ALcontrol Holdings (UK) Limited

Directors' report and financial statements

Registered number 05257340

For the year ended 31 March 2010

Contents

Directors' report

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

Principal Activities

The principal activity of the company is that of an intermediate holding company

Business Review

The directors are satisfied with the results for the year

On 18 November 2009, the ALcontrol group of companies headed by ALcontrol Group Holdings Limited ('Old Group'), of which ALcontrol Holdings (UK) Limited is a member, reached agreement with its lenders which resulted in a significant re-structuring of its lender debt As a consequence of this restructuring ALcontrol Holdings (UK) Limited was transferred, along with other members of the ALcontrol Group, into a new corporate structure, headed in the UK by ALcontrol Group Limited (the 'New Group') Following the restructuring the external debt of the New Group was considerably reduced and the New Group received a substantial capital injection

The directors believe this significantly de-leveraged Group balance sheet places the business in a strong position and will allow the group to capitalise on future opportunities

As a result of the restructuring there has been a change in the ultimate parent company of the Group Further details are given in note 18

Results and dividend

The company operating loss before exceptional costs was £0 5m

Exceptional charges were £8 7m and related to the restructuring of the Alcontrol group as described above

Depreciation charges amounted to £0 3m and net interest income was £6 2m after exchange gains of £9 5m Bank interest payable amounted to £2 3m and represents the cost of servicing the bank loans referred to in note 12

The resulting statutory loss for the year is £3m

The directors do not recommend the payment of a dividend *(2009 £nil)*

Directors

The directors who held office during the period were as follows

SS Gibbs

DL Cruddace

Disclosure of information to auditors

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Group's auditors are unaware, and each director has taken all the steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the group s auditors are aware of that information

Financial instruments

The Group's principal financial instruments, other than derivatives, comprise bank loans, finance leases and hire purchase contracts and cash The Group also enters into derivative transactions, principally interest rate swaps The purpose is to manage the interest rate arising from the Group's operations and its sources of finance
It is, and has been throughout the year under review, the Group's policy that no trading in financial instruments shall be undertaken

The main risks arising from the Group's financial instruments are interest rate risk, liquidity risk and credit risk The board reviews and agrees policies for managing each of these risks and they are summarised below The Group also monitors the market price risk arising from all financial instruments

Directors' report *(continued)*

Cash flow interest rate risk

The Group's exposure to market risk for changes in interest rates relates primarily to the Group's short and long-term debt obligations

The Group's policy is to manage its interest cost using a mix of fixed and variable rate debt To manage this mix in a cost efficient manner, the Group enters into interest rate swaps, in which the Group agrees to exchange the difference between fixed and variable interest amounts calculated by reference to an agreed-upon notional principal amount At 31 March 2010, the group had not entered into any interest rate swaps, however it anticipates to do so in future

Credit risk

The Group trades only with recognised, creditworthy third parties It is the Group's policy that all customers who wish to trade on credit terms are subject to credit verification procedures In addition, receivable balances are monitored on an ongoing basis with the result that the Group's net exposure to bad debts is not material

There are no significant concentrations of credit risk within the Group

Liquidity risk

The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of, and reliance upon bank overdrafts, annually renewable revolver facilities, bank loans, and finance leases and hire purchase contracts

Foreign exchange risk

The Group operates in the UK but does hold senior bank debt and loans with associated undertakings, denominated in euros in Europe and therefore has an exposure to exchange rate fluctuations Currency exposures are reviewed regularly by the Board

Auditors

In accordance with Section 487 of the Companies Act 2006, a resolution for the re-appointment of KPMG LLP as auditors of the company and for the directors to determine their remuneration will be proposed at the forthcoming Annual General Meeting

By order of the board

DL Cruddace
Director

Unit 7 & 8
Hawarden Business Park
Hawarden
Deeside
CH5 3US

15 September 2010

Statement of directors' responsibilities in respect of the Directors' Report and 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 that law they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice)

