

Rome PIK Holdco Limited

Report and Financial Statements

31 May 2008

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COMPANIES HOUSE

Rome PIK Holdco Limited

Registered No: 05936498

Directors

G W Ford

B J Price

Secretary

B J Price

Auditors

Ernst & Young LLP

1 More London Place

London

SE1 2AF

Bankers

Bank of Scotland

The Mound

Edinburgh

EH1 1YZ

Solicitors

PWC Legal

1 Embankment Place

London

WC2N 6DX

Registered office

3 Neal Street

London

WC2H 9PU

Directors' report

The directors present their report and financial statements for Rome PIK Holdco Limited ("the company") for the year ended 31 May 2008.

Principal activities

Rome PIK Holdco Limited is an intermediate holding company which owns Rome Pikco Limited.

The company is one of a group of companies set up to facilitate the acquisition by Saratoga Limited of Caffè Nero Group Limited in the period ended 31 May 2007.

Results and dividends

The company made a profit before taxation of £5.1m (period ended 31 May 2007, profit of £1.3m).

No dividend is proposed.

Likely future developments

The company will continue to perform its role as a holding company which owns Rome Pikco Limited. The company will continue to accrue interest receivable on the intercompany loan to Rome Pikco Limited and accrue interest payable on the intercompany loan from Rome Topco Unlimited.

Directors

The directors who served during the year were:

G W Ford
B J Price

Treasury and risk management

The company had net assets at the year end of £8.4m (31 May 2007 net assets of £3.3m). The company's ultimate shareholders hold Preferred Equity Certificates of a nominal value of £98.5m. These liabilities and interest charges have been passed down the group in the form of deep discounted bonds and intercompany loans, and are reflected in the company's balance sheet. The company's immediate parent undertaking, Rome Topco Unlimited, has confirmed to the directors that it will not seek repayment of the amounts owed until such time as the company is able to meet these liabilities.

Capital Management

Capital comprises shareholders equity and financing from the company's parent undertakings. At the year end the amount of each component of capital is as in the company balance sheet. The company's capital management is impacted by the capital management decisions made by its parent undertakings. The company has no externally imposed capital restrictions.

Directors' report

Statement of disclosure of information to auditors

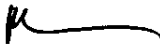
The directors who were members of the Board at the time of approving the directors' report are listed above. Having made enquiries of fellow directors and of the company's auditors, each of these directors confirms that:

- a) to the best of each director's knowledge and belief, there is no relevant audit information of which the company's auditors are unaware; and
- b) each director has taken all the steps a director might reasonably be expected to have taken to be aware of the relevant audit information and to establish that the Company's auditors are aware of that information.

Auditors

In accordance with sections 379A and 386 of the Companies Act 1985, the company has elected to dispense with the obligation under section 384 of the Companies Act 1985 to appoint auditors annually. Ernst & Young LLP will continue in office until further notice.

By order of the board


B J Price
Secretary 1/12/16

Statement of directors' responsibilities

The directors are responsible for preparing 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 International Financial standards as adopted by the European Union. The financial statements are required by law to give a true and fair view of the state of affairs of the company and of its profit and loss for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies in accordance with IAS 8: Accounting Policies, Changes in Accounting Estimates and Errors and then apply them consistently;
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information; and
- provide additional disclosures when compliance with the specific requirements in IFRSs is insufficient to enable users to understand the impact of particular transactions, other events and conditions on the entity's financial position and financial performance; and
- state that the company has complied with IFRSs, subject to any material departures disclosed and explained in the financial statements.

The directors are responsible for keeping proper accounting records that 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 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.

Independent auditors' report

to the members of Rome PIK Holdco Limited

We have audited the financial statements of Rome PIK Holdco Limited for the year ended 31 May 2008 which comprise the Income Statement, Balance Sheet, Statement of Change in Shareholders' Equity, Statement of Cash Flows and the related notes 1 to 10. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. 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 auditors' 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

The directors' responsibilities for preparing the financial statements in accordance with applicable United Kingdom law and International Financial Reporting Standards (IFRSs) as adopted by the European Union are set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the directors' report is consistent with the financial statements.

