

Premier Fleet Management and Contract Hire Limited

CONSOLIDATED FINANCIAL STATEMENTS

for the year ended
31 December 2011



Company Registration No 06025920

Premier Fleet Management and Contract Hire Limited

DIRECTORS AND OFFICERS

DIRECTORS

J G Bateson
S J Staton
S J Roff

SECRETARY

J G Bateson

COMPANY NUMBER

06025920 (England and Wales)

REGISTERED OFFICE

Masters House
107 Hammersmith Road
London W14 0QH

AUDITOR

Baker Tilly UK Audit LLP
Chartered Accountants
The Clock House
140 London Road
Guildford
Surrey GU1 1UW

Premier Fleet Management and Contract Hire Limited

DIRECTORS' REPORT

The directors submit their report and the group financial statements of Premier Fleet Management and Contract Hire Limited ("Premier") for the year ended 31 December 2011

PRINCIPAL ACTIVITIES

The principal activity of the group during the year was that of the provision of fleet management services, total outsourcing solutions and contract hire within the automotive industry

REVIEW OF THE BUSINESS

The Directors are satisfied with the results of the group, which are disclosed in the profit and loss account on page 6 of the financial statements

Despite continued difficult trading conditions Venson had a record year in many of its business operations, including new business wins and client retention

Therefore, the Directors are delighted to announce that despite these difficult trading conditions the group hit all of its financial targets for 2011, reporting an operating profit of £1,296,233 (2010 £706,897), EBITDA of £5,277,156 (2010 £3,732,408)

Operationally the company's continued focus on "Customer First" resulted in a number of contract wins during 2011. This includes an important contract win which added significantly to the profit generated by the Equip for Service operation during the year and will continue to contribute to a number of other areas of the business in the future

The public sector businesses in Hertfordshire and Nottinghamshire continue to contribute to the group's overall results. The Directors fully understand the difficulties faced in this sector following the recent public sector spending review and will be working closely with our business partners to achieve savings without impacting on service levels

Going concern

Included within creditors due after one year is an amount of £6,303,139 (2010 £6,151,628) due to Bottin (International) Investments BV ("Bottin BV"), the company's ultimate parent company. The directors have received confirmation that this funding will not be withdrawn within one year of the date of approval of these financial statements. In addition, Dermot Desmond, the ultimate controlling party of Bottin BV, has agreed to provide financial support, should it be required, to enable the group to meet its external obligations as and when they fall due

As a result of the current trading profitability of the group, combined with the continued support of Bottin BV and Dermot Desmond, the directors are satisfied of the group's future trading position and consider it appropriate to prepare these accounts on a going concern basis

Principal risks

The nature of the group's business is to provide risk transfer fixed price rentals for vehicles to private and public sector customers. The principal risk associated with the business is in the repurchase valuations "residual values" set at the outset of each contract. Residual values are set using industry market tools and analysis of vehicle types within the market place. Constant review of the market, guide prices and current disposal performance allows the business to mitigate its risk

Key performance indicators

Premier Fleet Management and Contract Hire Limited ("Premier"),
Gross margin 45.8% (2010 47.6%)

Venson Automotive Solutions Limited,
The company achieved 107% of the market value on vehicles disposed in the year (2010 106%)

Premier Fleet Management and Contract Hire Limited

DIRECTORS' REPORT

Venson Nottingham Limited,

In the reporting year the company delivered a vehicle availability performance of 99.6% (2010 99.5%)

In the year to 31 December 2011 the company achieved a profit on disposal of fixed assets of £71,288 (2010 £133,792)

Venson Herts Limited,

In the reporting period the company delivered a vehicle availability performance of 95.8% (2010 94.5%)

Interest Payable

As per note 4 of the accounts, within the £1,156,165 (2010 £(157,846)) of interest payable, £543,340 (2010 £872,570) relates to group undertakings

DIRECTORS

The following directors have held office since 1 January 2011

J G Bateson

S J Staton

A D Richman

(Resigned 31 July 2011)

S J Roff

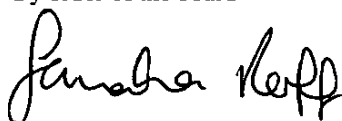
STATEMENT AS TO DISCLOSURE OF INFORMATION TO THE AUDITOR

The directors who were in office on the date of approval of these financial statements have confirmed that, as far as they are aware, there is no relevant audit information of which the auditor is unaware. Each of the directors have confirmed that 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 it has been communicated to the auditor.

