

PURE FISHING (UK) LIMITED

Report and Financial Statements

31 December 2006



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OFFICERS AND PROFESSIONAL ADVISERS

DIRECTOR

G Thomas

SECRETARY

J E Frewer

REGISTERED OFFICE

39 St Vincent Place
Glasgow
G1 2QQ

BANKERS

Fortis Bank
23 Camomile Street
London
EC3A 7PP

SOLICITORS

Hill Dickinson
Pearl Assurance House
2 Derby Street
Liverpool
L2 9XL

AUDITORS

Deloitte & Touche LLP
Chartered Accountants
Manchester

DIRECTOR'S REPORT

The director presents his annual report and the audited financial statements for the year ended 31 December 2006

ACTIVITIES

The company's principal activity during the year was the importing and distribution of fishing tackle

RESULTS AND DIVIDENDS

The profit and loss account for the year is set out on page 5. The profit for the year of £232,316 has been transferred to reserves (2005 – loss of £2,533 transferred from reserves). The director does not recommend the payment of any dividends (2005 – £Nil).

REVIEW OF DEVELOPMENTS AND FUTURE PROSPECTS

Trading conditions in the UK retail market during 2006 continued to be extremely competitive and sales at £3.58m are £0.80m lower than in 2005. Net profit before tax was £0.337m compared with £0.023m in the previous year.

Sales are expected to show a modest improvement in 2007.

On 10 April 2007, the ultimate parent company was acquired by Jarden Corporation.

FIXED ASSETS

The movements in fixed assets during the year are set out in note 8 to the financial statements.

DIRECTOR AND HIS INTERESTS

The director who served during the year is

G Thomas

The director has no beneficial interests in the shares of the company or the parent company.

STATEMENT OF DISCLOSURE TO AUDITOR

Each of the persons who is a director at the date of approval of this report confirms that

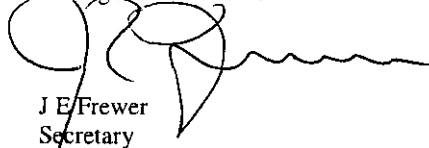
- (a) so far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware, and
- (b) they have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of S234ZA of the Companies Act 1985.

AUDITORS

A resolution to appoint the company's auditor will be proposed at the forthcoming Annual General Meeting.

Approved by the Board
and signed on behalf of the Board



J E Frewer
Secretary

10 July 2007

STATEMENT OF DIRECTOR'S RESPONSIBILITIES

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 these 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 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 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 the system of internal control, 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 PURE FISHING (UK) LIMITED

We have audited the financial statements of Fontaine International Europe Limited for the year ended 31 December 2006 which comprise the Profit and Loss Account, the Statement of Total Recognised Gains and Losses, the Balance Sheet, the Cash Flow Statement and the related notes 1 to 18. 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 law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) 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

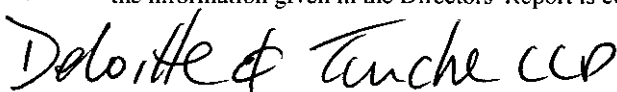
We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the 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.

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 December 2006 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.



Deloitte & Touche LLP
Chartered Accountants and Registered Auditors
Manchester

12 July 2007

PROFIT AND LOSS ACCOUNT
Year ended 31 December 2006

	Note	2006 £	2005 £
TURNOVER	2	3,582,515	4,375,034
Cost of sales		(2,992,180)	(3,288,083)
GROSS PROFIT		590,335	1,086,951
Distribution expenses		(515,357)	(834,539)
Administration expenses		90,176	(359,342)
OPERATING PROFIT/(LOSS)	4	165,154	(106,930)
Interest receivable	6	172,067	167,597
Interest payable and similar charges	5		(37,272)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		337,221	23,395
Tax on profit on ordinary activities	7	(104,905)	(25,928)
PROFIT/(LOSS) ON ORDINARY ACTIVITIES AFTER TAXATION AND RETAINED FOR THE FINANCIAL YEAR		232,316	(2,533)
Retained profit brought forward		2,347,372	2,349,905
Retained profit carried forward		2,579,688	2,347,372

The above results derive entirely from continuing operations

The company has no recognised gains or losses other than the profit for the financial year and the loss for the preceding year. Accordingly, a separate statement of total recognised gains and losses has not been prepared.