In addition, we report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

We read the directors' report and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgments made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Independent auditors' report

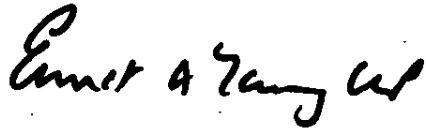
to the members of Rome PIK Holdco Limited

(continued)

Opinion

In our opinion:

- the financial statements give a true and fair view, in accordance with IFRSs as adopted by the European Union, of the state of the company's affairs as at 31 May 2008 and of its profit for the year then ended;
- the financial statements have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the directors' report is consistent with the financial statements.



Ernst & Young LLP
Registered auditor
London

17 December 2008

Income statement

For the year ended 31 May 2008

	<i>Notes</i>	<i>2008</i> <i>£000</i>	<i>2007</i> <i>£000</i>
Finance income	2	26,494	8,204
Finance expense	3	(21,431)	(6,895)
Profit before taxation		5,063	1,309
Tax on profit on ordinary activities	4	-	-
Profit attributable to equity holders of the company		5,063	1,309

Balance sheet

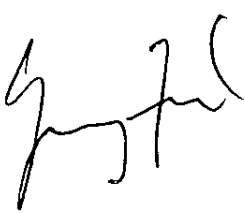

at 31 May 2008

	Notes	2008 £000	2007 £000
Non-current assets			
Investments	5	100,474	100,474
Current assets			
Amounts due from subsidiary undertakings		34,698	8,204
Total assets		135,172	108,678
Non-current liabilities			
Financial liabilities	6	(126,776)	(105,345)
Total liabilities		(126,776)	(105,345)
Net assets		8,396	3,333
Equity			
Called up share capital	8	-	-
Share premium account		2,024	2,024
Retained earnings		6,372	1,309
Shareholders' equity		8,396	3,333

The financial statements were approved by the board of directors and signed on its behalf by:

G W Ford
Director

B J Price
Director



1/12/08

Statement of changes in shareholders' equity

for the year ended 31 May 2008

	<i>Share capital £000</i>	<i>Share premium account £000</i>	<i>Retained earnings £000</i>	<i>Total £000</i>
On incorporation	-	-	-	-
Shares issued	-	2,024	-	2,024
Profit for the period	-	-	1,309	1,309
At 31 May 2007	-	2,024	1,309	3,333
Profit for the year	-	-	5,063	5,063
As at 31 May 2008	-	2,024	6,372	8,396

Statement of cash flows

for the period ended 31 May 2007

The company's transactions have been funded by another group company through movements on intercompany accounts and the company does not have a bank account. Accordingly, the company had no cash flows during the period.

Notes to the financial statements

at 31 May 2008

1. Accounting policies

Authorisation of financial statements and statement of compliance with IFRSs

The company financial statements for the year ended 31 May 2008 were authorised for issue by the board of the directors on 28 November 2008 and the balance sheet was signed on the board's behalf by G Ford and B Price. Rome PIK Holdco Limited is a private limited company incorporated and domiciled in England and Wales.

The company financial statements have been prepared in accordance with International Financial Reporting Standards as they apply to the financial statements for the year ended 31 May 2008 applied in accordance with the provisions of the Companies Act 1985. The financial statements are also consistent with International Financial Reporting Standards as issued by the IASB.

These financial statements have been prepared for the individual company only. The company has taken advantage of the exemption available under s228 of the Companies Act 1985 not to prepare group financial statements.

Key sources of estimation uncertainty

The preparation of financial statements requires management to make estimates and assumptions that affect the amounts reported for assets and liabilities as at the balance sheet date and the amounts reported for revenues and expenses during the year. The nature of estimation means that actual outcomes could differ from those estimates.

Basis of preparation

The financial statements have been prepared on a going concern basis as the company's parent undertaking, Rome Topco Unlimited, has confirmed to the directors that it will not seek repayment of its outstanding loans until such time as the company is able to meet these liabilities.