AUDITOR

The auditor, Baker Tilly UK Audit LLP, Chartered Accountants, has indicated its willingness to continue in office

By order of the board



S J Roff
Director

29 Dec 2012

Premier Fleet Management and Contract Hire Limited

DIRECTORS' RESPONSIBILITIES IN THE PREPARATION OF FINANCIAL STATEMENTS

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the group and the company and of the profit or loss of the group for that period. In preparing those financial statements, the directors are required to

- a select suitable accounting policies and then apply them consistently,
- b make judgements and accounting estimates that are reasonable and prudent,
- c prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group and the company will continue in business

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the group's and company's transactions and disclose with reasonable accuracy at any time the financial position of the group and the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the group and the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF PREMIER FLEET MANAGEMENT AND CONTRACT HIRE LIMITED

We have audited the group and parent company financial statements (the "financial statements") on pages 6 to 22. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. 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 auditor's 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 directors and auditor

As more fully explained in the Directors' Responsibilities Statement as set out on page 4, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the APB's website at www.frc.org.uk/apb/scope/private.cfm.

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the group's and parent company's affairs as at 31 December 2011 and of the group's loss for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

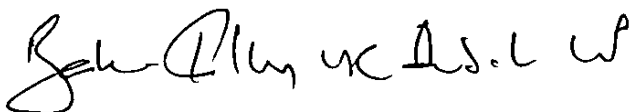
Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion

- adequate accounting records have not been kept by the parent company, or returns adequate for our audit have not been received from branches not visited by us, or
- the parent company financial statements are not in agreement with the accounting records and returns, or
- certain disclosures of directors' remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit.



COLIN ROBERTS FCA (Senior Statutory Auditor)

For and on behalf of BAKER TILLY UK AUDIT LLP, Statutory Auditor
Chartered Accountants
The Clock House
140 London Road
Guildford
Surrey GU1 1UW

31 August 2012

Premier Fleet Management and Contract Hire Limited
CONSOLIDATED PROFIT AND LOSS ACCOUNT
for the year ended 31 December 2011

	<i>Notes</i>	2011 £	2010 £
TURNOVER	1	23,494,106	20,084,853
Cost of sales		(12,734,372)	(10,525,678)
GROSS PROFIT		<u>10,759,734</u>	<u>9,559,175</u>
Other operating expenses	2	(5,482,578)	(5,826,767)
EARNINGS BEFORE INTEREST, TAX, DEPRECIATION AND AMORTISATION		<u>5,277,156</u>	<u>3,732,408</u>
Depreciation and amortisation	2	(3,980,923)	(3,025,511)
OPERATING PROFIT		<u>1,296,233</u>	<u>706,897</u>
Investment income	3	3,998	937
Interest payable	4	(1,156,165)	157,846
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	5	<u>144,066</u>	<u>865,680</u>
Taxation	7	(490,225)	(100,852)
(LOSS)/PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION	18	<u>(346,159)</u>	<u>764,828</u>

The operating profit for the period arises from the group's continuing operations

No separate Statement of Total Recognised Gains and Losses has been presented as all such gains and losses have been dealt with in the Profit and Loss Account

Premier Fleet Management and Contract Hire Limited
CONSOLIDATED BALANCE SHEET (Company Registration Number 06025920)
31 December 2011

	<i>Notes</i>	2011 £	2010 £
FIXED ASSETS			
Goodwill	9	10,254,092	10,911,092
Tangible assets	10	17,781,774	8,848,897
		<u>28,035,866</u>	<u>19,759,989</u>
CURRENT ASSETS			
Stock	12	178,385	178,172
Debtors amounts falling due within one year	13	11,032,053	12,575,697
Debtors amounts falling due after more than one year	13	13,429,899	8,099,181
Cash at bank and in hand		904,766	1,888,975
		<u>25,545,103</u>	<u>22,742,025</u>
CREDITORS Amounts falling due within one year	14	(20,527,055)	(19,296,397)
NET CURRENT ASSETS		<u>5,018,048</u>	<u>3,445,628</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>33,053,914</u>	<u>23,205,617</u>
CREDITORS Amounts falling due after more than one year	15	(29,108,670)	(18,913,334)
PROVISIONS FOR LIABILITIES	16	(58,158)	(59,038)
NET ASSETS		<u>3,887,086</u>	<u>4,233,245</u>
CAPITAL AND RESERVES			
Called up share capital	17	10	10
Share Premium	18	3,999,992	3,999,992
Profit and loss account	18	(112,916)	233,243
SHAREHOLDERS' FUNDS	19	<u>3,887,086</u>	<u>4,233,245</u>

