

**Trans Auto Movements Limited**  
**Annual Report**  
**for the year ended 31 December 2004**

**Registered Number: 3459910**



# **Trans Auto Movements Limited**

## **Annual Report for the year ended 31 December 2004**

	Pages
Directors and advisers	1
Directors' report	2 - 4
Profit and loss account	5
Balance sheet	6
Notes to the financial statements	7 - 9

# **Trans Auto Movements Limited**

## **Directors and advisers**

### **Executive directors**

JC Merry (Chairman)

PJ Nuttall

RS Brown

TG Lampert

### **Secretary and registered office**

CN Armstrong

c/o AutoLogic Holdings plc

Orion House

5 Upper St Martin's Lane

London

WC2H 9EA

# Trans Auto Movements Limited

## Directors' report for the year ended 31 December 2004

The directors present their report and the financial statements for the year ended 31 December 2004.

### Review of business and future developments

The profit and loss account for the year is set out on page 5.

The company ceased trading in October 2001.

### Dividends

The directors do not recommend the payment of a dividend in respect of the year ended 31 December 2004 (2003: £nil).

### Directors

The directors of the company at 31 December 2004, all of whom have been directors for the whole of the year ended on that date, unless stated, were: -

JC Merry  
PJ Nuttall  
RS Brown  
TG Lampert

### Directors' interests

Directors' interests in the share capital of AutoLogic Holdings plc, the ultimate holding company, were as follows:

	31 December 2004	31 December 2003
RS Brown	5,229	30,229
TG Lampert	3,811	3,811

JC Merry and PJ Nuttall were also directors of the ultimate holding company, AutoLogic Holdings plc, at 31 December 2004 and their interests in the shares of group companies are disclosed in the financial statements of that company.

On 23 April 2004, RS Brown exercised 11,917 options under the AutoLogic 1997 Approved Executive Share Option Scheme and 47,668 options under the AutoLogic 1997 Unapproved (No.2) Executive Share Option Scheme. RS Brown sold 59,585 shares at £3.295 per share on 23 April 2004 and a further 25,000 shares at £3.00 per share on 18 May 2004.

## Trans Auto Movements Limited

Share options over the shares of AutoLogic Holdings plc held by the directors at 31 December 2004 were as follows:

### 1997 Approved Executive Share Option Scheme

	At 1 January 2004	Number granted	Options exercised	At 31 December 2004	Exercise price	Date from which exercisable	Expiry date
RS Brown	11,917	-	11,917	-	251.7p	1 September 2001	31 August 2008
TG Lampert	6,315	-	-	<b>6,315</b>	475.0p	2 September 2005	1 September 2012

### 1997 (No.2) Unapproved Executive Share Option Scheme

	At 1 January 2004	Number granted	Options exercised	At 31 December 2004	Exercise price	Date from which exercisable	Expiry date
RS Brown	47,668	-	47,668	-	251.7p	1 September 2001	31 August 2008
RS Brown	25,000	-	-	<b>25,000</b>	475.0p	2 September 2005	1 September 2012
RS Brown	25,000	-	-	<b>25,000</b>	234.0p	30 April 2006	29 April 2013
RS Brown	-	25,000	-	<b>25,000</b>	330.0p	27 April 2007	27 April 2014
TG Lampert	3,685	-	-	<b>3,685</b>	475.0p	2 September 2005	1 September 2012
TG Lampert	10,000	-	-	<b>10,000</b>	234.0p	30 April 2006	29 April 2013
TG Lampert	-	15,000	-	<b>15,000</b>	330.0p	27 April 2007	27 April 2014

Detailed information concerning the share option schemes is disclosed in the financial statements of the ultimate holding company, AutoLogic Holdings plc.

# Trans Auto Movements Limited

## Statement of directors' responsibilities

Company law requires the directors to prepare financial statements for each financial year that 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. The directors are required to prepare the financial statements on the going concern basis, unless it is inappropriate to presume that the company will continue in business.

The directors confirm that suitable accounting policies have been used and applied consistently. They also confirm that reasonable and prudent judgements and estimates have been made in preparing the financial statements for the year ended 31 December 2004 and that applicable accounting standards have been followed.

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.

By order of the board



CN Armstrong  
Secretary

# Trans Auto Movements Limited

## Profit and loss account for the year ended 31 December 2004

	Notes	Year ended 31 December 2004 £'000	Year ended 31 December 2003 £'000
Discontinued operations:			
Turnover		-	-
Cost of sales		-	91
Operating profit		-	91
Interest payable and similar charges		-	(20)
Profit on ordinary activities before taxation		-	71
Tax on profit on ordinary activities	3	-	-
Retained profit for the financial year		-	71
Accumulated losses brought forward		(124)	(195)
Accumulated losses carried forward		(124)	(124)

The company has no recognised gains and losses other than those included in the result above and therefore no separate statement of total recognised gains and losses has been presented.

