

## **Horsell Graphic Industries Limited**

Annual report and Financial Statements  
for the year ended 31 December 2009

Registered number 31919

TUESDAY



\*A7BYTNLR\*

A07

21/09/2010

193

COMPANIES HOUSE

## **Directors' Report**

For the year ended 31 December 2009

The directors present their annual report and the financial statements for the year ended 31 December 2009

### **Principal activity, business review and future developments**

The company did not trade during the current and previous financial year. Going forward, the directors do not expect the company to trade.

### **Results and dividends**

The company's profit for the year is £nil (2008: £nil).

The directors do not recommend the payment of a dividend (2008: £nil).

### **Directors**

The directors who served during the year and up to the date of signing these accounts were as follows:

N P Penhearow

R J Wildman

D A Lambert

## Directors' Report

For the year ended 31 December 2009

### Statement of directors' responsibilities

The directors are responsible for preparing the Directors' 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 prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they 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 accounting estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements,
- 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 adequate accounting records that are sufficient to show and explain the company's transactions and 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 safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

### Small company exemption

The directors report has been prepared in accordance with the special provisions of Part 15, chapter 1 of the Companies Act 2006 relating to small companies.

By order of the Board,



D A Lambert

Director

9 September 2010

## Financial Statements

For the year ended 31 December 2009

### Balance Sheet

At 31 December 2009

	Note	2009 £	2008 £
<b>Current assets</b>			
Debtors	3	2	21,513,202
<b>Net assets</b>		<u>2</u>	<u>21,513,202</u>
<b>Capital and reserves</b>			
Called-up share capital	4	2	31,322,718
Share premium account	5	-	1,380
Other reserves	5	-	3,219,655
Profit and loss account	5	-	(13,030,551)
<b>Total equity shareholders' funds</b>	6	<u>2</u>	<u>21,513,202</u>

For the financial year ended 31 December 2009 the company was entitled to exemption from audit under section 477 Companies Act 2006 and no notice has been deposited by the members requiring an audit under section 476

The directors acknowledge their responsibility for

- ensuring that the company keeps accounting records which comply with section 386 of the Companies Act 2006 so far as applicable to the company, and
- 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 393(1) of the Companies Act 2006 and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company

The accounts on pages 3 to 7 were approved by the board of directors on 9 September 2010 and were signed on its behalf by



D A Lambert

Director

The notes on pages 4 to 7 form part of these financial statements

## Notes to financial statements

For the year ended 31 December 2009

### 1 Accounting policies

A summary of the principal accounting policies, which have been applied consistently throughout the year are set out below

#### *a) Basis of accounting*

These financial statements are prepared on the going concern basis, under the historical cost convention in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom

#### *b) Taxation*

UK corporation tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantially enacted by the balance sheet date

#### *c) 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 that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Deferred tax is measured at the average tax rates that are expected to apply in the years in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date. A net deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits against which to recover carried forward tax losses and from which the future reversals of underlying timing differences can be deducted. Deferred tax assets and liabilities recognised have not been discounted.

#### *d) Exemption from requirement to produce consolidated accounts*

Horsell Graphic Industries Limited is a wholly owned subsidiary of Eastman Kodak Company, a company registered in the USA, which prepares consolidated accounts including the results of the company, and under section 400 of the Companies Act 2006 is exempt from producing group financial statements. Accordingly these financial statements present information about the company as an individual undertaking and not as a group.

### 2 Profit on ordinary activities before taxation

The directors were the only employees of the company during the year and received no remuneration for their services to the company (2008 nil)

## Notes to financial statements (continued)

For the year ended 31 December 2009

### 3 Debtors

	2009 £	2008 £
Amounts owed by group undertakings	2	21,513,202

The above debtor is receivable from the company's immediate parent undertaking, Kodak Limited