The company financial statements are presented in Sterling and all values are rounded to the nearest thousand pounds (£000) except as otherwise indicated.

Investments

Non-current asset investments are stated at cost less provision for impairment. The carrying value of fixed asset investments is reviewed for impairment if events or changes in circumstances indicate the carrying value may not be recoverable.

Interest bearing loans and overdrafts

All loans and borrowings are initially recognised at the fair value of the consideration received less directly attributable transaction costs, when the company becomes party to the related contracts. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the effective interest method. Gains and losses arising on the repurchase, settlement or otherwise cancellation of liabilities are recognised respectively in finance income and finance expense.

Notes to the financial statements

at 31 May 2008

1. Accounting policies (continued)

Financial assets

Financial assets are recognised when the company becomes party to the contracts that give rise to them and are classified as financial assets at fair value through profit or loss; loans and receivables; held to maturity investments; or as available for sale financial assets, as appropriate. The company determines the classification of its financial assets at initial recognition and re-evaluates this designation at each financial year end. When financial assets are recognised initially, they are measured at fair value, being the transaction price, plus in the case of financial assets not a fair value through the profit or loss, directly attributable transaction costs.

All regular way purchases and sales of financial assets are recognised on the trade date, being the date that the company commits to purchase or sell the asset. Regular way transactions require delivery of assets within the timeframe generally established by regulation or convention in the market place. The subsequent measurement of financial assets depends on their classification, as follows:

Held to maturity investments

Non derivative financial assets with fixed or determinable payments and fixed maturity are classified as held to maturity when the company has the positive intention and ability to hold to maturity. Held to maturity investments are carried at amortised cost using the effective interest method. Gains and losses are recognised in income when the investments are derecognised or impaired, as well as through the amortisation process. Investments intended to be held for an undefined period are not included in the income statement.

Loans and receivables

Loans and receivables are non –derivative financial assets that are designated as such. After initial recognition, available for sale financial assets are measured at fair value with gains or losses being recognised as a separate component of equity until the investment is derecognised or until the investment is determined to be impaired at which time the cumulative gain or loss previously reported in equity is included in the income statement.

Impairment of financial assets

The company assesses at each balance sheet date whether a financial asset or group of financial assets is impaired.

Assets carried at cost

If there is objective evidence that no impairment loss on an unquoted equity instrument that is not carried at fair value because its fair value cannot be reliably measured, or on a derivative asset that is linked to and must be settled by delivery of such an unquoted equity instrument, has been incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the current market rate of return for a similar financial asset.

Current tax

Current tax is the amount of income tax payable on the taxable profit for the year. Current tax assets and liabilities for the current and prior periods are measured at the amounts expected to be recovered from or paid to the tax authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the balance sheet date.

Notes to the financial statements

at 31 May 2008

1. Accounting policies (continued)

Deferred tax

Deferred tax is provided on all temporary differences at the balance sheet date between the tax bases of assets and liabilities and their carrying amounts with the exception of:

- Taxable temporary differences associated with investments in subsidiaries, associates and interest in joint ventures, where the timing of the reversal of the temporary difference can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.
- Deferred income tax assets are recognised only to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, carried forward tax credits or tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the balance sheet date.

Deferred tax balances are not discounted.

Income tax is charged or credited directly to equity if it relates to items that are credited or charged to equity. Otherwise income tax is recognised in the income statement.

Capital instruments

Ordinary shares are classified as equity instruments. Other instruments are classified as liabilities if they contain an obligation to transfer economic benefits and if not they are included in equity.

Derecognition of financial assets and liabilities

A financial asset or liability is generally derecognised when the contract that gives rise to it is settled, sold or cancelled or expires.

Where an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, such that the difference in the respective carrying amounts together with any costs or fees incurred are recognised in profit or loss.

Notes to the financial statements

at 31 May 2008

1. Accounting policies (continued)

New standards and interpretations applied in the year

The company has adopted the following new and amended IFRS and IAS interpretations during the year.

