G.B.N. CHARTERS LIMITED
FINANCIAL STATEMENTS
31 MARCH 2011



BRINDLEY GOLDSTEIN LIMITED

Chartered Accountants & Statutory Auditor 103 High Street Waltham Cross Herts EN8 7AN

FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2011

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OFFICERS AND PROFESSIONAL ADVISERS

The board of directors

Mr D W Thompson Mr N C Thompson Mr G D Thompson

103 High Street Waltham Cross **Registered office**

Herts EN8 7AN

Auditor Brindley Goldstein Limited

Chartered Accountants & Statutory Auditor 103 High Street Waltham Cross

Herts EN8 7AN

Bankers National Westminster Bank Plc

4-5 High Street Chelmsford Essex CM1 1FZ

Barclays Bank Plc

North East London Group

P O Box 2403

London N18 2BY

THE DIRECTORS' REPORT

YEAR ENDED 31 MARCH 2011

The directors have pleasure in presenting their report and the financial statements of the company for the year ended 31 March 2011

PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The directors aim to provide a balanced and comprehensive review of the development and performance of the business during the year and its position at the year end. The review is consistent with the size and non-complex nature of the business and is written in the context of the risks and uncertainties faced.

The company is involved in self drive van hire and commercial vehicle facilities and continues with these business activities. The company's activities are organised into the following divisions

GBN Self Drive Junction 26

The directors consider that the key performance indicators are those that communicate the financial performance and strength of the company as a whole, these being turnover and gross profit

The turnover of the company by division was as follows.

	2011	2010
	£	£
GBN Self Drive	106,264	97,280
Junction 26	422,762	282,846

The directors are satisfied with the company's financial position at the year end and are pleased that the company achieved a trading profit for the year

Sales have increased by 39 2% despite competition in the market

Gross profit has increased to £254,336 (48 1%) from £110,977 (29 2%) and the profit before tax has increased to £41,433 from £5,250. The company's capital and reserves have increased by £11,471 to £13,848 during the year (In 2010 the capital and reserves increased by £21,771 to £2,377)

As for many businesses of this size, the business environment in which the company operates continues to be challenging. The company faces competition in its markets, and is of course subject to consumer and commercial spending patterns and the overall level of disposable income within the economy

RESULTS AND DIVIDENDS

The profit for the year, after taxation, amounted to £24,471 Particulars of dividends paid are detailed in note 7 to the financial statements

DIRECTORS

The directors who served the company during the year were as follows:

Mr D W Thompson

Mr N C Thompson

Mr G D. Thompson

THE DIRECTORS' REPORT (continued)

YEAR ENDED 31 MARCH 2011

The company is a 100% subsidiary of RVL Holdings Plc

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 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 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.

In so far as the directors are aware

- there is no relevant audit information of which the company's auditor is unaware; and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information

THE DIRECTORS' REPORT (continued)

YEAR ENDED 31 MARCH 2011

AUDITOR

Brindley Goldstein Limited are deemed to be re-appointed under section 487(2) of the Companies Act 2006

Registered office. 103 High Street Waltham Cross Herts EN8 7AN Signed on behalf of the directors

Mr D W Thompson

Director

Approved by the directors on 23 September 2011

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF G.B.N. CHARTERS LIMITED

YEAR ENDED 31 MARCH 2011

We have audited the financial statements of GBN CHARTERS LIMITED for the year ended 31 March 2011 which comprise the Profit and Loss Account, Balance Sheet, Cash Flow Statement and the related notes 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 shareholders, 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 shareholders 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 shareholders as a body, for our audit work, for this report, or for the opinions we have formed

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITOR

As explained more fully in the Directors' Responsibilities Statement 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 (APB'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 directors, and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report 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 March 2011 and of its profit 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 MATTERS 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

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G.B.N. CHARTERS LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF G.B.N. CHARTERS LIMITED (continued)

YEAR ENDED 31 MARCH 2011

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.

