

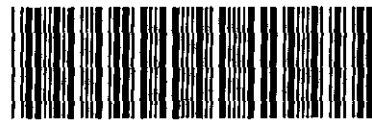
Registration number SC208421

Dee Set Logistics Limited

Abbreviated accounts

for the year ended 31st December 2006

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Dee Set Logistics Limited

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Dee Set Logistics Limited

Directors' report for the year ended 31st December 2006

The directors present their report and the accounts for the year ended 31st December 2006

Principal activity and review of the business

The principal activity of the company is the distribution of third party product to major multiple retailers

The Directors are pleased with the progress achieved through 2006 and remain confident that their plans for continued development will improve the profitability of the business and Group as a whole

Results and dividends

The results for the year are set out on page 4 5

Directors and their interests

The directors who served during the year and their interests in the company are as stated below

		Class of share	31/12/06	01/01/06
Ian Andrews		Ordinary shares		
Walter Latham		Ordinary shares		
Eamonn Byrnes		Ordinary shares		
Stephen Hinchliffe	Appointed 1 November 2006	Ordinary shares		
Simon Machin	Appointed 1 November 2006	Ordinary shares		

None of the directors held any beneficial interest in the shares of the company. The directors are also directors of the holding company and their interests in the share capital of that company are disclosed in its financial statements. Further to this the majority shareholder of the holding company, is a trust whose key beneficiary is Ian Andrews.

Directors' responsibilities

The directors are responsible for preparing the financial statements in accordance with applicable law and United Kingdom Generally Accepted Accounting Practice.

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of the affairs of the company and of the profit or loss of the company for that year. In preparing these the directors are required to

- select suitable accounting policies and 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.

Dee Set Logistics Limited

**Directors' report
for the year ended 31st December 2006**

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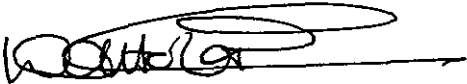
The directors of a company must, in determining how amounts are presented within items in the profit and loss account and balance sheet, have regard to the substance of the reported transaction or arrangement, in accordance with generally accepted accounting principles and practice

the directors have taken all the steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information

Auditors

In accordance with Section 385 of the Companies Act 1985, a resolution proposing that Hardings be reappointed as auditors of the company will be put to the Annual General Meeting

This report was approved by the board on 11th May 2007 and signed on its behalf by

A handwritten signature in black ink, appearing to read 'Walter Latham', with a long horizontal line extending to the right.

Walter Latham
Secretary

**Independent auditors' report to Dee Set Logistics Limited
under Section 247B of the Companies Act 1985**

We have examined the abbreviated accounts set out on pages 4 to 18 together with the financial statements of Dee Set Logistics Limited for the year ended 31st December 2006 prepared under Section 226 of the Companies Act 1985

This report is made solely to the company, in accordance with Section 247B of the Companies Act 1985. Our work has been undertaken so that we might state to the company 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 as a body, for our work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

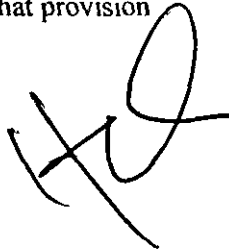
The directors are responsible for preparing abbreviated accounts in accordance with Section 246A of the Companies Act 1985. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts prepared in accordance with Section 246A(3) of the Act to the registrar of companies and whether the accounts to be delivered are properly prepared in accordance with that provision and to report our opinion to you.

Basis of opinion

We have carried out the procedures we considered necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts are properly prepared. The scope of our work for the purpose of this report did not include examining or dealing with events after the date of our report on the full financial statements.

Opinion

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with Section 246A(3) of the Companies Act 1985 in respect of the year ended 31st December 2006, and the abbreviated accounts on pages 4 to 18 are properly prepared in accordance with that provision.