Adoption of these revised standards and interpretations did not have any effect on the financial performance or position of the Company in the current or prior periods. In certain cases, they did however give rise to additional disclosures.

- IFRS 7 Financial Instruments: Disclosures
- IAS 1 Amendment – Presentation of Financial Statements: Capital Disclosures

The principal effects of these changes are as follows:

IFRS 7 - Financial Instruments: Disclosures

This standard requires disclosures that enable users of the financial statements to evaluate the significance of the Company's financial instruments and the nature and extent of risks arising from those financial instruments. The new disclosures are included throughout the financial statements. While there has been no effect on the financial position or results, comparative information has been revised where necessary.

IAS 1 - Presentation of Financial Statements

This amendment requires the Company to make new disclosures to enable users of the financial statements to evaluate the Company's objectives, policies and processes for managing capital.

New standards and interpretations not applied

IASB and IFRIC have issued the following standards and interpretations, which may have an impact on the company, with an effective date after the date of these financial statements:

International Accounting Standards (IAS / IFRSs)		Effective date
IFRS 2	Amendment to IFRS 2 – Vesting Conditions and Cancellations	1 January 2009
IFRS 3	Business Combinations (revised January 2008)	1 July 2009
IFRS 8	Operating Segments	1 January 2009
IAS 1	Presentation of Financial Statements (revised September 2007)	1 January 2009
IAS 23	Borrowing Costs (revised March 2007)	1 January 2009
IAS 27	Consolidated and Separate Financial Statements (revised January 2008)	1 July 2009
International Financial Reporting Interpretations Committee (IFRIC)		
IFRIC 13	Customer Loyalty Programmes	1 July 2008

IAS 23 has been revised to require capitalisation of borrowing costs when such costs relate to a qualifying asset. A qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use or sale. In accordance with the transitional provisions in the Standard, the Company will adopt this as a prospective change. Accordingly, borrowing costs will be capitalised on qualifying assets with a commencement date of 1 January 2009. No changes will be made for borrowing costs incurred prior to this date that have been expensed.

Whilst the revised IAS 1 will have no impact on the measurement of the Company's results or net assets, it is likely to result in certain changes in the presentation of the Company's financial statements from 2009 onwards.

Notes to the financial statements

at 31 May 2008

1. Accounting policies (continued)

The Directors do not anticipate that the adoption of the remaining standards and interpretations will have a material impact on the Company's financial statements in the period of initial application. The IASB and IFRIC have issued other standards and interpretations with an effective date for years starting on or after the date on which the financial statements start. The directors do not anticipate that the adoption of these standards, wherever relevant to the company, will have a material impact on the company's financial statements in the year of initial application.

The effective dates stated here are those given in the original IASB/IFRIC standards and interpretations. As the Company has elected to prepare their financial statements in accordance with IFRS as adopted by the European Union, the application of new standards and interpretations will be subject to their having been endorsed for use in the EU via the EU Endorsement mechanism. In the majority of cases this will result in an effective date consistent with that given in the original standard or interpretation but the need for endorsement restricts the Company's discretion to early adopt standards.

2. Finance income

	2008 £000	2007 £000
Interest on loan to subsidiary undertaking	26,494	8,204

3. Finance expense

	2008 £000	2007 £000
Interest on loan from parent undertaking	21,431	6,895

4. Tax

(a) Tax on profit on ordinary activities

There is no tax charge for the year ending 31 May 2008 (period ending 31 May 2007, £nil).

	2008 £000	2007 £000
Profit on ordinary activities before tax	5,063	1,309
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 29.67% (2007 – 30%)	1,502	393
Group relief received for nil payment	(1,502)	(393)
Total current tax	-	-

Notes to the financial statements

at 31 May 2008

5. Non current asset investments

	<i>Loans to subsidiary undertakings £000</i>	<i>Shares in subsidiary undertakings £000</i>	<i>Total £000</i>
Cost:			
On incorporation	-	-	-
Shares in subsidiary company	-	2,024	2,024
Loan to subsidiary company	98,450	-	98,450
At 31 May 2007 and 31 May 2008	98,450	2,024	100,474

In the opinion of the directors, the aggregate value of the investment in subsidiary undertakings is not less than the amount at which it is stated in the balance sheet.

