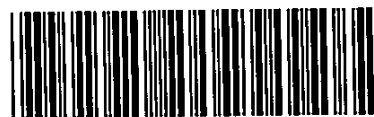


ENCONTRACTS LIMITED
DIRECTORS' REPORT AND FINANCIAL STATEMENTS
31 JULY 2011
REGISTRATION NUMBER 2511755

THURSDAY



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COMPANIES HOUSE

ENCONTRACTS LIMITED

DIRECTORS' REPORT

The directors present their annual report and financial statements for the year ended 31 July 2011

BUSINESS REVIEW

The company did not trade during the year

On 27 October 2011 the entire issued share capital of Encon Limited, the company's holding company, was acquired by Liberty2803 Limited, a company incorporated in the United Kingdom. The Directors now regard Liberty2803 Limited as the ultimate holding company (note 6)

RESULTS AND DIVIDENDS

The company made neither a profit nor loss during the year (2010 £nil). The directors do not recommend payment of a dividend (2010 £nil).

DIRECTORS AND DIRECTORS' INTERESTS

The directors who served during the year and up to the signing date were

| | |
|----------------------------|-----------------------------|
| R A R Smith | (resigned 27 October 2011) |
| Wolseley Directors Limited | (resigned 27 October 2011) |
| S J Moore | (appointed 27 October 2011) |
| J S Bedford | (appointed 27 October 2011) |

No director had any beneficial interest in the shares of the company or any fellow subsidiary undertaking in either Wolseley plc or Liberty2803 Limited

AUDIT

For the year ended 31 July 2011, the company was entitled to exemption under section 480 of the Companies Act 2006

The members of the company have not required the company to obtain an audit of its accounts for the year ended 31 July 2011 in accordance with section 476, Companies Act 2006

By order of the Board


S Moore
Chief Executive

Brunswick House
1 Deighton Close
Wetherby
West Yorkshire
LS22 7GZ

27th February 2012

ENCONTRACTS LIMITED

DIRECTORS' RESPONSIBILITIES FOR THE FINANCIAL STATEMENTS

Company law requires the directors to prepare financial statements for each financial period 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 apply them consistently,
- Make judgements and estimates that are reasonable and prudent,
- State whether applicable 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 also responsible for maintaining adequate records which 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 2006. They are also responsible 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.

ENCONTRACTS LIMITED

BALANCE SHEET AS AT 31 JULY 2011

| | <u>2011</u> | <u>2010</u> |
|---|------------------|------------------|
| | <u>£</u> | <u>£</u> |
| CREDITORS | | |
| Amounts owed to parent and fellow subsidiary undertakings | <u>(434,780)</u> | <u>(434,780)</u> |
| NET LIABILITIES | <u>(434,780)</u> | <u>(434,780)</u> |
| CAPITAL AND RESERVES | | |
| Called up share capital | 2 | 2 |
| Profit and loss account | <u>(434,782)</u> | <u>(434,782)</u> |
| Shareholders' deficit - equity | <u>(434,780)</u> | <u>(434,780)</u> |

For the year ended 31 July 2011 the company was entitled to exemption under section 480 of the Companies Act 2006

Members have not required the company to obtain an audit of its accounts for the period in question in accordance with section 476 of the Companies Act 2006

The directors acknowledge their responsibility for

- a Ensuring the company keeps accounting records which comply with section 386,
- b Preparing accounts which give a true and fair view of the state of affairs of the company as at the end of its financial period, and of its profit and loss for the financial period in accordance with section 394 and 395, and which otherwise comply with the requirements of the Companies Act 2006 relating to accounts, so far as applicable to the company

Approved by the Board of Directors
on 27th February 2012
and signed on its behalf by


S Moore
Chief Executive

The notes on page 5 form part of these financial statements

PROFIT AND LOSS ACCOUNT

During the current financial period and the preceding financial year, the company did not trade and received no income and incurred no expenditure. During those financial periods the company made neither a profit nor a loss. In those financial periods the company had no other recognised gains or losses.

ENCONTRACTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

1 ACCOUNTING CONVENTION

The accounts have been prepared under the historical cost convention. During the period the company has not traded, has not incurred any liabilities and consequently, has made neither profit nor loss.

2 PROFIT AND LOSS ACCOUNT

None of the directors received any emoluments in respect of their services to the company during the period (2010: £nil).

3 CALLED-UP SHARE CAPITAL

The company's share capital is as follows:

| | <u>2011 and 2010</u> |
|--|----------------------|
| | £ |
| Authorised, allotted, called up and fully paid | |
| 2 ordinary shares of £1 each | <u>2</u> |

4 CASH FLOW STATEMENT

Under Financial Reporting Standard 1 (Revised 1996), the company is exempt from the requirement to prepare a cash flow statement on the grounds that it is a wholly owned subsidiary undertaking.

5 ULTIMATE PARENT COMPANY

The ultimate parent company at 31 July 2011 was Wolseley plc, which is incorporated in Jersey. Group accounts may be obtained from the Company Secretary, Wolseley plc, Parkview 1220, Arlington Business Park, Theale, Reading, RG7 4GA.

6 POST BALANCE SHEET EVENTS

On 27 October 2011 the entire issued share capital of Encon Limited, the Company's holding company within the Encon Group, was acquired by Liberty2803 Limited, a company incorporated in the United Kingdom.