**Hardings
Chartered Accountants and
Registered auditors**

**6 Marsh Parade
Newcastle under Lyme
Staffordshire**

11th May 2007

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Dee Set Logistics Limited

**Abbreviated profit and loss account
for the year ended 31st December 2006**

		Continuing operations	
		2006	2005
	Notes	£	£
Gross profit		2,558,198	1,831,664
Administrative expenses		(2,061,620)	(1,536,593)
Operating profit	2	<u>496,578</u>	<u>295,071</u>
Interest payable and similar charges	3	<u>(368,444)</u>	<u>(210,744)</u>
Profit on ordinary activities before taxation		128,134	84,327
Tax on profit on ordinary activities	6	<u>(14,300)</u>	<u>(2,061)</u>
Profit on ordinary activities after taxation		<u>113,834</u>	<u>82,266</u>
Retained profit for the year	15	<u>113,834</u>	<u>82,266</u>
Retained profit brought forward		148,313	76,047
Reserve Movements			<u>(10,000)</u>
Retained profit carried forward		<u><u>262,147</u></u>	<u><u>148,313</u></u>
Statement of total recognised gains and losses			
Profit on ordinary activities after taxation		113,834	82,266
Unrealised movement on revaluation of property		<u>255,000</u>	<u>365,000</u>
Total recognised gains relating to the year		<u><u>368,834</u></u>	<u><u>447,266</u></u>

The notes on pages 8 to 18 form an integral part of these financial statements.

Dee Set Logistics Limited

Note of historical cost profits and losses	2006	2005
	£	£
Profit on ordinary activities before taxation	128,134	84,327
Difference between an historical cost depreciation charge and the actual depreciation charge of the year calculated on the revalued amount	<u>(5,399)</u>	<u>(3,619)</u>
Historical cost profit on ordinary activities before taxation	<u>122,735</u>	<u>80,708</u>
 Historic cost profit for the year retained after taxation and dividends	 <u>108,435</u>	 <u>78,647</u>

The notes on pages 8 to 18 form an integral part of these financial statements.

Dee Set Logistics Limited

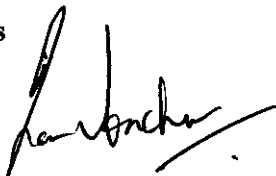
**Abbreviated balance sheet
as at 31st December 2006**

		2006		2005	
	Notes	£	£	£	£
Fixed assets					
Tangible assets	7		3,988,769		3,838,276
Current assets					
Stocks	8	11,641		17,336	
Debtors	9	2,789,010		2,733,419	
Cash at bank and in hand		11,427		192	
		<u>2,812,078</u>		<u>2,750,947</u>	
Creditors: amounts falling due within one year	10	<u>(3,225,132)</u>		<u>(2,794,595)</u>	
Net current liabilities			<u>(413,054)</u>		<u>(43,648)</u>
Total assets less current liabilities			3,575,715		3,794,628
Creditors: amounts falling due after more than one year	11		<u>(2,337,539)</u>		<u>(2,925,489)</u>
Provisions for liabilities	12		<u>(14,477)</u>		<u>(14,274)</u>
Net assets			<u>1,223,699</u>		<u>854,865</u>
Capital and reserves					
Called up share capital	14		90,000		90,000
Revaluation reserve	15		871,552		616,552
Profit and loss account	15		262,147		148,313
Equity shareholders' funds	16		<u>1,223,699</u>		<u>854,865</u>

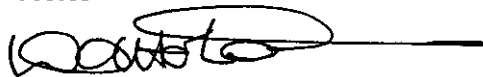
The abbreviated accounts are prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to medium sized companies

The abbreviated accounts were approved by the Board on 11th May 2007 and signed on its behalf by

Ian Andrews
Director



Walter Latham
Director



The notes on pages 8 to 18 form an integral part of these financial statements.

