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**REPORT OF THE DIRECTORS AND
FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2006
FOR
OVERISSUE LIMITED**

TUESDAY



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OVERISSUE LIMITED

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for the Year Ended 30 April 2006

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OVERISSUE LIMITED

COMPANY INFORMATION
for the Year Ended 30 April 2006

DIRECTORS:

M J Harvey
Ms J M Stack
Ms C L J Harvey

SECRETARY:

M J Harvey

REGISTERED OFFICE:

35 Paul Street
London
EC2A 4UQ

REGISTERED NUMBER:

03495708 (England and Wales)

AUDITORS:

Everett & Son
Chartered Accountants & Registered Auditors
35 Paul Street
London
EC2A 4UQ

OVERISSUE LIMITED

REPORT OF THE DIRECTORS for the Year Ended 30 April 2006

The directors present their report with the financial statements of the company for the year ended 30 April 2006.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of a holding company.

REVIEW OF BUSINESS

The results for the year and financial position of the company are as shown in the annexed financial statements.

DIVIDENDS

The directors recommend payment of a dividend of £315,427 (2005: £5,841,492).

DIRECTORS

The directors set out in the table below have held office during the whole of the period from 1 May 2005 to the date of this report.

The beneficial interests of the directors holding office at 30 April 2006 in the shares of the company, according to the register of directors' interests, were as follows:

	30.4.06	1.5.05
New Ordinary shares of 1 each		
M J Harvey	15	15
Ms J M Stack	15	15
Ms C L J Harvey	15	15
'B' High Income Deferred shares of 1 each		
M J Harvey	420,000	420,000
Ms J M Stack	420,000	420,000
Ms C L J Harvey	420,000	420,000

These directors did not hold any non-beneficial interests in any of the shares of the company.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing 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 these 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;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to 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.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 234ZA of the Companies Act 1985) of which the company's auditors are unaware, and each director has taken all the steps that he or she ought to have taken as a director in order to make himself or herself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

OVERISSUE LIMITED

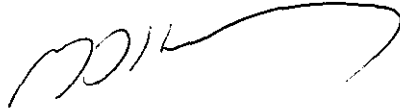
REPORT OF THE DIRECTORS
for the Year Ended 30 April 2006

AUDITORS

The auditors, Everett & Son, will be proposed for re-appointment in accordance with Section 385 of the Companies Act 1985.

ON BEHALF OF THE BOARD:

M J Harvey - Secretary

A handwritten signature in black ink, appearing to be 'MJ Harvey', written in a cursive style.

23 February 2007

REPORT OF THE INDEPENDENT AUDITORS TO THE SHAREHOLDERS OF OVERISSUE LIMITED

We have audited the financial statements of Overissue Limited for the year ended 30 April 2006 on pages five to nine. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. 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 auditors' 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 auditors

The directors' responsibilities for preparing the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out on page two.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the Report of the Directors is consistent with the financial statements.

In addition, we report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

We read the Report of the Directors and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion:

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 30 April 2006 and of its profit for the year then ended;
- the financial statements have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the Report of the Directors is consistent with the financial statements.



Everett & Son
Chartered Accountants & Registered Auditors
35 Paul Street
London
EC2A 4UQ

23 February 2007

OVERISSUE LIMITED

PROFIT AND LOSS ACCOUNT
for the Year Ended 30 April 2006

		Year Ended	Period
		30.4.06	1.4.04
	Notes	£	to
			30.4.05
			£
TURNOVER		-	-
OPERATING PROFIT	3	-	-
Income from shares in group undertakings		<u>315,427</u>	<u>5,841,492</u>
PROFIT ON ORDINARY ACTIVITIES			
BEFORE TAXATION		<u>315,427</u>	<u>5,841,492</u>
Tax on profit on ordinary activities	4	-	-
PROFIT FOR THE FINANCIAL YEAR			
AFTER TAXATION		<u>315,427</u>	<u>5,841,492</u>

CONTINUING OPERATIONS

None of the company's activities were acquired or discontinued during the current year or previous period.

TOTAL RECOGNISED GAINS AND LOSSES

The company has no recognised gains or losses other than the profits for the current year or previous period.

