

**Company Registration No. 887600**

**TridonicAtco UK Limited**

**Report and Financial Statements**

**30 April 2007**



# **TridonicAtco UK Limited**

## **Report and financial statements 2007**

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# **TridonicAtco UK Limited**

## **Directors' report**

The directors present their annual report and the audited financial statements for the year ended 30 April 2007

### **Principal activities**

The principal activity during the year was the manufacture and supply of components for light fittings

### **Business review**

The Directors expect an increase in activity over the forthcoming year with new product portfolios. There are no significant changes expected in the company's field of operations. The company continues to invest in people and new production equipment. The company will further commit to production in the UK with the proposed new production facility in Spennymoor scheduled for 2008.

The Company continues to invest in research and development. This has resulted in a continual flow of new products being introduced which will maintain the company's position in the marketplace and make an ongoing contribution to the growth of the business. The directors regard continued investment in this area as a prerequisite for success in the medium to long term future.

The principal key performance indicators that are used to assess the performance of the business of the Zumtobel Group as a whole are included in the Operational Review contained within the annual report of the Zumtobel Group, which includes the UK business.

There have been no significant events since the balance sheet date.

### **Financial Risk Management**

The company is exposed to financial risk through its financial assets and liabilities. The key financial risk is that the proceeds from financial assets are not sufficient to fund the obligations arising from liabilities as they fall due. The most important components of financial risk are interest rate risk, currency risk, credit risk, liquidity risk, cash flow risk and price risk. Due to the nature of the company's business and the assets and liabilities contained within the company's balance sheet the only financial risks the directors consider relevant to this company are credit risk and liquidity risk. These risks are mitigated by the nature of the debtor balances owed, who are able to repay if required and the debtor insurance policy currently in place.

### **Results and dividends**

The company's profit for the year after taxation amounted to £ 1,108,947 (2006 £1,242,280).

A dividend of £ 1,700,000 (2006 £1,100,000) has been paid during the year.

## **TridonicAtco UK Limited**

### **Directors' report (continued)**

#### **Directors**

The directors who served during the year and since the year end were as follows

D G Hawes  
W K Blum  
G A Brydon

#### **Disclosure of information to auditors**

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to ensure that the Company's auditors are aware of that information

#### **Auditors**

In accordance with Section 384 of the Companies Act 1985, a resolution for the re-appointment of KPMG LLP as auditors of the Company is to be proposed at the forthcoming Annual General Meeting

Approved by the Board of Directors  
and signed on behalf of the Board



N F J Dew  
Secretary

26 October 2007

## **TridonicAtco UK Limited**

### **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 they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice).

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 judgments and estimates that are reasonable and prudent,
- state whether applicable UK 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 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.

## **Independent auditors' report to the members of TridonicAtco UK Limited**

We have audited the financial statements of TridonicAtco UK Limited for the year ended 30 April 2007 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.

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 auditor's 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 UK Accounting Standards (UK Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities on page 4.

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 UK Generally Accepted Accounting Practice, of the state of the company's affairs as at 30 April 2007 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

KPMG LLP

KPMG LLP

*Chartered Accountants*  
*Registered Auditor*

*8 Salisbury Square*  
*London*  
*EC4Y 8BB*

26/10/07

## TridonicAtco UK Limited

### Profit and loss account For the year ended 30 April 2007

	Notes	2007 £	2006 £
<b>Turnover</b>	1, 2	48,817,719	47,873,614
Cost of sales		(44,242,998)	(43,092,383)
<b>Gross profit</b>		<u>4,574,721</u>	<u>4,781,231</u>
Distribution costs		(696,678)	(733,121)
Administrative expenses		(2,240,991)	(2,460,118)
Other operating (expense)/ income		<u>(126,672)</u>	<u>100,699</u>
<b>Operating profit</b>		<u>1,510,380</u>	<u>1,688,691</u>
Interest receivable and similar income	5	146,200	124,348
Interest payable	6	<u>(7,427)</u>	<u>(5,996)</u>
<b>Profit on ordinary activities before taxation</b>	7	1,649,153	1,807,043
Tax charge on profit on ordinary activities	8	<u>(540,206)</u>	<u>(564,763)</u>
<b>Profit on ordinary activities after taxation</b>	16	<u><u>1,108,947</u></u>	<u><u>1,242,280</u></u>

