REPORT AND FINANCIAL STATEMENTS

Year end 31 December 2010

Registered Number 02841601

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DIRECTORS' REPORT

Year end 31 December 2010

The directors have pleasure in submitting their report and financial statements of the company for the year ended 31 December 2010

ACTIVITIES

The company did not trade during the year

DIRECTORS

The directors during the year were as follows

T G Finn M S Casha H C Sykes T P Holden

DIRECTORS' INTERESTS

None of the directors had any interest in the share capital of the company. The interests of the directors in the share capital of the ultimate parent company are shown in the financial statements of that company.

AUDITORS

For the year ended 31 December 2010, the Company was entitled to exemption from audit under section 480 of the Companies Act 2006

On behalf of the Board

H C Sylves

Loxley House Little Oak Drive Annesley Nottinghamshire 13 September 2011

PROFIT AND LOSS ACCOUNT

Year end 31 December 2010

A profit and loss account is not presented as the company did not trade during the year or prior year and there has been no income or expenditure

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BALANCE SHEET

At 31 December 2010

| | | 2010 | 2009 |
|------|---|-------------|-------------|
| Note | <u> </u> | £ | £ |
| | FIXED ASSETS | | |
| 2 | Investments | 3,322,227 | 3,322,227 |
| | CURRENT ASSETS | | |
| 2 | Debtors | 2 | 22 |
| 3 | CREDITORS amounts failing due within one year | (3,157,067) | (3,157,067) |
| | NET CURRENT ASSETS | (3,157,065) | (3,157 065) |
| | TOTAL ASSETS LESS CURRENT LIABILITIES | 165,162 | 165,162 |
| | CAPITAL AND RESERVES | | |
| 4 | Called up share capital | 2 | 2 |
| 5 | Profit & Loss Account | 165,160 | 165,160 |
| | TOTAL SHAREHOLDERS' FUNDS | 165,162 | 165,162 |

The directors

- (a) confirm that the company was entitled to exemption under section 480 Companies Act 2006 from the requirement to have its financial statements for the year ended 31 December 2010 audited,
- (b) confirm that members have not required the company to obtain an audit of its financial statements for that financial year in accordance with of section 476 of that Act,
- (c) acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements

Approved by the Board of Directors on 13 September 2011 and signed on its behalf by

T P Holden Director

Registered Company Number 02841601

The notes on page 4 form part of these financial statements

NOTES TO THE FINANCIAL STATEMENTS

Year end 31 December 2010

1 ACCOUNTING POLICIES

(a) Accounting convention The financial statements have been prepared in accordance with applicable accounting standards using the historical cost convention. The financial statements have been prepared on a going concern basis.

2 INVESTMENTS

| NA CO INICIATO | 2010 | 2009 |
|---|-------------|-------------|
| | £ | 2009 f |
| Investments in subsidiary undertaking | 3,322,227 | 3,322,227 |
| DEBTORS | | |
| | 2010 | 2009 |
| | £ | £ |
| Amounts owed by group undertakings | 2 | 2 |
| CREDITORS amounts falling due within one year | | |
| · | 2010 | 2009 |
| | £ | £ |
| Amounts owed by group undertakings | (3,157,067) | (3,157,067) |
| CALLED UP SHARE CAPITAL | | |
| | 2010 | 2009 |
| | £ | £ |
| Authorised | | |
| 1,000 (2009 1,000) ordinary shares of £1 each | 1,000 | 1,000 |
| Allotted, called up and fully paid | | |
| 2 (2009 2) ordinary shares of £1 each | 2 | 2 |
| RESERVES | | |
| | 2010 | 2009 |
| | £ | £ |
| Profit and Loss Account | 165,160 | 165,160 |

6 ULTIMATE PARENT COMPANY AND PARENT UNDERTAKING OF LARGER GROUP OF WHICH COMPANY IS A MEMBER

The company's ultimate parent company is Pendragon PLC which is incorporated in England and Wales. The largest and smallest group in which the results of the company are consolidated is that headed by Pendragon PLC. Financial statements of Pendragon PLC for the year ended 31 December 2010 are available from the Company Secretary, Pendragon PLC Loxley House, Little Oak Drive. Annesley, Nottinghamshire, NG15 0DR.