The financial statements on pages 6 to 22 were approved by the board of directors and authorised for issue on 29 August 2012 and are signed on its behalf by



S J Roff
 Director

Premier Fleet Management and Contract Hire Limited

COMPANY BALANCE SHEET (Company Registration Number: 06025920)

31 December 2011

	Notes	2011 £	2010 £
FIXED ASSETS			
Investments	11	4,800,002	4,800,002
CURRENT ASSETS			
Debtors amounts falling due within one year	13	280,358	355,112
Debtors amounts falling due after more than one year	13	6,518,413	6,270,586
		<u>6,798,771</u>	<u>6,625,698</u>
CREDITORS Amounts falling due within one year	14	(285,096)	(359,850)
NET CURRENT ASSETS		<u>6,513,675</u>	<u>6,265,848</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>11,313,677</u>	<u>11,065,850</u>
CREDITORS Amounts falling due after more than one year	15	(6,399,455)	(6,151,628)
NET ASSETS		<u>4,914,222</u>	<u>4,914,222</u>
CAPITAL AND RESERVES			
Called up share capital	17	10	10
Share Premium	18	3,999,992	3,999,992
Profit and loss account	18	914,220	914,220
SHAREHOLDERS' FUNDS	19	<u>4,914,222</u>	<u>4,914,222</u>

The financial statements on pages 6 to 22 were approved by the board of directors and authorised for issue on 20 January 2012 and are signed on its behalf by



S J Roff
Director

Premier Fleet Management and Contract Hire Limited
CONSOLIDATED CASH FLOW STATEMENT
for the year ended 31 December 2011

	<i>Notes</i>	2011 £	2010 £
NET CASHFLOW FROM OPERATING ACTIVITIES	21a	3,977,619	4,480,817
RETURNS ON INVESTMENTS AND SERVICING OF FINANCE			
Interest received		3,998	937
Interest paid		(651,494)	(519,080)
Net cash outflow for returns on investments and servicing of finance		<u>(647,496)</u>	<u>(518,143)</u>
CAPITAL EXPENDITURE			
Payments to acquire tangible assets		(14,275,426)	(1,376,950)
Receipts from sales of tangible assets		2,089,913	2,101,580
Net cash (outflow)/inflow for capital expenditure		<u>(12,185,513)</u>	<u>724,630</u>
CASH (OUTFLOW)/INFLOW BEFORE FINANCING		<u>(8,855,390)</u>	<u>4,687,304</u>
FINANCING			
Repayment of other long term loans		(359,850)	(4,436,992)
Repayment of other short term loans		(39,651)	(38,844)
Capital element of hire purchase contracts		(3,583,627)	(3,746,271)
New and refinanced hire purchase contracts		11,854,309	238,647
Issue of ordinary share capital		-	4,000,000
Net cash inflow/(outflow) from financing		<u>7,871,181</u>	<u>(3,983,460)</u>
(DECREASE)/INCREASE IN CASH IN THE PERIOD		<u>(984,209)</u>	<u>703,844</u>

Premier Fleet Management and Contract Hire Limited

ACCOUNTING POLICIES

BASIS OF ACCOUNTING

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

CONSOLIDATION

The consolidated financial statements incorporate those of the company and all of its subsidiary undertakings for the year. The difference between the cost of acquisition of shares in subsidiaries and the fair value of the separable net assets acquired is capitalised as purchased goodwill and amortised, whether negative or positive, through the profit and loss account over its estimated economic life. Provision is made for any impairment. All financial statements are made up to 31 December 2011.