Dee Set Logistics Limited

Cash flow statement for the year ended 31st December 2006

	Notes	2006 £	2005 £
Reconciliation of operating profit to net cash inflow from operating activities			
Operating profit		496,578	295,071
Depreciation		597,596	321,120
Decrease in stocks		5,695	1,139
(Increase) in debtors		(55,591)	114,713
Increase in creditors		491,042	750,825
Net cash inflow from operating activities		<u>1,535,320</u>	<u>1,482,868</u>
Cash flow statement			
Net cash inflow from operating activities		1,535,320	1,482,868
Returns on investments and servicing of finance	19	(368,444)	(210,744)
Taxation	19		(10,987)
Capital expenditure	19	(83,089)	(1,126,862)
		<u>1,083,787</u>	<u>134,275</u>
Equity dividends paid			(10,000)
		<u>1,083,787</u>	<u>124,275</u>
Financing	19	(987,977)	1,046,749
Increase in cash in the year		<u>95,810</u>	<u>1,171,024</u>
Reconciliation of net cash flow to movement in net funds (Note 20)			
Increase in cash in the year		95,810	1,171,024
Cash outflow from increase in debts and lease financing		987,977	(1,046,749)
Change in net funds resulting from cash flows		<u>1,083,787</u>	<u>124,275</u>
New finance leases and hire purchase contracts		(410,000)	(1,687,579)
Movement in net funds in the year		<u>673,787</u>	<u>(1,563,304)</u>
Net debt at 1st January 2006		<u>(3,567,993)</u>	<u>(2,004,689)</u>
Net debt at 31st December 2006		<u>(2,894,206)</u>	<u>(3,567,993)</u>

Dee Set Logistics Limited

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

1. Accounting policies

1.1. Accounting convention

The accounts are prepared under the historical cost convention modified to include the revaluation of certain fixed assets

1.2. Turnover

Turnover represents the total invoice value, excluding value added tax, of sales made during the year and derives from the provision of goods falling within the company's ordinary activities

1.3. Tangible fixed assets and depreciation

Depreciation is provided at rates calculated to write off the cost or valuation less residual value of each asset over its expected useful life, as follows

Land and buildings	Straight line over 50 years
Motor vehicles	Straight line over the life of the lease
Plant and machinery	25% on cost
Fixtures, fittings and equipment	25% on Net Book Value

1.4. Leasing and hire purchase commitments

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible assets and depreciated over the shorter of the lease term and their useful lives. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce constant periodic rates of charge on the net obligations outstanding in each period.

1.5. Stock

Stock is valued at the lower of cost and net realisable value

1.6. Pensions

The pension costs charged in the financial statements represent the contribution payable by the company during the year

Dee Set Logistics Limited

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

continued

1.7. 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 have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more, tax, with the following exceptions

Provision is made for tax on gains arising from the revaluation (and similar fair value adjustments) of fixed assets, and gains on disposal of fixed assets that have been rolled over into replacement assets, only to the extent that, at the balance sheet date, there is a binding agreement to dispose of the assets concerned. However, no provision is made where, on the basis of all available evidence at the balance sheet date, it is more likely than not that the taxable gain will be rolled over into replacement assets and charged to tax only where the replacement assets are sold,

Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date

2. Operating profit

	2006 £	2005 £
Operating profit is stated after charging		
Depreciation and other amounts written off tangible assets	597,596	321,120
Auditors' remuneration	7,500	7,500

3. Interest payable and similar charges

	2006 £	2005 £
On loans and overdrafts	58,132	38,910
On loans repayable in five years or more	23,046	22,302
Lease finance charges and hire purchase interest	211,467	85,370
Invoice discounting interest	75,255	64,049
On overdue tax	544	113
	<u>368,444</u>	<u>210,744</u>

Dee Set Logistics Limited

**Notes to the abbreviated financial statements
for the year ended 31st December 2006**

continued

4. Employees

Number of employees	2006	2005
The average monthly numbers of employees (including the directors) during the year were	<u>256</u>	<u>154</u>

Employment costs	2006	2005
	£	£
Wages and salaries	730,278	542,245
Social security costs	319,727	207,779
Pension costs other operating charge	47,217	33,430
	<u>1,097,222</u>	<u>783,454</u>

