

**Sigma 3 (Holdings) Limited**  
**Annual report**  
**for the year ended 29 May 2005**



# **Sigma 3 (Holdings) Limited**

## **Annual report for the year ended 29 May 2005**

	<b>Pages</b>
<b>Directors' report</b>	1 - 2
<b>Report of the auditors</b>	3
<b>Profit and loss account</b>	4
<b>Balance sheet</b>	5
<b>Notes to the financial statements</b>	6 - 9

## Directors' report for the year ended 29 May 2005

The directors present their report and the audited financial statements for the year ended 29 May 2005.

### Principal activities

The profit and loss account for the year is set out on page 4.

The principle activity of the company is acting as a holding company.

### Review of business

Both the level of business and the year end financial position were satisfactory and the directors expect this position to continue for the foreseeable future.

### Dividends

The directors have declared an interim dividend of nil p (2004: 83p) per share. A final dividend of nil p (2004: nil p) per share is proposed.

Certain shareholders waived their entitlement to a dividend in respect of the prior year.

### Directors

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

B C Lakin  
Mrs E M Lakin  
M D Broomhall  
N P Cassells  
C Stockdale  
G Jones  
R E Partridge (appointed 11 June 2004)  
P Thomas (appointed 11 June 2004)

### Director's interests

The interests of the directors of the company in the shares of the company at 29 May 2005 were as follows:

	Ordinary shares of 50p each at 29 May 2005 Number	Ordinary shares of 50p each at 30 May 2004 Number
B C Lakin	85,000	85,000
Mrs E M Lakin	11,720	11,720
M D Broomhall	780	780
N P Cassells	500	500
C Stockdale	-	-
G Jones	-	-
R E Partridge	-	-
P Thomas	-	-

## **Sigma 3 (Holdings) Limited**

2

### **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 29 May 2005 and that applicable accounting standards have been followed.

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 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.

### **Auditors**

A resolution to reappoint PricewaterhouseCoopers LLP as auditors of the company will be proposed at the annual general meeting.

### **By order of the board**

A handwritten signature in black ink, appearing to read 'C Stockdale', written over a circular stamp or seal.

**C Stockdale**  
**Secretary**

## Independent auditors' report to the members of Sigma 3 (Holdings) Limited

We have audited the financial statements which comprise the profit and loss account, the balance sheet and the related notes.

### Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the annual report and the financial statements in accordance with applicable United Kingdom law and accounting standards 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 United Kingdom auditing standards issued by the Auditing Practices Board. This report, including the opinion, has been prepared for and only for the company's members as a body in accordance with Section 235 of the Companies Act 1985 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or in to hands it may come save where expressly agreed by our prior consent in writing.

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 if, in our opinion, the directors' report is not consistent with the 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 transactions is not disclosed.

We read the other information contained in the annual report and consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements. The other information comprises only the directors' report.

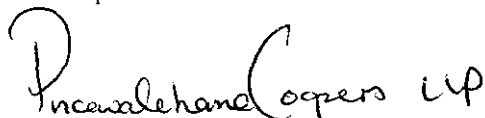
### Basis of audit opinion

We conducted our audit in accordance with auditing standards 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.

### Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs at 29 May 2005 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



PricewaterhouseCoopers LLP  
Chartered Accountants and Registered Auditors  
Cardiff, 24 February 2006

**Profit and loss account  
for the year ended 29 May 2005**

	Notes	2005 £	2004 £
Dividends receivable from shares in group undertakings		-	81,938
<b>Profit on ordinary activities before taxation</b>	3	-	81,938
Tax on profit on ordinary activities	4	-	-
<b>Profit for the financial year</b>		-	81,938
Dividends	5	-	(81,938)
<b>Retained profit for the year</b>	10	-	-

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

There is no difference between the profit on ordinary activities before taxation and the retained profit for the year stated above and their historical cost equivalents.

