Registered number: 05183787

FEE ELECTRONIC GAMING PLC

UNAUDITED DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2008

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COMPANY INFORMATION

DIRECTORS

A H Griffin C M Perkins N Songhurst

COMPANY SECRETARY

J A Ensor

COMPANY NUMBER

05183787

REGISTERED OFFICE

Ludwell House 2 Guildford Street

Chertsey Surrey KT16 9BQ

ACCOUNTANTS

KBDR - Chartered Accountants

The Old Tannery Hensington Road Woodstock Oxon OX20 1JL

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DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2008

The directors present their report and the financial statements for the year ended 31 December 2008.

PRINCIPAL ACTIVITIES

The principal activity of the company is the provision of electronic gaming systems. The company was dormant throughout the accounting period.

DIRECTORS

The directors who served during the year were:

A H Griffin

C M Perkins

N Songhurst

This report was approved by the board on 23 July 2009 and signed on its behalf.

C M Perkins

Director

ACCOUNTANTS' REPORT TO THE BOARD OF DIRECTORS ON THE UNAUDITED FINANCIAL STATEMENTS OF FEE ELECTRONIC GAMING PLC

In accordance with our engagement letter, and in order to assist you to fulfil your duties under the Companies Act 1985, we have compiled the financial statements of the company which comprise the Profit and loss account, the Balance sheet and the related notes from the accounting records and information and explanations you have given to us.

This report is made to the company's Board of Directors, as a body, in accordance with the terms of our engagement. Our work has been undertaken so that we might compile the financial statements that we have been engaged to compile, report to the company's Board of Directors that we have done so, and state those matters that we have agreed to state to them in this 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 Board of Directors, as a body, for our work or for this report.

We have carried out this engagement in accordance with technical guidance issued by the Institute of Chartered Accountants in England and Wales and have complied with the ethical guidance laid down by the Institute relating to members undertaking the compilation of financial statements.

You have acknowledged on the Balance sheet as at 31 December 2008 your duty to ensure that the company has kept proper accounting records and to prepare financial statements that give a true and fair view under the Companies Act 1985. You consider that the company is exempt from the statutory requirement for an audit for the year.

We have not been instructed to carry out an audit of the financial statements. For this reason, we have not verified the accuracy or completeness of the accounting records or information and explanations you have given to us and we do not, therefore, express any opinion on the financial statements.

KBDR - Chartered Accountants

The Old Tannery Hensington Road Woodstock Oxon OX20 1JL

23 July 2009

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2008

	Note	2008 £	2007 £
Administrative expenses		-	(16,732)
Other operating income	2	-	27,432
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION Tax on profit on ordinary activities		-	10,700
PROFIT FOR THE FINANCIAL YEAR	6	•	10,700

The company has not traded during the year. During this period, the company received no income and incurred no expenditure and therefore made neither profit or loss.

BALANCE SHEET AS AT 31 DECEMBER 2008

			2008		2007
	Note	£	£	£	£
CURRENT ASSETS					
Debtors	3	37,425		37,425	
Cash in hand		18		18	
	_	37,443	_	37,443	
CREDITORS: amounts falling due within one year	4	(588)		(588)	
NET CURRENT ASSETS	_		36,855		36,855
TOTAL ASSETS LESS CURRENT LIABIL	ITIES	-	36,855	<u>-</u> -	36,855
CAPITAL AND RESERVES		•		_	
Called up share capital	5		100,000		100,000
Profit and loss account	6	_	(63,145)	_	(63,145)
SHAREHOLDERS' FUNDS		-	36,855	_	36,855

BALANCE SHEET (continued) AS AT 31 DECEMBER 2008

For the year ended 31 December 2008 the company was entitled to exemption from audit under section 249AA(1) of the Companies Act 1985.

Members have not required the company to obtain an audit in accordance with section 249B(2) of the Companies Act 1985.

The directors acknowledge their responsibilities for:

- (i) ensuring the company keeps accounting records which comply with section 221 of the Companies Act 1985 and
- (ii) preparing accounts 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 the Act and which otherwise comply with the requirements of the Companies Act 1985 relating to accounts, so far as applicable to the company.

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 23 July 2009.

N Songhurst Director

The notes on pages 5 to 6 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2008

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 the Financial Reporting Standard for Smaller Entities (effective January 2007).

OTHER OPERATING INCOME		
	2008	2007
Intercompany indebtedness written off	<u> </u>	£ 27,432
DEBTORS		
	2008	2007 £
Called up share capital not paid	37,425	37,425
CREDITORS: Amounts falling due within one year		
9	2008	2007
Other and the se	£	£
Other creditors		588
SHARE CAPITAL		
	2008	2007
Authorized	£	£
190,500,000 Ordinary 'A' shares of 0.5p each 47,500 Ordinary 'C' shares of £1 each	952,500 47,500	952,500 47,500
	1,000,000	1,000,000
Allotted, called up and fully paid		
10,500,000 Ordinary 'A' shares of 0.5p each 47,500 Ordinary 'C' shares of £1 each	52,500 47,500	52,500 47,500
	100,000	100,000
	Intercompany indebtedness written off DEBTORS Called up share capital not paid CREDITORS: Amounts falling due within one year Other creditors SHARE CAPITAL Authorised 190,500,000 Ordinary 'A' shares of 0.5p each 47,500 Ordinary 'C' shares of £1 each Allotted, called up and fully paid 10,500,000 Ordinary 'A' shares of 0.5p each	Intercompany indebtedness written off C

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2008

6. RESERVES

Profit and loss account £

(63,145)

At 1 January 2008 and 31 December 2008

7. OTHER FINANCIAL COMMITMENTS

The company has issued a cross guarantee to Barclays Bank plc in respect of the indebtedness of its ultimate holding company, Fee Group PLC. At the 31 December 2007 the amount owed by Fee Group PLC to Barclays Bank plc amounted to £125,373.

8. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The ultimate holding company is Fee Group PLC, a company incorporated in England and Wales, who hold 72% of the issued share capital of Fee Electronic Gaming PLC.