GOING CONCERN

Included within creditors due after one year are loans from Bottin (International) Investments BV ('Bottin'), the group's ultimate parent company. The directors have received confirmation that this funding will not be withdrawn within one year of the date of approval of these financial statements. In addition, Dermot Desmond, the ultimate controlling party of Bottin has agreed to provide financial support, should it be required, to enable the group to meet its external obligations as and when they fall due. On this basis, the directors consider it appropriate to prepare the accounts on a going concern basis. The financial statements do not include any adjustments that would result from a withdrawal of this financial support.

TURNOVER

Turnover represents the value, net of Value Added Tax, of fit-out fees, commission in respect of operating leases, vehicle rentals, maintenance income, sale of vehicles where the company bears the risks and enjoys the related rewards associated with that sale, reimbursed costs, management fees and income from ancillary services to external clients.

Reimbursed costs represent fleet management costs rechargeable to clients.

AGENCY FUNDING REVENUE

A substantial part of the group's fleet of vehicles are funded on agency terms under which the group acts as an agent for the funder in purchasing, delivering, collecting and selling the vehicle. Revenue in respect of agency contracts is recognised on straight-line basis over the term of the contract.

RESIDUAL VALUES

At the expiry of the agency contract the group is obliged to pay the funder a balloon payment equivalent to the estimated residual value of the vehicle. Following sale of the vehicle the group accounts for the net sale proceeds to the funder up to the level of the estimated residual value. Any excess remains with the group, should there be a shortfall the group is exposed to the loss on the residual values. The amount of the exposure is on a pre-agreed basis with the funder. In complying with FRS 5 Reporting the Substance of Transactions the group has decided to show all of the residual value due as gross receivables in debtors and the corresponding amount due to funders as gross payables in creditors.

The residual values of the vehicles are monitored in accordance with the industry practice and projected losses to the company on end-of-life disposals provided for accordingly.

VEHICLE MAINTENANCE CONTRACTS

During the term of the vehicle contract, the maintenance income element is recognised over the life of the contract in accordance with the industry practice and maintenance expenditure is recognised when incurred.

INVESTMENTS

Long term investments in subsidiary undertakings are shown, and classified as fixed asset investments. Provision is made for any impairment in the value of fixed asset investments.

Premier Fleet Management and Contract Hire Limited

ACCOUNTING POLICIES

TANGIBLE FIXED ASSETS

Fixed assets are stated at historical cost

Depreciation is provided on all tangible fixed assets, other than freehold land, at rates calculated to write each asset down to its estimated residual value evenly over its expected useful life, as follows

Freehold buildings	over 25 years
Plant, machinery, fixtures, fittings and equipment	10% to 33 1/3% per annum
Motor vehicles	15% to 40% per annum

Vehicles held for hire are depreciated to estimated resale value at the end of the lease, based on industry data. Used vehicles acquired at the expiry of the funding agreement and held for hire are depreciated at various rates depending on the associated refinancing agreement

STOCKS

Parts stock is valued at the lower of cost and net realisable value

CONTRACT LOSS PROVISION

Provision is made for contract losses on the sale of horseboxes

DEFERRED TAXATION

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 assets are only recognised to the extent that they are recoverable. Deferred tax is measured on a non-discounted basis

LESSOR ACCOUNTING

Assets held for use under operating leases are included within fixed assets. Rental income under contract hire is recognised on a straight line basis over the life of the initial contract. On extension of the contract, income is recognised as earned

Income and costs in respect of daily hire contracts are recognised gross as the group bears the risks and rewards associated with these sales

PENSION CONTRIBUTIONS

The pension costs charged in the financial statements represent the contributions payable by the group to money purchase pension schemes during the period. Differences between contributions payable in the period and contributions actually paid are shown as either accruals or prepayments in the balance sheet

LEASED ASSETS AND OBLIGATIONS

Where assets are financed by leasing agreements that give rights approximating to ownership ('finance leases'), the assets are treated as if they had been purchased outright. The amount capitalised is the present value of the minimum lease payments payable over the term of the lease. The corresponding leasing commitments are shown as obligations under lease and hire purchase contracts within creditors. Depreciation on the relevant assets is charged to the profit and loss account in accordance with the above depreciation accounting policy

Lease payments are analysed between capital and interest components so that the interest element of the payment is charged to the profit and loss account over the length of the lease and represents a constant proportion of the remaining balance of capital repayments outstanding. The capital component reduces the amounts payable to the lessor

