REC

FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2005

Company Registration Number 2149602 (England and Wales)

A46 **AG502H9L ** 711
COMPANIES HOUSE 20/07/2006

COMPANY INFORMATION

Directors P Coghlan

D Bell (/

(Appointed 31 December 2004)

Secretary P Coghlan

Company number 2149602

Registered office 3 The Listons

Liston Road Marlow

Buckinghamshire

Accountants Tenon Limited

Clifton House Bunnian Place Basingstoke Hampshire

Auditors Tenon Audit Limited

Clifton House Bunnian Place Basingstoke Hampshire

Bankers Barclays Bank Plc

59 Staines Road West Sunbury-on-Thames

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DIRECTORS' REPORT FOR THE YEAR ENDED 30 JUNE 2005

The directors present their report and financial statements for the year ended 30 June 2005.

Principal activities

The principal activity of the company continued to be that of agents for the sale and marketing of high performance standard linear integrated circuits.

Directors

The following directors have held office since 1 July 2004:

P Coghlan

R Swanson

(Resigned 31 December 2004)

D Bell

(Appointed 31 December 2004)

Directors' interests

The directors' interests in the shares of the company were as stated below:

Ordinary shares of £ 1 each 30 June 2005 1 July 2004

P Coghlan

D Bell

Auditors

On 28 February 2005 our auditors, Blueprint Audit Limited, changed their name to Tenon Audit Limited and have signed the audit report in their new name.

Tenon Audit Limited have expressed their willingness to continue in office and a resolution to reappoint them will be proposed at the annual general meeting.

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2005

Directors' responsibilities

Company law requires the directors to prepare financial statements for each financial year which 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 those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- 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 which disclose with reasonable accuracy at any time the financial position of the company and to 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.

This report has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

On behalf of the board

D Bell Director

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF LINEAR TECHNOLOGY (UK) LIMITED

We have audited the financial statements of Linear Technology (UK) Limited on pages 4 to 10 for the year ended 30 June 2005. These financial statements have been prepared under the historical cost convention and 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 the directors and auditors

As described in the statement of directors' responsibilities on page 2 the company's directors are responsible for the preparation of the financial statements in accordance with applicable law and United Kingdom Accounting Standards.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

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 if, in our opinion, the directors' report is not consistent with the financial statements, if 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 transactions with the company 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 United Kingdom Auditing Standards 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 judgements 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 of the state of the company's affairs as at 30 June 2005 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

(euch Audit Limited
Registered Auditor

Date: 17 - 7 - 06

Clifton House Bunnian Place Basingstoke Hampshire

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30 JUNE 2005

		2005	2004
	Notes	£	£
Turnover		1,060,894	929,524
Administrative expenses		(986,306)	(885,261)
Operating profit	2	74,588	44,263
Other interest receivable and similar income	3	1,585	947
Profit on ordinary activities before taxation		76,173	45,210
Tax on profit on ordinary activities	4	(22,397)	(11,210)
Profit on ordinary activities after taxation	9	53,776	34,000

The profit and loss account has been prepared on the basis that all operations are continuing operations.

There are no recognised gains and losses other than those passing through the profit and loss account.

BALANCE SHEET AS AT 30 JUNE 2005

	200	05	200)4
Notes	£	£	£	£
5		20,024		27,659
6	173,990		46,603	
	16,850		84,115	
	190,840		130,718	
7	(42,459)		(43,748)	
		148,381		86,970
		168,405		114,629
-				
8		1,000		1,000
9		167,405		113,629
10		168,405		114,629
	5 6 7 8 9	Notes £ 5 6	5 20,024 6 173,990 16,850 190,840 7 (42,459) 148,381 168,405 8 1,000 167,405	Notes £ £ £ 5 20,024 6 173,990

These financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

The financial statements were approved by the Board on 14-7-06

Director

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2005

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention and include the results of the company's operations as indicated in the directors' report, all of which are continuing.

The company has taken advantage of the exemption in Financial Reporting Standard No 1 (Revised 1996) from the requirement to produce a cash flow statement on the grounds that it is a subsidiary undertaking where 90 percent or more of the voting rights are controlled within the group.

1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable accounting standards.

1.3 Turnover

Turnover represents amounts receivable from the ultimate parent company, based on the costs incurred by the company recharged at an 8% mark up. In the previous year, the costs recharge was based on a mark up of 5%.

1.4 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Office improvements 10% Straight line
Fixtures, fittings & equipment 25% Reducing balance
Computer equipment 33% Straight line

1.5 Leasing

Rentals payable under operating leases are charged against income on a straight line basis over the lease term.