### 4 Called-up share capital

	2009 £	2008 £
<i>Authorised</i>		
45,117,762 special ordinary shares of 70p each	31,582,433	31,582,433
65,000 deferred ordinary shares of £1 each	65,000	65,000
5,000 7 5% (now 5 25% plus tax credit) preference shares of 1p each	50	50
11,567 7 5% (now 5 25% plus tax credit) "A" cumulative participating preference shares of 1p each	116	116
7,433 7 5% (now 5 25% plus tax credit) "B" cumulative participating preference shares of 1p each	74	74
38,000 ordinary shares of 1p each	380	380
	<u>31,648,053</u>	<u>31,648,053</u>
<i>Allotted, called-up and fully-paid</i>		
1 (2008 44,657,283) special ordinary shares of 70p each	1	31,260,098
1 (2008 62,000) deferred ordinary shares of £1 each	1	62,000
10 (2008 5,000) 7 5% (now 5 25% plus tax credit) preference shares of 1p each	-	50
10 (2008 11,567) 7 5% (now 5 25% plus tax credit) "A" cumulative participating preference shares of 1p each	-	116
10 (2008 7,433) 7 5% (now 5 25% plus tax credit) "B" cumulative participating preference shares of 1p each	-	74
10 (2008 38,000) ordinary shares of 1p each	-	380
	<u>2</u>	<u>31,322,718</u>

The special ordinary shareholders will have the right to have the first £30 million of profits available for distribution in any financial year. Subject thereto all the other issued shareholders of the company shall rank *pari passu* in respect of profits available for distribution in excess of such amount and resolved to be distributed.

## Notes to financial statements (continued)

For the year ended 31 December 2009

### 4 Called-up share capital (continued)

On a return of assets on a winding up or otherwise, the special ordinary shareholders shall carry the right in priority to any payment upon any other class of shareholders to the repayment of a sum equal to the nominal amount paid up on the special ordinary shares. Subject thereto, all the other issued shareholders shall rank pari passu with each other and be entitled (after the above payment) to the repayment of a sum equal to the nominal amount paid up on such shares. The other shareholders shall carry no right to any further right of participation in the assets of the company. The special ordinary shareholders shall carry the right to any surplus assets existing after the above payments.

The special ordinary shareholders shall carry the right to vote at any general meeting of the company. The other shareholders do not carry the right to vote at these meetings.

### 5 Reserves

	Share premium account £	Other reserves £	Profit and loss account £	Total £
At 1 January 2009	1,380	3,219,655	(13,030,551)	(9,809,516)
Capital reduction	(1,380)	(3,219,655)	13,030,551	9,809,516
At 31 December 2009	-	-	-	-

### 6 Reconciliation of movements in shareholders' funds

	2009 £	2008 £
Repayment of capital	(21,513,200)	-
Opening shareholders' funds	21,513,202	21,513,202
Closing shareholders' funds	2	21,513,202

On 7<sup>th</sup> May 2009, a capital reconstruction took place, reducing the company's share capital to £2 and eliminating the other reserves and profit and loss deficit. This transaction also resulted in the intercompany receivable balance being reduced to £2. The company's remaining share capital was then transferred from Kodak Graphic Communications Limited to Kodak Limited, hence the immediate parent undertaking changed to Kodak Limited as of this date. The ultimate parent undertaking remains unchanged.

### 7 Cash flow statement

As permitted by FRS 1 (Revised 1996), the company has not produced a cash flow statement as it is a wholly owned subsidiary undertaking of Eastman Kodak Company which has produced a group cash flow statement in its accounts, which are publicly available.

## Notes to financial statements (continued)

For the year ended 31 December 2009

### **8 Transactions with related parties**

The company has taken advantage of the exemption under paragraph 3(c) from the provisions of FRS8, 'Related Party Disclosures', which requires the disclosure of the details of material transactions between the reporting entity and any related parties, on the grounds that it is a wholly owned subsidiary of a group headed by Eastman Kodak Company, a company based in the U S A , whose accounts are publicly available

### **9 Ultimate parent undertaking**

The company's immediate parent undertaking is Kodak Limited , a company registered in England and Wales and whose principal place of business is at Hemel One, Boundary Way, Hemel Hempstead, Hertfordshire, HP2 7YU The ultimate parent undertaking and controlling entity is Eastman Kodak Company, a company registered in the U S A

The largest company to prepare consolidated accounts is Eastman Kodak Company These accounts are publicly available and can be obtained from 343 State Street, Rochester, NY 14650, U S A