

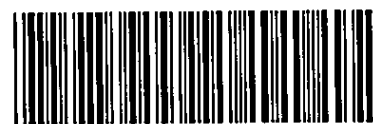
Registered No. 3049265

Hendy Leisure Limited

Report and Financial Statements

31 December 2006

TUESDAY



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19/06/2007

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COMPANIES HOUSE

Hendy Leisure Limited

Registered No 3049265

Directors

Mr B F Hendy (Chairman)
Mr N V Hendy
Mr C A G Moir

Secretary

Mr C A G Moir

Auditors

BDO Stoy Hayward LLP
Arcadia House
Maritime Walk
Ocean Village
SO14 3TL

Bankers

Lloyds Bank plc
PO Box 10
19-21 High Street
Southampton
SO14 2SE

Solicitors

Thomas Eggar Verrall Bowles
The Corn Exchange
Baffins Lane
Chichester
West Sussex
PO19 1GE

Registered office

360 Shirley Road
Shirley
Southampton
Hampshire
SO15 3UF

DIRECTOR'S REPORT

The directors present their report and financial statements for the year ended 31 December 2006

RESULTS AND DIVIDENDS

The loss for the year amounted to £22,212. The directors do not recommend the payment of any dividends.

PRINCIPAL ACTIVITIES AND REVIEW OF THE BUSINESS

The principal activity of the company during the year continued to be the sale and operation of leisure motor vehicles and allied equipment.

DIRECTORS

The directors who served the company during the year were as follows:

Mr B F Hendy (Chairman)
Mr N V Hendy
Mr C A G Moir

There are no directors' interests requiring disclosure under the Companies Act 1985.

Mr C A G Moir had no interests in the share capital of the parent undertaking at any time during the year. The other directors' interests in the share capital of the parent undertaking are disclosed in the financial statements of that company.

AUDITORS

All of the current directors have taken all the steps that they ought to have taken to make themselves aware of any information needed by the company's auditors for the purposes of their audit and to establish that the auditors are aware of that information. The directors are not aware of any relevant audit information of which the auditors are unaware.

A resolution to reappoint BDO Stoy Hayward LLP as auditors will be put to the members at the Annual General Meeting.

By order of the board



Mr C A G Moir
Secretary

17 May 2007

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

The directors are responsible for preparing the annual report and the financial statements in accordance with applicable law and United Kingdom Generally Accepted Accounting Practice

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 year. 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, 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 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

INDEPENDENT AUDITORS' REPORT to the members of Hendy Leisure Limited

We have audited the financial statements of Hendy Leisure Limited for the year ended 31 December 2006 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.

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities.

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 have been 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 those 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 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.

Our report has been prepared pursuant to the requirements of the Companies Act 1985 and for no other purpose. No person is entitled to rely on this report unless such a person is a person entitled to rely upon this report by virtue of and for the purpose of the Companies Act 1985 or has been expressly authorised to do so by our prior written consent. Save as above, we do not accept responsibility for this report to any other person or for any other purpose and we hereby expressly disclaim any and all such liability.

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.

INDEPENDENT AUDITORS' REPORT
to the members of Hendy Leisure Limited

Opinion

In our opinion

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 December 2006 and of its loss for the year then ended, and
- 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

18 May, 2007

BDO Stoy Hayward LLP

Chartered Accountants and Registered Auditors

Southampton

18 May, 2007

PROFIT AND LOSS ACCOUNT

for the year ended 31 December 2006

	<i>Notes</i>	<i>2006</i> £	<i>2005</i> £
TURNOVER	3	38,450	85,783
Cost of sales		56,676	82,847
GROSS PROFIT		(18,226)	2,936
Administrative expenses		1,000	5,101
Other operating income		2,504	-
OPERATING LOSS	4	(16,722)	(2,165)
Interest payable	5	5,490	5,116
LOSS ON ORDINARY ACTIVITIES BEFORE AND AFTER TAXATION		(22,212)	(7,281)

All amounts relate to continuing activities

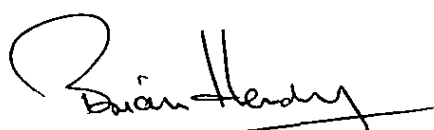
All recognised gains and losses in the current and prior year are included in the profit and loss account

BALANCE SHEET

at 31 December 2006

	Notes	2006 £	2005 £
FIXED ASSETS			
Tangible assets	6	1,000	1,000
		<u>1,000</u>	<u>1,000</u>
CURRENT ASSETS			
Stocks	7	21,727	48,564
Debtors	8	11,707	128,566
Cash at bank and in hand		92,878	-
		<u>126,312</u>	<u>177,130</u>
CREDITORS amounts falling due within one year	9	526,294	554,900
		<u>(399,982)</u>	<u>(377,770)</u>
NET CURRENT LIABILITIES			
		<u>(399,982)</u>	<u>(377,770)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>(398,982)</u>	<u>(376,770)</u>
PROVISIONS FOR LIABILITIES AND CHARGES			
Deferred taxation		(300)	(300)
		<u>(399,282)</u>	<u>(377,070)</u>
CAPITAL AND RESERVES			
Called up share capital	11	100	100
Profit and loss account	12	(399,382)	(377,170)
		<u>(399,282)</u>	<u>(377,070)</u>
SHAREHOLDER'S FUNDS	12	<u>(399,282)</u>	<u>(377,070)</u>

