

Barbon Sub Holdco Limited (formerly Caley Sub Holdco Limited, formerly Pencilquick Limited)

Financial statements

For the period from 26 February 2008 to 31 December 2008



Company No. 06514300

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Barbon Sub Holdco Limited (formerly Caley Sub Holdco Limited, formerly Pencilquick Limited)

Financial statements for the period from 26 February 2008 to 31 December 2008

Company information

Company registration number

06514300

Registered office

Third Floor
Sunley House
Bedford Park
Croydon
CR0 2AP

Directors

A T Jenkinson
D M Oliver

Secretary

C H Ye

Report of the directors

The directors present their report and the financial statements of the company for the period from 26 February 2008 to 31 December 2008.

Principal activities and business review

The company has not traded during the period, and has therefore made neither a profit nor a loss.

On 18 March 2008 the name of the company was changed from Pencilquick Limited to Caley Sub Holdco Limited and on 7 January 2009 the company name was changed to Barbon Sub Holdco Limited.

On 13 March 2008 Caley SPV Limited acquired the company from Instant Companies Limited and on 1 October 2008 Barbon Insurance Group Limited acquired the company from Caley SPV Limited.

Post balance sheet events

1. The Company exercised an option purchased from a parent company, Caley Limited, to acquire the preference shares in ARM Insurance Limited on 5 January 2009. The purchase was financed by a loan from Caley limited.
2. On 19th January 2009 and subsequent to the year end, Lloyds Banking Group plc became the majority shareholder of Caley SPV Limited following the acquisition of HBOS plc by Lloyds Banking Group plc

Directors

The directors who served the company during the period were as follows:

A Jenkinson (appointed 19 December 2008)

D M Oliver (appointed 19 December 2008)

J Smith (appointed 1 September 2008 and resigned 19 December 2008)

D J Ewen (appointed 12 March 2008 and resigned 1 September 2008)

S J P Long (appointed 12 March 2008 and resigned 1 September 2008)

M Packham (appointed 12 March 2008 and resigned 1 September 2008)

D R Parkes (alternate director to M Packham) (appointed 13 March 2008 and resigned 1 September 2008)

Instant Companies Limited (appointed 26 February 2008 and resigned 12 March 2008)

The only director that held share interests in the company during the year was Instant Companies Limited; the other directors interests in the shares of the ultimate parent company and other group companies are disclosed in that company's financial statements.

Signed on behalf of the Board



A T Jenkinson
Director

9 July 2009

Balance sheet

	Note	31 Dec 2008 £
Current assets		
Debtors	2	1
Net current assets		1
Capital and reserves		
Share capital	3	1
Equity shareholders funds		1

The annual accounts have not been audited because the company is entitled to the exemption provided by section 249A(1) of the Companies Act 1985 and no notice under section 249B(2) has been deposited at the company's registered office requiring the company to obtain an audit of the accounts.

The directors acknowledge their responsibilities for ensuring that the company keeps accounting records that comply with section 221 of the Companies Act 1985. The directors also acknowledge their responsibilities for 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 of the Companies Act 1985, and which otherwise comply with the requirements of that Act relating to accounts, so far as applicable to the company.

The accounts are prepared in accordance with the special provisions of part VII of the Companies Act 1985 relating to small/medium companies.

These financial statements were approved by the Board of Directors on 9 July 2009

Signed on behalf of the Board of Directors



A T Jenkinson
Director

Notes to the financial statements

1. Accounting policies

These financial statements have been prepared in accordance with Financial Reporting Standards and comply with the Companies Act (1985) applicable to small companies

Profit and loss account

The company has not traded during the current or previous year, accordingly no profit and loss account has been prepared..

2. Debtors

	31 December 2008 £
Amounts owed by group undertakings	1

3. Share Capital

	31 December 2008 £
Authorised	
1,000 Ordinary Shares at £1 each	1,000
Called up, allotted and fully paid up	
1 Ordinary Shares at £1 each	1

4. Information regarding directors and employees

The company did not have any employees during the period. No amounts are payable in the period by the directors or companies controlled by directors.

Notes to the financial statements (continued)

5. Ultimate parent company

The directors consider, and the period end, the parent company of Barbon Sub Holdco Limited to be Barbon Insurance Group Limited which is the parent company of the smallest group within which the financial statements of Barbon Sub Holdco Limited are included. Barbon Insurance Group Limited is a company incorporated in England and Wales, with its registered address at 4-9 Highview, High Street, Bordon, Hampshire GU35 0AX.

The ultimate parent company of Barbon Sub Holdco Limited at the year end was Caley SPV Limited, a company incorporated in the United Kingdom with its registered address at 3rd Floor, Sunley House, Bedford Park, Croydon CR0 2AP. The individual financial statements of the Company are incorporated in the group financial statements of Caley SPV Limited. Copies of the consolidated accounts of Caley SPV Limited may be obtained from the registered address.

As noted in the directors' report on 19th January 2009 and subsequent to the year end, Lloyds Banking Group plc became the majority shareholder of Caley SPV Limited following the acquisition of HBOS plc by Lloyds Banking Group plc.

6. Post balance sheet events

The Company exercised an option purchased from a parent company, Caley Limited, to acquire the preference shares in ARM Insurance Limited on 5 January 2009. The purchase was financed by a loan from Caley Limited.