The notes form part of these financial statements

OVERISSUE LIMITED

BALANCE SHEET

30 April 2006

	Notes	30.4.06 £	30.4.05 £
FIXED ASSETS			
Investments	6	2,757,300	2,757,300
CURRENT ASSETS			
Debtors	7	42,745	42,745
CREDITORS			
Amounts falling due within one year	8	1,540	1,540
NET CURRENT ASSETS		<u>41,205</u>	<u>41,205</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>2,798,505</u>	<u>2,798,505</u>
CAPITAL AND RESERVES			
Called up share capital	9	1,260,045	1,260,045
Capital redemption reserve	10	1,540,000	1,540,000
Profit and loss account	10	(1,540)	(1,540)
SHAREHOLDERS' FUNDS	12	<u>2,798,505</u>	<u>2,798,505</u>

The financial statements were approved by the Board of Directors on 23 February 2007 and were signed on its behalf by:



M J Harvey - Director

The notes form part of these financial statements

OVERISSUE LIMITED

NOTES TO THE FINANCIAL STATEMENTS for the Year Ended 30 April 2006

1. ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared under the historical cost convention.

Financial Reporting Standard Number 1

Exemption has been taken from preparing a cash flow statement on the grounds that the company qualifies as a small company.

2. STAFF COSTS

There were no staff costs for the year ended 30 April 2006 nor for the period ended 30 April 2005.

The average monthly number of employees during the year was as follows:

	Year Ended 30.4.06	Period 1.4.04 to 30.4.05
	<u> </u>	<u> </u>

3. OPERATING PROFIT

The operating profit is stated after charging:

	Year Ended 30.4.06 £	Period 1.4.04 to 30.4.05 £
Directors' emoluments	<u>-</u>	<u>-</u>

4. TAXATION

Analysis of the tax charge

No liability to UK corporation tax arose on ordinary activities for the year ended 30 April 2006 nor for the period ended 30 April 2005.

5. DIVIDENDS

	Year Ended 30.4.06 £	Period 1.4.04 to 30.4.05 £
New Ordinary shares of 1 each		
Final	<u>315,427</u>	<u>5,841,492</u>

OVERISSUE LIMITED

NOTES TO THE FINANCIAL STATEMENTS - continued
for the Year Ended 30 April 2006

6. FIXED ASSET INVESTMENTS

	Shares in group undertakings £
COST	
At 1 May 2005 and 30 April 2006	<u>2,757,300</u>
NET BOOK VALUE	
At 30 April 2006	<u>2,757,300</u>
At 30 April 2005	<u>2,757,300</u>

The company's investments at the balance sheet date in the share capital of companies include the following:

Rodd Properties Limited

Nature of business: Property ownership

	% holding	30.4.06	30.4.05
Class of shares:			
Ordinary	100.00	£	£
Aggregate capital and reserves		<u>3,748,292</u>	<u>3,784,760</u>
Profit for the year/period		<u>278,959</u>	<u>236,821</u>

Harvey & Hollands Limited

Nature of business: Dormant

	% holding	30.4.06	30.4.05
Class of shares:			
Ordinary	100.00	£	£
Aggregate capital and reserves		<u>244,831</u>	<u>244,831</u>

7. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	30.4.06	30.4.05
	£	£
Rodd Properties Limited	<u>42,745</u>	<u>42,745</u>

8. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	30.4.06	30.4.05
	£	£
Amounts owed to group undertakings	<u>1,540</u>	<u>1,540</u>

OVERISSUE LIMITED

NOTES TO THE FINANCIAL STATEMENTS - continued
for the Year Ended 30 April 2006

9. CALLED UP SHARE CAPITAL

Authorised:		Nominal value:	30.4.06	30.4.05
Number:	Class:		£	£
45	New Ordinary	1	45	45
1,540,000	'A' High Income Deferred	1	1,540,000	1,540,000
1,260,000	'B' High Income Deferred	1	1,260,000	1,260,000
			<u>2,800,045</u>	<u>2,800,045</u>

Allotted, issued and fully paid:		Nominal value:	30.4.06	30.4.05
Number:	Class:		£	£
45	New Ordinary	1	45	45
1,260,000	'B' High Income Deferred	1	1,260,000	1,260,000
			<u>1,260,045</u>	<u>1,260,045</u>

10. RESERVES

	Profit and loss account £	Capital redemption reserve £	Totals £
At 1 May 2005	(1,540)	1,540,000	1,538,460
Profit for the year	315,427		315,427
Dividends	(315,427)		(315,427)
	<u>(1,540)</u>	<u>1,540,000</u>	<u>1,538,460</u>
At 30 April 2006			

11. ULTIMATE CONTROLLING PARTY

There is no ultimate controlling party. The shares are equally owned by the three directors.

12. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	30.4.06 £	30.4.05 £
Profit for the financial year	315,427	5,841,492
Dividends	(315,427)	(5,841,492)
Purchase of own shares	-	(1,540)
Net addition/(reduction) to shareholders' funds	<u>-</u>	<u>(1,540)</u>
Opening shareholders' funds	2,798,505	2,800,045
Closing shareholders' funds	<u>2,798,505</u>	<u>2,798,505</u>
Equity interests	<u>2,798,505</u>	<u>2,798,505</u>