Registered number: 03341560

SUNLINE DIRECT MAIL LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2010

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COMPANY INFORMATION

Directors

N Maybury N T Roberts P G Cook R T Organ J R Eilis

Company secretary

N Maybury

Company number

03341560

Registered office

Cotton Way

Weldon Road Industrial Estate

Loughborough Leicestershire LE11 5FJ

Independent Auditors

PricewaterhouseCoopers LLP

Charted Accountants and Statutory Auditors

31 Great George Street

Bristol BS1 5QD

Bankers

Bank of Scotland 4 Friar Lane Leicester LE1 5RA

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CONTENTS

	Page
Directors' Report	1 - 3
Independent Auditors' Report	4 - 5
Profit and Loss Account	6
Balance Sheet	7
Cash Flow Statement	8
Notes to the Financial Statements	9 - 18



DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2010

The Directors present their report and the financial statements for the year ended 31 December 2010

Principal activities

The principal activity of the Company during the period was the provision of direct mail services

Business review

The directors feel that the Company has achieved a satisfactory year in light of the difficult trading conditions

The key financial performance indicators used by the directors are given below

	2010	2009
	£.000	£'000
Turnover	7,631	7,591
Gross profits (before exceptional costs)	674	929
Profit before tax	73	657

Although turnover remained flat in 2010 this was a creditable result given the weakening of consumer demand during the year. The existence of excess capacity in the mail polywrapping sector plus the abundance of small competitors with low overheads continued to exert serious downward pressures on margins. In addition, the decision to consolidate the Company's operations on one site gave rise to an exceptional cost of £302,000, which further depressed the Company's result

Results

The profit for the year, after taxation, amounted to £83,000 (2009 - £441,000)

Future developments

The directors continue to seek out new opportunities and are confident of future prospects

Principal risks and uncertainties

The management of the business and the execution of the Company's plans are subject to a number of risks

The principal business risks and uncertainties affecting the Company are considered to relate to competition from other direct mail providers and employee retention

In order to mitigate the pressure from competitors, the directors seek to hold regular discussions with customers and actively monitor the market for changes in competitors' prices. In order to retain staff the directors measure current pay rates against market rates to ensure that rates remain competitive.



DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2010

Financial risk management

The Company's operations expose it to a variety of financial risks that include changes in price risk, credit risk, liquidity risk, and interest rate risk

Price risk

The Company is exposed to price risk as a result of its operations. However, given the size of the Company's operations, the costs of managing exposure to price risk exceed any potential benefits. The directors will revisit the appropriateness of this policy should the Company's operations change in size or nature. The Company has no material exposure to equity securities as it only holds one small listed investment.

Credit risk

The Company has implemented policies that require appropriate credit checks on potential customers before sales are made. Cash deposits are only held with reputable financial institutions.

Liquidity risk

The Company ensures there are sufficient available funds for day to day operations by transferring funds from deposit accounts to current accounts as and when required. The Company also maintains an invoice discounting facility to increase the availability of funds.

Interest rate risk

The Company's interest bearing assets include only cash balances, which earn interest at variable rates interest bearing liabilities are principally finance lease and hire purchase agreements which are typically held at fixed interest rates

Directors

The Directors who served during the year were

N Maybury N T Roberts P G Cook R T Organ J R Ellis

Qualifying third party Indemnity provisions

No qualifying third party indemnity provision was in force for the benefit of one or more directors at any time during the year

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DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2010

Statement of Directors' responsibilities

The Directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the Directors must not approve the financial statements unless they are satisfied that they 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 these financial statements, the Directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgments and estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements,
- 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 adequate accounting records that are sufficient to show and explain the Company's transactions and 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 safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Provision of Information to auditors

Each of the persons who are Directors at the time when this Directors' Report is approved has confirmed that

- so far as that Director is aware, there is no relevant audit information of which the Company's auditors
 are unaware, and
- that Director has taken all the steps that ought to have been taken as a Director in order to be aware of any information needed by the Company's auditors in connection with preparing their report and to establish that the Company's auditors are aware of that information