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 group and parent company and of their profit or loss of the company for that period

In preparing each of the group and parent 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, and
- 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 parent company's transactions and disclose with reasonable accuracy at any time the financial position of the parent company and enable them to ensure that its financial statements comply with the Companies Act 2006 They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the group and parent to prevent and detect fraud and other irregularities

KPMG

KPMG LLP
1 The Embankment
Neville Street
Leeds
LS1 4DW
United Kingdom

Independent auditors' report to the members of ALcontrol Holdings (UK) Limited

We have audited the financial statements of ALcontrol Holdings (UK) Limited for the year ended 31 March 2010 set out on pages 6 to 19 The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK 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 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 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

A description of the scope of an audit of financial statements is provided on the APB's web-site at www frc org uk/apb/scope/UKNP.

Opinion

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31 March 2010 and of its loss for the year then ended
- have been properly prepared in accordance with UK 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 members of ALcontrol Holdings (UK) Limited *(continued)*

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

DJ Hutchinson (Senior Statutory Auditor)

For and on behalf of KPMG LLP Statutory Auditor

Chartered Accountants
1 The Embankment
Leeds
West Yorkshire
LS1 4DW

2010

Profit and loss account
for the year ended 31 March 2010

	Note	2010 £000	2009 £000
Turnover		-	-
Administrative expenses		**(8,323)**	(1,018)
Staff costs		**(628)**	-
Impairment of investment	2	-	(87,606)
Depreciation	2	**(281)**	-
Operating loss	2		
Operating loss before exceptional reorganisation		**(522)**	(1,018)
Re organisation costs	2	**(8,710)**	-
Loss on ordinary activities before interest		**(9,232)**	(88,624)
Interest receivable and similar income	4	**15,113**	-
Interest payable and similar charges	5	**(8,908)**	(64,756)
Loss on ordinary activities before taxation	2	**(3,027)**	(153,380)
Tax on loss on ordinary activities	6	-	-
Loss for the financial year	15	**(3,027)**	(153,380)

There are no recognised gains or losses other than those disclosed in the profit and loss account

There was no material difference between the Company's results as reported in the profit and loss account and the results on an unmodified historical cost basis Accordingly, no note of historical cost profits and losses has been prepared in the current year

All operations are continuing

Balance sheet
At 31 March 2010

	Note	2010 £000	£000	2009 £000	£000
Fixed assets					
Investments	*7*	76,755		76,755	
Tangible fixed Assets	*8*	67		-	
			76,822		76,755
Current assets					
Debtors amounts falling due within one year	*9*	170		-	
Creditors amounts falling due within one year	*11*	(771)		(53,705)	
Net current liabilities			(601)		(53,705)
Debtors amounts due after more than one year	*10*		79,092		71,401
Total assets less current liabilities			155,313		94,451
Creditors amounts falling due after more than one year	*12*		(416,496)		(352,607)
Net liabilities			(261,183)		(258,156)
Capital and reserves					
Called up share capital	*14*		1		1
Profit and loss account	*15*		(261,184)		(258,157)
Shareholders' liabilities			(261,183)		(258,156)

These financial statements were approved by the board of directors on 15 September 2010 and were signed on its behalf by

DL Cruddace
Director

Registered number 05257340

Reconciliations of movements in shareholders' funds
for the year ended 31 March 2010

	2010 £000	2009 £000
Loss for the financial year	**(3,027)**	(153,380)
Net reduction in shareholders deficit	**(3,027)**	(153,380)
Opening shareholders deficit	**(258,156)**	(104,776)
Closing shareholders' deficit	**(261,183)**	(258,156)

Notes to the financial statements
(forming part of the financial statements)

1 Accounting policies

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

Basis of preparation

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

The company is exempt by virtue of Section 400 of the Companies Act 2006 from the requirement to prepare group accounts These financial statements present information about the company as an individual undertaking and not about its group

