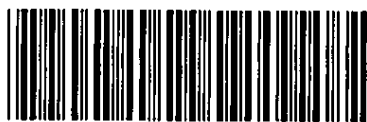


MAR PARTS LIMITED
REPORT AND ACCOUNTS
FOR THE YEAR ENDED 31 DECEMBER 2006
Registered in England and Wales No. 827692

Registered Office
Suite 3
Rushmoor Court
Croxley Business Park
Hatters Lane
Watford
Herts
WD18 8PY

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MAR PARTS LIMITED

Report of the directors

The Directors submit their report together with the audited accounts for the year ended 31 December 2006

1 Business review and principal activities

The principal activity of the Company is the supply of components for classic vehicles. There were no discontinued activities during the year.

The results for the company show a profit after tax of £10,000 (2005: £nil) for the year.

The Directors do not recommend the payment of a dividend (2005: £nil).

2 Future outlook

On 6 March 2007 an announcement was made that Inchcape plc plan to sell off a total of 23 of its dealerships, including all its Ferran and Maserati operations and parts businesses which comprise Mar Parts Limited. This disposal is just part of the UK's transformational change that Inchcape will undergo.

3 Principal risks and uncertainties

The management of the business and the execution of the company's strategy are subject to a number of risks.

The key business risks and uncertainties affecting the company are considered to relate to competition from both national and independent retailers and employee retention.

Further discussion of these risks and uncertainties, in the context of the Inchcape group as a whole, is provided on pages 14-17 of the group's annual report which does not form part of this report.

4 Key performance indicators (KPIs)

The Company is part of the Inchcape group. The development, performance and position of the UK retail division, which includes this company, is discussed on page 8 of the group's annual report which does not form part of this report.

5 Directors

The directors who held office throughout the year, except as noted, were:

G J Potts (resigned 17 September 2006)
M P Wheatley
S Lock (appointed 18 September 2006)
C McCormack

6 Transactions with directors

No transaction, arrangement or agreement required to be disclosed in terms of the Companies Act 1985 was outstanding at 31 December 2006, or occurred during the year for any director or connected person (2005: None).

7 Directors' responsibility in respect of the preparation of accounts

Company law requires the directors to prepare financial statements for each financial year that give a true and fair view of the state of affairs of the company and of the profit or loss of that company for the period. The directors are required to prepare the financial statements on the going concern basis, unless it is inappropriate to presume that the company will continue its business.

The directors confirm that:

- suitable accounting policies have been used and applied consistently,
- reasonable and prudent judgements and estimates have been made in preparing the financial statements for the year ended 31 December 2006,
- applicable accounting standards have been followed.

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 the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

MAR PARTS LIMITED

Report of the directors

8 Going concern

After making enquiries, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. For this reason, they continue to adopt the going concern basis in preparing the accounts.

9 Statement of disclosure of information to auditors

As at the date of this report, as far as each director is aware, there is no relevant audit information of which the Company's auditors are unaware. Each director has taken such steps as they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

10 Auditors

Pursuant to section 386 of the Companies Act 1985, the Company has elected to dispense with the obligation to appoint auditors annually. Accordingly, PricewaterhouseCoopers LLP have indicated their willingness to remain in office.

11 Elective resolutions

In addition to the aforementioned election to dispense with the obligation to appoint auditors annually, further elective resolutions passed by the members, remain in force. These resolutions remove the requirement for the company to -

(i) Hold Annual General Meetings, and

(ii) Lay Reports and Accounts before a General Meeting

By Order of the Board



For and on behalf of
Inchcape UK Corporate Management Limited
Company Secretary

Date

28/6/2007

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF MAR PARTS LIMITED

We have audited the financial statements of Mar Parts Limited for the year ended 31 December 2006 which comprise the Profit and Loss account, the Balance Sheet and the related notes. These financial statements have been prepared under the accounting policies set out therein.

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). This report, including the opinion, has been prepared for and only for the company's members as a body in accordance with Section 235 of the Companies Act 1985 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

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:

- i) 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,
- ii) the financial statements have been properly prepared in accordance with the Companies Act 1985, and
- iii) the information given in the Directors' Report is consistent with the financial statements.