CHARLES GOLDSTEIN FCA (Senior

Statutory Auditor)
For and on behalf of

BRINDLEY GOLDSTEIN LIMITED

Chartered Accountants & Statutory Auditor

103 High Street Waltham Cross Herts EN8 7AN

23 September 2011

G.B.N. CHARTERS LIMITED PROFIT AND LOSS ACCOUNT YEAR ENDED 31 MARCH 2011

THE PROJECT OF THE PR	Note	2011 £	2010 £
TURNOVER	2	529,026	380,126
Cost of sales		274,690	269,149
GROSS PROFIT		254,336	110,977
Administrative expenses		208,045	101,789
OPERATING PROFIT	3	46,291	9,188
Interest payable and similar charges	5	4,858	3,938
PROFIT ON ORDINARY ACTIVITIES BEFORE	Z		-
TAXATION		41,433	5,250
Tax on profit on ordinary activities	6	16,962	(31,521)
PROFIT FOR THE FINANCIAL YEAR		24,471	36,771

All of the activities of the company are classed as continuing

The company has no recognised gains or losses other than the results for the year as set out above.

BALANCE SHEET

31 MARCH 2011

		2011	Į	2010)
	Note	£	£	£	£
FIXED ASSETS					
Tangible assets	8		242,134		174,820
CURRENT ASSETS					
Stocks	9	26,609		47,703	
Debtors	10	66,998		39,649	
Cash at bank and in hand		42,553		37,096	
		136,160		124,448	
CREDITORS: Amounts falling due within one year	11	335,950		293,318	
NET CURRENT LIABILITIES			(199,790)		(168,870)
TOTAL ASSETS LESS CURRENT	LIABIL	ITIES	42,344		5,950
CREDITORS: Amounts falling due					
after more than one year	12		28,496		3,573
			13,848		2,377
CAPITAL AND RESERVES					
Called-up equity share capital	14		100		100
Profit and loss account	15		13,748		<u>2,277</u>
SHAREHOLDERS' FUNDS	15		13,848		2,377

These financial statements were approved by the directors and authorised for issue on 23 September 2011, and are signed on their behalf by

Mr. D W Thompson Director_____

Company Registration Number 04992687

CASH FLOW STATEMENT

YEAR ENDED 31 MARCH 2011

		2011		2010	
	Note	£	£	£	£
NET CASH INFLOW FROM OPERATING ACTIVITIES			85,731		112,924
RETURNS ON INVESTMENTS AN SERVICING OF FINANCE Interest paid	ND	(1,881)		(1,048)	
Interest element of hire purchase		(2,977)		(2,890)	
NET CASH OUTFLOW FROM RETURNS ON INVESTMENTS AN SERVICING OF FINANCE	ND		(4,858)		(3,938)
TAXATION			(3,438)		(15,795)
CAPITAL EXPENDITURE Payments to acquire tangible fixed ass Receipts from sale of fixed assets	ets	(173,385) 58,815		(44,427) 25,055	
NET CASH OUTFLOW FROM CAPITAL EXPENDITURE			(114,570)		(19,372)
EQUITY DIVIDENDS PAID			(45,000)		(15,000)
CASH (OUTFLOW)/INFLOW BER	ORE		(82,135)		58,819
FINANCING Net inflow from other short-term credit Capital element of hire purchase	tors	601 54,891		1,899 (31,481)	
NET CASH INFLOW/(OUTFLOW) FROM FINANCING)		55,492		(29,582)
(DECREASE)/INCREASE IN CASE	Ŧ		(26,643)		29,237
RECONCILIATION OF OPERATION OF OPERATION ACTIVITIES	NG PRO	OFIT TO NET	CASH INFL	OW FROM	
			2011 £		2010 £
Operating profit			46,291		9,188
Depreciation			47,256		34,189
Decrease in stocks (Increase)/decrease in debtors			21,094 (27,349)		34,925 40,477
Decrease in creditors			(1,561)		(5,855)
Net cash inflow from operating activiti	es		85,731		112,924