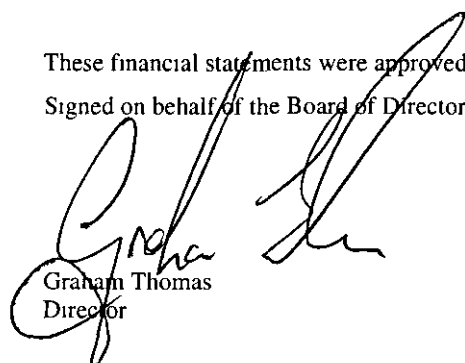
Other than the profit for the current year and the loss for the preceding year there are no movements in shareholders' funds.

BALANCE SHEET
31 December 2006

	Note	£	2006 £	£	2005 £
FIXED ASSETS					
Tangible assets	8		<u>22,280</u>		<u>23,368</u>
CURRENT ASSETS					
Debtors	9	12,696,143		9,848,674	
Cash at bank and in hand		<u>61,551</u>		<u>84,657</u>	
		12,757,694		9,933,331	
CREDITORS: amounts falling due					
Within one year	10	<u>(9,990,286)</u>		<u>(7,399,327)</u>	
NET CURRENT ASSETS			<u>2,767,408</u>		<u>2,534,004</u>
TOTAL ASSETS LESS CURRENT LIABILITIES BEING NET ASSETS			<u>2,789,688</u>		<u>2,557,372</u>
CAPITAL AND RESERVES					
Called up share capital	11		210,000		210,000
Profit and loss account			<u>2,579,688</u>		<u>2,347,372</u>
EQUITY SHAREHOLDERS' FUNDS	12		<u>2,789,688</u>		<u>2,557,372</u>

These financial statements were approved by the Board of Directors on 10 July 2007

Signed on behalf of the Board of Directors


Graham Thomas
Director

CASH FLOW STATEMENT
Year ended 31 December 2006

	Note	£	2006 £	£	2005 £
Net cash outflow from operating activities	14		(190,169)		(44,784)
Returns on investments and servicing of finance					
Interest received		172,067		167,597	
Interest paid				(37,272)	
Net cash inflow from returns on investments and servicing of finance			172,067		130,325
Taxation					
UK corporation tax paid		7,307		(55,512)	
Tax refunded/(paid)			7,307		(55,512)
Capital expenditure and financial investment					
Purchase of tangible fixed assets		(12,311)		(7,017)	
Net cash outflow from capital expenditure and financial investment			(12,311)		(7,017)
(Decrease)/increase in cash	15/16		(23,106)		23,012

NOTES TO THE ACCOUNTS
Year ended 31 December 2006

1 ACCOUNTING POLICIES

The financial statements are prepared in accordance with applicable United Kingdom accounting standards. The particular accounting policies adopted by the directors are described below.

Accounting convention

The financial statements are prepared under the historical cost convention.

Tangible fixed assets

Depreciation is provided on cost in equal annual instalments over the estimated useful lives of the assets. The rates of depreciation are as follows:

Plant, machinery and motor vehicles	over 3 to 5 years
Fixtures, fittings, tools and equipment	over 3 to 5 years

Stocks

Stocks are stated at the lower of cost and net realisable value. In general, cost is determined on a first in first out basis and includes transport and handling costs. Where necessary, provision is made for obsolete, slow moving and defective stock.

Taxation

Current tax, including UK corporation tax, is provided 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 tax is provided in full on timing differences which result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in the financial statements.

Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

Leases

Operating lease rentals are charged to income in equal annual amounts over the lease term.

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 of the balance sheet date.

Pension costs

Pension costs represent contributions to the defined contribution pension schemes of certain employees and are included in the profit and loss account for the period in which they are payable. The assets of the scheme are held separately from those of the company in independently administered funds.

