

BERISFORD (UK) LIMITED
REPORT AND FINANCIAL STATEMENTS
FOR THE 15 MONTHS ENDED 31 DECEMBER 2008
Company Registration No: 211657

FRIDAY



A18

AMZU1E59

16/10/2009

COMPANIES HOUSE

317

BERISFORD (UK) LIMITED

REPORT OF THE DIRECTORS

The Directors present their report and the financial statements for the 15 months ended 31 December 2008. The comparative period is for the 52 weeks ended 29 September 2007.

PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The Company did not trade during the period and is dormant. No future change in activities is anticipated.

On the 30 June 2008, following an auction process established by the Panel on Takeovers and Mergers, the Board of Enodis plc, the ultimate parent company, now named Enodis Limited, recommended an offer from The Manitowoc Company, Inc. valuing each Enodis plc share at 328 pence. As a result, the takeover of Enodis plc by The Manitowoc Company, Inc. was completed on the 27 October 2008

RESULTS AND DIVIDEND

The Company was dormant, and made neither a profit nor a loss, during the current and prior period. The Directors do not recommend the payment of a dividend (2007: £nil).

DIRECTORS AND THEIR INTERESTS


The Directors who held office throughout the period and to date are as follows:

Berisford (Overseas) Limited	(resigned 21/04/08)
KN Blades	(appointed 30/01/09)
T Doerr	(appointed 30/01/09)
DR Hooper	(appointed 21/04/08, resigned 30/01/09)
M DeLon Jones	(appointed 30/01/09)
MJ Kachmer	(appointed 30/01/09)
S & W Bersiford Ltd	(resigned 30/01/09)

S&W Berisford Limited has a non-beneficial interest in 1 ordinary share of the Company.

The interests of the Directors in office at 31 December 2008 and at 29 September 2007 in shares of other companies in the Enodis group are set out in Note 7 to the financial statements.

Approved by the Board of Directors and signed by order of the Board.


K N Blades
Director
thePlace
175 High Holborn
London
WC1V 7AA

1 OCTOBER 2009

BERISFORD (UK) LIMITED

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

United Kingdom company law requires the Directors to prepare financial statements for each financial period which give a true and fair view of the state of affairs of the Company as at the end of the financial period 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 then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- ensure that applicable accounting standards have been followed; 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 responsible for keeping proper accounting 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 1985. They are also responsible for the Company's system of internal control, for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

BERISFORD (UK) LIMITED
BALANCE SHEET

As at 31 December 2008

		31 December 2008 £'000	29 September 2007 £'000
	<u>Notes</u>		
DEBTORS			
Amounts owed by parent company		<u>25,691</u>	<u>25,691</u>
NET CURRENT ASSETS		<u>25,691</u>	<u>25,691</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>25,691</u>	<u>25,691</u>
SHARE CAPITAL AND RESERVES			
Called up share capital	5	31,687	31,687
Profit and loss account		<u>(5,996)</u>	<u>(5,996)</u>
EQUITY SHAREHOLDERS' FUNDS	6	<u>25,691</u>	<u>25,691</u>

The annual accounts have not been audited because the company is entitled to the exemption provided by section 249AA(1) of the Companies Act 1985 relating to dormant companies and its members have not required the company to obtain an audit of these accounts in accordance with s249B(2).

The directors acknowledge their responsibilities for ensuring that the company keeps accounting records that comply with Section 221 of the Companies Act 1985. The directors also acknowledge their responsibilities for 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 226 of the Companies Act 1985 and which otherwise comply with the requirements of that Act relating to accounts, so far as applicable to the company.

Approved by the Board of Directors on **1 OCTOBER** 2009.


K N Blades
 Director

BERISFORD (UK) LIMITED
NOTES TO THE FINANCIAL STATEMENTS

For the 15 months ended 31 December 2008

1. ACCOUNTING POLICIES

The principal accounting policies are summarised below. They have all been consistently applied throughout the period and the preceding period.

