

AXIA FANS LIMITED
(REGISTERED NUMBER 988671)

REPORT AND FINANCIAL STATEMENTS

For the year ended 31 July 2012

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AXIA FANS LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 JULY 2012

The directors present their report and the financial statements for the year ended 31 July 2012

PRINCIPAL ACTIVITIES AND REVIEW OF THE BUSINESS

The Company was dormant throughout the year

DIRECTORS AND THEIR INTERESTS

The directors of the Company during the year were as follows

K Sargeant (resigned 3 February 2012)

L F Rutter (resigned 3 February 2012)

S J Diamond (resigned 3 February 2012)

R George (appointed 3 February 2012)

R R R Davis (appointed 3 February 2012 resigned 19 September 2012)

I Jamieson (appointed 19 September 2012)

The disclosable interests of the directors in the share capital of the U K parent company, Windmill Topco Limited at the beginning and end of the year are disclosed in the report and financial statements of that company

By Order of the Board

A handwritten signature in black ink, appearing to be 'R George', with a long horizontal stroke extending to the right.

R George

Director

17 April 2013

AXIA FANS LIMITED

BALANCE SHEET at 31 JULY 2012

	Notes	2012 £	2011 £
CURRENT ASSETS			
Amount due from parent company	2	1	1
TOTAL NET ASSETS		<u>1</u>	<u>1</u>
CAPITAL AND RESERVES			
Equity share capital	3	707,149	707,149
Share premium account		237,246	237,246
Profit and loss account		(944,394)	(944,394)
TOTAL SHAREHOLDERS' FUNDS		<u>1</u>	<u>1</u>


For the year ending 31 July 2012 the company was entitled to exemption from under section 480 of the Companies Act 2006. The members have not required the company to obtain an audit in accordance with section 476 of the Companies Act 2006.

The directors acknowledge their responsibilities for

- (i) ensuring that the company keeps accounting records which comply with section 386, and
- (ii) preparing accounts 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 its profit or loss for the financial year, in accordance with the requirements of section 393, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company.

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

Approved by the Board on 17 April 2013 and signed on its behalf by


R George
Director

The notes on page 3 to 4 form part of these financial statements.

AXIA FANS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2012

1 ACCOUNTING POLICIES

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

2 LOAN TO PARENT COMPANY

	2012 £	2011 £
Amounts loaned to parent company	<u>1</u>	<u>1</u>

Amounts loaned to the parent company bear no interest and there are no fixed repayment terms on these amounts

3 SHARE CAPITAL

	2012 £	2011 £
Authorised		
707,500 Ordinary shares of £1 each	<u>707,500</u>	<u>707,500</u>
Allotted, called up and fully paid		
707,149 Ordinary shares of £1 each	<u>707,149</u>	<u>707,149</u>

AXIA FANS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2012 (continued)

4 ULTIMATE PARENT COMPANY AND CONTROLLING PARTY

The company's immediate parent undertaking is Vent-Axia Group Limited. The parent undertaking of the largest group of undertakings for which group financial statements are drawn up and of which the company is a member, is Windmill Holdings BV, a company incorporated in the Netherlands. The parent undertaking of the largest group in the United Kingdom for which group financial statements are drawn up and of which the Company is a member is Windmill Topco Limited. The parent undertaking of the smallest group of undertakings for which group financial statements are drawn up and of which the Company is a member, is Windmill Cleanco Limited. Copies of the group financial statements of Windmill Topco Limited and Windmill Cleanco Limited are available from Fleming Way, Crawley, West Sussex RH10 9YX.

The majority shareholder in Windmill Topco Ltd is Windmill Holdings BV, a Company incorporated in the Netherlands and indirectly owned by TowerBrook Investors III, L P, TowerBrook Investors III Executive Fund, L P. and TowerBrook Investors III (Parallel) L P ('the Funds'). Windmill Holdings BV is regarded as the direct controlling party of the Company and the Funds are regarded as the ultimate controlling parties of the Company.