CASH FLOW STATEMENT

YEAR ENDED 31 MARCH 2011

RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET DEBT

	201		2010	
(Decrease)/increase in cash in the period	£ (26,643)	£	£ 29,237	£
Net (inflow) from other short-term creditors Cash outflow in respect of hire purchase	(601) (54,891)		(1,899) 31,481	
		(82,135)		58,819
Change in net debt		(82,135)		58,819
Net funds at 1 April 2010		27,530		(31,289)
Net debt at 31 March 2011		(22,605)		27,530
ANALYSIS OF CHANGES IN NET DEBT				
		At 1 Apr 2010 £	Cash flows 31	At Mar 2011 £
Net cash		1 Apr 2010 £	£	Mar 2011 £
Net cash Cash in hand and at bank Overdrafts		1 Apr 2010		Mar 2011
Cash in hand and at bank		1 Apr 2010 £	£ 5,457	Mar 2011 £ 42,553
Cash in hand and at bank Overdrafts Debt		1 Apr 2010 £ 37,096	£ 5,457 (100) 5,357	Mar 2011 £ 42,553 (100) 42,453
Cash in hand and at bank Overdrafts Debt Debt due within 1 year		1 Apr 2010 £ 37,096	£ 5,457 (100) 5,357 (601)	Mar 2011 £ 42,553 (100) 42,453 (2,500)
Cash in hand and at bank Overdrafts Debt		1 Apr 2010 £ 37,096	£ 5,457 (100) 5,357	Mar 2011 £ 42,553 (100) 42,453
Cash in hand and at bank Overdrafts Debt Debt due within 1 year		1 Apr 2010 £ 37,096	£ 5,457 (100) 5,357 (601)	Mar 2011 £ 42,553 (100) 42,453 (2,500)

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2011

1. ACCOUNTING POLICIES

Basis of accounting

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

Related parties transactions

The company is a wholly owned subsidiary of RVL Holdings Plc, the consolidated accounts of which are publicly available. Accordingly, the company has taken advantage of the exemption in FRS 8 from disclosing transactions with members or investees of the group

Turnover

The turnover shown in the profit and loss account represents amounts invoiced during the year, exclusive of Value Added Tax

Fixed assets

All fixed assets are initially recorded at cost

Depreciation

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows

Fixtures, Fittings & Equipment

- 20% straight line basis

Motor Vehicles/Commercial Vehicles

- 25%/18% reducing balance basis

Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items

Hire purchase agreements

Assets held under hire purchase agreements are capitalised and disclosed under tangible fixed assets at their fair value. The capital element of the future payments is treated as a liability and the interest is charged to the profit and loss account at a constant rate of charge on the balance of capital repayments outstanding

Operating lease agreements

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against profits on a straight line basis over the period of the lease

Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as either financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2011

2. TURNOVER

The turnover and profit before tax are attributable to the one principal activity of the company An analysis of turnover is given below

		2011 £	2010 £
	United Kingdom	529,026	380,126
3.	OPERATING PROFIT		
	Operating profit is stated after charging/(crediting)		
		2011 £	2010 £
	Directors' remuneration Depreciation of owned fixed assets Depreciation of assets held under hire purchase	30,032	33,807
	agreements	17,224	382
	Loss on disposal of fixed assets Operating lease costs	(5,566)	1,425
	- Other	14,211	14,773
	Auditor's remuneration	14,039	
		2011 £	2010 £
	Auditor's remuneration - audit of the financial		
	statements	14,039	

4. PARTICULARS OF EMPLOYEES

The average number of staff employed by the company during the financial year amounted to.

