

**OMAM NOMINEES LIMITED**  
**Company number: 05435792**

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**REPORT OF THE DIRECTORS**

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The Directors present herewith the accounts of the Company for the financial year ended 31 December 2006.

**RESULTS AND DEVELOPMENTS**

The Company acts as the nominee holder of units in the Old Mutual Prosper 80 investment product in accordance with specific terms and conditions. The Company has made no profit or loss during the financial period and is expected to continue on this basis for the foreseeable future.

**DIRECTORS**

The Directors of the Company who served during the period and up to the date of signing these accounts were:

Paul J R Nathan  
Elizabeth M Lathangie

**DIRECTOR'S INTERESTS IN SHARES**

Neither of the Directors or members of their immediate family had any disclosable interest in the share capital of the Company at any time during the period. The interests of the Directors in the shares of Old Mutual plc, the ultimate parent company, are disclosed in the accounts of Old Mutual Asset Managers Holdings (UK) Limited, the parent company.

**AUDIT EXEMPTION**

For the period ended 31 December 2006 the Company was entitled to exemption under section 249AA(1) of the Companies Act 1985. No members have required the Company to obtain an audit of its accounts for the period in question in accordance with section 249B(2) of the Companies Act 1985.



Paul J R Nathan  
Director and Company Secretary

Date: 8/2/07



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**BALANCE SHEET AS AT 31 DECEMBER 2006**

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	Notes	31 Dec 2006 £	31 Dec 2005 £
<b>CURRENT ASSETS</b>			
Due from Old Mutual Asset Managers Limited		<u>1</u>	<u>1</u>
<b>CAPITAL AND RESERVES</b>			
Shareholders' funds:			
Called up share capital	2	<u>1</u>	<u>1</u>

For the period ended 31 December 2006, the Company was entitled to exemption under section 249A(1) of the Companies Act 1985. No members have required the Company to obtain an audit of its accounts for the period in question in accordance with section 249B(2). The Directors acknowledge their responsibility for:

- i) Ensuring the Company keeps accounting records which comply with section 221; 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 period, and of its profit and loss for the financial period in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the Company.

Approved by the Board of Directors on 8 February 2007 and signed on their behalf by:

  
Paul J R Nathan

Date: 8/2/07

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**NOTES TO THE ACCOUNTS**

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1. The Company has not traded during the period and it has made neither profits nor losses.
2. Called up share capital

	31 Dec 2006 £	31 Dec 2005 £
<b>AUTHORISED:</b>		
99 ordinary shares of £1 each	<u>99</u>	<u>99</u>
<b>ISSUED, CALLED UP AND FULLY PAID:</b>		
1 ordinary share of £1	<u>1</u>	<u>1</u>

3. Parent undertakings

Old Mutual plc, registered in England, is the ultimate parent undertaking. Its financial statements are available from: The Secretary, Old Mutual plc, Old Mutual Place, 2 Lambeth Hill, London EC4V 4GG. The Company's immediate parent undertaking is Old Mutual Asset Managers Holdings (UK) Limited, registered in England is the immediate parent undertaking. Its financial statements are available from: The Secretary, Old Mutual Asset Managers Holdings (UK) Limited, Old Mutual Place, 2 Lambeth Hill, London EC4V 4GG.