DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

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REPORT OF THE DIRECTORS

The Directors submit their annual report and accounts of the above Company for the year ended 31 December 2010

Principal Activity

The Company did not trade during the year under review

Issue of Shares or Debentures

No shares or debentures were issued during the year

Directors

The directors who served during the year, and subsequently were as follows

N M Croxson

H Laschkar

On behalf of the Board

N M. CROXSON DIRECTOR

Date & March 2011

11-12 Frederick Road Edgbaston Birmingham B15 1JD

BALANCE SHEET AS AT 31 DECEMBER 2010

	Notes	2010 £000	2009 £000
FIXED ASSETS			
Investments	1	-	-
CURRENT ASSETS			
Debtors	2	<u>835</u>	<u>835</u>
NET CURRENT ASSETS		<u>835</u>	<u>835</u>
NET ASSETS		<u>835</u>	<u>835</u>
CAPITAL AND RESERVES			
Called Up Share Capital	3	1,710	1,710
Profit and Loss Account		<u>(875)</u>	<u>(875)</u>
		<u>835</u>	<u>835</u>

For the year ended 31 December 2010 the company was entitled to exemption from audit under section 480(1) of the Companies Act 2006

Members have not required the company to obtain an audit in accordance with section 476 of the Companies Act 2006

The directors acknowledge their responsibility for

- (i) Ensuring the company keeps accounting records which comply with section 386 of the Companies Act 2006, 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 394 and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company

These accounts were approved by the Board of Directors on $\frac{\langle Y \rangle}{\langle Y \rangle}$ and signed on their behalf by

N M CROXSON – Director

REGISTRATION NUMBER 1803510

NOTES TO THE ACCOUNTS

ACCOUNTING POLICIES

BASIS OF PREPARATION

The company prepares its annual accounts under the historical cost convention, and in accordance with applicable UK Accounting Standards

The Company is exempt under section 405 of the Companies Act 2006 from the requirement to prepare consolidated financial statements as it and its subsidiary undertakings are included by full consolidation in the consolidated financial statements of its ultimate parent company, Ray Investment Sarl, a company incorporated in Luxembourg

CASH FLOW STATEMENTS

As permitted under Financial Reporting Standard 1 (Revised), the Company has not prepared its own cash flow statement, as it is a wholly owned subsidiary undertaking of Rexel SA, which prepares a consolidated cash flow statement

INVESTMENTS

The investment in subsidiary undertaking is included at cost less amounts written off and provisions for permanent diminution in value

1 INVESTMENTS

	2010	2009
Investment in subsidiary undertaking at cost	£000	£000
	•	-

The investment represents 100% of the issued ordinary share capital of Stop Shop Limited, which is non-trading. In the opinion of the Directors, the value of the investment is not less than the amount at which it is stated above.

2. DEBTORS

	2010 £000	2009 £000
Amounts due from other group undertakings	835	835
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3 CALLED UP SHARE CAPITAL	2010 £000	2009 £000
Authorised 2,000,000 ordinary shares of £1	2,000	2,000
Allotted, issued and fully paid 1,709,755 ordinary of £1 each	shares <u>1,710</u>	<u>1,710</u>

NOTES TO THE ACCOUNTS

4 PARENT UNDERTAKINGS

At the balance sheet date, the Company's ultimate parent undertaking and controlling party is Ray Investment Sàrl, a company registered and incorporated in Luxembourg. Copies of the group accounts of Ray Investment Sàrl, the parent company of the largest group preparing group accounts which include the Company can be obtained from 10, avenue de la Liberte, L-1930 Luxembourg.

The parent company of the smallest group preparing group accounts which include the Company is Rexel SA, incorporated in France. Its accounts can be obtained from 189-193 boulevard Malesherbes, CS60002, 75838 Paris Cedex 17, France