



OCKHAM COM LIMITED

FINANCIAL STATEMENTS

31ST DECEMBER 2006

COMPANY REGISTRATION NUMBER 03786040



**DIRECTORS' REPORT**

The directors are pleased to submit their report and the audited financial statements for the year ended 31st December 2006

**REVIEW OF BUSINESS**

The Company did not trade during the period, and hence incurred neither a profit nor a loss

**RESULTS AND DIVIDENDS**

There was no profit or loss in the year (2005 £nil)

The directors do not recommend the payment of a dividend (2005 £nil)

**DIRECTORS**

The following have been directors during the period from 1st January 2006 to the date of this report,

- \* C D Hill
- \* A J Gibson (Appointed 1 April 2007)
- \* I W J Patrick (Resigned 31 March 2006)
  
- \* Director of the ultimate holding company, Highway Insurance Holdings Plc

The interests of the directors at 31st December 2006 in the share capital of the ultimate holding company are shown in the accounts of that company

**PROVISION OF INFORMATION TO AUDITORS**

The directors who held office at the date of approval of this director's report confirm that, so far as they are aware, there is no relevant audit information of which the Company's auditors are unaware, and each director has taken all the steps that they ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information

**AUDITORS**

In accordance with Section 384 of the Companies Act 1985, a resolution for the re-appointment of KPMG Audit Plc as auditors of the company is to be proposed at the forthcoming Annual General Meeting

By Order of the Board



Philip Lampshire  
Secretary

Highway House  
171 Kings Road  
Brentwood  
Essex CM14 4EJ  
7th June 2007

**STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE  
DIRECTORS' REPORT AND THE FINANCIAL STATEMENTS**

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 UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice)

The financial statements are required by law to 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, 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 that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that its financial statements comply with the Companies Act 1985. They have general responsibility 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

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF OCKHAM COM LIMITED**

We have audited the financial statements of Ockham Com Limited for the year ended 31 December 2006 which comprise the Balance Sheet and the related notes. These financial statements have been prepared under 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 directors and auditors**

The directors' responsibilities for preparing the financial statements in accordance with applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities on page 2.

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 are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the Directors' Report is consistent with the financial statements.

In addition we report to you if, in our opinion, 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.

**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 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, in accordance with UK Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 December 2006 and of its result for the year then ended,

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.



KPMG Audit Plc  
Chartered Accountants & Registered Auditor  
8 Salisbury Square  
London  
EC4Y 8BB  
7th June 2007

**PROFIT & LOSS ACCOUNT**

During the financial year and the preceding financial year the company did not trade and received no income and incurred no expenditure. Consequently, during those years the company made neither a profit nor a loss and has no recognised gains or losses

**BALANCE SHEET**

As at 31st December 2006

		2006	2005
	Note	£	£
<b>LONG TERM LIABILITIES</b>			
Creditors - amounts falling due after more than one year	5	(119,527)	(119,527)
<b>NET LIABILITIES</b>		<u>(119,527)</u>	<u>(119,527)</u>
<b>CAPITAL AND RESERVES</b>			
Called-up share capital	6	2	2
Profit and loss account		(119,529)	(119,529)
<b>TOTAL SHAREHOLDER'S DEFICIT - EQUITY</b>	7	<u>(119,527)</u>	<u>(119,527)</u>

These financial statements were approved by the board and signed on the 7th June 2007 by

  
C. D. Hill  
Director

**NOTES TO THE FINANCIAL STATEMENTS (continued)**

**8 RELATED PARTY TRANSACTIONS**

The Company has taken advantage of the exemption in Financial Reporting Standard 8(3) from disclosure of related party transactions with other entities included in the consolidated financial statements of Highway Insurance Holdings Plc

**9 ULTIMATE HOLDING**

The ultimate holding Company and controlling party which heads both the largest and smallest group of undertakings for which group financial statements are prepared is Highway Insurance Holdings Plc, a company registered in England and Wales

Copies of the consolidated financial statements of Highway Insurance Holdings Plc can be obtained from the Company Secretary, Highway House, 171 Kings Road, Brentwood, Essex CM14 4EJ