All other leases are treated as "operating leases" and the annual rentals are charged to the profit and loss account on a straight line basis over the term of the lease

Premier Fleet Management and Contract Hire Limited

ACCOUNTING POLICIES

GOODWILL

Negative goodwill representing the shortfall of the purchase price compared with the fair value of the net assets acquired is capitalised and written off over 4 years as in the opinion of the directors this represents the period over which the goodwill is effective

Goodwill represents the excess of the purchase price compared with the fair value of the net assets acquired is capitalised and written off evenly over 20 years as in the opinion of the directors this represents the period over which the goodwill is effective

Premier Fleet Management and Contract Hire Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2011

1 TURNOVER AND PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

The contributions of the various activities of the group to turnover, which are in respect of continuing activities, are set out below

	2011	2010
	£	£
Analysed as		
Management Fees and ancillary	2,795,625	3,620,463
Reimbursed costs	1,798,238	2,377,541
Fit out	3,248,951	1,079,136
Lease management and ancillary services	11,795,711	9,577,251
Vehicle sales	3,855,581	3,430,462
	<u>23,494,106</u>	<u>20,084,853</u>
	<u>2011</u>	<u>2010</u>
	£	£
2 OTHER OPERATING EXPENSES		
Administration expenses	9,463,501	8,852,278
	<u>2011</u>	<u>2010</u>
	£	£
3 INVESTMENT INCOME		
Bank interest	3,998	937
	<u>2011</u>	<u>2010</u>
	£	£
4 INTEREST PAYABLE		
On bank loans and overdrafts	162,619	211,927
Interest payable to group undertakings	543,340	872,570
Interest payable to group undertakings waived	-	(1,500,000)
Hire purchase interest	450,206	255,256
Other interest	-	2,401
	<u>1,156,165</u>	<u>(157,846)</u>

Premier Fleet Management and Contract Hire Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2011

5	PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	2011 £	2010 £
	Profit on ordinary activities before taxation is stated after charging/(crediting)		
	Goodwill amortisation	657,000	657,755
	Depreciation of tangible fixed assets		
	Charge for the year		
	- owned assets	1,487,065	1,376,306
	- leased assets	1,836,858	1,673,394
	Profit on disposals of fixed assets	(71,288)	(133,782)
	Operating lease rentals		
	Land and buildings	533,579	525,645
	Auditor's remuneration	32,000	30,000
	audit		
	non-audit	9,000	8,750
		657,000	657,755
6	EMPLOYEES	2011 No	2010 No
	The average monthly number of persons (including directors) employed by the group during the year was	112	107
		112	107
		2011 £	2010 £
	Staff costs for the above persons		
	Wages and salaries	3,597,656	3,396,633
	Social security costs	380,803	337,145
	Other pension costs	61,407	78,605
		4,039,866	3,812,383
	DIRECTORS' REMUNERATION	2011 £	2010 £
	Emoluments for qualifying services	378,625	466,379
	Pension costs	6,216	7,962
		384,841	474,341
	Directors' emoluments disclosed above include the following payments in respect of the highest paid director	2011 £	2010 £
	Emoluments	170,256	175,784
		170,256	175,784
		2011 Number	2010 Number
	The number of directors to whom relevant benefits are accruing under money purchase pension schemes was	1	2
		1	2

Premier Fleet Management and Contract Hire Limited
NOTES TO THE FINANCIAL STATEMENTS
for the year ended 31 December 2011

7	TAXATION	2011 £	2010 £
	Adjustment in respect of prior year	-	-
	Total current tax	-	-
	Deferred tax current year	278,684	19,111
	Deferred tax adjustment in respect of prior years	148,673	81,741
	Deferred tax rate charge	62,868	-
	Total deferred tax charge	490,225	100,852
	Total tax charge for the year	490,225	100,852
	Factors affecting tax charge for year	2011 £	2010 £
	The tax assessed for the period is different than the standard rate of corporation tax in the UK of 26% (2010 28%) as explained below		
	Profit on ordinary activities before tax	144,066	865,680
	Profit on ordinary activities multiplied by effective rate of corporation tax of 26% (2010 28%)	37,457	242,390
	Effects of		
	Expenses not deductible for tax purposes	205,883	238,498
	Capital allowances in excess of depreciation	(278,684)	19,588
	Other timing differences	34,244	305
	Tax losses utilised	(1,101)	(82,859)
	Other tax adjustments	2,201	2,078
	Non taxable income	-	(420,000)
	Current tax charge for year	-	-

