

COMPANY NUMBER 4722159

THURSDAY



A17

\*AAN3YPEB\*

25/11/2010

COMPANIES HOUSE

488

**LUMINAR BRANDS**  
**FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED**  
**25 FEBRUARY 2010**

## **LUMINAR BRANDS**

### **INDEX**

---

	<b>PAGE(S)</b>
Directors, Officers and Advisors	1
Directors' Report	2
Balance Sheet	3
Notes to the Financial Statements	4 - 6

**LUMINAR BRANDS****DIRECTORS, OFFICERS AND ADVISORS**

---

Company Registration Number

4722159

Registered Office

Luminar House  
Deltic Avenue  
Rooksley  
Milton Keynes  
Buckinghamshire  
MK13 8LW

Directors

A Marks (resigned 18 June 2010)  
T O'Gorman  
Luminar Leisure Limited (appointed 18 June 2010)

Company Secretary

T O'Gorman

Solicitors

CMS Cameron McKenna LLP  
Mitre House  
160 Aldersgate Street  
London  
EC1A 4DD

**LUMINAR BRANDS****DIRECTORS' REPORT FOR THE YEAR ENDED 25 FEBRUARY 2010**

---

The Directors present their annual report and the financial statements of the Company for the year ended 25 February 2010

**Principal activities and review of business**

The Company did not trade during the year

**Results and dividends**

During the year, the Company did not trade and received no income and incurred no expenditure. Consequently, during this year, the Company neither made a profit nor a loss. The Directors do not propose an ordinary dividend for the year (2009 £nil)

**Directors**

The Directors who held office during the year and up to the date of signing these financial statements are given below

A Marks (resigned 18 June 2010)

T O'Gorman

Luminar Leisure Limited (appointed 18 June 2010)

**Statement of Directors' responsibilities in respect of the annual report and 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 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 or loss of the company for that period. In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and accounting estimates that are reasonable and prudent,
- state whether applicable UK 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 presume that the company will continue in business

The directors are responsible for keeping adequate 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

**Independent auditors**

In accordance with Section 480(1) of the Companies Act 2006 relevant to dormant companies, the Company is exempt from audit and so consequently, auditors have not been appointed

By order of the Board



T O'Gorman  
Company Secretary

24 November 2010

## LUMINAR BRANDS

## BALANCE SHEET AS AT 25 FEBRUARY 2010

	Note	25 February 2010 £m	26 February 2009 £m
<b>Current assets</b>			
Debtors	4	0.2	0.2
		<hr/>	<hr/>
		0.2	0.2
<b>Creditors - amounts falling due within one year</b>	5	(0.8)	(0.8)
		<hr/>	<hr/>
<b>Net current liabilities</b>		(0.6)	(0.6)
		<hr/>	<hr/>
<b>Net liabilities</b>		(0.6)	(0.6)
		<hr/>	<hr/>
<b>Capital and reserves</b>			
Called up share capital	6	-	-
Profit and loss reserve	7	(0.6)	(0.6)
		<hr/>	<hr/>
<b>Total shareholders' deficit</b>	8	(0.6)	(0.6)
		<hr/>	<hr/>

For the year ended 25 February 2010 the Company was entitled to exemption under section 480(1) of the Companies Act 2006

Members have not required the Company to obtain an audit in accordance with section 476(1) of the Companies Act 2006

The Directors acknowledge their responsibility for

- (i) ensuring the Company keeps accounting records that comply with section 386, and
- (ii) preparing accounts that 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 394, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the Company

The financial statements on pages 3 to 9 were approved by the Board of Directors on 24 November 2010 and signed on its behalf by



**T O'Gorman**  
Director  
(Registered number 4722159)

The accompanying accounting policies and notes form an integral part of these financial statements

**LUMINAR BRANDS****NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 25 FEBRUARY 2010****1 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 in the United Kingdom

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the Company's financial statements

**Profit and loss account**

During the year, the Company did not trade and received no income and incurred no expenditure. Consequently, during this year, the Company neither made a profit nor a loss and no profit and loss account is presented

**Cash flow statement and related party disclosures**

At the year end the Company was a wholly owned subsidiary of Luminar Group Holdings plc and was included in the consolidated financial statements of Luminar Group Holdings plc, which are publicly available. Consequently, the Company has taken advantage of the exemption from preparing a cash flow statement under the terms of FRS 1 (Revised 1996). The Company is also exempt under the terms of FRS 8 from disclosing related party transactions with entities that are wholly-owned within the Luminar Group Holdings plc group

**Going concern**

At 25 February 2010, the Company has an excess of liabilities over assets of £0.6m (2009 £0.6m). The financial statements have been prepared on the going concern basis as the Directors of Luminar Group Holdings plc have agreed to support Luminar Brands in the settlement of its liability for a period of 12 months from the date of approval of the accounts

**Taxation**

UK corporation tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantially enacted by the balance sheet date

**2 Directors' emoluments and employee information**

For the years ended 25 February 2010, there were no staff costs (2009 £nil)

There is no headcount to disclose, as the Company had no employees (2009 none)

None of the Directors received any remuneration for their services to the Company (2009 £nil)

**4 Debtors**

	25 February 2010 £m	26 February 2009 £m
Amounts owed by group undertakings	0.2	0.2
	<hr/>	<hr/>
	0.2	0.2
	<hr/>	<hr/>

Amounts owed by group undertakings are unsecured, repayable on demand and non-interest bearing

On 22 November 2010, the Company assigned all intercompany balances to Luminar Dancing Finance and at face value. This was part of a larger reassignment exercise within the Luminar group in order to simplify the intercompany relationships within the group. Management have assessed that this event has not impacted on the recoverability of the above intercompany balances

## LUMINAR BRANDS

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 25 FEBRUARY 2010 (CONTINUED)

**5 Creditors - amounts falling due within one year**

	25 February 2010 £m	26 February 2009 £m
Corporation tax	0.8	0.8
	<u>0.8</u>	<u>0.8</u>

**6 Called up share capital**

	25 February 2010 Number	£m	26 February 2009 Number	£m
<b>Authorised</b>				
Ordinary shares of £0.0000001333 each	75,000,000	-	75,000,000	-
		<u>-</u>		<u>-</u>
<b>Allotted, called up, issued and fully paid</b>				
Ordinary shares of £0.0000001333 each	75,000,000	-	75,000,000	-
		<u>-</u>		<u>-</u>

**7 Reserves**

	Profit and loss reserve £m
At 25 February 2010 and 26 February 2009	(0.6)
	<u>(0.6)</u>

**8 Reconciliation of movements in total shareholders' deficit**

	25 February 2010 £m	26 February 2009 £m
Opening and closing shareholders' deficit	(0.6)	(0.6)
	<u>(0.6)</u>	<u>(0.6)</u>

**9 Contingent liabilities**

The Company is a guarantor of the Group's five year syndicated £175.0m revolving facility. The facility expires in August 2012.

**LUMINAR BRANDS****NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 25 FEBRUARY 2010 (CONTINUED)**

---

**10 Ultimate parent undertaking and controlling party**

At the year end the ultimate and controlling parent undertaking was Luminar Group Holdings plc, a company incorporated in England and Wales, which was the parent undertaking of the smallest and largest group to consolidate these financial statements. Copies of the Luminar Group Holdings plc financial statements can be obtained from the Company Secretary at Luminar House, Deltic Avenue, Rooksley, Milton Keynes, Buckinghamshire, MK13 8LW.

The immediate parent undertaking of the Company is Luminar IP, a company incorporated in England and Wales.