On 25 January 2007, the company acquired the entire share capital of Rome Pikco Limited, which is the holding company of Rome Bidco Limited, which during the prior period acquired the entire issued equity share capital of Caffè Nero Group Limited, which operates Italian style coffee bars.

The loan to the company's subsidiary undertaking is repayable on demand, together with all interest accrued on it. Interest accrues on the outstanding principal amount of debt and any unpaid interest at a rate agreed by the lender and borrower. Interest is payable on such day or days as may be agreed by the lender and borrower.

Details of company undertakings

Details of the investments in which the company holds 20% or more of the nominal value of any class of share capital are as follows:

<i>Name of company</i>	<i>Holding</i>	<i>Proportion of voting rights and shares held</i>	<i>Nature of Business</i>
<i>Subsidiary undertakings</i>			
Rome Pikco Limited	Ordinary shares	100%	Holding Company

Notes to the financial statements

at 31 May 2008

6. Financial liabilities

As at 31 May 2008

	<i>Current</i>	<i>Non-current</i>	<i>Total</i>
	<i>£000</i>	<i>£000</i>	<i>2008</i>
			<i>£000</i>
<i>Interest bearing loans and borrowings:</i>			
Loan from parent undertaking	-	98,450	98,450
Rolled up interest due to parent undertaking	-	28,326	28,326
Total	-	126,776	126,776

As at 31 May 2007

	<i>Current</i>	<i>Non-current</i>	<i>Total</i>
	<i>£000</i>	<i>£000</i>	<i>2007</i>
			<i>£000</i>
<i>Interest bearing loans and borrowings:</i>			
Loan from parent undertaking	-	98,450	98,450
Rolled up interest due to parent undertaking	-	6,895	6,895
Total	-	105,345	105,345

The loan from the company's parent undertaking is repayable in January 2107, unless an earlier repayment date is agreed between the two parties. Interest is payable at 25.125% per annum in the first year, 23.125% per annum in the second year, 20.125% per annum in the third year and 19.125% per annum thereafter.

The loan is carried at amortised cost using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument to its net carrying amount.

Notes to the financial statements

at 31 May 2008

7. Financial instruments

The company's principal financial instruments comprise its loan from its parent undertaking and amounts due from subsidiary undertakings, the main purpose of which are to raise and provide finance for the company's operations and acquisitions. It is, and has been throughout the year under review, the company's policy that no trading in financial instruments shall be undertaken.

The main risks arising from company's financial instruments is liquidity risk; there is no currency risk as all financial instruments are held in sterling. The Board reviews and agrees policies for managing each of these risks and these policies are summarised below.

Liquidity risk

The company's objective is to maintain a balance between continuity of funding and flexibility through the use of intercompany loans and facilities.

The loans from the company's parent undertaking are repayable in January 2107, unless an earlier repayment date is agreed between the two parties. However, Rome Topco Unlimited, the company's parent, has confirmed to the directors that it will not seek repayment of these loans until such time as the company is able to meet these liabilities.

Interest on the loan from the company's parent is payable at 25.125% per annum in the first year, 23.125% per annum in the second year, 20.125% per annum in the third year and 19.125% per annum thereafter. The effective annual interest rate on the loan is 20.18%, based on the assumption that the loan will be repaid no later than 2037. This assumption has been made on the basis that the loan with the parent company mirrors the terms of the deep discount bonds held by the parent company, which must be redeemed by 2037.

The contract maturity table below assumes that interest will continue to be accrued until 2037.