Under Financial Reporting Standard 1 the company is exempt from the requirement to prepare a cash flow statement on the grounds that a parent undertaking includes the company in its own published consolidated financial statements

As the company is a wholly owned subsidiary of ALcontrol Group Limited, the company has taken advantage of the exemption contained in FRS 8 and has therefore not disclosed transactions or balances with entities which form part of the group (or investees of the group qualifying as related parties) The consolidated financial statements of ALcontrol Group Limited, within which this company is included, can be obtained from the address given in note 18

Going concern

The Directors consider it appropriate to prepare these financial statements on a going concern basis, notwithstanding the net liabilities position of the group of £261m

The group's loans, which include those owed by the company, are subject to security from the lending banks and are subject to standard financial and non-financial covenants The directors have prepared financial forecasts for the group, comprising operating profit, balance sheet and cash flows to 31 March 2012 reflecting the current financing structure Having reviewed the Group's cash position, cash flow forecasts and analysis of the banking covenants ruling the Group's loans, the Directors believe that it remains appropriate to prepare the financial statements on a going concern basis

Turnover

Turnover represents the amounts (excluding value added tax) derived from the provision of goods and services to customers

Goodwill and negative goodwill

Purchased goodwill (representing the excess of the fair value of the consideration given over the fair value of the separable net assets acquired) arising on consolidation in respect of acquisitions is capitalised Positive goodwill is amortised to nil by equal annual instalments over its estimated useful life of 20 years

On the subsequent disposal or termination of a business acquired the profit or loss on disposal or termination is calculated after charging (crediting) the unamortised amount of any related goodwill (negative goodwill)

In the company s financial statements, investments in subsidiary undertakings, associates and joint ventures are stated at cost less any provision for permanent diminution in value

Intangible fixed assets and amortisation

Intangible fixed assets purchased separately from a business are capitalised at their cost

Intangible assets acquired as part of an acquisition are capitalised at their fair value where this can be measured reliably

Concessions, patents, licences and trademarks purchased by the company are amortised to nil by equal annual instalments over their useful economic lives, generally their respective unexpired periods

Notes *(continued)*

1 Accounting policies (continued)

Tangible fixed assets and depreciation

Depreciation is provided to write off the cost less the estimated residual value of tangible fixed assets by equal instalments over their estimated useful economic lives as follows

Leasehold land and buildings	-	life of lease
Plant and machinery	-	3 to 40 years
Software and hardware	-	5 years
Development costs	-	10 years

Cost includes directly attributable finance costs

Foreign currencies

Transactions in foreign currencies are recorded using the rate of exchange ruling at the date of the transaction or, if hedged forward, at the rate of exchange under the related forward currency contract Monetary assets and liabilities denominated in foreign currencies are translated using the contracted rate or the rate of exchange ruling at the balance sheet date and the gains or losses on translation are included in the profit and loss account

Government grants

Capital based government grants are included within accruals and deferred income in the balance sheet and credited to the profit and loss account over the estimated useful economic lives of the assets to which they relate

Leases

Assets acquired under finance leases are capitalised and the outstanding future lease obligations are shown in creditors Operating lease rentals are charged to the profit and loss account on a straight line basis over the period of the lease

Post retirement benefits

The Group operates a defined contribution schemes that cover the majority of its employees Under these defined contribution schemes, costs are charged to the profit and loss account as incurred

Stocks

Stocks are stated at the lower of cost and net realisable value

Taxation

The charge for taxation is based on the profit for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes

Tax charges or credits arising on the retranslation of foreign currency borrowings used to finance or provide a hedge against equity investments in foreign enterprises are taken to the Statement of Total Recognised Gains and Losses together with the exchange differences on the borrowings themselves

Cash

Cash, for the purpose of the cash flow statement, comprises cash in hand and deposits repayable on demand, less overdrafts payable on demand

Research and development expenditure

Expenditure on research and development is written off to the profit and loss account in the year in which it is incurred