All amounts relate to continuing activities

There are no recognised gains or losses in either year other than the profit for the current and prior years



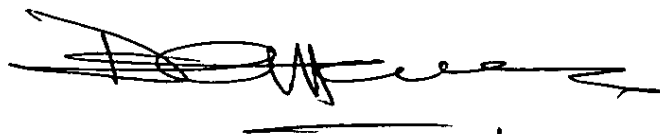
# TridonicAtco UK Limited

## Balance sheet 30 April 2007

	Note	2007 £	2006 £
<b>Fixed assets</b>			
Intangible assets	10	-	-
Tangible assets	11	1,803,128	1,341,389
		<u>1,803,128</u>	<u>1,341,389</u>
<b>Current assets</b>			
Stocks	12	5,438,205	6,153,652
Debtors	13	10,622,290	13,118,361
Cash at bank and in hand		2,527,971	2,021,195
		<u>18,588,466</u>	<u>21,293,208</u>
<b>Creditors amounts falling due within one year</b>	14	(9,544,064)	(11,232,940)
<b>Net current assets</b>		<u>9,044,042</u>	<u>10,060,268</u>
<b>Total assets less current liabilities</b>		<u>10,847,530</u>	<u>11,401,657</u>
<b>Net assets</b>		<u>10,847,530</u>	<u>11,401,657</u>
<b>Capital and reserves</b>			
Called up share capital	15	8,789,000	8,789,000
Profit and loss account	16	2,058,530	2,612,657
<b>Shareholders' funds</b>	16	<u>10,847,530</u>	<u>11,401,657</u>

These financial statements were approved by the Board of Directors on  
Signed on behalf of the Board of Directors

26 October 2007



D G Hawes  
Director

# TridonicAtco UK Limited

## Notes to the accounts Year ended 30 April 2007

### 1. Accounting policies

The financial statements are prepared in accordance with applicable United Kingdom accounting standards. The particular accounting policies adopted are described below. These have been applied consistently in the current and prior year.

#### Accounting convention

The financial statements are prepared under the historical cost convention.

The company has taken advantage of the exemption from the requirement of FRS 1 to present a cash flow statement because it is a wholly owned subsidiary of Zumtobel AG which prepares consolidated financial statements including a cashflow which are publicly available.

#### Intangible assets - Goodwill

Goodwill arising on the acquisition of businesses, representing any excess of the fair value of the consideration given over the fair value of the identifiable assets and liabilities acquired, is capitalised and written off on a straight line basis over its useful economic life, which is estimated to be five years. Provision is made for any impairment.

#### Tangible fixed assets

Tangible fixed assets, which are held at cost less accumulated depreciation and provision for any impairment, are depreciated over their expected useful lives on a straight-line basis at the following annual rates:

Computer equipment	-	25% - 50%
Plant and machinery	-	10% - 20%
Fixtures and fittings	-	20%

#### Stocks

Stocks are stated at the lower of cost and net realisable value after making appropriate allowances for any obsolete or slow-moving items. Cost includes materials, direct labour and an attributable proportion of manufacturing overheads based on normal levels of activity.

#### Research and Development

Expenditure on research and development is written off to the profit and loss account in the year in which it is incurred.

#### Taxation

Current tax, including UK corporation tax, is provided at amounts expected to be paid (or recovered) using the rates and laws that have been enacted or substantively enacted at the balance sheet date.

Deferred tax is provided in full on timing differences that 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 are not discounted.