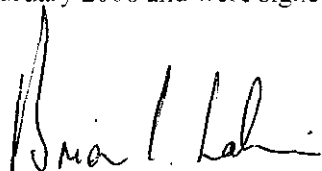
# Sigma 3 (Holdings) Limited

5

## Balance sheet at 29 May 2005

	Notes	2005 £	2004 £
<b>Fixed assets</b>			
Investments	6	50,000	50,000
<b>Current assets</b>			
Debtors	7	-	-
<b>Creditors:</b> amounts falling due within one year	8	-	-
<b>Net current assets</b>		-	-
<b>Net assets</b>		50,000	50,000
<b>Capital and reserves</b>			
Called up share capital	9	50,000	50,000
Profit and loss account	10	-	-
<b>Equity shareholders funds</b>	11	50,000	50,000

The financial statements on pages 4 to 9 were approved by the board of directors on 24th February 2006 and were signed on its behalf by:



BC Lakin  
Director

## Notes to the financial statements for the year ended 29 May 2005

### 1 Principal accounting policies

The financial statements have been prepared in accordance with applicable accounting standards in the United Kingdom. A summary of the more important accounting policies, which have been applied consistently, is set out below.

#### Basis of accounting

The financial statements are prepared in accordance with the historical cost convention.

### 2 Directors emoluments

	2005 £	2004 £
Aggregate emoluments	1,334,144	847,676
Company pension contributions to money purchase schemes	131,857	128,668

Retirement benefits are accruing to eight (2004: six) directors under a money purchase scheme.

	2005 £	2004 £
Highest paid director		
Aggregate emoluments	759,149	514,267
Company pension contributions to money purchase schemes	104,000	54,526

All directors' emoluments are paid by the company's subsidiary.

### 3 Profit on ordinary activities before taxation

	2005 £	2004 £
Profit on ordinary activities is stated after charging:		
Auditors' remuneration	-	-

The remuneration of the auditors' has been paid by the company's subsidiary.



**4 Tax on profit on ordinary activities**

	2005 £	2004 £
UK Corporation tax for the year	-	-

The tax assessed for the year is lower than the standard rate of corporation tax in the UK. The difference is explained below:-

	2005 £	2004 £
Profit on ordinary activities multiplied by standard rate in the UK 30% (2004 30%)	-	24,581
Income not taxable	-	(24,581)
	-	-

**5 Dividends**

	2005 £	2004 £
Equity shares		
Interim dividend payable of nil per share (2004: 83 p)	-	81,938
Final dividend proposed of nil p per share (2004: nil p)	-	-
	-	81,938

**6 Fixed asset investments**

	2005 £	2004 £
Interests in group undertakings at cost	50,000	50,000

Name of undertaking	Country of incorporation	Description of shares held	Proportion of nominal value of issued shares held by	
			Company	Group
Sigma 3 (Kitchens) Limited	England and Wales	Ordinary 50p shares	100%	100%
Sigma 3 (County) Limited	England and Wales	Ordinary £1 shares	-	100%

The principal activities of Sigma 3 (Kitchens) Limited is the design, manufacture and supply of fitted kitchens and bedrooms. Sigma 3 (County) Limited is dormant.

## Sigma 3 (Holdings) Limited

8

Details of the results for the year ended 29 May 2005 and capital and reserves of the group undertakings at 29 May 2005 are as follows:-

	<b>Sigma 3 (Kitchens) Limited £</b>	<b>Sigma 3 (County) Limited £</b>
Profit for the financial year	<b>223,640</b>	-
Capital and reserves	<b>3,471,515</b>	-

Group accounts have not been prepared as the company has taken advantage of the exemption conferred by Section 248 of the Companies Act 1985.

### 7 Debtors

	<b>2005 £</b>	<b>2004 £</b>
Amounts owed by group undertakings – Sigma 3 (Kitchens) Limited	-	-

### 8 Creditors: amounts falling due within one year

	<b>2005 £</b>	<b>2004 £</b>
Dividends payable	-	-

### 9 Called up share capital

	<b>2005 £</b>	<b>2004 £</b>
<b>Authorised</b> 100,000 ordinary shares of 50p each	<b>50,000</b>	50,000
<b>Allotted, called up and fully paid</b> 100,000 ordinary shares of 50p each	<b>50,000</b>	50,000

**10 Profit and loss account**

	£
At 31 May 2004	-
Retained profit for the year	-
At 29 May 2005	-

**11 Reconciliation of movements in shareholders' funds**

	2005 £	2004 £
Profit for the financial year	-	81,938
Dividends	-	(81,938)
	-	-
Opening shareholders' funds	50,000	50,000
Closing shareholders' funds	50,000	50,000

**12 Ultimate controlling party**

The ultimate controlling party is B C Lakin by virtue of his controlling interest in the equity share capital of the company.