	2011	2010
	No	No
Number of distribution staff	11	8
Number of administrative staff	2	_ 2
	13	10
The aggregate payroll costs of the above wer	e	
	2011	2010
	£	£
Wages and salaries	133,521	93,654
Social security costs	8,416	6,473
	141,937	100,127

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2011

5. INTEREST PAYABLE AND SIMILAR CHARGES

	2011 £	2010 £
Internal constitution from the constitution of	•	•
Interest payable on bank borrowing	1,602	1,048
Finance charges	2,977	2,890
Other similar charges payable	279	<u> </u>
	4,858	3,938
		

TAXATION ON ORDINARY ACTIVITIES

(a) Analysis of charge in the year

	2011	2010
Current tax	£	£
UK Corporation tax based on the results for the	year	
at 28% (2010 - 28%)	17,125	(31,521)
Over/under provision in prior year	(163)	•
Total current tax	16,962	(31,521)

(b) Factors affecting current tax charge

The tax assessed on the profit on ordinary activities for the year is higher than the standard rate of corporation tax in the UK of 28% (2010 - 28%)

Profit on ordinary activities before taxation	2011 £ 41,433	2010 £ 5,250
Profit on ordinary activities by rate of tax Expenses not deductible for tax purposes Capital allowances for period in excess of	11,601 1,130	1,470
depreciation Adjustments to tax charge in respect of previous	4,392	7,968
periods	(163)	(39,969)
Over/(under) provision of tax charge	2	(990)
Total current tax (note 6(a))	16,962	(31,521)
DIVIDENDS		

7.

Equity dividends

	2011 £	2010 £
Paid during the year Dividends on equity shares	45,000	15,000

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2011

8. TANGIBLE FIXED ASSETS

	Fixtures, Fittings &	Motor	
	Equipment £	Vehicles £	Total £
COST	-	~	~
At 1 April 2010	15,932	269,887	285,819
Additions	3,909	169,476	173,385
Disposals	_	(100,167)	(100,167)
At 31 March 2011	19,841	339,196	359,037
DEPRECIATION			
At 1 April 2010	1,146	109,853	110,999
Charge for the year	3,673	43,583	47,256
On disposals		(41,352)	(41,352)
At 31 March 2011	4,819	112,084	116,903
NET BOOK VALUE			
At 31 March 2011	15,022	227,112	242,134
At 31 March 2010	14,786	160,034	174,820

Hire purchase agreements

Included within the net book value of £242,134 is £110,081 (2010 - £12,368) relating to assets held under hire purchase agreements. The depreciation charged to the financial statements in the year in respect of such assets amounted to £17,224 (2010 - £382)

9. STOCKS

		2011 £	2010 £
	Stock	26,609	47,703
10.	DEBTORS		
		2011	2010
		£	£
	Trade debtors	35,408	17,905
	Amounts owed by group undertakings	30,393	17,143
	Prepayments and accrued income	1,197	4,601
		66,998	39,649

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2011

11. CREDITORS: Amounts falling due within one year

		2011		2010	
		£_	£	£	£
	Overdrafts		100		-
	Trade creditors		23,733		17,540
	Amounts owed to group undertakings Other creditors including taxation and social	l coments.	210,003		233,886
	Corporation tax	21,971		8,447	
	PAYE and social security	2,910		2,246	
	VAT	29,733		14,571	
	Hire purchase agreements	34,062		4,094	
	Other creditors	2,500		1,899	
			91,176		31,257
	Accruals and deferred income		10,938		10,635
			335,950		293,318
			333,730		273,316
12.	CREDITORS: Amounts falling due after	more than o	ne year		
	-		***		2010
			2011 £		2010 £
	Other creditors		T.		L
	Hire purchase agreements		28,496		3,573
					
13.	COMMITMENTS UNDER HIRE PURC	HASE AGR	EEMENTS		
	Future commitments under hire purchase ag	greements are	as follows		
			2011		2010
			£		£
	Amounts payable within 1 year		38,119		4,388
	Amounts payable between 2 to 5 years		32,040		4,022
			70,159		8,410
	Less interest and finance charges relating to	future	. 0,202		0,
	periods		(7,601)		(743)
			62,558		7,667
	II	- 11 -			-,007
	Hire purchase agreements are analysed as for	Ollows	24.072		4.004
	Current obligations Non-current obligations		34,062		4,094
	Mon-current obligations		28,496		3,573
			62,558		7,667

G.B.N. CHARTERS LIMITED NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 MARCH 2011