# **TridonicAtco UK Limited**

## **Notes to the accounts Year ended 30 April 2007**

### **1. Accounting policies (continued)**

#### **Foreign currency translations**

Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the 1<sup>st</sup> of each month. Monetary assets and liabilities in foreign currency are translated into sterling at the rate of exchange ruling at the year end. Profit and losses arising on foreign currency translation are dealt with in the profit and loss account.

#### **Leases**

Rentals under operating leases are charged on a straight-line basis over the lease term, even if the payments are not made on such a basis. Benefits received and receivable as an incentive to sign an operating lease are similarly spread on a straight-line basis over the lease term, except where the period to the review date on which the rent is first expected to be adjusted to the prevailing market rate is shorter than the full lease term, in which case the shorter period is used.

#### **Turnover**

Turnover comprises the value of invoiced sales (excluding value added tax) for products and services provided in the normal course of business.

#### **Pension costs**

The company participates in the Thorn Lighting Pension Fund operated by Thorn Lighting Limited a fellow group company. The scheme is a group defined benefit scheme and it is not possible to estimate the pension obligation for which a particular group company is responsible. Full details of the pension scheme can be found in the accounts of Thorn Lighting Limited. The pension fund contribution payments are charged to the profit and loss account as they are incurred.

The company also contributes to defined contribution pension plans for certain employees. These pension fund payments are charged to the profit and loss account as they are incurred.

### **2. Turnover**

The turnover arose from a single class of business carried out within the United Kingdom.

# TridonicAtco UK Limited

## Notes to the accounts Year ended 30 April 2007

### 3. Staff costs

	2007 £	2006 £
Wages and salaries	3,322,014	3,284,026
Social security costs	282,001	271,503
Pension costs	209,380	227,603
	<u>3,813,395</u>	<u>3,783,132</u>

The monthly average number of employees during the year (including directors) was as follows

	2007 No.	2006 No.
Warehouse	8	8
Selling	8	8
Production	85	99
Development	16	13
Administration/technical	12	11
Finance	6	6
	<u>135</u>	<u>145</u>

### 4 Directors' remuneration

	2007 £	2006 £
Emoluments	270,966	174,273
Pension contributions	19,009	12,540
	<u>289,975</u>	<u>186,813</u>

Retirement benefits are accruing to two directors (2006 one) under personal money purchase schemes

### 5. Interest receivable

	2007 £	2006 £
Bank interest receivable	20,935	17,419
Inter company interest receivable	125,265	106,929
	<u>146,200</u>	<u>124,348</u>

# TridonicAtco UK Limited

## Notes to the accounts Year ended 30 April 2007

### 6 Interest payable

	2007 £	2006 £
On bank loans and overdrafts	5209	2,123
Inter company interest payable	2218	-
Finance leases and hire purchase contracts	-	3,873
	<u>7,427</u>	<u>5,996</u>

### 7. Profit on ordinary activities before taxation

Profit on ordinary activities before taxation is stated after charging/(crediting)

	2007 £	2006 £
Auditors' remuneration		
- audit	14,904	15,235
- other services	9,628	10,098
Amortisation of goodwill	-	197,191
Depreciation of tangible fixed assets		
- owned	461,726	494,331
- held under finance leases and hire purchase contracts	-	14,751
Operating lease rentals		
- equipment	53,544	65,808
- buildings	99,100	98,500
Rent receivable	(85,692)	(65,802)
Research & Development	1,023,828	827,442
Profit on disposal of tangible fixed assets	(23,817)	(2,167)
	<u></u>	<u></u>

### 8 Tax charge on profit on ordinary activities

	2007 £	2006 £
Current tax	470,000	561,000
Total current tax	<u>470,000</u>	<u>561,000</u>
Deferred tax		
- Origination and reversal of timing differences	68,294	67,024
- Adjustments in respect of prior years	1,912	(63,261)
Total tax on profit on ordinary activities	<u>540,206</u>	<u>564,763</u>