# Trans Auto Movements Limited

## Balance sheet at 31 December 2004

	Notes	2004 £'000	2003 £'000
<b>Creditors: amounts falling due within one year</b>	4	(124)	(124)
<b>Net current liabilities and net liabilities</b>		(124)	(124)
<b>Capital and reserves</b>			
Called up share capital (£100)	5	-	-
Profit and loss account	6	(124)	(124)
<b>Equity shareholders' deficit</b>	7	(124)	(124)

The directors are satisfied that the company was entitled to exemption under subsection (1) of section 249AA of the Companies Act 1985 and that no member or members have requested an audit pursuant to subsection (2) of section 249B in relation to the accounts for the financial year.

The directors acknowledge their responsibilities for:

- (i) ensuring that the company keeps accounting records which comply with section 221; 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 226, and which otherwise comply with the requirements of this Act relating to accounts, so far as applicable to the company.

The financial statements on pages 5 to 9 were approved by the board of directors on 21<sup>st</sup> October 2005 and were signed on its behalf by:



Director



# **Trans Auto Movements Limited**

## **Notes to the financial statements for the year ended 31 December 2004**

### **1 Accounting policies**

These financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards. The directors consider that the accounting policies set out below are suitable, have been consistently applied and are supported by reasonable judgements and estimates.

#### **Cash flow statement and related party disclosures**

The company is a wholly owned subsidiary of Axial Holdings Limited which in turn is a wholly owned subsidiary of AutoLogic Holdings plc. The accounts of the company are included in the consolidated financial statements of AutoLogic Holdings plc, which are publicly available. The company has taken advantage of the exemption from preparing a cash flow statement under the terms of Financial Reporting Standard 1 (Revised 1996). The company is also exempt under the terms of Financial Reporting Standard 8 from disclosing related party transactions with entities that are part of the AutoLogic Holdings plc group.

### **2 Employee information**

The company had no employees other than the directors during the year (2003:nil)

The directors of the Company are employed by other AutoLogic Group Companies and they are remunerated by their respective Company in respect of their services to the Group. Their emoluments are dealt with in the accounts of their respective Company, where appropriate. The directors receive no emoluments from the Company, nor is any charge levied on the Company by other AutoLogic Group Companies.

# Trans Auto Movements Limited

## 3 Tax on profit on ordinary activities before taxation

### a) Analysis of charge in the year

	Year ended 31 December 2004 £'000	Year ended 31 December 2003 £'000
Tax on profit on ordinary activities	-	-

### b) Factors affecting tax charge for the year

The rate of current tax charge on profit on ordinary activities varied from the standard rate of corporation tax in the UK due to the following factors:

	Year ended 31 December 2004 %	Year ended 31 December 2003 %
UK corporation tax rate	30	30

  

	£'000	£'000
Profit before taxation	-	71
Tax at 30%	-	21
Utilisation of losses	-	(21)
Current tax charge	-	-

### c) Factors that may affect future tax charges

Other than the items noted in the above tax reconciliation, there are no other significant factors that may affect future tax charges.

## 4 Creditors: amounts falling due within one year

	2004 £'000	2003 £'000
Amounts owed to group undertakings	136	124

# Trans Auto Movements Limited

## 5 Share capital

	2004 £	2003 £
<b>Authorised</b>		
1,000 ordinary shares of £1 each	1,000	1,000
<b>Allotted, called up and fully paid</b>		
100 ordinary shares of £1 each	100	100

## 6 Profit and loss account

	£'000
At 1 January and 31 December 2004	(124)

## 7 Reconciliation of movements in shareholders' deficit

	2004 £'000	2003 £'000
Opening shareholders' deficit	(124)	(195)
Profit for the financial year	-	71
Closing shareholders' deficit	(124)	(124)

## 8 Ultimate and immediate parent companies

The directors regard Axial Holdings Limited, a company incorporated in Great Britain, as the immediate parent company throughout the year by virtue of its 100% interest in the share capital of the company. AutoLogic Holdings plc, a company incorporated in Great Britain, is the ultimate parent company and controlling party. AutoLogic Holdings plc prepares consolidated financial statements, copies of which can be obtained from the Company Secretary at Orion House, 5 Upper St Martin's Lane, London WC2H 9EA.