

**ABOYNE-CLYDE RUBBER ESTATES  
OF CEYLON LIMITED**

**REPORTS AND FINANCIAL STATEMENTS**

**31 MARCH 2011**

**Registered No. 124707**

WEDNESDAY



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COMPANIES HOUSE

**RAWSE, VARLEY & CO**  
Chartered Accountants  
Bradford

**CONTENTS**

	<b>Page</b>
Directors and company information	1
Directors' report	2
Independent auditors' report	4
Accounting policies	6
Profit and loss account	7
Balance sheet	8
Notes to the financial statements	9

<b>Directors</b>	P S Allen E J Kean N B Fitzpatrick
<b>Secretary</b>	N B Fitzpatrick
<b>Registered office</b>	Lloyds Bank Chambers Hustlergate Bradford West Yorkshire BD1 1UQ
<b>Bankers</b>	HSBC Bank plc 7 Palace Avenue Paignton Devon TQ3 3ED
<b>Auditors</b>	Rawse, Varley & Co Chartered Accountants Lloyds Bank Chambers Hustlergate Bradford West Yorkshire BD1 1UQ
<b>Registered No</b>	124707

**DIRECTORS' REPORT**

The directors present their report and the financial statements for the year ended 31 March 2011

**Principal activities and business review**

The principal activity of the company is that of an investment company

The company operated satisfactorily during the year under review. Reported income from investments increased significantly as a result of gains realised on a number of investments and the receipt of preference dividend arrears from Cape plc.

The principal risks and uncertainties affecting the company's performance are those associated with movements in the market prices of shares in which the company invests, including changes in interest rates and general economic conditions

**Result and dividend**

The profit on ordinary activities after taxation for the year amounted to £215,586

The directors do not recommend the payment of any dividends

**Directors**

The directors named on page 1 served throughout the year

**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 elected to prepare 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
- 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

**ABOYNE-CLYDE RUBBER ESTATES OF CEYLON LIMITED****Registered No. 124707****DIRECTORS' REPORT****Disclosure of information to auditors**

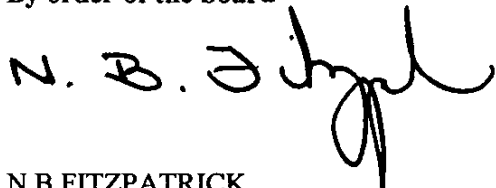
So far as each director is aware, there is no relevant audit information of which the auditors are unaware. Each director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the auditors are aware of that information.

**Auditors**

A resolution proposing the re-appointment of Rawse, Varley & Co as auditors of the company will be put to the Annual General Meeting.

The directors' report has been prepared taking advantage of small companies exemptions contained in section 415A of the Companies Act 2006.

**By order of the board**

A handwritten signature in black ink, appearing to read 'N. B. Fitzpatrick', with a stylized flourish at the end.

N B FITZPATRICK  
Secretary

13 September 2011

**INDEPENDENT AUDITOR'S REPORT****to the members of Aboyne-Clyde Rubber Estates of Ceylon Limited**

We have audited the financial statements of Aboyne-Clyde Rubber Estates of Ceylon Limited for the year ended 31 March 2011 which comprise the profit and loss account, the balance sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. 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 auditor's 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**

As explained more fully in the directors' responsibilities statement set out on page 2, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

**Scope of the audit of the financial statements**

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements.

**Opinion on financial statements**

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2011 and of its profit for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

**Opinion on other matter prescribed by the Companies Act 2006**

In our opinion the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.

**INDEPENDENT AUDITOR'S REPORT****to the members of Aboyne-Clyde Rubber Estates of Ceylon Limited****Matters on which we are required to report by exception**

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us, or
- the financial statements are not in agreement with the accounting records and returns, or
- certain disclosures of directors' remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit or
- the directors were not entitled to prepare the directors' report in accordance with the small companies regime.



Philip M Varley (Senior Statutory Auditor)  
for and on behalf of Rawse Varley & Co, Statutory Auditor  
Bradford

13 September 2011

**ACCOUNTING POLICIES**

The company has adopted the following accounting policies, which form an integral part of the financial statements

**Accounting convention**

The financial statements are prepared under the historical cost convention and in accordance with applicable accounting standards, except for the departure noted below in respect of cumulative preference dividends

**Income**

Income comprises dividends and interest on investments, together with profits less losses on disposal of investments. Dividends are accounted for when due and interest is accounted for on the accruals basis

**Investments**

Investments are stated at cost, except that an adjustment is made if there has been a permanent diminution in value

**Cumulative preference dividends**

It is the company's policy not to accrue for unpaid cumulative preference dividends, because it is considered that there is no enforceable contractual right for such dividends to be paid

No dividends have been paid on the preference shares since 31 December 1923 and the directors have no present intention to resume dividend payments. On a winding up there is no explicit right by shareholders to payment of undeclared dividends. Arrears of outstanding preference dividends are estimated by the directors to be in the region of £1 31m and any future dividend payments would be first applied to the payments of these arrears

In the circumstances the directors consider the above policy to be the most appropriate basis on which to prepare the financial statements.

