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**Hays Foreign Exchange (East Midlands) Limited
(formerly Norham House 1146 Limited)**

Report and Financial Statements

31 October 2008



Hays Foreign Exchange (East Midlands) Limited (formerly Norham House 1146 Limited)

Registered No: 06428210

Directors

Mr J Hays
Mr M R Norden

Secretary

Mr M R Norden

Auditors

Ernst & Young LLP
Citygate
St James' Boulevard
Newcastle upon Tyne
NE1 4JD

Bankers

Barclays Bank plc
53 Fawcett Street
Sunderland
Tyne and Wear
SR1 1SD

Solicitors

Muckle LLP
Time Central
32 Gallowgate
Newcastle upon Tyne
NE1 4BF

Registered Office

25 Vine Place
Sunderland
Tyne and Wear
SR1 3NA

Directors' report

The directors present their report and financial statements for the period from incorporation to 31 October 2008.

Results and dividends

The profit for the period, after taxation, amounted to £426. The directors do not propose the payment of a final ordinary dividend.

Principal activity and review of business

The company was incorporated on 15 November 2007. The company's name was changed on 13 December 2007 to Hays Foreign Exchange (East Midlands) Limited.

The company's principal activity during the period was the sale of foreign currency.

Directors

The directors who served throughout the period were as follows:

Mr J Hays (appointed 9 January 2008)

Mr M R Norden (appointed 9 January 2008)

Mr C Smith (appointed 9 January 2008, resigned 31 December 2008)

Disabled employees

The company gives full consideration to applications for employment from disabled persons where the requirements of the job can be adequately fulfilled by a handicapped or disabled person.

Where existing employees become disabled it is the company's policy wherever practicable to provide continuing employment under normal terms and conditions and to provide training and career development and promotion to disabled employees where appropriate.

Employee involvement

During the year, the policy of providing employees with information about the company has been continued. Regular meetings are held to allow a free flow of information and ideas.

Financial risk management policy

The company's principal financial investments comprise cash, cash equivalents and loans. Other financial assets and liabilities, such as trade creditors and trade debtors, arise directly from the company's operating activities.

The main risks associated with the company's financial assets and liabilities are set out below.

Interest rate risk

The company invests surplus cash in a floating rate interest yielding bank deposit account and has access to a floating rate interest bearing overdraft facility. Term loans are entered into at floating interest rates. The company interest income and expenses are therefore affected by movements in interest rates. The company does not undertake any hedging activity.

Credit risk

The company has external debtors; however, the company undertakes assessments of its customers in order to ensure that credit is not extended where there is a likelihood of default.

Liquidity risk

The company aims to mitigate liquidity risk by managing cash generated by its operations.

Directors' report

Financial risk management policy (continued)

Foreign currency risk

The company reviews its foreign currency exposure on an ongoing basis. The company trades foreign currencies, but these are considered stable and therefore the Board feel there is no material foreign currency risk.

Disclosure of information to the auditors

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information, being information needed by the auditor in connection with preparing its report, of which the auditor is unaware. Having made enquiries of fellow directors and the company's auditor, each director has taken all the steps that he is obliged to take as a director in order to make himself aware of any relevant audit information and to establish that the auditor is aware of that information.

Auditors

During the period Ernst & Young LLP were appointed auditors of the company. A resolution to re-appoint Ernst & Young LLP as auditors will be put to the members at the Annual General Meeting.

Special provisions relating to small companies

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 Hays
Director

19 March 2009

Statement of directors' responsibilities

The directors are responsible for preparing the Annual 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 the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). The financial statements are required by law to 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;
- 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 proper accounting records that 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.

Independent auditors' report

to the members of Hays Foreign Exchange (East Midlands) Limited (formerly Norham House 1146 Limited)

We have audited the company's financial statements for the period ended 31 October 2008 which comprise the Profit and Loss Account, the Balance Sheet and the related notes 1 to 13. 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 are responsible for the preparation of the financial statements in accordance with applicable United Kingdom law and Accounting Standards (United Kingdom Generally Accepted Accounting Practice) as 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, are properly prepared in accordance with the Companies Act 1985 and whether the information given in the Directors' Report is consistent with the financial statements.

We also 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.

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.

