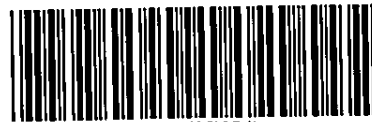


**Partco Distribution Limited**  
**Directors' Report and Financial Statements**  
**for the year ended 31 December 2007**

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**Partco Distribution Limited**  
*Financial Statements for the year ended 31 December 2007*

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**Partco Distribution Limited*****Financial Statements for the year ended 31 December 2007***

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**Company Information**

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<b>Directors:</b>	P M Dessain M R Hopper A J Mourgue
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<b>Company Secretary</b>	M D Rimmer
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<b>Registered Office:</b>	Unipart House Cowley Oxford OX4 2PG
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<b>Company Number:</b>	52740
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**Partco Distribution Limited**  
**Report of the Directors**

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The Directors present their report together with the Financial Statements for the year ended 31 December 2007

**Principal activity**

The Company did not trade in the year ended 31 December 2007

**Directors**

The Directors that held office during the year ended 31 December 2007 are shown on page 3

There was no contract subsisting during or at the end of the financial year in which any director of the Company had a material interest, however, during the year an indemnity from the Company was available to the directors against liabilities incurred by them in defending proceedings against them in relation to the affairs of the Company. The indemnity is subject to the provisions of the Companies Act and is set out in the Articles of Association.

**Auditors**

As the Company has not traded, under Section 249AA of the Companies Act 1985, the Directors have not appointed auditors.

On behalf of the Board



**M D RIMMER**  
**Secretary**  
**Oxford**

Date 18 AUGUST 2008

**Partco Distribution Limited**  
**Balance Sheet as at 31 December 2007**

	Note	2007 £000	2006 £000
<b>Current assets</b>			
Debtors - Amounts due from Group Companies		3,962	3,962
<b>Net assets</b>		<b>3,962</b>	<b>3,962</b>
<b>Share capital and reserves</b>			
Called up share capital	2	3,962	3,962
<b>Shareholder funds</b>		<b>3,962</b>	<b>3,962</b>
<b>Analysis between equity and non-equity shareholder funds:</b>			
Equity		3,737	3,737
Non-equity		225	225
<b>Shareholder funds</b>		<b>3,962</b>	<b>3,962</b>

For the year ended 31 December 2007 the Company was dormant and entitled to the audit exemption under section 249AA(1) of the Companies Act 1985

Members have not required the Company to obtain an audit in accordance with section 249B(2) of the Companies Act 1985

The Directors acknowledge their responsibility for ensuring the Company keeps accounting records which comply with section 221 and 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 or 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

These accounts were approved by the Board of Directors and were signed on their behalf by



**P M Dessain**  
**Director**

Date 18 AUGUST 2008

## Partco Distribution Limited

### Notes to the Financial Statements for the year ended 31 December 2007

#### 1 Accounting convention

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

#### 2 Share Capital

	Number	2007 £000	Number	2006 £000
<b>Authorised</b>				
Ordinary shares of £1	3,775,000	3,775	3,775,000	3,775
5 25% Preference Shares of £1	225,000	225	225,000	225
	4,000,000	4,000	4,000,000	4,000
<b>Issued and fully paid</b>				
Ordinary shares of £1	3,737,328	3,737	3,737,328	3,737
5 25% Preference Shares of £1	225,000	225	225,000	225
	<b>3,962,328</b>	<b>3,962</b>	<b>3,962,328</b>	<b>3,962</b>

#### 3 Ultimate Holding Company

At the end of the financial year Unipart Group of Companies Limited, a company registered in England and Wales, was the ultimate parent company. Copies of Unipart Group of Companies Limited consolidated financial statements can be obtained from the Company Secretary at Unipart House, Cowley, Oxford, OX4 2PG