**Deferred taxation**

Provision is made at projected rates of corporation tax in respect of all timing differences between the recognition of gains and losses in the financial statements and tax computations. Deferred tax assets are recognised only to the extent that it is considered more likely than not that there will be suitable taxable profits in the future from which the underlying timing differences can be deducted



**ABOYNE-CLYDE RUBBER ESTATES OF CEYLON LIMITED****Registered No. 124707**

7

**PROFIT AND LOSS ACCOUNT****Year ended 31 March 2011**

	<b>Note</b>	<b>2011 £</b>	<b>2010 £</b>
<b>Income from investments</b>	1	277,140	87,465
Administrative expenses		21,617	12,386
		<hr/>	<hr/>
<b>Profit on ordinary activities before taxation</b>	2	255,523	75,079
Taxation	4	39,937	12,206
		<hr/>	<hr/>
<b>Profit on ordinary activities after taxation</b>		<u>215,586</u>	<u>62,873</u>

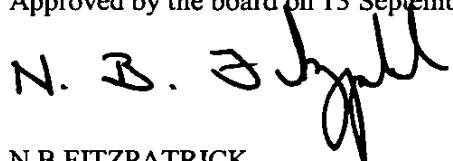
All the components of profit on ordinary activities before taxation relate to continuing operations

There were no recognised gains or losses other than the profit for the year

**ABOYNE-CLYDE RUBBER ESTATES OF CEYLON LIMITED****Registered No. 124707****BALANCE SHEET  
31 March 2011**

	Note	£	2011 £	£	2010 £
<b>Net assets employed</b>					
<b>Fixed assets</b>					
Investments	5		619,096		584,007
<b>Current assets</b>					
Debtors	6	345,820		72,099	
Cash at bank		3,767		14,321	
		349,587		86,420	
<b>Current liabilities</b>					
Creditors falling due within one year	8	211,860		129,190	
<b>Net current assets/(liabilities)</b>			137,727		(42,770)
<b>Total assets less current liabilities</b>			<u>756,823</u>		<u>541,237</u>
<b>Represented by</b>					
<b>Capital and reserves including non-equity interests</b>					
Called up share capital	9		225,000		225,000
Profit and loss account	10		531,823		316,237
			<u>756,823</u>		<u>541,237</u>

Approved by the board on 13 September 2011


**N B FITZPATRICK**  
Director

**ABOYNE-CLYDE RUBBER ESTATES OF CEYLON LIMITED****Registered No. 124707****NOTES TO THE FINANCIAL STATEMENTS****31 March 2011**

	2011 £	2010 £
<b>1. Income from investments</b>		
Interest receivable	16,484	9,124
Income from UK investments	103,213	29,873
Income from overseas investments	15,000	-
Profit on disposal of investments	147,443	52,468
Provision for permanent diminution in value	(5,000)	(4,000)
	<u>277,140</u>	<u>87,465</u>
<b>2. Profit on ordinary activities before taxation</b>		
This is stated after charging.		
Staff costs (note 3)	10,500	5,000
Auditors' remuneration	<u>1,380</u>	<u>1,173</u>
<b>3. Staff costs</b>		
Directors' emoluments		
Aggregate remuneration	<u>10,500</u>	<u>5,000</u>
Aggregate remuneration relates to two directors and is payable to third parties		
There were no employees during the year other than the three directors of the company		
<b>4. Taxation</b>		
(a) Analysis of charge for the year		
Current taxation		
Corporation tax	31,357	-
Deferred taxation:		
Origination and reversal of timing differences	8,000	12,206
Change in rate of tax	580	-
	<u>8,580</u>	<u>12,206</u>
	<u>39,937</u>	<u>12,206</u>

**ABOYNE-CLYDE RUBBER ESTATES OF CEYLON LIMITED****Registered No. 124707****NOTES TO THE FINANCIAL STATEMENTS****31 March 2011**

	<b>2011</b>	<b>2010</b>
	<b>£</b>	<b>£</b>
<b>4. Taxation (continued)</b>		
(b) The current taxation charge differs from the standard rate of corporation tax for the year of 28% as explained below		
Profit on ordinary activities before taxation	<u>255,523</u>	<u>75,079</u>
Profit on ordinary activities at 28% (2010 – 28%)	71,546	21,022
Effects of:		
Capital gains indexation allowance	(3,290)	(452)
Dividend income not subject to corporation tax	(28,899)	(8,364)
(Decrease)/increase in unrealised capital losses on investments	(5,600)	1,120
Capital losses utilised	-	(13,934)
Excess management expenses (utilised)/unutilised	(2,400)	608
	<u>31,357</u>	<u>-</u>
Current tax charge for the year	<u>31,357</u>	<u>-</u>

