DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

MONDAY

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COMPANIES HOUSE

COMPANY INFORMATION

Directors Rory W M Gleeson

James B Sunley

Company secretary Sunley Securities Limited

Company number 04808251

Registered office 20 Berkeley Square

London W1J 6LH

Auditors haysmacıntyre Fairfax House

15 Fulwood Place

London WC1V 6AY

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DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2010

The directors present their report and the financial statements for the year ended 31 December 2010

Principal activity

The company did not trade during the year

Directors

The directors who served during the year were

Rory W M Gleeson James B Sunley

Statement of directors' 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 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 these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgments and 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.

Provision of information to auditors

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that

- so far as that director is aware, there is no relevant audit information of which the company's auditors
 are unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of
 any information needed by the company's auditors in connection with preparing their report and to
 establish that the company's auditors are aware of that information

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2010

Auditors

The auditors, haysmacintyre, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006

This report was approved by the board on 13 April 2011 and signed on its behalf

James B Sunley

Director

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF SUNLEY (THAMES DITTON) LIMITED

We have audited the financial statements of Sunley (Thames Ditton) Limited for the year ended 31 December 2010, set out on pages 5 to 7. 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 Auditors' 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, 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 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.

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 2010 and of its results for the year then ended,
- 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

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF SUNLEY (THAMES DITTON) LIMITED

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

Bernadette King (Senior statutory auditor)

for and on behalf of

haysmacintyre Statutory Auditors

Fairfax House

15 Fulwood Place

London WC1V 6AY

13 April 2011

| PROFIT AND LOSS ACCOUNT | |
|--------------------------------|------|
| FOR THE YEAR ENDED 31 DECEMBER | 2010 |

| FOR THE YEAR ENDED 31 DECEMBER 2010 | | | | | |
|---|--|--|--|--|--|
| The company has not traded during the year or the preceding financial year. During these periods, the companience of the preceding financial year. During these periods, the companience of the preceding financial year. | | | | | |
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SUNLEY (THAMES DITTON) LIMITED REGISTERED NUMBER. 04808251

BALANCE SHEET AS AT 31 DECEMBER 2010

| | Note | £ | 2010 £ | £ | 2009 £ |
|---------------------------------------|------|---|-----------|---|-----------|
| CURRENT ASSETS | | | | | |
| Debtors | 2 | | 275,097 | | 275,097 |
| TOTAL ASSETS LESS CURRENT LIABILITIES | | | 275,097 | | 275,097 |
| CAPITAL AND RESERVES | | | | | |
| Called up share capital | 3 | | 1 | | 1 |
| Profit and loss account | | | 275,096 | | 275,096 |
| SHAREHOLDERS' FUNDS | 4 | | 275,097 | | 275,097 |

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 13 April 2011

James B Sunley Director

The notes on page 7 form part of these financial statements

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

1 ACCOUNTING POLICIES

1 1 Basis of preparation of financial statements

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

2 DEBTORS

| | Amounts owed by group undertakings | 2010 £ 275,097 | 2009 £ 275,097 |
|---|--|----------------------|----------------------|
| 3 | SHARE CAPITAL | | |
| | Allotted, called up and fully paid 1 Ordinary share of £1 | 1 | 1 |
| 4 | RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS | | |
| | Shareholders' funds at 1 January 2010 and 31 December 2010 | 275,097 | 275,097 |

5. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The ultimate parent company is Sunley Family Limited Sunley Family Limited is the head of the largest group of companies of which the company is a member that prepares group financial statements

The smallest group of companies of which the company is a member, that prepares group financial statements, is headed by Sunley Holdings Plc

Both Sunley Family Limited and Sunley Holdings Plc are registered in England and Wales

Group financial statements for both Sunley Family Limited and Sunley Holdings Plc are available to the public, on payment of the appropriate fee, from the registrar of Companies at Companies House, Crown Way, Cardiff, CF4 3UZ

The directors do not consider there to be an ultimate controlling party