Auditors

Under section 487(2) of the Companies Act 2006, PricewaterhouseCoopers LLP will be deemed to have been reappointed as auditors 28 days after these financial statements were sent to members or 28 days after the latest date prescribed for filing the accounts with the registrar, whichever is earlier

This report was approved by the Board on 15 September 2011 and signed on its behalf

P G Cook
Director

Re

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF SUNLINE DIRECT MAIL LIMITED

We have audited the financial statements of Sunline Direct Mail Limited for the year ended 31 December 2010, which comprise the Profit and Loss Account, the Balance Sheet, the Cash Flow Statement and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice)

Respective responsibilities of Directors and auditors

As explained more fully in the Statement of Directors' Responsibilities, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the Company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the Company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the Directors, and the overall presentation of the financial statements.

Unqualified opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the Company's affairs as at 31 December 2010 and of its profit and cash flows for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements



INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF SUNLINE DIRECT MAIL LIMITED

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us, or
- the financial statements are not in agreement with the accounting records and returns, or
- certain disclosures of directors' remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit

Jason Clarke (Senior statutory auditor)

for and on behalf of

PricewaterhouseCoopers LLP

Charted Accountants and Statutory Auditors

Bristol

16 September 2011



PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2010

	Note	2010 £000	2009 £000
TURNOVER	1,2	7,631	7,591
Cost of sales		(6,957)	(6,662)
Exceptional cost of sales		(281)	•
Total cost of sales		(7,238)	(6,662)
GROSS PROFIT		393	929
Administrative expenses		(265)	(235)
Exceptional administrative expenses		(21)	-
Total administrative expenses		(286)	(235)
OPERATING PROFIT	3	107	694
Interest receivable and similar income		1	2
Interest payable and similar charges	7	(36)	(39)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		73	657
Tax on profit on ordinary activities	8	10	(216)
PROFIT FOR THE FINANCIAL YEAR	17	83	441

All amounts relate to continuing operations

There were no recognised gains and losses for 2010 or 2009 other than those included in the Profit and Loss Account

The notes on pages 9 to 18 form part of these financial statements



SUNLINE DIRECT MAIL LIMITED REGISTERED NUMBER: 03341560

BALANCE SHEET AS AT 31 DECEMBER 2010

	Note	£000	2010 £000	£000	2009 £000
FIXED ASSETS					
Tangible assets	9		1,175		1,304
CURRENT ASSETS					
Stocks	10	57		50	
Debtors	11	2,902		2,518	
Cash at bank		257		674	
	_	3,216	_	3,242	
CREDITORS: amounts falling due within one year	12	(1,130)		(1,449)	
NET CURRENT ASSETS	_		2,086		1,793
TOTAL ASSETS LESS CURRENT LIABILIT	TIES	_	3,261	-	3,097
CREDITORS: amounts falling due after more than one year	13		(265)		(399)
PROVISIONS FOR LIABILITIES					
Deferred tax	14	(71)		(158)	
Other provisions	15	(302)		•	
	_		(373)		(158)
NET ASSETS		_	2,623	_	2,540
CAPITAL AND RESERVES				-	
Called up share capital	16		120		120
Capital redemption reserve	17		80		80
Profit and loss account	17		2,423	_	2,340
SHAREHOLDERS' FUNDS	18	_	2,623	=	2,540

The financial statements were approved and authorised for issue by the Board and were signed on its behalf on 15 September 2011;

