Annual Report and Financial Statements

31 December 2011



COMPANIES HOUSE

Registered No 4258200

DIRECTORS

B G McCarthy A D Jeakings J O Ellison

SECRETARY

J O Ellison

REGISTERED OFFICE

Prospect House Rouen Road Norwich NR1 1RE

Registered number:

4258200

DIRECTORS' REPORT

The directors present their annual report and the audited financial statements for the year ended 31 December 2011

PRINCIPAL ACTIVITY, REVIEW OF BUSINESS, RESULTS AND DIVIDENDS

The company did not trade in the year

By special resolution dated 15 November 2011 the company carried out a reduction of share capital in accordance with Part 17 Chapter 10 Companies Act 2006 as part of a wider reorganisation of the Archant group Pursuant to regulation 3(2) of The Companies (Reduction of Share Capital) Order 2008 the reserve arising from the reduction of share capital was treated for the purposes of Part 23 Companies Act 2006 as a realised profit and distributable reserve of the company

On 16 November 2011 the company distributed all available distributable reserves totalling £99 to its immediate parent company

Since 16 November 2011, the company has been dormant

DIRECTORS

The directors who held office during the year were as follows

A D Jeakings

B G McCarthy

J O Ellison

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

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 the law the directors have elected to prepare 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 or 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,
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements,
- prepare the financial statements on the going concern basis unless it is inappropriate to assume 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.

Registered number:

4258200

DIRECTORS' REPORT

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

The directors who were members of the board at the time of approving this report are listed on page 2. Having made enquiries of fellow directors and of the company's auditors, each of these directors confirm that

- to the best of their knowledge and belief, there is no information relevant to the preparation of this report of which the company's auditors are unaware and
- they have taken all the steps a director might reasonably be expected to have taken to be aware of relevant audit information and to establish that the company's auditors are aware of that information

By order of the board

J O Ellison Secretary 24 July 2012

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ARCHANT CENTRAL SCOTLAND LIMITED

We have audited the financial statements of Archant Central Scotland Limited for the year ended 31 December 2011 which comprise the Balance Sheet and the related notes 1 to 8. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice)

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. 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 auditor's 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

As explained more fully in the Statement of Directors' Responsibilities in Respect of the Financial Statements set out on page 3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report and financial statements to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31 December 2011,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us, or
- the financial statements are not in agreement with the accounting records and returns, or
- · certain disclosures of directors' remuneration specified by law are not made, or
- · we have not received all the information and explanations we require for our audit

Ian C Strachan (Senior statistory auditor)

for and on behalf of Ernst & Young LLP, Statutory Auditor

Cambridge July 2012

BALANCE SHEET AT 31 DECEMBER 2011

	Notes	2011 £	2010 £
CURRENT ASSETS Debtors - amounts due from fellow subsidiary in more than one year		1	100
NET ASSETS		1	100
CAPITAL AND RESERVES Called up share capital Profit and loss account	5 6	1 -	100
SHAREHOLDERS' FUNDS	6	1	100

These financial statements were approved by the Board of Directors on 24 July 2012 and signed on their behalf by

B G McCarthy Director

NOTES TO THE FINANCIAL STATEMENTS AT 31 DECEMBER 2011

1 ACCOUNTING POLICIES

Accounting convention

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

2 **AUDITORS' REMUNERATION**

Auditors' remuneration for both audit and non-audit services has been borne by other group companies

3 DIRECTORS' REMUNERATION

The directors of the company are also directors of the holding company and fellow subsidiaries. The directors received total remuneration for the year, including defined contribution pension contributions but excluding accrued defined benefit pension entitlements, of £844,643 (2010 £857,540), all of which was paid by the holding 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. Mr. AD Jeakings and Mr. JO. Ellison are members of the Archant defined benefit pension scheme, and Mr. BG. McCarthy is a member of the Archant defined contribution pension scheme. The accrued pension entitlements of Mr. AD Jeakings are disclosed in the directors' remuneration report in the 2011 annual report of Archant Limited. The accrued pension entitlements of Mr. JO. Ellison are disclosed in the 2011 financial statements of Archant Lifestyle Limited.

4	DIVIDENDS	2011	2010
		£	£
	Interim dividend paid	99	-

NOTES TO THE FINANCIAL STATEMENTS AT 31 DECEMBER 2011

5	SHARE CAPITAL	2011 number	2010 number
	Allotted 100 issued (2010 100 issued)	100	100
		2011 £	2010 £
	Called up and fully paid 100 issued (2010 100 issued)	1	100

By special resolution dated 15 November 2011 the company carried out a reduction of share capital in accordance with Part 17 Chapter 10 Companies Act 2006 as part of a wider reorganisation of the Archant group. The reduction in share capital was achieved by reducing the nominal value and the amount paid up in respect of each share in issue.

6 RECONCILIATION OF SHAREHOLDERS' FUNDS AND MOVEMENTS ON RESERVES

	Share	Profit and loss	Total shareholders'
	capital	account	funds
	£	£	£
At 31 December 2009	100	-	100
Result for the year	-	•	-
At 31 December 2010	100	-	100
Result for the year	-	-	-
Reduction in capital	(99)	99	-
Interim dividend paid	-	(99)	(99)
At 31 December 2011	1		1

NOTES TO THE FINANCIAL STATEMENTS AT 31 DECEMBER 2011

7 HOLDING COMPANY

At 31 December 2011, the parent undertaking for which group financial statements were drawn up and of which the company was a member was Archant Limited, registered in England and Wales Copies of that company's financial statements can be obtained from The Registrar, Companies House, Crown Way, Maindy, Cardiff

8 RELATED PARTY TRANSACTIONS

The company has taken advantage of exemptions in respect of FRS 8 on the grounds that it is a wholly owned subsidiary