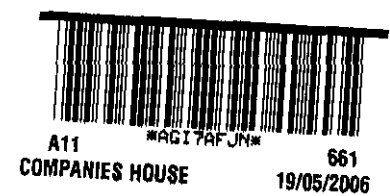


**ACRAMAN 318 LIMITED**

**Report and Financial Statements**

**For the 52 week period ended**

**1 October 2005**



# **ACRAMAN 318 LIMITED**

## **REPORT AND FINANCIAL STATEMENTS 2005**

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# **ACRAMAN 318 LIMITED**

## **REPORT AND FINANCIAL STATEMENTS 2005**

### **OFFICERS AND PROFESSIONAL ADVISERS**

#### **DIRECTOR**

Topalpha Limited

#### **SECRETARY**

A Liggett

#### **REGISTERED OFFICE**

Rushworth House  
Wilmslow Road  
Handforth  
Wilmslow  
Cheshire  
SK9 3HJ

#### **BANKERS**

HSBC Bank Plc  
56 Queen Street  
Cardiff  
CF10 2PX

#### **SOLICITORS**

TLT Solicitors  
1 Redcliffe Street  
Bristol  
BS99 7JZ

Sinclair Abson Smith Lawyers  
19 Market Place  
Stockport  
SK1 1HA

Beechcroft Wansborough Solicitors  
St Ann's House  
St Ann's Street  
Manchester  
M2 7LP

#### **AUDITORS**

Deloitte & Touche LLP  
Chartered Accountants  
Manchester

# ACRAMAN 318 LIMITED

## DIRECTOR'S REPORT

The director presents his annual report on the affairs of the company, together with the financial statements and auditors report, for the 52 week period ended 1 October 2005 .

## PRINCIPAL ACTIVITY AND BUSINESS REVIEW

The company has not traded in the current period.

## RESULTS AND DIVIDENDS

The audited financial statements for the 52 week period ended 1 October 2005 are set out on pages 5 to 9. The loss for the period, after taxation, was £30 (2004 – £10).

The director cannot recommend the payment of a dividend and the loss for the period is to be withdrawn from reserves.

## FUTURE PROSPECTS

The directors expect the level of activity in the company to remain stable.

## DIRECTOR AND HIS INTERESTS

The director who served during the period and his interest in the share capital of the company is as follows:

	Ordinary shares of £1 each	
	2005	2004
Topalpha Limited	<u>1</u>	<u>1</u>

The interests of the director in other group companies are disclosed in the financial statements of Topalpha Limited.

The director does not have any other interests which are required to be disclosed under Schedule 7 of the Companies Act 1985.

## AUDITORS

A resolution to re-appoint Deloitte & Touche LLP as the company's auditor will be proposed at the forthcoming Annual General Meeting.

Approved by the Board of Directors  
and signed on behalf of the Board

A Liggett  
Secretary

12 MAY 2006

**STATEMENT OF DIRECTOR'S RESPONSIBILITIES**

United Kingdom company law requires the director to prepare financial statements for each financial period which give a true and fair view of the state of affairs of the company as at the end of the financial period and of the profit or loss of the company for that period. In preparing those financial statements, the director is required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The director is responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable him to ensure that the financial statements comply with the Companies Act 1985. He is also responsible for the system of internal control, 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 ACRAMAN 318 LIMITED**

We have audited the financial statements of Acraman 318 Limited for the 52 week period ended 1 October 2005 which comprise the profit and loss account, the statement of total recognised gains and losses, the balance sheet and the related notes 1 to 10. 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 auditors' 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 director and auditors**

As described in the statement of director's responsibilities, the company's director is responsible for the preparation of the financial statements in accordance with applicable United Kingdom law and accounting standards. Our responsibility is to audit the financial statements in accordance with relevant United Kingdom legal and regulatory requirements and auditing standards.

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 if, in our opinion, the director's 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 director's remuneration and transactions with the company is not disclosed.

We read the director's report for the above period and consider the implications for our report if we become aware of any apparent misstatements.

### **Basis of opinion**

We conducted our audit in accordance with United Kingdom 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 judgements made by the director 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 as at 1 October 2005 and of the company's loss for the 52 week period then ended and have been properly prepared in accordance with the Companies Act 1985.

*Deloitte & Touche LLP*

**Deloitte & Touche LLP**  
Chartered Accountants and Registered Auditors  
Manchester

15 MAY 2006

# ACRAMAN 318 LIMITED

## PROFIT AND LOSS ACCOUNT

For the 52 week period ended 1 October 2005

	Note	52 weeks ended 1 October 2005 £	53 weeks ended 2 October 2004 £
Operating expenses		(30)	(15)
<b>OPERATING LOSS AND LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION</b>	2	(30)	(15)
Tax on loss on ordinary activities	3	-	5
<b>LOSS FOR THE FINANCIAL PERIOD TRANSFERRED FROM RESERVES</b>	7	(30)	(10)

All activity arose from continuing operations.

There are no recognised gains or losses in either period other than the loss for that period and accordingly no statement of total recognised gains and losses has been prepared.