P G Gook Director

The notes on pages 9 to 18 form part of these financial statements

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2010

	Note	2010 £000	2009 £000
Net cash flow from operating activities	19	(170)	596
Returns on investments and servicing of finance	20	(34)	(37)
Taxation		(9)	(252)
Capital expenditure and financial investment	20	(85)	(14)
CASH (OUTFLOW)/INFLOW BEFORE FINANCING	_	(298)	293
Financing	20	(119)	(179)
(DECREASE)/INCREASE IN CASH IN THE YEAR	_	(417)	114
FOR THE YEAR ENDED 31 DECEMBER 2010		2010 £000	2009
		£000	£000
(Decrease)/Increase in cash in the year		(417)	114
Cash outflow from decrease in debt and lease financing	_	119	179
CHANGE IN NET DEBT RESULTING FROM CASH FLOW	VS	(298)	293
Other non-cash changes		•	(159)
MOVEMENT IN NET DEBT IN THE YEAR	_	(298)	134
Net funds/(debt) at 1 January 2010	_	112	(22)
NET (DEBT)/FUNDS AT 31 DECEMBER 2010	_	(186)	112

The notes on pages 9 to 18 form part of these financial statements



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

1. ACCOUNTING POLICIES

1.1 Basis of preparation of financial statements

The financial statements have been prepared on a going concern basis, under the historical cost convention and in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom. The principal accounting policies, which have been applied consistently throughout the year are set out below.

1.2 Turnover

Turnover comprises revenue recognised by the Company in respect of services supplied, exclusive of Value Added Tax and trade discounts

Turnover is recognised upon transfer of substantial risks and rewards to the customer

1.3 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Cost includes the original purchase price of the asset and the costs attributable to bringing the asset to its working condition for its intended use. Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual value, over their expected useful lives on the following basis.

L/Term Leasehold Improvements - 25% on reducing balance
Plant & machinery - 15% on reducing balances
Motor vehicles - 25% on reducing balance
Fixtures & fittings - 15% on reducing balance
Computer equipment - 33% on reducing balance

1.4 Leasing and hire purchase

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible fixed assets Assets acquired by finance lease are depreciated over the shorter of the lease term and their useful lives. Assets acquired by hire purchase are depreciated over their useful lives. Finance leases are those where substantially all of the benefits and risks of ownership are assumed by the Company. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the Profit and Loss Account so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

1.5 Operating leases

Rentals under operating leases are charged to the Profit and Loss Account on a straight line basis over the lease term

1.6 Stocks and work in progress

Stocks and work in progress are valued at the lower of cost and net realisable value after making due allowance for obsolete and slow-moving stocks. Cost includes all direct costs and an appropriate proportion of fixed and variable overheads where appropriate. Stocks are valued on a FIFO basis.



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

1. ACCOUNTING POLICIES (continued)

1.7 Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation

A net deferred tax asset is recognised only if it can be regarded as 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 assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse

Deferred tax assets and liabilities are not discounted

1.8 Pensions

The Company operates a defined contribution pension scheme and the pension charge represents the amounts payable by the Company to the fund in respect of the year

1.9 Provisions

Provisions are recognised when the Company has a present obligation as a result of a past event, it is probable that a transfer of economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation

2. TURNOVER

The turnover and profit before tax of the Company is attributable to the one principal activity

All turnover arose within the United Kingdom

3. OPERATING PROFIT

The operating profit is stated after charging

		
Loss on disposal of fixed assets	-	9
Operating lease rentals - land and buildings	205	205
Exceptional administrative expenses	21	-
Exceptional cost of sales	281	-
 held under finance leases 	113	105
- owned by the company	99	115
Depreciation of tangible fixed assets		
	£000	£000
	2010	2009

2040

2000

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

4.	AUDITORS' REMUNERATION		
		2010 £000	2009 £000
	Fees payable to the Company's auditor for the audit of the Company's annual accounts Fees payable to the Company's auditor and its associates in respect of	9	8
	Other services relating to taxation		1
5.	STAFF COSTS		
	Staff costs, including Directors' remuneration, were as follows		
		2010 £000	200 9 £000
	Wages and salaries Social security costs Other pension costs	2,895 267 17	2,774 262 18
		3,179	3,054
	The average monthly number of employees, including the Directors, du	iring the year was as	follows
		2010	2009
	M	No.	No
	Management and administration Production and sales	20 128	21 121
		148	142
6.	DIRECTORS' REMUNERATION		
		2010 £000	2009 £000
	Emoluments	246	249
	Company pension contributions to defined contribution pension schemes	6	6