4.1. Directors' emoluments

	2006	2005
	£	£
Remuneration and other emoluments	96,436	72,137
Pension contributions	21,630	17,940
	<u>118,066</u>	<u>90,077</u>

Number of directors to whom retirement benefits are accruing under a money purchase scheme	<u>3</u>	<u>3</u>
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5. Pension costs

The company operates a money purchase pension scheme

The pension costs charged in the financial statements represent the contribution payable by the company during the year

Dee Set Logistics Limited

**Notes to the abbreviated financial statements
for the year ended 31st December 2006**

continued

6. Tax on profit on ordinary activities

Analysis of charge in period	2006 £	2005 £
Current tax		
UK corporation tax at 19.00% (2005 19.00%)	14,097	1,188
Total current tax charge	14,097	1,188
Deferred tax		
Timing differences, origination and reversal	203	873
Total deferred tax	203	873
Tax on profit on ordinary activities	14,300	2,061

Factors affecting tax charge for period

The tax assessed for the period is lower than the standard rate of corporation tax in the UK (19 per cent). The differences are explained below.

	2006 £	2005 £
Profit on ordinary activities before taxation	128,134	84,327
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (31st December 2005 19%)	24,345	16,022
Effects of:		
Expenses not deductible for tax purposes	1,482	640
Capital allowances for period in excess of depreciation	97,625	35,561
Utilisation of group relief tax losses	(22,781)	(13,067)
Finance lease capital repayments	(86,574)	(37,968)
Current tax charge for period	14,097	1,188

Dividends

Dividends paid and proposed on equity shares

	Year ended 2006 £	Year ended 2005 £
Paid during the year		
Equity dividends on Ordinary shares		10,000
		10,000

Dee Set Logistics Limited

**Notes to the abbreviated financial statements
for the year ended 31st December 2006**

continued

7. Tangible fixed assets	Land and buildings freehold £	Motor vehicles £	Computer equipment £	Fixtures, fittings and equipment £	Investment property £	Total £
Cost or valuation						
At 1st January 2006	2,328,646	1,368,187	413,609	93,837	84,500	4,288,779
Additions		410,000	72,020	11,069		493,089
Revaluation	255,000					255,000
At 31st December 2006	<u>2,583,646</u>	<u>1,778,187</u>	<u>485,629</u>	<u>104,906</u>	<u>84,500</u>	<u>5,036,868</u>
Depreciation						
At 1st January 2006	42,152	196,669	163,789	46,766	1,127	450,503
Charge for the year	34,578	454,187	96,599	12,232		597,596
At 31st December 2006	<u>76,730</u>	<u>650,856</u>	<u>260,388</u>	<u>58,998</u>	<u>1,127</u>	<u>1,048,099</u>
Net book values						
At 31st December 2006	<u>2,506,916</u>	<u>1,127,331</u>	<u>225,241</u>	<u>45,908</u>	<u>83,373</u>	<u>3,988,769</u>
At 31st December 2005	<u>2,286,494</u>	<u>1,171,518</u>	<u>249,820</u>	<u>47,071</u>	<u>83,373</u>	<u>3,838,276</u>

The Land and Buildings were revalued as at 31st December 2006 at a value of £2,470,000. The revaluation was carried out by an independent surveyor, Louis Taylor, on 31 December 2006.

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

Asset description	2006		2005	
	Net book value £	Depreciation charge £	Net book value £	Depreciation charge £
Motor vehicles	<u>1,127,331</u>	<u>454,187</u>	<u>1,171,518</u>	<u>196,669</u>

Tangible fixed assets included at a valuation would have been included on a historical cost basis at

	2006 £	2005 £
Cost	1,671,627	1,671,627
Depreciation	<u>69,968</u>	<u>37,848</u>
Net book value	<u>1,601,659</u>	<u>1,633,779</u>