The group has estimated tax losses of £1,651,016 (2010 £1,655,251) available to carry forward against future trading profits

No deferred tax has been recognised in respect of the tax losses carried forward due to the uncertainty of the group's ability to utilise these losses

8 COMPANY PROFIT AND LOSS ACCOUNT

As permitted by Section 408 of the Companies Act 2006, no separate profit and loss account for the company has been presented. The company's retained result for the year amounted to £Nil (2010 £1,435,367 profit)

Premier Fleet Management and Contract Hire Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2011

9		GOODWILL		
Group		Negative Goodwill £	Goodwill £	Total £
Cost				
1 January and 31 December 2011		(144,566)	13,638,868	13,494,302
Amortisation				
1 January 2011		(144,566)	2,727,776	2,583,210
Charge for the year		-	657,000	657,000
31 December 2011		(144,566)	3,384,776	3,240,210
Net book value				
31 December 2011		-	10,254,092	10,254,092
31 December 2010		-	10,911,092	10,911,092
10		TANGIBLE FIXED ASSETS		
Group	<i>Freehold land And buildings £</i>	<i>Plant, Machinery, Fixtures, fittings and equipment £</i>	<i>Motor vehicles £</i>	<i>Total £</i>
Cost				
1 January 2011	814,926	2,794,479	13,017,765	16,627,170
Additions	-	235,724	14,039,702	14,275,426
Disposals	-	-	(5,237,042)	(5,237,042)
31 December 2011	814,926	3,030,203	21,820,425	25,665,554
Depreciation				
1 January 2010	208,807	1,361,065	6,208,401	7,778,273
Charged in the year	22,597	315,208	2,986,118	3,323,923
Disposals	-	-	(3,218,416)	(3,218,416)
31 December 2011	231,404	1,676,273	5,976,103	7,883,780
Net book value				
31 December 2011	583,522	1,353,930	15,844,322	17,781,774
31 December 2010	606,119	1,433,414	6,809,364	8,848,897

Premier Fleet Management and Contract Hire Limited

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 December 2011

10 TANGIBLE FIXED ASSETS (Continued)

Included above are assets held under finance leases or hire purchase contracts as follows

	<i>Fixtures & Fittings</i> £	<i>Motor vehicles</i> £
Net book value 31 December 2011	165,915	11,930,325
31 December 2010	160,697	3,452,190

The net book value of motor vehicles utilised by the group in operating lease contracts is £11,563,622 (2010 £5,932,980)

11 FIXED ASSET INVESTMENTS

	£
1 January 2011 and 31 December 2011	4,800,002

SUBSIDIARY UNDERTAKINGS

<i>Name</i>	<i>Country of registration or incorporation</i>	<i>Class of holding</i>	<i>Proportion held</i>	<i>Nature of business</i>
Venson Automotive Solutions Limited	United Kingdom	Ordinary	100%	Fleet Management
Venson Nottingham Limited	United Kingdom	Ordinary	100%	Fleet Management
Venson Properties Limited	United Kingdom	Ordinary	100%	Property Management
Venson Herts Limited	United Kingdom	Ordinary	100%	Fleet Management

12 STOCKS

	Group 2011 £	Company 2011 £	Group 2010 £	Company 2010 £
Parts stock	178,385	-	178,172	-

Premier Fleet Management and Contract Hire Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2011

13	DEBTORS	Group 2011 £	Company 2011 £	Group 2010 £	Company 2010 £
	Amounts falling due within one year				
	Trade debtors	2,721,396	-	3,472,696	-
	Vehicles subject to repurchase agreements	5,538,324	-	7,363,664	-
	Amounts owed by group undertakings	-	256,842	-	331,596
	Other debtors	2,308,977	-	964,717	-
	Prepayments and accrued income	463,356	23,516	774,620	23,516
		<u>11,032,053</u>	<u>280,358</u>	<u>12,575,697</u>	<u>355,112</u>
	Amounts falling due after more than one year				
	Vehicles subject to repurchase agreements	12,778,037	-	6,957,094	-
	Amounts owed by group undertakings	-	6,518,413	-	6,270,586
	Other debtors	651,862	-	1,142,087	-
		<u>13,429,899</u>	<u>6,518,413</u>	<u>8,099,181</u>	<u>6,270,586</u>