During the year retirement benefits were accruing to 1 Director (2009 - 1) in respect of defined contribution pension schemes

The highest paid Director received remuneration of £101,000 (2009 - £101,000)

The value of the Company's contributions paid to a defined contribution pension scheme in respect of the highest paid Director amounted to £6,000 (2009 - £6,000)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

7. INTEREST PAY	/ABLE		
		2010	2009
		£000	£000
On finance leas	es and hire purchase contracts	35 ————————————————————————————————————	39
8. TAXATION			
		2010 £000	2009 £000
Analysis of tax	charge in the year		
Current tax (se	e note below)		
UK corporation	tax charge on profit for the year	41	166
Adjustments in	respect of prior periods	36	44
Total current to	ax	77	210
Deferred tax			
	reversal of timing differences sed tax rate on opening liability	(81) (6)	- 6
Total deferred	tax (see note 14)	(87)	6
Tax on profit o	n ordinary activities	(10)	216
Factors affecti	ng tax charge for the year		
	ed for the year is higher than (2009 - higher than) 2009 - 28%) The differences are explained below	the standard rate of corpo	ration tax in
		2010	2009
Profit on ordinar	ar actuation before the	£000 73	£000 657
Fiolit on ordinal	y activities before tax	=======================================	
	y activities multiplied by standard rate of x in the UK of 28% (2009 - 28%)	20	184
Effects of:			
Expenses not de	eductible for tax purposes, other than goodwill		
	nd impairment	(12)	(12)
	ces for year in excess of depreciation nil consideration	- (93)	(6)
	tax charge in respect of prior periods	36	44
Short term timin Transfer pricing	g difference leading to a increase in taxation	85 41	-

210

77

Current tax charge for the year (see note above)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

8. TAXATION (continued)

Factors that may affect future tax charges

During the year, as a result of the change in the United Kingdom corporation tax rate from 28% to 27% that was substantively enacted on 26 June 2010 and will be effective from 1 April 2011, the relevant deferred tax balances have been remeasured

Further reductions to the United Kingdom tax rate have been announced. The changes, which are expected to be enacted separately each year, propose to reduce the rate to 26% from 1 April 2011 and by 1% per annum thereafter to 23% by 1 April 2014. These changes had not been substantively enacted at the balance sheet date and, therefore, are not recognised in these financial statements.



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

9. TANGIBLE FIXED ASSETS

	L/Term Leasehold Property £000	Plant & machinery £000	Motor vehicles £000	Fixtures & fittings £000	Computer equipment £000	Total £000
Cost						
At 1 January 2010	5	2,683	94	33	102	2,917
Additions	-	64	22	-	5	91
Disposals	-	(7)	(19)			(26)
At 31 December 2010	5	2,740	97	33	107	2,982
Depreciation						_
At 1 January 2010	4	1,452	46	22	89	1,613
Charge for the year	-	190	15	2	5	212
On disposals	-	(6)	(12)	-	-	(18)
At 31 December 2010	4	1,636	49	24	94	1,807
Net book value						
At 31 December 2010	1	1,104	48	9	13	1,175
At 31 December 2009	1	1,231	48	11	13	1,304

The net book value of assets held under finance leases or hire purchase contracts, included above, are as follows