# **TridonicAtco UK Limited**

## **Notes to the accounts** **Year ended 30 April 2007**

### **8. Tax on profit on ordinary activities (continued)**

The differences between the total current tax shown above and the amount calculated by applying the standard rate of UK corporation tax to the profit before tax is as follows

	2007 £	2006 £
Reconciliation of tax charge on ordinary activities		
Profit on ordinary activities before tax	1,649,153	1,807,043
Tax on profit on ordinary activities at standard UK corporation tax rate of 30% (2006 30%)	494,746	542,113
Effects of		
Expenses not deductible for tax purposes	43,549	85,911
Capital allowances in excess of depreciation	(69,368)	(22,111)
Other timing differences	1,073	(44,913)
Current tax charge for year	470,000	561,000

Any future tax charge may be impacted by the announced change in the rate of corporation tax from 30% to 28%, effective from 1 April 2008. The impact of this has not been quantified in the financial statements, as the directors do not consider it practicable to do so.

# TridonicAtco UK Limited

## Notes to the accounts Year ended 30 April 2007

### 9 Dividends

	2007 £	2006 £
Dividend paid of 19 34 pence (2006 12 52 pence) per ordinary share	<u>1,700,000</u>	<u>1,100,000</u>

### 10 Intangible fixed assets - goodwill

	£
<b>Cost</b>	
At 1 May 2006	985,951
At 30 April 2007	<u>985,951</u>
<b>Amortisation</b>	
At 1 May 2006	985,951
Charge for the year	-
At 30 April 2007	<u>985,951</u>
<b>Net book value</b>	
At 30 April 2007	-
At 30 April 2006	<u>-</u>

The goodwill relates to the acquisition of the business of the UK Atlas division of Thorn Lighting Limited (a fellow group company) in April 2001

# TridonicAtco UK Limited

## Notes to the accounts Year ended 30 April 2007

### 11. Tangible fixed assets

	Plant and machinery £	Fixtures and fittings £	Computer equipment £	Total £
<b>Cost</b>				
At 1 May 2006	4,778,056	252,020	16,475	5,046,551
Additions	1,102,265	8,636	-	1,110,901
Disposals	(1,744,651)	(26,225)	(881)	(1,771,757)
At 30 April 2007	<u>4,135,670</u>	<u>234,431</u>	<u>15,594</u>	<u>4,385,695</u>
<b>Depreciation</b>				
At 1 May 2006	3,592,801	102,710	9,651	3,705,162
Charge for the year	429,643	29,923	2,160	461,726
Disposals	(1,557,215)	(26,225)	(881)	(1,584,321)
At 30 April 2007	<u>2,465,229</u>	<u>106,408</u>	<u>10,930</u>	<u>2,582,567</u>
<b>Net book value</b>				
At 30 April 2007	<u>1,670,441</u>	<u>128,023</u>	<u>4,664</u>	<u>1,803,128</u>
At 30 April 2006	<u>1,185,255</u>	<u>149,310</u>	<u>6,824</u>	<u>1,341,389</u>

The net book value of plant and machinery held under hire purchase and finance lease contracts is £Nil  
(2006 £Nil)

### 12. Stocks

	2007 £	2006 £
Raw materials	1,606,839	1,446,478
Finished goods and stock held for resale	3,831,366	4,707,174
	<u>5,438,205</u>	<u>6,153,652</u>

There is no material difference between the balance sheet value of stocks and their replacement costs

### 13. Debtors: amounts falling due within one year

	2007 £	2006 £
Trade debtors	7,849,933	7,568,299
Amounts owed by group undertakings	2,449,841	5,188,810
Other debtors	142,901	119,658
Prepayments and accrued income	52,038	43,811
Deferred taxation (see note 22)	127,577	197,783
	<u>10,622,290</u>	<u>13,118,361</u>



# TridonicAtco UK Limited

## Notes to the accounts Year ended 30 April 2007

### 14. Creditors' amounts falling due within one year

	2007 £	2006 £
Trade creditors	2,245,358	1,852,231
Amounts due to group undertakings	5,052,387	7,666,034
Other taxation and social security	1,146,170	1,098,250
Accruals and deferred income	1,100,149	616,425
	<u>9,544,064</u>	<u>11,232,940</u>