1.6 Deferred taxation

Deferred tax is provided in full in respect of taxation deferred by timing differences between the treatment of certain items for taxation and accounting purposes. The deferred tax balance has not been discounted.

2	Operating profit	2005	2004
		£	£
	Operating profit is stated after charging:		
	Depreciation of tangible assets	7,635	8,730
	Loss on disposal of tangible assets	-	383
	Operating lease rentals	48,002	64,190
	Auditors' remuneration	3,000	2,400

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2005

Investment income	2005 £	2004 £
Bank interest Other interest	1,508 77	947 -
	1,585	947
Taxation	2005 £	2004 £
Domestic current year tax		
U.K. corporation tax	22,397	11,210
Current tax charge	22,397	11,210
Factors affecting the tax charge for the year		
Profit on ordinary activities before taxation	76,173 	45,210
Profit on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 29.00% (2004: 25.00%)	22,090	11,303
Effects of		
	-	96
Depreciation add back	2,214	2,183
Capital allowances	(1,644)	(2,480)
Other tax adjustments	(263)	108
	307	(93)
Current tax charge	22,397	11,210
	Bank interest Other interest Taxation Domestic current year tax U.K. corporation tax Current tax charge Factors affecting the tax charge for the year Profit on ordinary activities before taxation Profit on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 29.00% (2004: 25.00%) Effects of: Loss on disposals add back Depreciation add back Capital allowances Other tax adjustments	Bank interest 1,508 Other interest 77 Taxation 2005 E Domestic current year tax U.K. corporation tax 22,397 Current tax charge 22,397 Factors affecting the tax charge for the year Profit on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 29,00% (2004: 25,00%) Effects of: Loss on disposals add back - Depreciation add back 2,214 Capital allowances (1,644) Other tax adjustments (263)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2005

5	Tangible fixed assets	Office improvements	Fixtures,	equipment	Total
		£	equipment £		£
	Cost				
	At 1 July 2004 & at 30 June 2005	25,924	31,771	8,125	65,820
	Depreciation				
	At 1 July 2004	12,614	21,494	4,053	38,161
	Charge for the year	2,592	2,339	2,704	7,635
	At 30 June 2005	15,206	23,833	6,757	45,796
	Net book value				
	At 30 June 2005	10,718	7,938	1,368	20,024
	At 30 June 2004	13,310	10,277	4,072	27,659
6	Debtors Amounts owed by parent company Other debtors			2005 £ 146,349 9,921	2004 £ - 28,892
	Prepayments and accrued income			17,720 ——— 173,990	17,711
			,	, , , , , , , , , , , , , , , , , , ,	
7	Creditors: amounts falling due within one year			2005	2004
				£	£
	Amounts owed to parent company			-	11,482
	Staff expenses creditor			4,375	5,123
	Taxation and social security			29,561	11,210
	Other creditors			8,523 	15,933
				42,459	43,748

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2005

8	Share capital	2005 £	2004 £
	Authorised		
	1,000 Ordinary shares of £1 each	1,000	1,000
	Allotted, called up and fully paid		
	1,000 Ordinary shares of £1 each	1,000	1,000
9	Statement of movements on profit and loss account		
	·		Profit and
			loss
			account £
	Balance at 1 July 2004		113,629
	Retained profit for the year		53,776
	Balance at 30 June 2005		167,405
10	Reconciliation of movements in shareholders' funds	2005	2004
		£	£
	Profit for the financial year	53,776	34,000
	Opening shareholders' funds	114,629	80,629
	Closing shareholders' funds	168,405	114,629

11 Financial commitments

At 30 June 2005 the company had annual commitments under non-cancellable operating leases as follows:

	Land and buildings		Other	
	2005	2004	2005	2004
	£	£	£	£
Expiry date:				
Between two and five years	47,876	46,224	2,024	3,641
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NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2005

12	Employees		
	Number of employees		
	The average monthly number of employees during the year was:		
		2005	2004
		Number	Number
	Sales	8	9
		<u> </u>	
	The directors are remunerated through the parent company.		
	Employment costs		
		£	£
	Wages and salaries	651,163	528,569
	Social security costs	69,922	62,046

13 Control

The ultimate parent company is Linear Technology Inc, a company incorporated in the United States of America. Copies of the consolidated Financial Statements of Linear Technology Inc may be obtained from 1630 McCarthy Blvd., Milipitas, CA 95035.

721,085

590,615

14 Related party transactions

The company has taken advantage of the exemptions available to 90% owned subsidiaries not to disclose transactions with group companies which are eliminated on consolidation.