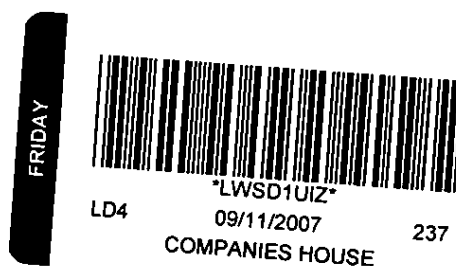


Company Registration No. 05165293 (England and Wales)



MERRYMIST LIMITED
DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2007



GERALD EDELMAN
CHARTERED ACCOUNTANTS

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MERRYMIST LIMITED

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MERRYMIST LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 MARCH 2007

The directors present their report and financial statements for the year ended 31 March 2007

Principal activities

The principal activity of the company is that of an investment company but remained dormant throughout the year

Results and dividends

The directors do not propose to declare a dividend for the period under review

Directors

The following directors have held office since 1 April 2006

M Allen
S A J Nahum
M Turner

Directors' interests

The directors' interests in the shares of the company were as stated below

	Ordinary 'A' shares of £1 each	
	31 March 2007	1 April 2006
M Allen	-	-
S A J Nahum	-	-
M Turner	-	-

	Ordinary 'B' shares of £1 each	
	31 March 2007	1 April 2006
M Allen	1	1
S A J Nahum	-	-
M Turner	-	-

Mr M Turner is a director of Investors in Private Capital Limited, the United Kingdom holding company. His interest in the shares of that company are shown in its own directors report

Auditors

In accordance with section 385 of the Companies Act 1985, a resolution proposing that Gerald Edelman be reappointed as auditors of the company will be put to the Annual General Meeting

MERRYMIST LIMITED

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2007

Directors' responsibilities

The directors are responsible for preparing the financial statements in accordance with applicable law and United Kingdom Generally Accepted Accounting Practice

Company law requires the directors to prepare financial statements for each financial year which 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 those financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- 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 which 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.

Statement of disclosure to auditor

(a) so far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware, and

(b) they have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

This report has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

On behalf of the board



M Turner

Director

10 July 2007

MERRYMIST LIMITED

INDEPENDENT AUDITORS' REPORT

TO THE SHAREHOLDERS OF MERRYMIST LIMITED

We have audited the financial statements of Merrymist Limited for the year ended 31 March 2007 set out on pages 5 to 7. 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 the directors and auditors

As described in the statement of directors' responsibilities on page 2, the company's directors are responsible for the preparation of the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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 if, in our opinion, the directors' report is not consistent with the financial statements, if the company has not kept proper accounting records or 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 with the company 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.

MERRYMIST LIMITED

INDEPENDENT AUDITORS' REPORT (CONTINUED) TO THE SHAREHOLDERS OF MERRYMIST LIMITED

Opinion

In our opinion

- the financial statements give a true and fair view in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 March 2007 and of its results for the year then ended and 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



Gerald Edelman

10 July 2007

Chartered Accountants

Registered Auditor

25 Harley Street
London
W1G 9BR

MERRYMIST LIMITED

BALANCE SHEET

AS AT 31 MARCH 2007

	Notes	2007 £	£	2006 £	£
Current assets					
Cash at bank and in hand		10,097		10,097	
Creditors amounts falling due within one year	2	<u>(10,000)</u>		<u>(10,000)</u>	
Total assets less current liabilities			<u>97</u>		<u>97</u>
Capital and reserves					
Called up share capital	3		101		101
Profit and loss account	4		<u>(4)</u>		<u>(4)</u>
Shareholders' funds	5		<u>97</u>		<u>97</u>

These financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies

Approved by the Board and authorised for issue on 10 July 2007



M Turner
Director

MERRYMIST LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2007

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention

The company has taken advantage of the exemption in Financial Reporting Standard No 1 (Revised 1996) from the requirement to produce a cash flow statement on the grounds that it is a subsidiary undertaking where 90 percent or more of the voting rights are controlled within the group

1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), which have been applied consistently (except as otherwise stated)

1.3 Profit and loss account

The company has not traded, made profits or losses or incurred any liabilities during the year ended 31 March 2007. Therefore, no profit and loss account is attached

2	Creditors: amounts falling due within one year	2007 £	2006 £
	Other creditors	10,000	10,000
		<u>10,000</u>	<u>10,000</u>
3	Share capital	2007 £	2006 £
	Authorised		
	100 Ordinary 'A' shares of £1 each	100	100
	1 Ordinary 'B' shares of £1 each	1	1
		<u>101</u>	<u>101</u>
	Allotted, called up and fully paid		
	100 Ordinary 'A' shares of £1 each	100	100
	1 Ordinary 'B' shares of £1 each	1	1
		<u>101</u>	<u>101</u>

The 'A' and 'B' shares rank *pari passu* but constitute separate classes of shares

MERRYMIST LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2007

4 Statement of movements on profit and loss account

	Profit and loss account £
Balance at 1 April 2006	(4)
Balance at 31 March 2007	(4)

5 Reconciliation of movements in shareholders' funds

	2007 £	2006 £
Results for the financial year	-	-
Opening shareholders' funds	97	97
Closing shareholders' funds	97	97

6 Control

The company is a subsidiary of Wellington Investments Limited. The ultimate United Kingdom parent company is Investors in Private Capital Limited. The ultimate controlling party is Landal Worldwide Corp, a company registered in the British Virgin Islands.