Included in other debtors due after more than one year is a deferred tax asset of £651,862 (2010 £1,142,087) in respect of accelerated capital allowances

	£
Deferred taxation	
1 January 2011	1,142,087
Transfer to profit and loss account	(490,225)
31 December 2011	<u>651,862</u>

14	CREDITORS	Group 2011 £	Company 2011 £	Group 2010 £	Company 2010 £
	Amounts falling due within one year				
	Bank loans	3,967,102	-	37,467	-
	Other loans	128,421	285,096	359,850	359,850
	Vehicles subject to repurchase agreements	5,538,324	-	7,363,664	-
	Obligations under finance lease and hire purchase contracts	2,574,000	-	2,270,748	-
	Trade creditors	3,190,988	-	3,828,765	-
	Taxes and social security costs	322,120	-	673,641	-
	Other creditors	1,688,325	-	1,619,289	-
	Accruals and deferred income	3,117,775	-	3,142,973	-
		<u>20,527,055</u>	<u>285,096</u>	<u>19,296,397</u>	<u>359,850</u>

Premier Fleet Management and Contract Hire Limited
NOTES TO THE FINANCIAL STATEMENTS
for the year ended 31 December 2011

14 CREDITORS Amounts falling due within one year (Continued)

The bank loan is secured by fixed and floating charge on certain of the group's assets and interest is charged at 3.5% per annum. During the year the Directors renegotiated the terms of this loan, it is now repayable in full in December 2012. The Directors have already commenced discussions with a number of funding partners and are confident that replacement facilities will be in place by this date.

15 CREDITORS Amounts falling due after more than one year	Group 2011 £	Company 2011 £	Group 2010 £	Company 2010 £
Bank loans	149,157	-	4,118,443	-
Other loans	6,527,877	6,399,455	6,151,628	6,151,628
Vehicles subject to repurchase agreements	12,778,037	-	6,957,094	-
Obligations under finance leases and hire purchase agreements	9,653,599	-	1,686,169	-
	<u>29,108,670</u>	<u>6,399,455</u>	<u>18,913,334</u>	<u>6,151,628</u>
	Group 2011 £	Company 2011 £	Group 2010 £	Company 2010 £
Vehicles subject to repurchase agreements				
Included in current liabilities	5,538,324	-	7,363,664	-
In more than one year but not more than two years	3,099,607	-	2,472,615	-
In more than two years but not more than five years	9,678,430	-	4,484,479	-
	<u>18,316,361</u>	<u>-</u>	<u>14,320,758</u>	<u>-</u>
	Group 2011 £	Company 2011 £	Group 2010 £	Company 2010 £
Obligations under finance leases and hire purchase contracts				
Repayable within one year	2,574,000	-	1,620,986	-
Repayable between one and two years	3,230,212	-	597,747	-
Repayable between two and five years	6,423,387	-	1,739,184	-
	<u>12,227,599</u>	<u>-</u>	<u>3,956,917</u>	<u>-</u>

Obligations under finance lease and hire purchase agreements are secured by related assets and bear finance charges at rates ranging from 0% to 7.3%

16 PROVISION FOR LIABILITIES

	£
1 January 2011	59,038
Contract loss provision utilised	(880)
31 December 2011	<u>58,158</u>

Premier Fleet Management and Contract Hire Limited

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 December 2011

17	SHARE CAPITAL			2011	2010
				£	£
	Allotted issued and fully paid				
	10 (2010 10) Ordinary shares of £1 each			10	10
				<u> </u>	<u> </u>
18	RESERVES			Share premium	Profit and loss account
				£	£
	Group				
	1 January 2011			3,999,992	233,243
	Loss for the year			-	(346,159)
	31 December 2011			<u>3,999,992</u>	<u>(112,916)</u>
	Company			Share premium	Profit and loss account
				£	£
	1 January 2011			3,999,992	914,220
	Result for the year			-	-
	31 December 2011			<u>3,999,992</u>	<u>914,220</u>
19	RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS	Group	Company	Group	Company
		2011	2011	2010	2010
		£	£	£	£
	(Loss)/profit for the financial year	(346,159)	-	764,828	1,435,367
	Shares issued in year	-	-	4,000,000	4,000,000
	Opening shareholders' funds/(deficit)	4,233,245	4,914,222	(531,583)	(521,145)
	Closing shareholders' funds	<u>3,887,086</u>	<u>4,914,222</u>	<u>4,233,245</u>	<u>4,914,222</u>