The financial statements were approved by the board of directors and authorised for issue on 17 May 2007



Mr B F Hendy (Chairman)
Director

NOTES TO THE FINANCIAL STATEMENTS

at 31 December 2006

1. Fundamental accounting concept

The financial statements have been prepared under the going concern concept because the parent undertaking has agreed to provide adequate funds for the company to meet its liabilities as they fall due

2. Accounting policies

Basis of preparation

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

Cash flow statement

The directors have taken advantage of the exemption in Financial Reporting Standard No 1 (revised) from including a cash flow statement in the financial statements on the grounds that the company is small

Related parties transactions

The company is a wholly owned subsidiary of Hendy Holdings Limited, the consolidated accounts of which are publicly available

Accordingly, the company has taken advantage of the exemption in FRS 8 from disclosing transactions with members or investees of the Hendy Holdings Limited group

Fixed assets

All fixed assets are initially recorded at cost

Depreciation

Depreciation is provided on all tangible fixed assets, at rates calculated to write off the cost, less estimated residual value based on prices prevailing at the date of acquisition of each asset evenly over its expected useful life, as follows

Fixtures and Fittings	- 20% on cost
Motor Vehicles	- 15% on cost
Equipment	- 20% to 33 1/3% on cost

Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more, tax, with the following exceptions

Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date

Stock

Stock is valued at lower of cost and net realisable value. Cost is based on the cost of purchased items. Net realisable value is based on estimated selling price less additional costs to completion and disposal

NOTES TO THE FINANCIAL STATEMENTS

at 31 December 2006

3. Turnover

Turnover, which is stated net of value added tax, represents income from sales of road trains and road train fares and relates entirely to the United Kingdom. Turnover arises entirely from continuing operations.

4. Operating loss

This is stated after charging

	2006 £	2005 £
Auditors' remuneration - audit services	1,000	1,000
	<u>1,000</u>	<u>1,000</u>

NOTES TO THE FINANCIAL STATEMENTS

at 31 December 2006

5. Interest payable

	2006	2005
	£	£
Loans from group companies	5,490	5,116

6. Tangible fixed assets

	Fixtures & fittings £	Motor vehicles £	Equipment £	Total £
Cost:				
At 1 January 2006 & 31 December 2006	6,944	31,754	8,981	47,679
Depreciation				
At 1 January 2006 & 31 December 2006	6,944	30,754	8,981	46,679
Net Book Value				
At 1 January 2006 & 31 December 2006	-	1,000	-	1,000

7. Stocks

	2006	2005
	£	£
Work in progress	21,727	48,564

8. Debtors

	2006	2005
	£	£
Trade debtors	1,510	11,985
Amounts owed by group undertakings	-	109,216
Group relief	7,365	7,365
Other taxation and social security	2,832	-
	11,707	128,566

9. Creditors: amounts falling due within one year

NOTES TO THE FINANCIAL STATEMENTS

at 31 December 2006

	2006	2005
	£	£
Bank loans and overdrafts	-	82,797
Trade creditors	-	1,947
Amounts owed to group undertakings	513,422	442,033
Other taxation and social security	-	624
Accruals and deferred income	12,872	27,499
	<u>526,294</u>	<u>554,900</u>

10. Contingent liabilities

The company has given an unlimited guarantee to Lloyds TSB Bank plc in connection with facilities available to the parent undertaking. At 31 December 2006, the total of such amounts was £13,688,245 (2005 £15,762,707)

11. Share capital

			<i>Authorised</i>	
			<i>2006</i>	<i>2005</i>
			<i>£</i>	<i>£</i>
Ordinary shares of £1 each			1,000	1,000
			<hr/> <hr/>	
			<i>Allotted, called up and fully paid</i>	
		<i>2006</i>		<i>2005</i>
	<i>No</i>	<i>£</i>	<i>No</i>	<i>£</i>
Ordinary shares of £1 each	100	100	100	100

12. Reconciliation of shareholder's funds and movement on reserves

	Share capital	Profit and loss account	Total
	£	£	£
At 1 January 2005	100	(369,889)	(369,789)
Loss for the year		(7,281)	(7,281)
	<u>100</u>	<u>(377,170)</u>	<u>(377,070)</u>
At 1 January 2006	100	(377,170)	(377,070)
Loss for the year		(22,212)	(22,212)
	<u>100</u>	<u>(399,382)</u>	<u>(399,282)</u>
At 31 December 2006	100	(399,382)	(399,282)

NOTES TO THE FINANCIAL STATEMENTS

at 31 December 2006

13. Ultimate parent company

The company is a wholly owned subsidiary undertaking of Hendy Holdings Limited, a company registered in England and Wales. The consolidated financial statements of Hendy Holdings Limited are those of both the smallest and largest group of which the company is a member and for which group financial statements are prepared. Copies of the consolidated financial statements may be obtained from the following address:

360 Shirley Road
Shirley
Southampton
Hampshire
SO15 3UF

In the directors' opinion, the company's ultimate parent undertaking and controlling party is Hendy Holdings Limited.