PricewaterhouseCoopers LLP

PricewaterhouseCoopers LLP
Chartered Accountants and Registered Auditors
London

Date *05/07/2007*

MAR PARTS LIMITED

Profit and loss account

For the year ended 31 December 2006

	Note	2006 £'000	2005 £'000
Turnover		298	231
Cost of sales		(244)	(188)
GROSS PROFIT		<u>54</u>	<u>43</u>
Administrative expenses		(42)	(42)
Operating profit	2	12	1
Interest payable	5	(2)	(1)
		<u> </u>	<u> </u>
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		10	-
Taxation	6	-	-
		<u> </u>	<u> </u>
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		10	-
Dividends	7	-	-
		<u> </u>	<u> </u>
RETAINED PROFIT FOR THE YEAR		10	-
Profit and loss account brought forward		<u>1</u>	<u>1</u>
Profit and loss account carried forward	13	<u><u>11</u></u>	<u><u>1</u></u>

All transactions are derived from continuing operations

There are no recognised gains or losses in either the current or previous financial years other than the profit for the financial year and therefore no statement of total recognised gains and losses has been presented

There is no difference between the profit on ordinary activities before taxation and the retained profit for the year stated above and their historical cost equivalents

MAR PARTS LIMITED

Balance sheet
As at 31 December 2006

	Note	2006 £'000	2005 £'000
Fixed assets			
Investments	8	<u>9</u>	<u>9</u>
		9	9
Current Assets			
Stocks	9	31	34
Debtors	10	<u>15</u>	<u>9</u>
		46	43
Current Liabilities			
Creditors - amounts falling due within one year	11	(39)	(46)
Net current assets/(liabilities)		<u>7</u>	<u>(3)</u>
Total assets less current liabilities		16	6
Net assets		<u>16</u>	<u>6</u>
CAPITAL AND RESERVES			
Called up share capital	12	5	5
Profit and loss account	13	<u>11</u>	<u>1</u>
EQUITY SHAREHOLDERS' FUNDS	14	<u>16</u>	<u>6</u>

The financial statements on pages 4 to 9 were approved by the Board of Directors on 28/6/7

Signed on behalf of the Board of Directors



C McCormack
Director
Date

MAR PARTS LIMITED

Notes to the accounts for the year ended 31 December 2006

1 ACCOUNTING POLICIES

Basis of accounting

The financial statements have been prepared under the historical cost convention and in accordance with applicable United Kingdom law and accounting standards. The particular accounting policies adopted are as described below.

The principal accounting policies of the company have been reviewed in accordance with Financial Reporting Standard 18 'Accounting Policies'.

No new accounting policies have been adopted during the year.

Turnover

Turnover represents the invoiced value of goods and services provided excluding Value Added Tax. The turnover is attributable to the principal activities of the Company, and is wholly derived in the United Kingdom.

Investments

Investments held as fixed assets are stated at cost less any write down for impairment.

Stocks

Stocks and work in progress 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 stocks.

Overseas currencies

Assets and liabilities in overseas are translated into sterling at the rates ruling at 31 December. Exchange differences arising are taken to the profit and loss account.

FRS 8: Related party transactions

The directors regard Inchcape plc, a company registered in England and Wales, as the ultimate controlling party. Therefore the Company has applied the exemption in paragraph 3 of FRS 8 "Related Party Disclosure". This exemption permits the non-disclosure of transactions and balances with related parties that are included in the consolidated financial statements of Inchcape plc. The directors consider that there are no other relationships, transactions or balances which are required to be disclosed by FRS 8.