Notes *(continued)*

1 Accounting policies (continued)

Classification of financial instruments issued by the Group

Financial instruments issued by the Group are treated as equity (i e forming part of shareholders funds) only to the extent that they meet the following two conditions

a) they include no contractual obligations upon the Group to deliver cash or other financial assets or to exchange financial assets or financial liabilities with another party under conditions that are potentially unfavourable to the Group, and

b) where the instrument will or may be settled in the Group's own equity instruments, it is either a non-derivative that includes no obligation to deliver a variable number of the Group s own equity instruments or is a derivative that will be settled by the Group's exchanging a fixed amount of cash or other financial assets for a fixed number of its own equity instruments

To the extent that this definition is not met, the proceeds of issue are classified as a financial liability Where the instrument so classified takes the legal form of the Group's own shares, the amounts presented in the financial statement for called up share capital and share premium exclude amounts in relation to those shares

Finance payments associated with financial liabilities are dealt with as part of interest payable and similar charges Finance payments associated with financial instruments are classified as part of shareholders' funds (see dividends policy), are dealt with as appropriations in the reconciliation of movements in shareholders' funds

Dividends on shares presented within shareholders' equity

Dividends unpaid at the balance sheet date are only recognised as a liability at that date to the extent that they are appropriately authorised and are no longer at the discretion of the Group Unpaid dividends that do not meet these criteria are disclosed in the notes to the financial statements

2 Notes to the profit and loss account

	2010	2009
	£000	£000
Loss on ordinary activities before taxation is stated after charging		
Impairment of Investment	-	87,606
Depreciation and other amounts written off tangible and intangible fixed assets		
Owned	**281**	-
Reorganisation costs	**8,710**	-

Reorganisation costs represents the costs associated with the re-structure of the Alcontrol Group as presented in the directors report

	2010	2009
	£000	£000
Auditors' remuneration		
Audit of these financial statements	**3**	3
Amounts receivable by auditors and their associates in respect of		
Other services relating to taxation	**426**	-

Amounts paid to the Company s auditor in respect of services to the Company, other than the audit of the Company's financial statements, have not been disclosed as the information is required instead to be disclosed on a consolidated basis

Notes *(continued)*

3 Remuneration of directors

The directors of the Company are remunerated by other entities within the ALcontrol Group Limited which are excluded from this consolidation

4 Other interest receivable and similar income

	2010 £000	2009 £000
Exchange differences	10,577	-
Interest due from group undertakings	4,536	-
	15,113	-

5 Interest payable and similar charges

	2010 £000	2009 £000
On bank loans and overdrafts	2,345	3,985
Finance costs on shares classified as liabilities	-	1,637
Interest payable to group undertakings	2,667	16,119
Interest payable to associated undertakings	2,734	-
Amortisation of loan financing costs	45	795
Exchange loss on retranslation of long term finance	1,117	42,220
	8,908	64,756

6 Taxation

Analysis of charge in year

	2010 £000	2009 £000
UK corporation tax		
Current tax on income for the year	-	-
Foreign tax		
Current tax on income for the year	-	-
Total current tax	-	-
Deferred tax (note 13)	-	-
Total tax on loss on ordinary activities	-	-

Notes *(continued)*

6 Taxation (continued)

Factors affecting the tax credit for the current period

The current tax credit for the year is lower *(2009 lower)* than the standard rate of corporation tax in the UK 28% *(2009 28%)* The differences are explained below

	2010 £000	2009 £000
Current tax reconciliation		
Loss on ordinary activities before tax	**(3,027)**	(153,380)
Current tax at 28% *(2009 28%)*	**(848)**	(46,014)
Effects of		
Finance charge on shares classified as liabilities	**-**	458
Expenses not deductible for tax purposes	**3,204**	27,597
Group relief not paid for	**3,424**	11,977
Capital allowances for period in excess of depreciation	**79**	-
Transfer price adjustments	**(5,859)**	(832)
Movement in deferred tax not provided	**-**	6,814
Total current tax	**-**	-