	as 10110#45		
		2010 £000	2009 £000
	Plant and machinery	633	689
			
10.	STOCKS		
		2010	2009
		£000	£000
	Raw materials	53	43
	Work in progress	4	7
		67	50
		 ;	

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

11.	DEBTORS		
		2010	2009
		£000	£000
	Trade debtors Amounts owed by group undertakings	1,033 1,764	1,017 1,423
	Other debtors	5	-
	Prepayments and accrued income	100	78
	- -	2,902	2,518
12.	CREDITORS:		
	Amounts failing due within one year		
		2010	2009
	Net obligations under finance leases and hire purchase contracts	£000 178	£000 163
	Trade creditors	675	726
	Corporation tax	-	231
	Social security and other taxes Other creditors	153 1	161
	Accruals and deferred income	123	168
	- -	1,130	1,449
13.	CREDITORS: Amounts falling due after more than one year		
		2010 £000	2009 £000
	Net obligations under finance leases and hire purchase contracts	265	399
	Obligations under finance leases and hire purchase contracts, included a	above, are payable a	s follows
		2010	2009
		£000	£000
	Between one and five years	265 	399
14.	DEFERRED TAXATION		
		2010	2009
	At heginning of year	£000	£000
	At beginning of year (Released during)/charge for year	158 (87)	152 6
	At end of year	71	158



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

14. DEFERRED TAXATION (continued)

The provision for deferred taxation is made up as follows

	71	158
Accelerated capital allowances Other timing differences	166 (95)	172 (14)
	2010 £000	2009 £000

15. PROVISIONS

	structuring costs £000
At 1 January 2010 Additions	- 302
At 31 December 2010	302

Re-structuring costs

In December 2010, the Company took the decision to close its operating site in Redditch and consolidate operations at its Loughborough site. The provision made represents the best estimate of the direct costs that are likely to be incurred as as result of this decision. It is estimate that £202,000 of the costs will be incurred in 2011 with the remainder being incurred in 2012.

16. SHARE CAPITAL

	2010 £000	2009 £000
Allotted, called up and fully paid		
119,601 Ordinary shares of £1 each	120	120
	=	

17. RESERVES

rede	apital empt'n eserve £000	Profit and loss account £000
At 1 January 2010 Profit for the year	80 -	2,340 83
At 31 December 2010	80	2,423

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NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

18.	RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS		
		2010 £000	2009 £000
	On any management of the second of the secon		
	Opening shareholders' funds Profit for the year	2,540 83	2,099 441
	Closing shareholders' funds	2,623	2,540
19.	NET CASH FLOW FROM OPERATING ACTIVITIES		
		2010 £000	2009 £000
	Operating profit	107	694
	Depreciation of tangible fixed assets	212	220
	Profit on disposal of tangible fixed assets	1	9
	(Increase)/decrease in stocks Increase in debtors	(6) (694)	49 (590)
	(Decrease)/increase in creditors	(681) (105)	(580) 204
	Increase in provisions	302	-
	Net cash (outflow)/inflow from operating activities	(170)	596
20.	ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN CASH F	LOW STATEMENT 2010 £000	2009 £000
	Returns on investments and servicing of finance		
	Interest received	1	2
	Hire purchase interest	(35)	(39)
	Net cash outflow from returns on investments and servicing of finance	(34)	(37)
		2010	2009
		£000	£000
	Capital expenditure and financial investment		
	Purchase of tangible fixed assets	(91)	(16)
	Sale of tangible fixed assets	6	2
	Net cash outflow from capital expenditure	(85)	(14)
		2010	2009
		£000	£000
	Financing		
	Repayment of finance leases	(119)	(179)



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

21. ANALYSIS OF CHANGES IN NET DEBT

	1 January 2010 £000	Cash flow £000	Other non-cash changes £000	31 December 2010 £000
Cash at bank and in hand	674	(417)	-	257
Debt:				
Finance leases	(562)	119	-	(443)
Net funds	112	(298)		(186)

22. OPERATING LEASE COMMITMENTS

At 31 December 2010 the Company had annual commitments under non-cancellable operating leases as follows

	Land	Land and buildings	
	2010	2009	
	£000	£000	
Explry date:			
Between 2 and 5 years	205	205	
			

23. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

Sunline Direct Mail (Holdings) Limited is the parent of the smallest group of which the Company is a member. The ultimate parent company and ultimate controlling party and the smallest group of undertakings to include these financial statements in their consolidation is CEPS PLC company incorporated in England and Wales. The consolidated financial statements of CEPS PLC are available from CEPS PLC, 12b George Street, Bath, BA1 2EH.

CEPS PLC is the parent of the largest group of which this Company is a member