### 15 Called up share capital

	2007 £	2006 £
<b>Authorised:</b>		
Ordinary shares of £1 each	1,000,000	1,000,000
Redeemable deferred ordinary shares of £1 each	10,000,000	10,000,000
	<u>11,000,000</u>	<u>11,000,000</u>
<b>Called up, allotted and fully paid</b>		
Ordinary shares of £1 each	954,000	954,000
Redeemable deferred ordinary shares of £1 each	7,835,000	7,835,000
	<u>8,789,000</u>	<u>8,789,000</u>

The redeemable ordinary shares rank pari passu with the ordinary shares in all respects and may be redeemed at par at any time by the company giving three months' notice to the shareholder

# TridonicAtco UK Limited

## Notes to the accounts Year ended 30 April 2007

### 16 Reconciliation of movements in shareholders' funds

	2007 £	2006 £
Profit for the financial year	1,108,947	1,242,280
Share Options	36,926	-
Dividend paid	(1,700,000)	(1,100,000)
Net (reduction in) / addition to shareholders' funds	(554,127)	142,280
Opening shareholders' funds	11,401,657	11,259,377
Closing shareholders' funds	10,847,530	11,401,657

### 17 Commitments

Annual commitments under non-cancellable operating leases are as follows

	2007 £	2006 £
<b>Buildings</b>		
Expiring over five years	89,500	89,500
<b>Other</b>		
Expiring within one year	-	1,903
Expiring between two and five years	54,053	31,935

# TridonicAtco UK Limited

## Notes to the accounts Year ended 30 April 2007

### 18. Pensions

The company participates in the Thorn Lighting Pension Fund operated by Thorn Lighting Limited a fellow group company. The scheme is a group defined benefit scheme and it is not possible to estimate the pension obligation for which a particular group company is responsible. Full details of the pension scheme can be found in the accounts of Thorn Lighting Limited.

UK pensions costs are determined with the advice of independent qualified actuaries on the basis of a valuation using the projected unit credit method and the pension charge represents the annual regular cost of providing pension benefits to current employees. The most recent actuarial valuation of the Thorn Lighting Pension Fund was conducted at 31 March 2003 (previous actuarial valuation 31 March 2001).

The pension cost of the company in respect of employees who were members of the scheme consists of employer's contributions payable as a percentage of pensionable earnings. Contributions for the year ended 30 April 2007 amounted to £ 172,425 (2006 £191,537). In addition the company contributes to defined pension contribution plans for certain employees. Contributions for the year ended 30 April 2007 amounted to £ 36,955 (2006 £36,066).

In accordance with FRS 17, the company will account for its contributions to the schemes as if it were a defined contribution scheme because it is not possible to identify the company's share of net assets and liabilities in the scheme on a consistent and reasonable basis. The latest valuation of the scheme, using methods and assumptions which are consistent with IAS 19, and are not materially different from those of FRS 17, shows a deficit of £17,167,000 (2006 £28,590,000).

### 19. Financial instruments

The fair value of open foreign exchange contracts at 30 April 2007 was £758,883 (2006 £40,356).

### 20. Share Option Schemes

Share options over the shares of Zumtobel AG, the ultimate parent entity are granted to certain executives of the company. The fair value of options granted is recognised as an employee expense with a corresponding increase in equity.

The transactions arising from the share-based payment arrangement are neither individually nor in aggregate material to the financial statements of the company, however the significant terms of these arrangements are disclosed below as they have been made to the directors of the company.

The fair value is measured at grant date using the Black-Scholes option pricing model, and is recognised as an expense over the period the employees become unconditionally entitled to the options.

The Zumtobel Group has two share-based compensation programmes for key managers, the Stock Option Programme (SOP) and the Matching Stock Programme (MSP). The general terms and conditions of those programmes are as follows.