Factors that may affect future and current tax charges

The Company has tax losses carried forward (see note 13) on which no deferred tax asset has been recognised on the basis that recoverability of the asset is uncertain

Notes (continued)

7 Fixed asset investments

	Shares in group undertakings £000
Cost	
At 1 April 2009 and 31 March 2010	**164,360**
Provisions	
At 1 April 2009 and 31 March 2010	**(87,605)**
Net Book Value	
At 1 April 2009 and 31 March 2010	**76,755**

The companies in which the company's interest at the year end is more than 20% are as follows

	Country of incorporation	Principal activity	Class and percentage of shares held
Subsidiary undertakings			
ALcontrol Holdings Limited	UK	Intermediate Holding Company	100% ordinary

8 Tangible fixed assets

	Land and Buildings £000	Plant and machinery £000	Fixtures, fittings, tools and equipment £000	Total £000
Cost				
At 1 April 2009	-	-	-	-
Additions	-	-	348	348
At 31 March 2010	-	-	348	348
Depreciation				
At 1 April 2009	-	-	-	-
Charge for year	-	-	281	281
At 31 March 2010	-	-	281	281
Net book value				
At 31 March 2010	-	-	**67**	**67**
At 31 March 2009	-	-	-	-

Notes *(continued)*

9 Debtors: amounts falling due within one year

	2010 £000	2009 £000
Amounts owed by associated undertakings	**31**	-
Prepayments and accrued income	**139**	-
	170	-

10 Debtors: amounts falling due after more than one year

	2010 £000	2009 £000
Amounts owed by Group undertakings	**79,092**	71,401
	79,092	71,401

11 Creditors: amounts falling due within one year

	2010 £000	2009 £000
Bank loans and overdrafts (see note 16)	**(133)**	52,671
Amounts owed to group undertakings	**-**	847
Accruals and deferred income	**373**	-
Accrued interest	**531**	187
	771	53,705

Included within the balance for bank loans as disclosed above are unamortized finance costs of £133,000 *(2009 £44,000)* that were capitalised in accordance with the requirements of FRS 4 Further details are given in note 12

Notes *(continued)*

12 Creditors: amounts falling due after more than one year

	2010	2009
	£000	£000
Shares classified as liabilities	**14,116**	14,116
Bank loans and overdrafts	**13,122**	-
Amounts owed to group companies	**273,014**	267,227
Amounts owed to related companies	**-**	64,190
Amounts owed to associated undertakings	**109,170**	-
Accrued interest on preference shares	**7,074**	7,074
	416,496	352,607

Included within the balance for bank loans as disclosed above are unamortized finance costs of £878,000 *(2009 nil)* that were capitalised in accordance with the requirements of FRS4 Further details are given below

Analysis of debt:

	2010	2009
	£000	£000
Debt can be analysed as falling due		
In one year or less, or on demand	**(133)**	52,671
Between one and two years	**(133)**	-
Between two and five years	**(399)**	-
In five years or more	**13,654**	-
	12,989	52,671

Amounts repayable in more than five years

	2010	2009
	£000	£000
Bank loans and overdraft (gross)	**14,000**	-
Unamortised finance cost	**-**	-
	14,000	-

Notes *(continued)*

12 Creditors: amounts falling due after more than one year *(continued)*

Loans

The principal loans consist of the following amounts that are secured by fixed and floating charges over the assets of the company and its subsidiary undertakings

As part of the financial restructuring of the Alcontrol Group in the year, the pre existing senior bank debt was reduced as shown below on revised credit terms The company also received, on behalf of the Alcontrol Group, a cash injection by way of an additional Mezzanine debt facility

