

Heather Valley (Woollens) Limited

Accounts 25 February 2006
together with directors' report

Registered number SC36376

THURSDAY



ATKJMLJW

A22

21/12/2006

168

COMPANIES HOUSE

Directors' report

For the year ended 25 February 2006

The directors present their annual report on the affairs of the company, together with the accounts for the year ended 25 February 2006

Principal activities and business review

The company remained dormant throughout the year

Directors and their interests

The directors who served during the year are as shown below

R Burton

J Hinchcliffe (appointed 31 August 2006)

G Green (resigned 31 August 2006)

The interests of G Green in the 10p Ordinary shares of N Brown Group plc, the ultimate holding company, are shown in the accounts of JD Williams Group Limited, a fellow group undertaking. Those of R Burton are shown below

	2006 Shares <u>Number</u>	2005 Shares <u>Number</u>
R Burton	92,887	94,111

Details of share options are as follows

	26 February 2005	Granted in year	Lapsed in year	25 February 2006	Exercise price
R Burton					
Executive scheme	30,000			30,000	160p
Executive scheme	10,000		(10,000)		210 5p
Executive scheme	41,507			41,507	131p
Savings related scheme	9,520			9,520	99p
	<u>91,027</u>		<u>(10,000)</u>	<u>81,027</u>	

The executive share options can be exercised between 23/06/06 and 23/06/13

The savings related scheme options can be exercised between 01/08/07 and 31/01/08

Directors' report (continued)

Directors and their interests (continued)

Details of awards of shares made under the group's deferred annual bonus scheme are as follows

	26 February 2005	Granted in year	Exercised in year	25 February 2006	Date from which exercisable	Expiry date
R Burton						
	2,040		(2,040)		12/06/05	11/12/05
	2,030			2,030	28/06/06	27/12/06
		4,090		4,090	27/05/07	26/11/07
	<u>4,070</u>	<u>4,090</u>	<u>(2,040)</u>	<u>6,120</u>		

The market price at the date of the award was 135p

The market price at the date of exercise was 198 5p

The total gain on the exercise of awards is £4,049

Details of awards of shares made under the group's long term incentive share plans are as follows

	26 February 2005	Awarded in year	Exercised in year	Lapsed in year	25 February 2006	Date from which exercisable	Expiry date
R Burton							
Basic	15,104			(15,104)		14/08/05	14/02/06
Basic	37,683				37,683	26/08/07	26/02/08
Basic		29,259			29,259	29/06/08	29/12/08
	<u>52,787</u>	<u>29,259</u>		<u>(15,104)</u>	<u>66,942</u>		

The market price at the date of the award was 135p

Directors' report (continued)

Directors and their interests (continued)

The directors do not have any other interests required to be disclosed under Schedule 7 of the Companies Act 1985

16 Comely Bank Avenue
Edinburgh
EH4 1EL

By order of the Board,



P J Tynan
Secretary

19 December 2006

Balance sheet

25 February 2006

	Notes	2006 £	2005 £
Current assets			
Amounts owed by group undertakings		11,007	11,007
Current liabilities			
Amounts owed to group undertakings		(106,586)	(106,586)
Net liabilities		<u>(95,579)</u>	<u>(95,579)</u>
Capital and reserves			
Called up share capital	2	12,000	12,000
Profit and loss account		(107,579)	(107,579)
Total capital employed		<u>(95,579)</u>	<u>(95,579)</u>

The company was dormant within the meaning of Section 250 of the Companies Act 1985 throughout the year

For the year ended 25 February 2006 the company was entitled to exemption under section 249AA(1) of the Companies Act 1985

No members have required the company to obtain an audit of its accounts for the year in question in accordance with section 249B(2)

The directors acknowledge their responsibility for

- Ensuring the company keeps accounting records which comply with section 221,
- 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 and loss for the financial year in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company

Signed on behalf of the Board



J Hinchcliffe
Director

19 December 2006

The accompanying notes are an integral part of this balance sheet

Notes to accounts

25 February 2006

1 Basis of accounting

The accounts are prepared under the historical cost convention and in accordance with applicable accounting standards

2 Called up share capital

	2006 £	2005 £
<i>Authorised</i>		
400,000 Ordinary shares of 5p each	<u>20,000</u>	<u>20,000</u>
<i>Allotted, called up and fully paid</i>		
240,000 Ordinary shares of 5p each	<u>12,000</u>	<u>12,000</u>

3 Ultimate parent company

The directors regard N Brown Group plc, a company incorporated in England and Wales, as the ultimate parent company and the ultimate controlling party

N Brown Group plc is the parent company of the largest and smallest group of which the company is a member and for which group accounts are drawn up. Copies of the accounts are available from Griffin House, 40 Lever Street, Manchester, M60 6ES

As a subsidiary undertaking of N Brown Group 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 N Brown Group plc

N Brown Group plc has undertaken to give continued financial support to the company until at least July 2006