20 PENSION COMMITMENTS

The group operates a defined contribution pension scheme whose assets are held separately from those of the group in an independently administered fund. The pension cost represents contributions payable by the group amounted to £61,407 (2010 £78,605)

There were £13,093 (2010 £9,369) unpaid pension contributions at the year end

Premier Fleet Management and Contract Hire Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2011

21	CONSOLIDATED CASH FLOWS		2011	2010
			£	£
a	Reconciliation of operating profit to net cash outflow from operating activities			
	Operating profit		1,296,233	706,897
	Depreciation of tangible assets		3,323,923	3,051,482
	Profit on disposal of tangible assets		(71,288)	(133,782)
	Increase in stocks		(213)	(27,066)
	Increase in debtors		(281,695)	(2,395,635)
	(Decrease) / increase in creditors		(945,461)	2,621,166
	Decrease in provision		(880)	-
	Amortisation of goodwill		657,000	657,755
	Net cash flow from operating activities		<u>3,977,619</u>	<u>4,480,817</u>
b	Analysis of net debt		Other non-cash changes	At 31 December 2011
		At 31 December 2010		2011
		£	£	£
	Net cash			
	Cash at bank and in hand	1,888,975	(984,209)	904,766
		<u>1,888,975</u>	<u>-</u>	<u>904,766</u>
	Debt			
	Finance leases	(3,956,917)	(8,270,682)	(12,227,599)
	Debts falling due within one year	(397,317)	359,850	(4,095,523)
	Debts falling due after one year	(10,270,071)	39,650	(6,677,034)
	Net debt	<u>(12,735,330)</u>	<u>(8,855,391)</u>	<u>(22,095,390)</u>
c	Reconciliation of net cash flow to movement in net debt		2011	2010
			£	£
	(Decrease) / increase in cash in the period		(984,209)	703,844
	Cash outflow from decrease in debt and finance leases		3,983,128	7,983,459
	New finance leases		(11,854,309)	(3,750,354)
	Accrued and waived interest		(504,670)	676,926
	Movement in net debt in the period		<u>(9,360,060)</u>	<u>5,613,875</u>
	Opening net debt		(12,735,330)	(18,349,205)
	Closing net debt		<u>(22,095,390)</u>	<u>(12,735,330)</u>

22 COMMITMENTS UNDER OPERATING LEASES

At 31 December 2011 the company had annual commitments under non-cancellable leases as follows

	2011	2010
	£	£
Land and buildings		
expiring within two to five years	<u>499,000</u>	<u>498,014</u>

Premier Fleet Management and Contract Hire Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2011

23 CONTROL

The group's immediate parent undertaking is Line Nominees Limited, a company registered in Gibraltar. The group's ultimate parent company is Bottin (International) Investments Limited ("Bottin"), a company registered in Gibraltar.

Mr Dermot Desmond has the ability to exercise dominant influence over Bottin.

24 RELATED PARTY TRANSACTIONS

The company has taken advantage of the exemptions provided by Financial Reporting Standard Number 8 'Related Party Disclosures' and has not disclosed transactions entered into between two or more members of a group, provided that any subsidiary undertaking which is party to the transaction is wholly owned by a member of that group.

At the period end Bottin (International) Investments BV ("Bottin BV") was owed £6,662,989 (2010 £6,511,478) by the company. Interest of £527,341 (2010 £872,570) has been accrued on this balance as at 31 December 2011, interest of £43,895 (2010 £102,800) was paid in the year.

The directors have received confirmation that the funding received from Bottin BV will not be withdrawn within one year from the date of approval of these financial statements. Dermot Desmond has agreed to provide financial support, should it be required, to enable the group to meet its external obligations as and when they fall due.

At the period end, £1,518 (2010 £Nil) was owed by S Roff, a director, and included in trade debtors. Sales made to S Roff during the year amounted to £4,817 (2010 £Nil).