Year ended 31 May 2008

	On Demand £000	Within 1 year £000	1-5 years £000	More than 5 years £000	Total £000
Loan from parent undertaking	-	-	-	98,450	98,450
Rolled up interest on loan from parent undertaking	-	-	-	24,370,724	24,370,724
	-	-	-	24,469,174	24,469,174

Period ended 31 May 2007

	On Demand £000	Within 1 year £000	1-5 years £000	More than 5 years £000	Total £000
Loan from parent undertaking	-	-	-	98,450	98,450
Rolled up interest on loan from parent undertaking	-	-	-	24,370,724	24,370,724
	-	-	-	24,469,174	24,469,174

Notes to the financial statements

at 31 May 2008

7. Financial instruments (continued)

Interest rate risk profile of financial assets and liabilities

The interest rate profile of the financial assets and liabilities of the company at the period end denominated in sterling were as follows:

<i>Year ended 31 May 2008</i>	<i>Within 1 year £000</i>	<i>1-2 years £000</i>	<i>2-3 years £000</i>	<i>3-4 years £000</i>	<i>4-5 years £000</i>	<i>More than 5 years £000</i>	<i>Total £000</i>
<i>Fixed rate</i>							
Loan from parent undertaking	-	-	-	-	-	(98,450)	(98,450)
Rolled up interest on loan from parent undertaking	-	-	-	-	-	(28,326)	(28,326)
Loan to subsidiary undertaking	98,450	-	-	-	-	-	98,450
Rolled up interest on loan to subsidiary undertaking	8,204	-	-	-	-	-	8,204
<i>Period ended 31 May 2007</i>	<i>Within 1 year £000</i>	<i>1-2 years £000</i>	<i>2-3 years £000</i>	<i>3-4 years £000</i>	<i>4-5 years £000</i>	<i>More than 5 years £000</i>	<i>Total £000</i>
<i>Fixed rate</i>							
Loan from parent undertaking	-	-	-	-	-	(98,450)	(98,450)
Rolled up interest on loan from parent undertaking	-	-	-	-	-	(6,895)	(6,895)
Loan to subsidiary undertaking	98,450	-	-	-	-	-	98,450
Rolled up interest on loan to subsidiary undertaking	34,698	-	-	-	-	-	34,698

Fair values of financial assets and liabilities

The book values of financial liabilities of the company are set out below. The directors consider that there were no material differences between the book values and fair values of all the company financial assets and liabilities at each year end.

	<i>2008 £000</i>	<i>2007 £000</i>
Cash at bank and in hand	-	-
Loan from parent undertaking, including rolled up interest	(126,776)	(105,345)
Loan to subsidiary undertaking, including rolled up interest	133,148	106,654

Notes to the financial statements

at 31 May 2008

8. Share capital

	<i>number</i>	<i>£1 ordinary shares £</i>
Authorised:	100	100
	<hr/>	<hr/>
Allotted, called up and fully paid:		
At 15 September 2006	-	-
Issued during the period	51	51
	<hr/>	<hr/>
At 31 May 2007 and 31 May 2008	51	51
	<hr/>	<hr/>

The company has one class of shares with equal voting rights. Consideration received on the issue of shares was £2,024,000 split £51 as share capital and £2,023,949 as share premium.

9. Related party transactions

The following transactions took place between the company and related parties during the year:

- £26.5m of interest has accrued during the year on a loan made from the company to its subsidiary, Rome Pikco Limited, in the prior period. The loan and related interest is repayable on demand of the company.
- £21.4m of interest has accrued during the year on a loan made to the company by the company's parent undertaking, Rome Topco Unlimited, in the prior period. The loan and the interest due on it are repayable in January 2107, unless an earlier repayment date is agreed between the two parties.

10. Ultimate parent undertaking

At the year end, the company's ultimate parent undertaking and controlling party was Saratoga Limited, a company incorporated in the Isle of Man. The company's immediate parent undertaking was Rome Topco Unlimited.

Rome Holdco Sarl is the parent undertaking of the smallest and largest group of which the company is a member and for which group financial statements are prepared. Copies of the group financial statements for Rome Holdco Sarl will be available from Rome Holdco Sarl at 46A Avenue JF Kennedy, L-1855 Luxembourg.