MAR PARTS LIMITED

Notes to the accounts for the year ended 31 December 2006

2 Operating profit

The audit fee for 2006 and 2005 has been borne by a fellow subsidiary of Inchcape plc on behalf of the Company, for which no recharge has been made

3 Employees

There were no employees in either 2006 or 2005

4 Directors' emoluments and benefits

None of the directors received any remuneration for services rendered to the Company in 2006 (2005 £nil)

5 Interest payable and similar charges

	2006 £'000	2005 £'000
Interest on bank loans and overdrafts	2	1

6 Taxation

a) Taxation credit for the period

The taxation credit based on the results for the year is made up as follows

	2006 £'000	2005 £'000
UK Corporation Tax at 30% (2004 30%)	-	-
Tax credit for the period	-	-

b) Factors affecting tax credit for the period

The tax assessed for the period is equal to the standard rate of corporation tax in the UK (30%) The differences are explained below

	2006 £'000	2005 £'000
Profit on ordinary activities before tax	10	-
Tax at 30% (2005 30%)	3	-
<i>Factors affecting credit for the year</i>		
Non-taxable income	(3)	-
Depreciation in excess of capital allowances	-	-
Current tax credit for the period (as above)	-	-

MAR PARTS LIMITED

Notes to the accounts for the year ended 31 December 2006

7 Dividends

There were no dividends paid or proposed in 2006 (2005 £Nil)

8. Investments

Cost

At 1 January 2006 and 31 December 2006

Shares in
group
undertaking
£'000
9

In the opinion of the director's, the value of the Company's interests in its subsidiaries is not less than the amount at which they are included on the balance sheet

The company's wholly owned subsidiary undertaking at 31 December 2006 was Mar Parts S r l , a company incorporated in Italy and engaged in the sourcing and distribution of components of classic vehicles

The aggregate of the share capital and reserves as at 31 December 2006, and of the profit for the year ended on that date for the subsidiary undertaking was as follows

	Aggregate of share capital and reserves £'000	Retained profit for the year £'000
Mar Parts S r l	17	1

9 Stocks

	2006 £'000	2005 £'000
Work in progress	10	9
Finished goods	21	25
	<u>31</u>	<u>34</u>

10. Debtors

	2006 £'000	2005 £'000
Trade debtors	13	-
Other tax and social security	2	9
	<u>15</u>	<u>9</u>

11 Creditors amounts falling due within one year

	2006 £'000	2005 £'000
Bank loans and overdrafts	23	33
Trade creditors	16	13
	<u>39</u>	<u>46</u>

MAR PARTS LIMITED

Notes to the accounts for the year ended 31 December 2006

12. Called up share capital

	2006 £'000	2005 £'000
Authorised		
5,000,000 Ordinary shares of £1 each	5,000	5,000
	<u>5,000</u>	<u>5,000</u>
Allotted, called up and fully paid		
5,000,000 Ordinary shares of £1 each	5,000	5,000
	<u>5,000</u>	<u>5,000</u>

13. Share premium account and reserves

	Profit & Loss £'000
At 1 January 2006	1
Retained profit for the year	10
At 31 December 2006	<u>11</u>

14. Reconciliation of movements in shareholders' funds

	2006 £'000	2005 £'000
Retained profit for the year	10	-
	<u>10</u>	<u>-</u>
Opening shareholders' funds	6	6
Closing shareholders' funds	<u>16</u>	<u>6</u>

15. Contingent liabilities

The Company is party to composite cross guarantees between banks, its ultimate parent undertaking and fellow subsidiaries. The Company's contingent liability under these guarantees at the year end was £Nil (2005 £22,227)

16. Cash flow statement

The Company's ultimate parent undertaking is Inchcape plc, a company registered in England and Wales. Accordingly, the Company has taken advantage of the exemption in paragraph 5(a) of Financial Reporting Standard 1 (Revised), Cash Flow Statements and not published its own cash flow statement.

17. Parent Undertaking and Controlling Party

The company's immediate parent is Maranello Holdings Limited, a company registered in England and Wales.

The Directors regard the ultimate parent undertaking to be Inchcape plc, a company registered in England and Wales.

Both the smallest and the largest group of which the Company is a member, and for which Group Accounts are drawn up, is that of Inchcape plc. Copies of the Report and Accounts for that company are available from

The Company Secretary
Inchcape plc
22A St James's Square
London
SW1Y 5LP