Dee Set Logistics Limited

**Notes to the abbreviated financial statements
for the year ended 31st December 2006**

continued

8. Stocks	2006	2005
	£	£
Raw materials and consumables	<u>11,641</u>	<u>17,336</u>
9. Debtors	2006	2005
	£	£
Trade debtors	2,560,102	1,865,528
Amount owed by connected companies	153,979	567,476
Other debtors	4,579	6,688
Grant receivable		178,000
Prepayments and accrued income	<u>70,350</u>	<u>115,727</u>
	<u>2,789,010</u>	<u>2,733,419</u>
10. Creditors: amounts falling due within one year	2006	2005
	£	£
Bank overdraft		84,575
Bank Loan Short term	125,076	275,076
Deferred grant receipt	8,964	8,964
Net obligations under finance leases and hire purchase contracts	443,018	283,045
Trade creditors	770,372	495,512
Invoice discounting	1,089,359	1,117,388
Amounts owed to connected companies	10,000	10,000
Corporation tax	14,050	1,188
Other taxes and social security costs	204,017	220,092
Directors' accounts	150,984	118,062
Other creditors	759	823
Accruals and deferred income	<u>408,533</u>	<u>179,870</u>
	<u>3,225,132</u>	<u>2,794,595</u>

Dee Set Logistics Limited

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

continued

11. Creditors: amounts falling due after more than one year	2006 £	2005 £
Bank loan	853,760	971,121
Deferred Grant receipt	154,096	163,060
Directors loan account	650,000	906,000
Net obligations under finance leases and hire purchase contracts	679,683	885,308
	<u>2,337,539</u>	<u>2,925,489</u>
Loans		
Repayable in one year or less, or on demand (Note 10)	125,076	275,076
Repayable between one and two years	128,124	126,324
Repayable between two and five years	384,372	378,972
Repayable in five years or more	341,264	465,825
	<u>978,836</u>	<u>1,246,197</u>

Securities

All sums are secured by a bond and floating charge over the whole assets of the company, registered 27/02/2001

Legal charge by Dee Set Logistics Ltd over Milburn Road, Cobridge, for all sums registered 09/01/2003

Letter of guarantee by Ian Andrews for £150,000 dated 21/03/2003

Cross guarantee for all sums, between Dee Set Logistics Ltd, Dee Set Confectionery Ltd and Retail Solutions (Holdings) Ltd, granted 14/10/2003 for Dee Set Logistics Ltd

Legal charge by Dee Set Logistics Ltd over Florida Close, Hot Lane Industrial Estate, Stoke on Trent, for all sums dated 29/04/2005, registered 03/06/2005

Debenture by Dee Set Logistics Ltd, for all sums due over whole assets of company, dated 06/05/2005, registered 01/06/2005

Letter of postponement by Dee Set Logistics Ltd between BOS and Ian Andrews re loan injection from Ian Andrews to the St Andrews Group, dated 29/04/2005

Dee Set Logistics Limited

**Notes to the abbreviated financial statements
for the year ended 31st December 2006**

continued

12. Provisions for liabilities

	Deferred taxation (Note 13) £	Total £
At 1st January 2006	14,274	14,274
Movements in the year	203	203
At 31st December 2006	<u>14,477</u>	<u>14,477</u>

13. Provision for deferred taxation

	2006 £	2005 £
Accelerated capital allowances	<u>14,477</u>	<u>14,274</u>
Provision at 1st January 2006	14,274	
Deferred tax charge in profit and loss account	203	
Provision at 31st December 2006	<u>14,477</u>	

14. Share capital

	2006 £	2005 £
Authorised equity		
250,000 Ordinary shares of £1 each	<u>250,000</u>	<u>250,000</u>
Allotted, called up and fully paid equity		
90,000 Ordinary shares of £1 each	<u>90,000</u>	<u>90,000</u>
Equity Shares		
90,000 Ordinary shares of £1 each	<u>90,000</u>	<u>90,000</u>

Dee Set Logistics Limited

**Notes to the abbreviated financial statements
for the year ended 31st December 2006**

.. continued

15. Equity Reserves	Revaluation reserve £	Profit and loss account £	Total £
At 1st January 2006	616,552	148,313	764,865
Revaluation of property	255,000		255,000
Retained profit for the year		113,834	113,834
At 31st December 2006	<u>871,552</u>	<u>262,147</u>	<u>1,133,699</u>