#### SOP

The SOP was introduced in 2003/04 and classified as share-based compensation with cash settlement. In connection with the initial public offering of the parent company, this stock participation programme was converted as of 12 May 2006 into a share-based model in the form of equity instruments.

Options are granted annually in shares of Zumtobel AG during the term of the programme, 50% of option claims are fixed, while the remainder is variable with the grant depending on the increase in the value of the company ("market option"). The options may only be exercised during certain timeframes ("exercise slots") within the exercise period. Each option entitles the holder to purchase one share of Zumtobel stock at a fixed price. The options can be exercised for the first time in the year after they are granted. The expiration of the granting period will be followed by an exercise period of seven years, which will include a number of exercise

# TridonicAtco UK Limited

## Notes to the accounts Year ended 30 April 2007

slots The company reserves the right to close the exercise slots prematurely Options granted are exercisable after finishing the financial year every quarter after publishing the financial statements for a period of two weeks (exercise period)

### MSP

The MSP was introduced in connection with the initial public offering of Zumtobel AG In order to participate in the MSP, the manager must deposit a certain number of ("MSP shares") in blocked deposit The MSP is divided into three individual programmes (MSP I, MSP II, MSP III), whereby each individual programme is subdivided into five segments For each MSP held in blocked deposit, the increase in value is multiplied by a factor of eight in the form of additional shares The calculation of the increase in value is based on the difference between the 60-day average stock price on the date of exercise less the 60-average stock price on the date of granting plus 10% The options will be granted at the beginning of the financial year, and are exercised automatically two years after granting If the increase in value is less than or equal to zero, no bonus will be granted The first possible exercise is 30 April 2008

Share options at 30 April 2007

	Number	2007 £	2006 £
SOP	3,744	35,580	27,921
MSP	1,560	1,346	-

The major parameters for the SOP and MSP (segment 1 of the MSP I) are as follows

- Market price per share EUR 20.5
- Exercise price SOP EUR 7.5 for eligible participants 03/04 fin. yr, MSP EUR 22.5
- Expected volatility 23.7% per year
- Term SOP up to 30 April 2015, MSP up to 15 August 2008
- Risk-free interest rate 4.0% per year
- The expected volatility is based on the ATX prime plus a risk premium of 5%

The charge for the year was SOP £7,659 (2006 £18,806), MSP £1,346 (2006 £Nil) No options were exercised during the year

### 21. Deferred tax asset

	Accelerated capital allowances £	Pension costs £	Other timing differences £	Total £
At 1 May 2006	141,356	4,617	51,810	197,783
Origination and reversal of timing differences	(69,368)	(4,897)	5,971	(68,294)
Adjustment in respect of prior years	(1,912)	-	-	(1,912)
At 30 April 2007	<u>70,076</u>	<u>(280)</u>	<u>57,781</u>	<u>127,577</u>

The directors are satisfied that the deferred tax asset is recoverable upon future taxable profits

## **TridonicAtco UK Limited**

### **Notes to the accounts Year ended 30 April 2007**

#### **22. Contingent liabilities**

On 23 December 2002, the company acceded to the Composite Guarantee and Debenture of Wengen Acquisition Limited, whereby the assets of the company are charged to a consortium of banks led by Creditanstalt AG as additional security for the borrowing of the Zumtobel AG group of companies which includes this company

#### **23 Parent and controlling undertaking**

The immediate parent and controlling undertaking is TridonicAtco Holding GmbH, a company incorporated in Austria

The ultimate parent and controlling undertaking of the largest and smallest group for which consolidated financial statements are prepared, is Zumtobel AG, a company incorporated in Austria. A copy of these financial statements can be obtained from Zumtobel AG, Höchsterstrasse 8, A6850 Dornbirn, Austria

As permitted by FRS 8 "Related party disclosures", these financial statements do not disclose transactions with the parent undertaking and fellow subsidiaries where 90% of the voting rights are controlled within the group