14. SHARE CAPITAL

Authorised share capital:

100 Ordinary shares of £1 each		2011 £ 100		2010 £ 100
Allotted, called up and fully paid:				
	2011		2010	
	No	£	No	£
100 Ordinary shares of £1 each	100	100	100	100

15. RECONCILIATION OF SHAREHOLDERS' FUNDS AND MOVEMENT ON RESERVES

	Share capital	_	Total share- holders' funds	
Dalaces howests formers		£ (10.40.4)	40.204	
Balance brought forward	100	(19,494)	` ' '	
Profit for the year	_	36,771	36,771	
Equity dividends	<u>-</u>	(15,000)	(15,000)	
Balance brought forward	100	2,277	2,377	
Profit for the year	_	24,471	24,471	
Equity dividends	_	(45,000)	(45,000)	
Other gains and losses		, ,	, ,	
- Loan written off		32,000	32,000	
Balance carried forward	100	13,748	13,848	

16. ULTIMATE PARENT COMPANY

The company's ultimate parent company is RVL Holdings Plc whose address is Estate Way, Church Road, Leyton, London, E10 7JN The group consolidated accounts can be obtained from this address

G.B.N. CHARTERS LIMITED MANAGEMENT INFORMATION YEAR ENDED 31 MARCH 2011

The following pages do not form part of the statutory financial statements which are the subject of the independent auditor's report on pages 5 to 6

DETAILED PROFIT AND LOSS ACCOUNT

YEAR ENDED 31 MARCH 2011

	2011		2010	
TURNOVER	£	£ 529,026	£	£ 380,126
COST OF SALES				
Opening stock and work-in-progress	47,703		82,628	
Purchases	115,312		96,233	
Direct wages	87,527		53,094	
Employers NIC on direct wages	3,992		2,410	
Motor expenses	5,622		36,043	
Fuel and power	_		4,388	
Waste disposal, haulage and tipping				
expenses	3,674		1,346	
Depreciation of commercial motor vehicles	43,035		39,285	
(Profit)/loss on disposal of fixed assets	(5,566)		1,425	
	301,299		316,852	
Closing stock and work-in-progress	(26,609)		(47,703)	
		274,690		269,149
GROSS PROFIT		254,336		110,977
OVERHEADS				
Administrative expenses		208,045		101,789
OPERATING PROFIT		46,291		9,188
Interest payable		(4,858)		(3,938)
PROFIT ON ORDINARY ACTIVITIES		41,433		5,250

NOTES TO THE DETAILED PROFIT AND LOSS ACCOUNT YEAR ENDED 31 MARCH 2011

	2011		2010	
A DE CONTROL A CONTROL MANDENAGE	£	£	£	£
ADMINISTRATIVE EXPENSES				
Personnel costs	45.004		40.560	
Wages and salaries	45,994		40,560	
Employers NIC	4,424		4,063	
		50,418		44,623
Establishment expenses				
Rent, rates and water	14,211		14,773	
Light and heat	8,313		3,129	
Insurance	18,676		_	
Security	17		_	
		41,217		17 000
General expenses		41,21/		17,902
Motor expenses	19,937		15,715	
Telephone	1,293		459	
Canteen costs	33,113		433	
Printing, stationery and postage	2,234		1,603	
Staff private medical insurance	310		1,005	
General expenses	15,787		3,131	
Advertising	11,735		9,922	
Management charges payable	1,500		6,000	
Legal and professional fees	6,103		4,511	
Computer software and maintenance	2,256		956	
Auditors remuneration	14,039		_	
Depreciation	4,221		(5,096)	
•		110 500		
The second state of the second		112,528		37,201
Financial costs			0.60	
Bad debts written off	2.002		868	
Bank charges	3,882		1,195	
		3,882		2,063
		208,045		101,789
INTEREST PAYABLE				=-
Bank interest payable		1,602		1,048
Hire purchase and finance lease charges		2,977		2,890
Other interest		279		2,070
Outer Hitelant				
		4,858		3,938