DIRECTORS' REPORT AND ACCOUNTS

YEAR ENDED 30 SEPTEMBER 2011

Registered No: 00958056

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19/06/2012 COMPANIES HOUSE

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REPORT OF THE DIRECTORS

The directors present their report and the accounts for the year ended 30 September 2011

PRINCIPAL ACTIVITIES

The Company did not trade during the year

DIRECTORS

The Directors during the year were

J R A LaLone Dr R F Samann A J McIvor

Dr R F Samann retires by rotation and offers himself for re-election

The Company is a 100% owned subsidiary of H Young Holdings PLC No director has an interest in the share capital of any group company

STATEMENT OF DIRECTORS' RESPONSIBILITIES

Company law requires the directors to prepare accounts for each financial year which give a true and fair view of the state of affairs of the Company as at the end of the financial year and of the profit or loss of the Company for that year in preparing those accounts, 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
- prepare the accounts 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 accounts comply with the Companies Act 2006. 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 irregulanties.

AUDITORS

For the year ended 30 September 2011, the Company was entitled to exemptions from audit under section 480 of the Companies Act 2006 relating to dormant companies

By Order of the Board

A. J. MiTw

A J McIvor Director June 2012

BALANCE SHEET AT 30 SEPTEMBER 2011

	30 September 2011 £'000	30 September 2010 £'000
FIXED ASSETS Investment in subsidiary undertakings (Note 5)	<u>256</u>	<u>256</u>
CURRENT ASSETS Debtors (Note 2)	3,307	3,307
CREDITORS: amounts falling due after more than one year (Note 3)	(256)	<u>(256</u>)
NET CURRENT ASSETS	<u>3,051</u>	<u>3,051</u>
TOTAL ASSETS LESS CURRENT LIABILITIES	<u>3,307</u>	<u>3,307</u>
CAPITAL AND RESERVES Called up share capital (Note 4) Share Premium Account Profit and Loss Account (Note 6)	156 2,063 <u>1,088</u>	156 2,063 <u>1,088</u>
	, <u>3,307</u>	<u>3.307</u>

For the year ended 30 September 2011 the Company was entitled to exemption from audit under section 480 of the Companies Act 2006

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

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of accounts

Registered No 0095805

Approved by the Board on /5 June 2012

A J McIvor, Director

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The notes set out on pages 3 to 4 form part of these accounts

NOTES TO THE ACCOUNTS - 30 SEPTEMBER 2011

1. PRINCIPAL ACCOUNTING POLICIES

(a) Basis of accounting

The accounts have been prepared under the historical cost convention and in accordance with applicable accounting standards

(b) Consolidation

The Company has taken advantage of S 228 of the Companies Act 1985 so that consolidated accounts have not been produced for the Crofton Optical Group of companies

2.	DEBTORS	2011 £'000	2010 £'000	
	Amounts due from fellow subsidiary undertakings	<u>3,307</u>	<u>3,307</u>	
3.	CREDITORS: (amounts falling due after more than one year)			
		2011 £'000	2010 £'000	
	Amounts due to fellow subsidiary undertakings	<u>256</u>	<u>256</u>	
4. SHARE CAPITAL AUTHORISED	SHARE CAPITAL	2011 £'000	2010 £'000	
	AUTHORISED	2 000	2000	
	199,900 Ordinary Shares of £1 each	<u>200</u>	<u>200</u>	
	ALLOTTED AND FULLY PAID			
	156,861 Ordinary Shares of £1 each	<u>156</u>	<u>156</u>	

NOTES TO THE ACCOUNTS - 30 SEPTEMBER 2011 (continued)

5. INVESTMENT IN SUBSIDIARY UNDERTAKINGS

The Company owns 100% of the issued share capital of the following companies which are incorporated in great Britain

W A Crofton Limited Dormant
Crofton Optical (Fylde) Limited Dormant
Raycroft Limited Dormant

6. PROFIT AND LOSS ACCOUNT

No profit and loss account has been prepared as the Company did not trade during the year. None of the directors received any emoluments in respect of their services

7. ULTIMATE HOLDING COMPANY

The Company is a wholly owned subsidiary of H Young Holdings PLC, a company registered in England and Wales Copies of the Group accounts can be obtained from the Company Secretary at Buckingham House, West Street, Newbury, Berks, RG14 1BD

In the opinion of the directors, the ultimate parent undertaking and controlling party is Rinaldo Rinaldini Limited, a company incorporated in Bermuda