16. Reconciliation of movements in shareholders' funds	2006 £	2005 £
Profit for the year	113,834	82,266
Dividends		(10,000)
	<u>113,834</u>	<u>72,266</u>
Other recognised gains or losses	255,000	365,000
Net addition to shareholders' funds	368,834	437,266
Opening shareholders' funds	854,865	417,599
Closing shareholders' funds	<u>1,223,699</u>	<u>854,865</u>

17. Related party transactions

The ultimate parent undertaking of Dee Set Logistics Limited is Retail Solutions (Holdings) Limited. Full information about the ultimate parent undertaking is given in the following note.

Dee Set Logistics Ltd is an associated company of Dee Set Confectionery Limited and of Dee Set Merchandising Limited.

During the year expenses recharged to Dee Set Confectionery Limited amounted to £ 683,296 (2005 £ 501,796). Also expenses were recharged to Dee Set Merchandising Limited at an amount of £ 496,027 (2005 £).

Sales to Dee Set Confectionery Limited for the year totalled £ 467,461 (2005 £ 562,143).

As at 31st December 2006 the intercompany balance owed by Dee Set Logistics Limited to Dee Set Confectionery Limited amounted to £ 115,148 (2005 £ 567,476) and the intercompany balance owed by Dee Set Logistics to Dee Set Merchandising Limited amounted to £ 38,831 (2005 £).

As at 31st December 2006 Dee Set Logistics Limited owed £10,000 to Retail Solutions (Holdings) Limited (2005 £10,000).

Dee Set Logistics Limited

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

continued

18. Ultimate parent undertaking

The ultimate parent undertaking of Dee Set Logistics Limited is Retail Solutions (Holdings) Limited who control 100% of the shares of the company effective from 1 February 2005. The Housego Richards Trust are the majority shareholder which controls 71% of the shares of the holding company, thereby being the ultimate controlling party of the company. The key beneficiary of the trust is the director Ian Andrews.

19. Gross cash flows

	2006 £	2005 £
Returns on investments and servicing of finance		
Interest paid	(156,977)	(125,374)
Interest element of finance lease rental payments	(211,467)	(85,370)
	<u>(368,444)</u>	<u>(210,744)</u>
Taxation		
Corporation tax paid		(10,987)
		<u>(10,987)</u>
Capital expenditure		
Payments to acquire tangible assets	(83,089)	(1,126,862)
	<u>(83,089)</u>	<u>(1,126,862)</u>
Financing		
New long term bank loan		482,399
Other new long term loans		906,000
New short term bank loan		177,576
Deferred grant receipt movement	(8,964)	
Repayment of long term bank loan	(117,361)	
Repayment of directors loan	(256,000)	
Repayment of short term bank loan	(150,000)	
Capital element of finance lease contracts	(455,652)	(519,226)
	<u>(987,977)</u>	<u>1,046,749</u>

Dee Set Logistics Limited

**Notes to the abbreviated financial statements
for the year ended 31st December 2006**

continued

20. Analysis of changes in net funds

	Opening balance	Cash flows	Other changes	Closing balance
	£	£	£	£
Cash at bank and in hand	192	11,235		11,427
Overdrafts	(84,575)	84,575		
	<u>(84,383)</u>	<u>95,810</u>		<u>11,427</u>
Debt due within one year	(275,076)	150,000		(125,076)
Debt due after one year	(2,040,181)	382,325		(1,657,856)
Finance leases and hire purchase contracts	(1,168,353)	455,652	(410,000)	(1,122,701)
	<u>(3,483,610)</u>	<u>987,977</u>	<u>(410,000)</u>	<u>(2,905,633)</u>
Net funds	<u><u>(3,567,993)</u></u>	<u><u>1,083,787</u></u>	<u><u>(410,000)</u></u>	<u><u>(2,894,206)</u></u>