Zonestar Limited

Directors' Report and Financial Statements Registered number 224223

For the year ended 31 December 2006

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Directors' report

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

Activities and business review

The company did not trade during the year

Directors and their interests

The directors who served during the year are as follows

D L Grove

C J Burr

None of the directors has any beneficial interest in the shares of the company

The directors are directors of the ultimate holding company, Hill & Smith Holdings PLC, and their interests in the shares and share options of that company are shown in its financial statements

By order of the Board

Humphreys

Secretary

2 Highlands Court Cranmore Avenue Shirley Solihull B90 4LE

6 March 2007

Balance sheet as at 31 December 2006

	Note	2006 £	2005 £
Current assets			
Amounts owed by parent undertaking		1,127,588	1,127,588
Capital and reserves			
Called up share capital	2	2,405,348	2,405,348
Other reserves		51,553	51,553
Profit and loss account		(1,329,313)	(1,329,313)
			
Equity shareholders' funds		1,127,588	1,127,588

The company has not traded during the year, consequently no profit and loss account has been prepared

The company was entitled to exemption under Section 249A(1) of the Companies Act 1985 from the requirement to have its financial statements for the financial year ended 31 December 2006 audited

No notice has been deposited under Section 249B(2) of that Act requiring an audit in relation to the company's financial statements for that financial year

The directors acknowledge their responsibility for

- ensuring the company keeps accounting records which comply with section 221 of the Companies Act 1985, and
- preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of the financial year in accordance with the requirements of section 226 of that Act, and which otherwise comply with the requirements of that Act relating to financial statements, so far as applicable to the company

These financial statements were approved by the Board of directors on 6 March 2007 and signed on their behalf by

C J Burr Director

D L Grove Director

Notes to the financial statements

1 Accounting policies

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

2 Called up share capital

And of our	2006 £	2005 £
Authorised 3,000,000 ordinary shares of £1 each	3,000,000	3,000,000
<i>,</i> .		
Allotted called up and fully paid		
2,405,348 Ordinary shares of £1 each	2,405,348	2,405,348

3 Ultimate parent company

The company's ultimate parent undertaking is Hill & Smith Holdings PLC, a company registered in England. Copies of the Group financial statements may be obtained from Group headquarters.

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