

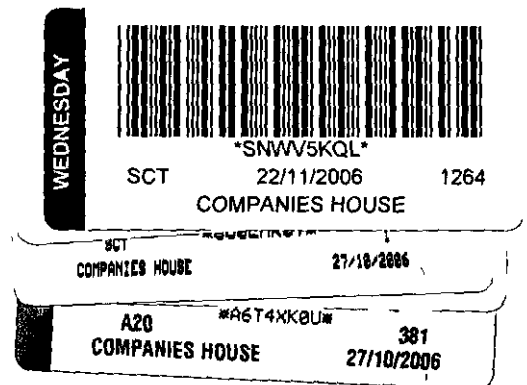


Argent Rendering Limited

Directors' report and financial statements

Registered number SC35022

31 December 2005



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Company Information

Directors

A J Barnes
D J Gray
A P H Hunter

Secretary

A J Barnes

Registered office

The Rural Centre
West Mains
Ingliston
Midlothian
EH28 8LT

Company number

SC035022 (Scotland)

Directors' report

The directors present their annual report together with the audited financial statements of the company for the year ended 31 December 2005

Principal activities and business review

The company did not trade during the period. There are no plans for the company to trade in the foreseeable future.

Directors

The directors during the year under review were

A J Barnes (resigned 24 October 2005, appointed 24 April 2006)
D J Ward (resigned 01 June 2006)
D J Gray
A P H Hunter
R B MacEachran (appointed 4 July 2005, resigned 24 April 2006)

L E P Jannetta resigned as secretary on 3 March 2005. A J Barnes was appointed as secretary on the same day. A J Barnes resigned as secretary on 12 October 2005. R B MacEachran was appointed as secretary on the same day. A J Barnes was appointed as secretary on 24 April 2006.

The directors do not have any interest in the shares of the company to be disclosed under Schedule 7 of the Companies Act. The interests of the directors in the shares of the ultimate parent company, Argent Group Europe Limited, are disclosed in the financial statements of that company.

BY ORDER OF THE BOARD:



A J Barnes
Director

Statement of directors' responsibilities in respect of the directors' report and the financial statements

The directors are responsible for preparing the Directors' 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 company financial statements in accordance with UK Accounting Standards. 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 for that period.

In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgments and estimates that are reasonable and prudent,
- follow applicable UK Accounting Standards, subject to any material departures as disclosed and explained within the notes to the financial statements;
- 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 enable them to ensure that its financial statements comply with the Companies Act 1985. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

Under applicable law the directors are also responsible for preparing a Directors' Report that complies with that law.

Balance Sheet
as at 31 December 2005

	Notes	2005 £'000	2004 £'000
FIXED ASSETS			
Investments	3	203	203
CURRENT ASSETS			
Debtors	4	<u>3,615</u>	<u>3,615</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		3,818	3,818
CREDITORS: Amounts falling due after more than one year	5	<u>(3,520)</u>	<u>(3,520)</u>
Net Assets		<u>298</u>	<u>298</u>
CAPITAL AND RESERVES			
Called up share capital	6	156	156
Capital reserve	7	26	26
Profit and loss account		<u>116</u>	<u>116</u>
SHAREHOLDERS' FUNDS	9	<u>298</u>	<u>298</u>

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

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

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 its financial year, and of its profit and loss for the financial year 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

These financial statements were approved by the board of directors on October 2006 and signed on its behalf by



A J Barnes Director

Profit and Loss Account

The company has not traded and has received no income and incurred no expenditure during the financial year. Consequently, the company has made neither a profit nor a loss

Notes to the Financial Statements

1. Accounting policies

Basis of preparation

The financial statements have been prepared in accordance with the applicable Accounting Standards in the United Kingdom and under the historical cost convention. The principal accounting policies of the Company are set out below. The policies have remained unchanged from the previous year with the exception of where changes have been made to previous policies on the adoption of new accounting standards.

Accounting convention

The financial statements have been prepared under the historical cost convention.

Investments

Fixed asset investments are stated at cost less any provision required for a permanent diminution in value.

Cash flow statement and related party disclosures

The company is a wholly owned subsidiary of Argent Group Europe Limited and is included in its consolidated financial statements, which are publicly available. Consequently, the company has taken advantage of the exemption from preparing a cash flow statement under the terms of Financial Reporting Standard 1 (revised 1996). The company is also exempt under the terms of Financing Reporting Standard 8 from disclosing related party transactions with entities which are part of the Argent Group Europe Limited group.

Taxation

Current tax, including UK corporation tax and overseas tax, is included at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred taxation is provided in respect of the tax effect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at the balance sheet date that result in an obligation to pay more tax or a right to pay less tax in the future. Deferred tax assets are recognised only to the extent that they are considered recoverable in the future. Deferred tax is measured at the tax rates that are expected to apply in the periods in which the timing differences are expected to reverse. Deferred tax is measured on a non-discounted basis.

2. Taxation

No liability to UK corporation tax arose on ordinary activities for the year ended 31 December 2005.

3. Fixed asset investments

	£'000
COST:	
At beginning and end of year	203
NET BOOK VALUE	
At 31 December 2005	<u>203</u>
At 31 December 2004	<u>203</u>

4 Fixed Asset Investments (continued)

	2005 £'000	2004 £'000
Unlisted investments	<u>203</u>	<u>203</u>

This represents the cost of investments in the undernoted subsidiary companies

	Country of incorporation	Holding	Percentage of issue
William Forrest & Son (Paisley) Ltd	Scotland	Ordinary	100%
W C Hodgkinson (Cleland) Ltd	Scotland	Ordinary	100%

4. Debtors: amounts falling due after more than one year

	2005 £'000	2004 £'000
Amounts owed by group undertakings	<u>3,615</u>	<u>3,615</u>

5. Creditors: amounts falling due after more than one year

	2005 £'000	2004 £'000
Amounts owed to group undertakings	<u>3,520</u>	<u>3,520</u>

6. Called up share capital

Authorised

Number	Class	Nominal value	2005 £'000	2004 £'000
10,000	"A" Ordinary	£1	10	10
190,000	Ordinary	£1	<u>190</u>	<u>190</u>
			<u>200</u>	<u>200</u>

Allotted, called up and fully paid

Number	Class	Nominal value	2005 £'000	2004 £'000
155,704	Ordinary	£1	<u>156</u>	<u>156</u>

7. Capital reserve

	2005 £'000	2004 £'000
Brought forward	<u>26</u>	<u>26</u>

This balance is wholly distributable

8. Ultimate parent company

The company is a wholly owned subsidiary of Argent By Products Group Limited, a company incorporated in England and Wales, and is ultimately owned and controlled by Argent Group Europe Limited, a company incorporated in England and Wales with registered office at 5th Floor, 9 Hatton Street, London NW8 8PL

The largest group into which the results of the company are consolidated is the Argent Group Europe Limited group. Copies of those consolidated financial statements may be obtained from the registered office

9. Reconciliation of movements on shareholders' funds

	2005 £'000	2004 £'000
Profit for the financial year		
Opening equity shareholders' funds	<u>298</u>	<u>298</u>
Closing equity shareholders' funds	<u>298</u>	<u>298</u>

10. Significant events since the year end

On 25 May 2006, following the reconstruction of the group, Argent Group Europe Limited was replaced by Argyll Group Europe Limited as the ultimate parent company of the group