	Interest rate	Repayment date	2010 £000	2009 £000
Senior debt – Term B				
	Sterling LIBOR + 2 75%	30 June 2013	-	4,208
	Euro EURIBOR + 2 75%	30 June 2013	-	6,872
	Sterling LIBOR + 5 5%	18 November 2016	**2,500**	-
Senior debt – Term C				
	Sterling LIBOR + 3 25%	31 December 2013	-	4,208
	Euro EURIBOR + 3 25%	31 December 2013	-	6,872
	Euro EURIBOR + 0 75%	18 November 2016	**1,677**	-
Senior debt – Term D				
	Sterling LIBOR + 4 5%	30 June 2014	-	17,918
	Euro EURIBOR + 4 5%	30 June 2014	-	12,637
Mezzanine Debt	Sterling LIBOR + 12 00%	18 November 2017	**9,823**	-
			14,000	52,715

13 Provisions for liabilities and charges

The elements of the unrecognised deferred taxation assets are as follows

	2010 £000	2009 £000
Tax losses	**10,463**	7,271
Deferred tax asset	**10,463**	7,271

No deferred tax asset has been recognised in the company on the grounds that recoverability is uncertain

Notes *(continued)*

14 Called up share capital

	2010	2009
	£	£
Authorised		
Equity 120 000 A Ordinary shares of €0 01each	**1,200**	1,200
Non equity 25,000,000 redeemable preference shares of €0 01 each	**250,000**	250,000
300,000 Cumulative convertible participating preferred ordinary shares of €0 01each	**3,000**	3,000
120,000 Deferred shares of €0 01 each	**829**	829
	255,029	255,029
Allotted, called up and fully paid		
Equity 109,185 A Ordinary shares of €0 01each	**1,091**	1,091
Non equity 19,999,893 redeemable preference shares of €0 01 each	**199,999**	199,999
279,997 Cumulative convertible participating preferred ordinary shares of €0 01each	**2,800**	2,800
	203,890	203,890
Shares classified as liability	**202,799**	202,799
Shares classified as shareholders funds	**1,091**	1,091
	203,890	203,890

Redeemable preference shares

Redeemable preference shareholders have the right to receive a fixed cumulative preferential dividend at a rate of 11 6% per annum and is held within creditors payable after more than one year but do not have the right to vote at general meetings of the company The right to receive the preference dividend has priority over the rights of the holders of any other class of shares

Preference shares may be redeemed early by a written resolution, otherwise they are redeemable on a sale or listing or on winding up of a group company

Preferred ordinary shares

Dividends on the preferred ordinary shares will accrue from 10 December 2009 and will rank pari passu in all respects with the 'A' Ordinary shares as to dividends The dividend will be 15% of the profit before taxation of the company Each preferred ordinary share entitles the shareholder to one vote at general meetings of the company

Notes *(continued)*

15 Reserves

Company	Profit and loss account £000
At beginning of year	**(258,157)**
Retained loss for year	**(3,027)**
At end of year	**(261,184)**

Included within the profit and loss account reserve is £7,074,000 *(2009 £7,074,000)* of accrued dividends on the preference shares (see note 14) which are unrealised

16 Contingent liabilities

In addition to the bank loans held by the company £ 50,916,000 *(2009 £94,695,000)* of loans are held by companies that are members of the ALcontrol Group Limited group of companies The Group is a guarantor and each guarantor irrevocably and unconditionally jointly and severally guarantees the borrowings of other companies under the control of ALcontrol Group Limited

17 Commitments

The Company has no outstanding commitments at the year end *(2009 £nil)*

18 Ultimate parent company and parent undertaking of larger group of which the company is a member

The company's immediate parent undertaking is Alcontrol Group Limited

The smallest and largest group to consolidate these financial statements is Alcontrol Group Limited Copies of the Alcontrol Group Limited consolidated financial statements will be available from the Company Secretary at Unit 7&8 Hawarden Business Park, Manor Road (off Manor Lane), Hawarden, Deeside, CH5 3US

ALcontrol Investors (Cayman) L P is the ultimate parent of the group of which ALcontrol Holdings (UK) Limited is a member The results of the company are not included in any other accounts