NOTES TO THE ACCOUNTS
Year ended 31 December 2006

2 TURNOVER

Turnover represents amounts derived from the provision of goods and services which fall within the company's ordinary activities after deduction of trade discounts and value added tax. Revenue is recognised on despatch. The turnover and pre tax profits are attributable to one activity. The geographical split is as follows:

	2006 £	2005 £
United Kingdom	3,220,674	3,851,897
Europe	361,841	523,137
	<u>3,582,515</u>	<u>4,375,034</u>

3. INFORMATION REGARDING DIRECTOR AND EMPLOYEES

	2006 £	2005 £
Director's emoluments		
Emoluments	89,205	86,781

The director (2005 – one) was a member of the company defined contribution pension scheme during the year.

	£	£
Amounts paid into the company pension scheme on behalf of the director	12,520	12,305

	No	No
Average number of persons employed		
Office and management	10	11
Warehouse	3	3
	<u>13</u>	<u>14</u>
	£	£

Staff costs during the year (including the director)		
Wages and salaries	339,851	367,596
Social security costs	40,280	44,438
Pension costs	26,912	28,470
	<u>407,043</u>	<u>440,504</u>

4 OPERATING PROFIT/(LOSS)

	2006 £	2005 £
Operating profit/(loss) is stated after charging/(crediting)		
Depreciation		
Owned assets	13,399	12,988
Rentals under operating leases		
Land and buildings	25,000	40,110
Other	33,211	35,925
Foreign exchange (gains)/losses	(544,691)	256,828
Auditors' remuneration		
audit	15,000	13,500
non audit	4,500	4,350

NOTES TO THE ACCOUNTS
Year ended 31 December 2006

5 INTEREST PAYABLE AND SIMILAR CHARGES

	2006 £	2005 £
Other	<u> </u>	<u>37,272</u>

6 INTEREST RECEIVABLE

	2006 £	2005 £
Interest from group undertakings	165,641	161,092
Bank interest	6,426	6,505
	<u>172,067</u>	<u>167,597</u>

7. TAX ON PROFIT ON ORDINARY ACTIVITIES

(a) Analysis of charge in year

	2006 £	2005 £
United Kingdom corporation tax at 30% (2005 – 30%) based on the profit for the year	114,326	24,588
Adjustments in respect of previous periods	(9,421)	1,340
	<u>104,905</u>	<u>25,928</u>

(b) Factors affecting tax charge for the year

The tax assessed for the year is higher than that resulting from applying the standard rate of corporation tax for companies in the UK (30%) The differences are explained below

	2006 £	2005 £
Profit on ordinary activities before tax	337,221	23,395
Tax at 30% (2005 – 30%) thereon	(101,166)	(7,019)
Effects of		
Expenses not deductible for tax purposes	(13,925)	(17,417)
Capital allowances in excess of depreciation	733	(941)
Movement in short term timing differences	32	334
Marginal relief		455
Adjustments in respect of prior periods	9,421	(1,340)
	<u>(104,905)</u>	<u>(25,928)</u>

Deferred tax assets have not been recognised in respect of timing differences relating to depreciation in excess of capital allowances on general pool assets and general provisions, as there is insufficient evidence that the assets will be recovered The amount of assets not recognised is £11,000 (2005 £11,000) The asset would be recovered if these timing differences were to reverse without replacement capital expenditure in subsequent accounting periods

NOTES TO THE ACCOUNTS
Year ended 31 December 2006

8. TANGIBLE FIXED ASSETS

	Plant, machinery and motor vehicles £	Fixtures, fittings, tools and equipment £	Total £
Cost			
At 1 January 2006	33,637	100,838	134,475
Additions		12,311	12,311
	<u>33,637</u>	<u>113,149</u>	<u>146,786</u>
At 31 December 2006			
Accumulated depreciation			
At 1 January 2006	30,797	80,310	111,107
Charge for the year	533	12,866	13,399
	<u>31,330</u>	<u>93,176</u>	<u>124,506</u>
At 31 December 2006			
Net book value			
At 31 December 2006	<u>2,307</u>	<u>19,973</u>	<u>22,280</u>
At 31 December 2005	<u>2,840</u>	<u>20,528</u>	<u>23,368</u>

