REPORT AND FINANCIAL STATEMENTS

YEAR ENDED 31 December 2008

Registered Number: 03957575

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DIRECTORS' REPORT

YEAR ENDED 31 December 2008

The directors have pleasure in submitting their report and financial statements of the company for the year ended 31 December 2008.

ACTIVITIES

The company did not trade during the year.

DIRECTORS

The directors during the year were as follows:

T G Finn

D R Forsyth

M S Casha

H C Sykes

DIRECTORS' INTERESTS

None of the directors had any interest in the share capital of the company. The interests of the directors in the share capital of the ultimate parent company are shown in the financial statements of that company.

AUDITORS

In accordance with Section 249AA of the Companies Act 1985, the company was entitled to exemption from the requirement to have its financial statements for the financial year ended 31 December 2008 audited.

On behalf of the Board

H C Sykes Secretary Loxley House Little Oak Drive Annesley Nottinghamshire 23 February 2009

PROFIT AND LOSS ACCOUNT

YEAR ENDED 31 December 2008

A profit and loss account is not presented as the company did not trade during the year or prior year and there has been no income or expenditure.

7

BALANCE SHEET

AT 31 December 2008

Note		2008	2007
11000	CURRENT ASSETS	<u> </u>	
2	Debtors	1	1
_	NET ASSETS	11	1
3	CAPITAL AND RESERVES Called up share capital	1	1
	Cance up share capital	<u> </u>	
	EQUITY SHAREHOLDERS' FUNDS	1	1

The directors:

- (a) confirm that the company was entitled to exemption under sub-section (1) of Section 249AA of the Companies Act 1985 from the requirement to have its financial statements for the financial year ended 31 December 2008 audited.
- (b) confirm that members have not required the company to obtain an audit of its financial statements for that financial year in accordance with sub-section (2) of Section 249B(2) of that Act.
- (c) Acknowledge their responsibilities for:
- (I) ensuring that the company keeps accounting records which comply with Section 221 of the Companies Act 1985, and
- (ii) preparing financial statements 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 profit or loss for the financial year in accordance with the requirements of Section 226 of that Act and which otherwise comply with the requirements of that Act relating to financial statements, so far as applicable to the company.

Approved by the Board of Directors on 23 February 2009 and signed on its behalf by :

D R Forsyth

The notes on page 4 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS

100 (2007: 100) ordinary shares of £1 each

Allotted, called up and fully paid: 1 (2007:1) ordinary shares of £1 each

YEAR ENDED 31 December 2008

1 ACCOUNTING POLICIES

(a) Accounting convention. The financial statements have been prepared in accordance with applicable accounting standards using the historical cost convention. The financial statements have been prepared on a going concern basis.

2 DEBTORS

3

	2008 £	2007 £
Amounts owed by group undertakings	1	1
CALLED UP SHARE CAPITAL		
	2008	2007
Authorized :	£	3

100

100

4 ULTIMATE PARENT COMPANY AND PARENT UNDERTAKING OF LARGER GROUP OF WHICH COMPANY IS A MEMBER

The company's ultimate parent company is Pendragon PLC which is incorporated in England and Wales. The largest and smallest group in which the results of the company are consolidated is that headed by Pendragon PLC. Financial statements of Pendragon PLC for the year ended 31 December 2008 are available from the Company Secretary, Pendragon PLC Loxley House, Little Oak Drive, Annesley, Nottinghamshire, NG15 0DR.