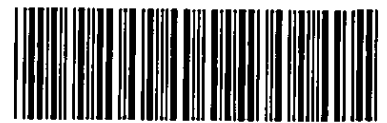


Registered No 2235556

Power Centre Limited
Annual report
for the year ended 31 December 2006

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Power Centre Limited

Annual report for the year ended 31 December 2006

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Directors' report for the year ended 31 December 2006

The directors present their report and the unaudited financial statements for the year ended 31 December 2006

Principal activities

The company did not trade during the year, or during the year ended 31 December 2005. As a consequence there is no information to be shown in the profit and loss account which has been omitted from these financial statements.

Directors and their interests

The directors of the company during the year were

A E Chessy Sarl
Legrand France SA

In accordance with the Articles of Association the directors are not required to retire by rotation. Neither of the directors have any interest in the shares of the company.

The company is a wholly owned subsidiary of Legrand UK Limited, which in turn is a wholly owned subsidiary of Legrand France SA, a company incorporated in France. As permitted by the Companies (Disclosure of Directors' Interests) (Exceptions) Regulations 1985, no disclosure is made of details of any interests of the directors in shares, debentures, or options in any company in the group.

Employee information

The company has no employees (2005 nil).

Management services are provided by employees of Legrand Electric Limited. No charge has been made to the company for their services.

Statement of directors' responsibilities

The directors are responsible for preparing the Annual 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). The financial statements are required by law to 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

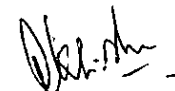
- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume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

The directors confirm that they have complied with the above requirements in preparing the financial statements. The directors are responsible for keeping proper accounting records that 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.

Auditors

The directors have relied upon the provisions of Sections 249AA and 388A of the Companies Act 1985 and have resolved not to appoint auditors.

By order of the Board



N G Krishnan
Secretary

Balance Sheet as at 31 December 2006

	Notes	2006		2005	
		£'000	£'000	£'000	£'000
Fixed assets					
Tangible assets			-		-
Total assets less current liabilities			-		-
Creditors – amounts falling					
due after one year	2		<u>(1,454)</u>		<u>(1,454)</u>
Net liabilities			<u>(1,454)</u>		<u>(1,454)</u>
Capital and reserves					
Called up share capital	4		2,400		2,400
Share premium account	5		1		1
Profit and loss account deficit	5		<u>(3,855)</u>		<u>(3,855)</u>
Equity shareholders' deficit	6		<u>(1,454)</u>		<u>(1,454)</u>

For the year ended 31 December 2006 the company was entitled to the exemption under section 249AA(1) of the Companies Act 1985

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

The directors acknowledge their responsibility for

- (i) ensuring the company keeps accounting records which comply with section 221, and
- (ii) 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

The financial statements on pages 2 to 4 were approved by the board of directors on 18th April 2007 and were signed on its behalf by



Authorised Signatory
A E Chessy Sarl
Director



Authorised Signatory
Legrand France SA
Director

Notes to the financial statements for the year ended 31 December 2006

1 Principal accounting policies

These financial statements are prepared on the going concern basis, under the historical cost convention and in accordance with the Companies Act 1985 and applicable accounting standards. The principal accounting policies are set out below.

Going concern

The financial statements have been prepared on a going concern basis which assumes that the company will continue in operational existence for the foreseeable future. This is on the basis that the intermediate parent company, Legrand France SA, has confirmed that it will provide financial support for the foreseeable future and for at least 12 months after the date of approval of these financial statements.

Cash flow statement

The company is a wholly-owned subsidiary of Legrand UK Limited and is included in the consolidated financial statements of Legrand France SA, the intermediate parent company, which are publicly available. Consequently, the company has taken advantage of the exemption given in FRS 1 (Revised 1996) and accordingly, a separate cash flow statement is not presented for the company.

2 Creditors: amounts falling due after one year

	2006	2005
	£'000	£'000
Amounts owing to Legrand Electric Limited	1,454	1,454
	1,454	1,454

The amount owing to Legrand Electric Limited is a non-interest bearing loan with no fixed date for repayment. The Directors of Legrand Electric Limited have confirmed that no repayments are due within the next twelve months.

3 Deferred taxation

There is no potential liability for deferred taxation at 31 December 2006 (2005 Nil).

4 Called up share capital

	2006	2005
	£'000	£'000
Authorised, issued and fully paid:		
2,400,000 ordinary shares of £1 each	2,400	2,400

5 Reserves

	Share Premium Account £'000	Profit and loss Account £'000
At 1 January 2006	1	(3,855)
Profit for the year	-	-
At 31 December 2006	1	(3,855)

6 Reconciliation of movement in shareholders' funds

	2006 £'000	2005 £'000
Opening shareholders' deficit	(1,454)	(1,454)
Profit for the year	-	-
Closing shareholders' deficit	(1,454)	(1,454)

7 Ultimate holding company

The immediate parent company is Legrand UK Limited. According to the register kept by the company, Legrand UK Limited has a 100% interest in the equity capital of Power Centre Limited at 31 December 2006.

At 31 December 2006 the intermediate parent company was Legrand France SA, a company registered in France. The consolidated financial statements of Legrand France SA can be obtained from the Company Secretary, 128 Avenue de Lattre-de-Tassigny, 87000 Limoges, France.

At 31 December 2006, the ultimate parent company was Legrand SA, a company incorporated in France.