The accompanying notes are an integral part of this profit and loss account.

# ACRAMAN 318 LIMITED

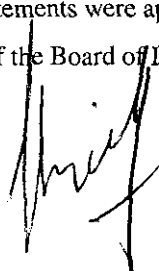
## BALANCE SHEET 1 October 2005

	Note	1 October 2005 £	2 October 2004 £
<b>CURRENT ASSETS</b>			
Debtors	4	5	-
Cash at bank and in hand		2	-
<b>CREDITORS: Amounts falling due within 1 year</b>	5	(46)	(9)
<b>NET CURRENT LIABILITIES</b>		(39)	(9)
<b>NET LIABILITIES</b>		(39)	(9)
<b>CAPITAL AND RESERVES</b>			
Called-up share capital	6	1	1
Profit and loss account	7	(40)	(10)
<b>EQUITY SHAREHOLDER'S DEFICIT</b>	8	(39)	(9)

These financial statements were approved by the Board of Directors on 12 MAY 2006.

Signed on behalf of the Board of Directors

Topalpha Limited  
Director





**NOTES TO THE FINANCIAL STATEMENTS**  
**For the 52 week period ended 1 October 2005**

**1. ACCOUNTING POLICIES**

A summary of the principal accounting policies, all of which have been applied consistently throughout the period and the preceding period, is set out below.

**Basis of accounting**

The financial statements have been prepared under the historical cost convention and in accordance with applicable United Kingdom accounting standards.

**Cash flow statement**

The company is part of the Topps Tiles Plc group, which prepares publicly available consolidated financial statements, therefore the company is exempt from the requirement of FRS 1 to present a cash flow statement.

**Financial period**

The accounting period ends on the Saturday which falls closest to 30 September, resulting in normal financial periods of either 52 or 53 weeks.

**Taxation**

UK corporation tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

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 that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax is measured on a non-discounted basis.

**2. OPERATING LOSS AND LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION**

The director did not receive any remuneration in both periods.

All audit costs are borne by the ultimate parent company.

The company had no employees during the financial period.

**3. TAX ON LOSS ON ORDINARY ACTIVITIES**

The tax credit comprises

	52 weeks ended 1 October 2005 £	53 weeks ended 2 October 2004 £
<b>Current tax</b>		
UK corporation tax	-	(5)
<b>Total current tax and tax on loss on ordinary activities</b>	-	(5)

**NOTES TO THE FINANCIAL STATEMENTS**  
**For the 52 week period ended 1 October 2005**

**3. TAX ON LOSS ON ORDINARY ACTIVITIES (continued)**

The differences between the total current tax shown above and the amount calculated by applying the effective rate of UK corporation tax to the loss before tax is as follows:

	52 weeks ended 1 October 2005 £	53 weeks ended 2 October 2004 £
Loss on ordinary activities before tax	(30)	(15)
Tax on loss on ordinary activities at UK corporation tax rate of 30% (2004 – 30%)	(9)	(5)
Group relief	(9)	-
Current tax credit for period	-	(5)

**4. DEBTORS**

	1 October 2005 £	2 October 2004 £
Amount due from parent company	5	-

**5. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	1 October 2005 £	2 October 2004 £
Amounts owed to group undertakings	46	9
	46	9

**6. CALLED-UP SHARE CAPITAL**

	1 October 2005 £	2 October 2004 £
Authorised 1,000 ordinary shares of £1 each	1,000	1,000
Called-up, allotted and fully paid 1 ordinary shares of £1 each	1	1

# ACRAMAN 318 LIMITED

## NOTES TO THE FINANCIAL STATEMENTS For the 52 week period ended 1 October 2005

### 7. RESERVES

	Profit and loss account £
At 3 October 2004	(10)
Loss for the period	(30)
At 1 October 2005	<u>(40)</u>

### 8. RECONCILIATION OF MOVEMENTS IN EQUITY SHAREHOLDER'S DEFICIT

	1 October 2005 £	2 October 2004 £
Loss for the period	<u>(30)</u>	<u>(10)</u>
Opening equity shareholder's (deficit)/funds	<u>(9)</u>	<u>1</u>
Closing equity shareholder's deficit	<u>(39)</u>	<u>(9)</u>

### 9. CONTINGENCIES

At 1 October 2005, the company had unlimited multilateral guarantees with the company's bank for fellow group undertakings.

### 10. ULTIMATE CONTROLLING PARTY

The directors regard Topps Tiles Plc, a company incorporated in England and Wales, as the ultimate parent company and the ultimate controlling party.

Topps Tiles Plc is the parent company of the largest and smallest group of which the company is a member and for which group financial statements are drawn up. Copies of the financial statements are available from The Registrar of Companies, Companies' Registration Office, Crown Way, Maindy, Cardiff, CF4 3UZ.

As a subsidiary undertaking of Topps Tiles Plc, the company has taken advantage of the exemption in FRS 8 "Related party disclosures" from disclosing transactions with other members of the group headed by Topps Tiles Plc.