9 DEBTORS

	2006 £	2005 £
Trade debtors	1,050,936	1,231,389
Amounts owed by ultimate parent company	10,821,142	7,964,944
Amounts owed by fellow group undertakings	679,037	482,277
Other debtors	14,072	17,403
Prepayments and accrued income	130,956	105,673
Corporation tax debtor		46,988
	<u>12,696,143</u>	<u>9,848,674</u>

10. CREDITORS. AMOUNTS FALLING DUE WITHIN ONE YEAR

	2006 £	2005 £
Trade creditors	69,640	105,155
Amounts owed to fellow group undertakings	9,573,995	6,988,566
Corporation tax payable	65,224	
Other taxation and social security	147,590	144,358
Accruals and deferred income	133,837	161,248
	<u>9,990,286</u>	<u>7,399,327</u>

NOTES TO THE ACCOUNTS
Year ended 31 December 2006

11. CALLED UP EQUITY SHARE CAPITAL

	2006 £	2005 £
Authorised		
500,000 ordinary shares of £1 each	500,000	500,000
Called up, allotted and fully paid		
210,000 ordinary shares of £1 each	210,000	210,000

12 RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS

	2006 £	2005 £
Profit/(loss) for the financial year	232,316	(2,533)
Opening shareholders' funds	2,557,372	2,559,905
Closing shareholders' funds	2,789,688	2,557,372

13. FINANCIAL COMMITMENTS

There were no capital commitments at 31 December 2006 or 31 December 2005

At 31 December 2006 the company had annual commitments under non cancellable operating leases as follows

	2006 £	2005 £
Land and buildings		
Expiring within one year		
Expiring between two and five years	25,000	25,000
	25,000	25,000
Motor vehicles and office equipment		
Expiring within one year	4,333	4,740
Expiring between two and five years	34,851	30,928
	39,184	35,668

14. RECONCILIATION OF OPERATING (PROFIT)/LOSS TO NET CASH FLOW FROM OPERATING ACTIVITIES

	2006 £	2005 £
Operating profit/(loss)	165,154	(106,930)
Depreciation	13,399	12,988
Decrease in stock		
Increase in debtors	(2,894,457)	(2,145,781)
Increase in creditors	2,525,735	2,194,939
Net cash outflow from operating activities	(190,169)	(44,784)

NOTES TO THE ACCOUNTS
Year ended 31 December 2006

15. ANALYSIS OF NET FUNDS

	At 1 January 2006 £	Cash flow £	At 31 December 2006 £
Cash	84,657	(23,106)	61,551

16 RECONCILIATION OF MOVEMENT IN NET CASH FLOW TO MOVEMENT IN NET FUNDS

	2006 £	2005 £
(Decrease)/Increase in cash in the year	(23,106)	23,012
Changes in net funds	(23,106)	23,012
Net funds at 1 January 2006	84,657	61,645
Net funds at 31 December 2006	61,551	84,657

17. ULTIMATE PARENT COMPANY

In the opinion of the director, Outdoor Technologies Group, a company incorporated in the USA, is the ultimate parent company. This is the largest group of which Pure Fishing (UK) Limited is a member. Copies of the consolidated financial statements can be obtained from 1 Berkley Drive, Spirit Lake, IA 51360 USA.

The smallest group of which Pure Fishing (UK) Limited is a member is that headed by the immediate controlling party, Abu AB, a company incorporated in Sweden. Copies of the financial statements for Abu AB may be obtained from Svangsta, SE 37681, Sweden.

On 10 April 2007, the ultimate parent company was acquired by Jarden Corporation.

18 RELATED PARTY TRANSACTIONS

The company has taken advantage of the exemption included in Financial Reporting Standard No 8 "Related Party Disclosures" (para 3) for wholly owned subsidiaries not to disclose transactions with entities that are part of the group or investees of the group qualifying as related parties.