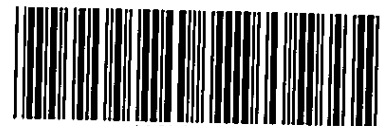


COTHAM FINANCE LIMITED  
DIRECTORS' REPORT AND FINANCIAL STATEMENTS  
31 JULY 2012  
REGISTRATION NUMBER 262866

SATURDAY



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COMPANIES HOUSE

COTHAM FINANCE LIMITED

DIRECTORS' REPORT

The directors present their annual report and financial statements for the year ended 31 July 2012

BUSINESS REVIEW

The Company did not trade during the year

RESULTS AND DIVIDENDS

The Company made neither a profit nor loss during the year (2011 £nil) The directors do not recommend payment of a dividend (2011 £nil)

DIRECTORS

The directors who served during the year and up to the date of signing the financial statements were

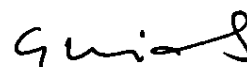
R A R Smith  
Wolseley Directors Limited

AUDIT

For the year ended 31 July 2012, the Company was entitled to exemption under section 480 of the Companies Act 2006

The members of the Company have not required the Company to obtain an audit of its accounts for the year ended 31 July 2012 in accordance with section 476, Companies Act 2006

By order of the Board



G Middlemiss  
Secretary

Parkview 1220  
Arlington Business Park  
Theale  
Reading RG7 4GA  
United Kingdom

2013

## COTHAM FINANCE LIMITED

### DIRECTORS' RESPONSIBILITIES FOR THE FINANCIAL STATEMENTS

Company law requires the directors to prepare financial statements for each financial year which 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 apply them consistently,
- Make judgements and estimates that are reasonable and prudent,
- State whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements, and
- 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 also responsible for maintaining adequate records which 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 2006. They are also responsible for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

COTHAM FINANCE LIMITED

BALANCE SHEET AS AT 31 JULY 2012

	<u>2012</u>	<u>2011</u>
	<u>£</u>	<u>£</u>
<b>CURRENT ASSETS</b>		
Debtors amounts owed by group companies	5,760,854	5,760,854
	<u>5,760,854</u>	<u>5,760,854</u>
<b>CAPITAL AND RESERVES</b>		
Called-up share capital	93,851	93,851
Share Premium Account	29,693	29,693
Other Reserves	105,796	105,796
Profit and loss account	5,531,514	5,531,514
	<u>5,760,854</u>	<u>5,760,854</u>

For the year ended 31 July 2011, the Company was entitled to exemption under section 480 of the Companies Act 2006

Members have not required the Company to obtain an audit of its accounts for the year in question in accordance with section 476 of the Companies Act 2006

The directors acknowledge their responsibility for

- a Ensuring the Company keeps accounting records which comply with section 386, and
- b Preparing accounts which give a true and fair view of the state of affairs of the Company as at the end of its financial year, and of its profit and loss for the financial year in accordance with section 394 and 395, and which otherwise comply with the requirements of the Companies Act 2006 relating to accounts, so far as applicable to the Company

Approved by the Board of Directors  
on 2013  
and signed on its behalf by



R A R Smith  
Director

The notes on page 5 form part of these financial statements

PROFIT AND LOSS ACCOUNT

During the current financial year and the preceding financial year, the Company did not trade and received no income and incurred no expenditure During those financial periods the Company made neither a profit nor a loss In those financial periods the Company had no other recognised gains or losses

## COTHAM FINANCE LIMITED

### NOTES TO THE FINANCIAL STATEMENTS

#### 1 ACCOUNTING CONVENTION

The accounts have been prepared under the historical cost convention. During the period the Company has not traded, has not incurred any liabilities and consequently, has made neither profit nor loss.

#### 2 PROFIT AND LOSS ACCOUNT

None of the directors received any emoluments in respect of their services to the Company during the year (2011: £nil).

#### 3 CALLED-UP SHARE CAPITAL

The Company's share capital is as follows:

	<u>2012 and 2011</u> £
Authorised	
92,089 ordinary shares of 1p each	921
92,011 3% Non-cumulative preference shares of £1 each	92,011
92,011 3% Non-cumulative preference shares of 1p each	920
1,148 undesignated shares of £1 each	<u>1,148</u>
	<u>95,000</u>
 Allotted, called up and fully paid	
92,011 ordinary shares of 1p each	920
92,011 3% Non-cumulative preference shares of £1 each	92,011
92,011 3% Non-cumulative preference shares of 1p each	<u>920</u>
	<u>93,851</u>

#### 4 CASH FLOW STATEMENT

Under Financial Reporting Standard 1 (Revised 1996), the Company is exempt from the requirement to prepare a cash flow statement on the grounds that it is a wholly owned subsidiary undertaking.

#### 5 INTERMEDIATE PARENT COMPANY AND ULTIMATE PARENT COMPANY

The intermediate parent company is Wolseley Limited. The ultimate parent company and controlling party is Wolseley plc, which is registered in Jersey. It is the smallest and largest parent undertaking to consolidate these financial statements. Copies of the Group financial statements may be obtained from the Company Secretary, Wolseley plc, Grafenauweg 10, CH-6301 Zug, Switzerland.