |
|---------------------------|--------------------------|----------------|----------------|--------------------------|
| Shares in group companies | 1                        | -              | -              | 1                        |

### 3 Called-up share capital

|                               | 31 December<br>2009<br>£ | 31 December<br>2008<br>£ |
|-------------------------------|--------------------------|--------------------------|
| <i>Authorised</i>             |                          |                          |
| Ordinary shares of £1 each    | 1,000                    | 1,000                    |
| <i>Allotted and called-up</i> |                          |                          |
| Ordinary shares of £1 each    | 1                        | 1                        |

## Notes to the financial statements

### For the year ended 31 December 2009 (cont)

#### 4 Reserves

|                               | Profit and<br>Loss<br>Account<br>£ |
|-------------------------------|------------------------------------|
| At 1 January 2009             | 31,000                             |
| Profit for the financial year | -                                  |
|                               | <hr/>                              |
| At 31 December 2009           | <u>31,000</u>                      |

#### 5 Reconciliation of movement in shareholders' funds

|                               | 31 December<br>2009<br>£ | 31 December<br>2008<br>£ |
|-------------------------------|--------------------------|--------------------------|
| Profit for the financial year | -                        | -                        |
| Opening shareholders' funds   | <u>31,001</u>            | <u>31,001</u>            |
| Closing shareholders' funds   | <u>31,001</u>            | <u>31,001</u>            |

#### 6 Financial commitments

The company had no financial commitments as at 31 December 2009 (2008: nil)

#### 7 Ultimate controlling party

The immediate parent undertaking is RWE Npower plc. The directors regard RWE AG, a company incorporated in Germany, as the ultimate parent company and the ultimate controlling party.

RWE AG is the parent company of the largest and smallest group of which the company is a member and for which group financial statements are drawn up. Copies of the consolidated financial statements are available from RWE AG, Opernplatz 1, D-45128, Essen, Germany.