Basis of Accounting

These financial statements have been prepared under the historical cost convention and comply in all respects with applicable Accounting Standards in the United Kingdom.

Taxation

Corporation tax payable is provided on taxable profits at the current rate.

Deferred taxation is provided in full on timing differences that result in obligations at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in financial statements. Deferred tax assets and liabilities are not discounted. Deferred tax liabilities are recognised in full. Deferred tax assets are recognised to the extent that it is considered more likely than not that the asset will be recovered.

Cash flow

Under the provisions of FRS 1 (revised 1996), the company has not produced a cash flow statement on the grounds that its ultimate parent company, Enodis plc, has produced group financial statements including a consolidated cash flow statement, which are publicly available.

2. PROFIT AND LOSS ACCOUNT

The Company has made neither a profit nor a loss during the current period or the prior period and accordingly no profit and loss account or statement of total recognised gains and losses is presented.

The Directors' were not remunerated for their services to the Company (2007: £nil). The Company does not have any employees other than the Directors (2007: nil).

3. TAX ON PROFIT/(LOSS) ON ORDINARY ACTIVITIES

There is no corporation tax charge for this period as the Company did not trade (2007: £nil).

There are no provided or unprovided deferred tax assets or liabilities (2007: £nil).

4. TRANSACTIONS WITH RELATED PARTIES

The Company has taken advantage of the exemption granted by paragraph 3(c) of FRS8 – 'Related Party Disclosures' – not to disclose transactions with entities which are part of Enodis plc Group, as the consolidated financial statements, in which the Company is included, are publicly available.

5. CALLED UP SHARE CAPITAL

	31 December 2008 £'000	29 September 2007 £'000
Authorised :		
35,000,000 ordinary shares of £1 each	35,000	35,000
Allotted, called up and fully paid :		
31,686,531 ordinary shares of £1 each	31,687	31,687

BERISFORD (UK) LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)

For the 15 months ended 31 December 2008.

6. RECONCILIATION OF EQUITY SHAREHOLDERS' FUNDS

	31 December 2008 £'000	29 September 2007 £'000
At beginning and end of the period	<u>25,691</u>	<u>25,691</u>

7. DIRECTORS' INTERESTS IN OTHER ENODIS GROUP COMPANIES

	Nominal value of ordinary shares held	31 December 2008	29 September 2007
Interests of Berisford (Overseas) Limited in:			
Berisford (Jersey) Limited	£1	103,492	103,492
Turner Curzon Limited (non beneficial)	5p	1	1
Non beneficial interests of S & W Berisford Limited in:			
Berisford Bristar (Investments) Limited	£1	46,240,001	46,240,001
Berisford Bristar Limited	£1	275,481	275,481
Berisford - Charter Residential Limited	£1	1	1
Berisford Holdings Limited	£1	1	1
Berisford Industries Limited	£1	1	1
Enodis International Limited	£1	1	1
Berisford (Overseas) Limited	£1	1	1
Berisford Treasury Limited	£1	1	1
Craneheath Limited	£1	1	1
Enodis Investments Limited	50p	1,001	1,001
Enodis Property Developments Limited	£1	1,240	1,240
Enodis Property Group Limited	£1	1	1
Garland Catering Equipment Limited	£1	1	1
J. H. Rayner (Mincing Lane) Limited	£1	2	2
Manston Limited	US\$1	1	1
Steamhammer Limited	£1	1	1
Turner Curzon Limited	5p	6	6

8. IMMEDIATE AND ULTIMATE PARENT COMPANY

The ultimate parent company and controlling entity is The Manitowoc Company, Inc. a company incorporated in Wisconsin, USA. The Manitowoc Company, Inc. is the smallest and largest group of undertakings for which group financial statements are prepared. The immediate parent company and controlling entity is Enodis Group Limited, a company incorporated in England and Wales. Copies of the Financial Statements of The Manitowoc Company, Inc. can be obtained from the Secretary at 2400 South 44th Street, P O Box 66, Manitowoc, WI 54221-0066.