REPORT OF THE DIRECTORS AND UNAUDITED FINANCIAL STATEMENTS FOR THE PERIOD 19 MAY 2005 TO 31 DECEMBER 2005

FOR

ROUTE 1 GARDEN AND HOME LTD



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COMPANY INFORMATION FOR THE PERIOD 19 MAY 2005 TO 31 DECEMBER 2005

DIRECTORS:

J Cordy

J R Gilbert

SECRETARY:

J R Gilbert

REGISTERED OFFICE:

Deans Court

1-3 London Road

Bicester Oxfordshire OX26 6BU

REGISTERED NUMBER: 5456632 (England and Wales)

ACCOUNTANTS:

Titcheners Limited

Deans Court

1-3 London Road

Bicester Oxfordshire OX26 6BU

REPORT OF THE DIRECTORS FOR THE PERIOD 19 MAY 2005 TO 31 DECEMBER 2005

The directors present their report with the financial statements of the company for the period 19 May 2005 to 31 December 2005.

INCORPORATION

The company was incorporated on 19 May 2005 and commenced trading on 1 June 2005.

PRINCIPAL ACTIVITY

The principal activity of the company in the period under review was that of sales and marketing consultancy.

DIRECTORS

The directors during the period under review were:

J Cordy - appointed 19.5.2005 J R Gilbert - appointed 19.5.2005

The beneficial interests of the directors holding office on 31 December 2005 in the issued share capital of the company were as follows:

| Ordinary £1.00 shares | 31.12.05 | at date of appointment |
|-----------------------|----------|------------------------|
| J Cordy | 1 | 1 |
| J.R. Gilbert | j | l l |

Both the directors, being eligible, offer themselves for election at the forthcoming first Annual General Meeting.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the financial statements in accordance with applicable law and United Kingdom Generally Accepted Accounting Practice.

Company law requires the directors to prepare financial statements for each financial year which 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;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business;
- determine how amounts are presented within the profit and loss account and balance sheet, having regard to the substance of the reported transaction or arrangement, in accordance with generally accepted accounting principles or practice.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 1985. 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.

REPORT OF THE DIRECTORS FOR THE PERIOD 19 MAY 2005 TO 31 DECEMBER 2005

This report has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

ON BEHALF OF THE BOARD:

J R Gilbert - Secretary

Date: 6 JULY 2006

CHARTERED ACCOUNTANTS' REPORT TO THE BOARD OF DIRECTORS ON THE UNAUDITED FINANCIAL STATEMENTS OF ROUTE 1 GARDEN AND HOME LTD

In accordance with our terms of engagement and in order to assist you to fulfil your duties under the Companies Act 1985, we have compiled the financial statements of the company for the period ended 31 December 2005 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 & 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 2005 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 period.

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.

Titcheners Limited

Deans Court 1-3 London Road

Bicester Oxfordshire

OX26 6BU

Date: 10-71-7-2006

PROFIT AND LOSS ACCOUNT FOR THE PERIOD 19 MAY 2005 TO 31 DECEMBER 2005

| | Notes | £ |
|---|-------|--------|
| TURNOVER | | 43,750 |
| Administrative expenses | | 20,640 |
| OPERATING PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION | 2 | 23,110 |
| Tax on profit on ordinary activities | 3 | 4,411 |
| PROFIT FOR THE FINANCIAL PERIOD AFTER TAXATION | | 18,699 |
| RETAINED PROFIT FOR THE PERIOD | | 18,699 |

BALANCE SHEET 31 **DECEMBER 2005**

| | Notes | £ |
|--------------------------------------|----------|--------|
| CURRENT ASSETS | | |
| Debtors | 5 | 529 |
| Prepayments and accrued income | ne | 9,044 |
| Cash at bank | | 11,352 |
| Committee | | 20,925 |
| CREDITORS | | |
| Amounts falling due within on | e year 6 | 17,224 |
| NET CURRENT ASSETS | | 3,701 |
| TOTAL ASSETS LESS CUR LIABILITIES | RENT | 3,701 |
| CAPITAL AND RESERVES | | |
| Called up share capital | 7 | 2 |
| Profit and loss account | 8 | 3,699 |
| SHAREHOLDERS' FUNDS | | 3,701 |

BALANCE SHEET - continued 31 DECEMBER 2005

The company is entitled to exemption from audit under Section 249A(1) of the Companies Act 1985 for the period ended 31 December 2005.

The members have not required the company to obtain an audit of its financial statements for the period ended 31 December 2005 in accordance with Section 249B(2) of the Companies Act 1985.

The directors acknowledge their responsibilities for:

- (a) ensuring that the company keeps accounting records which comply with Section 221 of the Companies Act 1985 and
- (b) preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of each financial year and of its profit or loss for each financial year in accordance with the requirements of Section 226A and which otherwise comply with the requirements of the Companies Act 1985 relating to financial statements, so far as applicable to the company.

These financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and with the Financial Reporting Standard for Smaller Entities (effective January 2005).

ON BEHALF OF THE BOARD:

J Cordy - Director

Approved by the Board on 6 JULY 2006

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD 19 MAY 2005 TO 31 DECEMBER 2005

1. ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective January 2005).

Turnover

Turnover represents net invoiced sales of services, excluding value added tax.

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

2. OPERATING PROFIT

The operating profit is stated after charging:

| Formation costs | <u>85</u> |
|--|-------------|
| Directors' emoluments and other benefits etc | |

3. TAXATION

Analysis of the tax charge

The tax charge on the profit on ordinary activities for the period was as follows:

| - | £ |
|--------------------------------------|--------------|
| Current tax: UK corporation tax | <u>4,411</u> |
| Tax on profit on ordinary activities | 4,411 |

4. **DIVIDENDS**

| | £ |
|-------|--------|
| Final | 15,000 |

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE PERIOD 19 MAY 2005 TO 31 DECEMBER 2005

5. **DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

| | £ |
|---------------|-----|
| Trade debtors | 527 |
| Other debtors | 2 |
| | 529 |

6. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

| | r |
|---|--------|
| Trade creditors | 1,029 |
| Amounts owed to participating interests | 1,800 |
| Taxation and social security | 5,829 |
| Other creditors | 8,566 |
| | 17,224 |

Included in other creditors is an amount of £433 due to J R Gilbert and an amount of £7,500 due to J Cordy who are the directors of the company.

7. CALLED UP SHARE CAPITAL

Authorised:

| Number: | Class: | Nominal | |
|--------------|----------------------|---------|-------------|
| | | value: | £ |
| 1,000 | Ordinary | £1.00 | 1,000 |
| | · | | |
| | | | |
| Allotted, is | sued and fully paid: | | |
| Number: | Class: | Nominal | |

The following shares were allotted and fully paid for cash at par during the period:

2 Ordinary shares of £1.00 each

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE PERIOD 19 MAY 2005 TO 31 DECEMBER 2005

8. **RESERVES**

| | Profit and loss account |
|--|-------------------------|
| Retained profit for the period Dividends | £ 18,699 (15,000) |
| At 31 December 2005 | 3,699 |

9. ULTIMATE CONTROLLING PARTY

The company is controlled by the director's, P J Cordy and J R Gilbert, by virtue of their shareholdings as described in the director's report.