**£****5. Investments**

1 April 2010 at cost less provisions	584,007
Additions	399,501
Disposals	(359,412)
Provision for permanent diminution in value	( 5,000)
	<u>619,096</u>
31 March 2011 at cost less provisions	<u>619,096</u>

All investments are in public limited companies which are traded on a recognised stock exchange except for investments with a book value of £334,198 (2010 - £97). They include listed investments of £260,795 (2010 - £275,092). The aggregate market value of all investments at 31 March 2011 was £666,487 (2010- £707,663), including listed investments of £470,536 (2010 - £536,567)

If all investments were to be sold at their market value at 31 March 2011, a tax liability would arise of approximately £13,000 (2010 - £32,000)

Investments include a holding representing 100% of the Cumulative £1 preferences shares of Cape plc

	<b>2011</b>	<b>2010</b>
	<b>£</b>	<b>£</b>
<b>6. Debtors</b>		
Investment debtors	338,280	55,979
Deferred taxation (note 7)	7,540	16,120
	<u>345,820</u>	<u>72,099</u>

**ABOYNE-CLYDE RUBBER ESTATES OF CEYLON LIMITED****Registered No. 124707****NOTES TO THE FINANCIAL STATEMENTS****31 March 2011**

	<b>2011</b>	<b>2010</b>
	<b>£</b>	<b>£</b>
<b>7. Deferred taxation</b>		
Opening balance	16,120	28,326
Charge to profit and loss account	( 8,580)	(12,206)
	<u>7,540</u>	<u>16,120</u>
Closing balance		
Comprising		
Unrealised capital losses	7,540	13,720
Unrelieved management expenses	-	2,400
	<u>7,540</u>	<u>16,120</u>
Deferred taxation is recoverable after more than one year from the balance sheet date		
<b>8. Creditors falling due within one year</b>		
Corporation tax	31,357	-
Other creditors	165,447	117,381
Accruals	15,056	11,809
	<u>211,860</u>	<u>129,190</u>

**ABOYNE-CLYDE RUBBER ESTATES OF CEYLON LIMITED****Registered No. 124707****NOTES TO THE FINANCIAL STATEMENTS****31 March 2011**

	2011 £	2010 £
<b>9. Share capital</b>		
Allotted, called up and fully paid:		
250,000 ordinary shares of 10p each	25,000	25,000
200,000 7 5% preference shares of £1 each	200,000	200,000
	<u>225,000</u>	<u>225,000</u>

**Class rights of shares**

- (1) Preference shares are participating cumulative preference shares with the right to a further dividend at the rate of ¼% for every 5% dividend in excess of 25% on ordinary shares.
- (2) Preference shares rank in priority to ordinary shares as regards a return of capital

Upon a poll the voting rights of members are

- 1 vote for each preference share
- 1 vote for each two ordinary shares

The preference shares are regarded as equity instruments because under the company's articles of association the payment of preference dividends is at the discretion of the directors

**10. Profit and loss account**

Accumulated profits brought forward	316,237	253,364
Profit/(loss) for the financial year	215,586	62,873
	<u>531,823</u>	<u>316,237</u>
Accumulated profits carried forward	<u>531,823</u>	<u>316,237</u>

Accumulated profits accrue to preference shareholders in the event that unpaid cumulative dividends of approximately £1,305,000 were to be paid

**NOTES TO THE FINANCIAL STATEMENTS**  
**31 March 2011**

	2011 £	2010 £
<b>11. Reconciliation of movements in shareholders' funds</b>		
Profit/(loss) for the financial year	215,586	62,873
Opening shareholders' funds	541,237	478,364
	<hr/>	<hr/>
Closing shareholders' funds	<u>756,823</u>	<u>541,237</u>

**12. Bank security**

Bank borrowings are secured by a fixed charge over book debts and a floating charge over all other assets. There were no borrowings outstanding at 31 March 2011 (2010 – none)

**13. Transactions with related parties**

Most of the company's administrative costs including an amount of £4,000 (2010 - £3,500) allocated to directors' remuneration represent a recharge from Gilt Fund Securities Limited of £9,160 (2010 - £8,066) for the provision of management and administrative services to the company. The amount owed to Gilt Fund Securities Limited at 31 March 2011 amounted to £52,554 (2010 - £43,448). The director, Mr P S Allen, is a majority shareholder in Gilt Fund Securities Limited.

Other creditors in note 8, include loans of £122,000 (2010 - £82,000) owed to two shareholders related to Mr P S Allen. The loans are interest free and repayable on demand.

The company has been charged a fee for the services of the director Mr N B Fitzpatrick of £6,500 (2010 - £1,500) by Ocean Park Ltd, a company controlled by Mr Fitzpatrick.