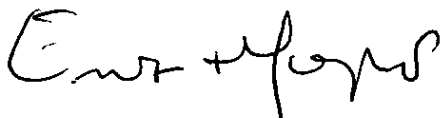
Independent auditors' report

to the members of Hays Foreign Exchange (East Midlands) Limited (formerly Norham House 1146 Limited) (continued)

Opinion

In our opinion:

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 October 2008 and of its profit for the period 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.

A handwritten signature in black ink, appearing to read 'Ernst & Young', written in a cursive style.

Ernst & Young LLP
Registered Auditor
Newcastle upon Tyne

20 March 2009

Profit and loss account

for the period ended 31 October 2008

	<i>Notes</i>	<i>2008</i> £
Turnover	2	592
Operating expenses	3	-
Operating profit	4	<u>592</u>
Interest receivable		-
Interest payable and similar charges		-
Profit on ordinary activities before taxation		<u>592</u>
Tax on profit on ordinary activities	5	166
Profit for the financial period	10	<u><u>£426</u></u>

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

All operations are continuing.

Balance sheet

at 31 October 2008

	Notes	2008 £
Current assets		
Debtors	6	470
Cash at bank and in hand		622
		<hr/> 1,092
Creditors: amounts falling due within one year	7	566
		<hr/> 526
Net current assets		<hr/> 526
Total assets less current liabilities		<hr/> 526
Provisions for liabilities and charges		
Deferred taxation	8	-
		<hr/> £526
		<hr/>
Capital and reserves		
Called up share capital	9	100
Profit and loss account	10	426
		<hr/>
Equity shareholders' funds	10	<hr/> £526
		<hr/>

The 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.

The financial statements were approved by the Board of Directors on 19 March 2009, and signed on their behalf by:



J Hays
Director

Notes to the financial statements

1. Accounting policies

Accounting convention

The financial statements are prepared under the historical cost convention and in accordance with applicable accounting standards.

Stocks

Stocks of foreign currency notes and coins are stated at lower of cost and net realisable value.

Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or right to pay less or to receive more tax, with the exception of deferred tax assets. Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the underlying timing differences can be deducted.

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

Foreign currencies

Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the balance sheet date.

All differences are taken to the profit and loss account.

2. Turnover

Turnover represents the sales value of foreign currency or commission earned as an agent, and arises wholly within the UK. The sale of foreign currency is exempt from value added tax.

3. Operating expenses

	2008
	£
Distribution costs	-
Administration expenses	-
	<hr/>
	£ -
	<hr/>

Notes to the financial statements

4. Operating profit

This is stated after charging:

	2008 £
Depreciation of owned fixed assets	
Auditors' remuneration	-
Directors' remuneration	-
	<u> </u>

5. Tax on profit on ordinary activities

(a) *Analysis of charge in period*

	2008 £
Current tax:	
UK corporation tax on profits of the period	166
Total current tax	<u>166</u>
Deferred tax:	
Origination and reversal of timing differences	-
Total deferred tax (note 8)	<u>-</u>
Tax on profit on ordinary activities	<u>£166</u>

(b) *Factors affecting tax charge for period*

The tax assessed for the period is equal to the standard rate of corporation tax in the UK.

6. Debtors

	2008 £
Amounts due from related undertakings	£470
	<u> </u>

7. Creditors: amounts falling due within one year

	2008 £
Corporation tax	166
Amounts due to parent undertaking	400
	<u>£566</u>

Notes to the financial statements

8. Provisions for liabilities and charges

Deferred taxation

	2008 £
Accelerated capital allowances	-
At incorporation	-
Deferred tax charge in profit and loss account for the period (note 5)	-
At 31 October 2008	£ -

9. Share capital

	<i>Authorised 2008 No.</i>	<i>Allotted, called up and fully paid 2008 £</i>
Ordinary shares of £1 each	100	100

10. Reserves and reconciliation of shareholders' funds

	<i>Share capital £</i>	<i>Profit and loss account £</i>	<i>Total share- holders' funds £</i>
On incorporation	100	-	100
Profit for the period	-	426	426
At 31 October 2008	£100	£426	£526

11. Capital commitments

There were no capital commitments at 31 October 2008.

12. Ultimate parent undertaking and controlling party

In the directors' opinion the company's ultimate parent undertaking and controlling party is Hays Travel Limited, a company registered in England and Wales.

The parent undertakings financial statements can be obtained from Companies House in Cardiff.

13. Related party transactions

The company has taken advantage of the exemptions available to subsidiary undertakings under FRS 8 of not disclosing transactions with entities of the group qualifying as related parties.