

REGISTERED NUMBER: 444951

SWIFFEN & SONS LIMITED
DIRECTORS REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2008



K.S. CARMICHAEL CBE FCA

117 Newberries Avenue

Radlett, Hertfordshire WD7 7EN

SWIFFEN & SONS LIMITED

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SWIFFEN & SONS LIMITED

OFFICERS AND ADVISERS

DIRECTOR

K S Carmichael CBE FCA

SECRETARY:

Derek Larder FCA

AUDITORS.

Edmund Carr LLP
146 New London Road
CHELMSFORD
Essex CM2 0AW

BANKERS:

Barclays Bank PLC
P O Box 34
15 Colmore Row
BIRMINGHAM B3 2BY

Lloyds Bank PLC
P O Box 44
125 Colmore Row
BIRMINGHAM B3 3AD

Lloyds Bank PLC
Pall Mall/St James's Street Branch
8/10 Waterloo Place
LONDON SW1Y 4BE

REGISTERED OFFICE:

117 Newberries Avenue
RADLETT
Hertfordshire WD7 7EN

REGISTERED NO:

444951

SWIFFEN & SONS LIMITED

REPORT OF THE DIRECTOR

FOR THE YEAR ENDED 31 MARCH 2008

The Director submits his report together with the financial statements for the year ended 31 March 2008

PRINCIPAL ACTIVITIES & BUSINESS REVIEW

The principal activities of the company continued to be the holding and making of investments

The director is satisfied with the results for the year and the performance of investments made and the income arising therefrom. Listed investments realised in the year gave rise to profits of £27,354 (2007 profit - £369,251), whilst there were no disposals of land or property in the year (2007 - profit £19,082)

RESULTS AND DIVIDENDS

The profit for the year after a taxation charge of £45,585 (2007 - £105,369), was £273,131 (2007 £474,501)

No dividends were paid in the year on the ordinary shares of the company

No dividends were paid on the preference shares

DONATIONS

The company made donations of £5,100 (2007 - £100) to charitable organisations in the year to 31 March 2008. These comprised -

RAF Association	£2,000
Bristol Old Vic	£ 500
Breast Cancer Haven	£2,500
Boy Scouts	£ 100

TAX STATUS

The company is a Close Company within the meaning of the provisions of the Corporation Taxes Act 1988

AUDITORS

Edmund Carr LLP have expressed their willingness to continue in office as auditors to the company and a resolution will be proposed at the Annual General Meeting to re-appoint them in accordance with Section 384(1) of the Companies Act 1985

DIRECTOR

K S Carmichael acted as the company's sole director for the year under review

K S Carmichael has no interest in the share capital of the company

SWIFFEN & SONS LIMITED

REPORT OF THE DIRECTOR (Continued)

FOR THE YEAR ENDED 31 MARCH 2008

DIRECTOR'S RESPONSIBILITIES

The director is responsible for preparing the financial statements in accordance with applicable law and United Kingdom Generally Accepted Accounting Practice

Company law requires the director 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 year

In preparing those financial statements, the director is required to select suitable accounting policies, as described on pages 8 & 9 and then apply them on a consistent basis, making judgements and estimates that are prudent and reasonable. The director must also prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business

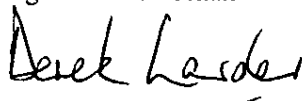
The director is responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable him to ensure that the financial statements comply with the Companies Act 1985. The director is also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities

In so far as the director is aware

there is no relevant audit information of which the company's auditors are unaware, and

the director has taken all steps that he ought to have taken to make himself aware of any relevant audit information and to establish that the auditors are aware of that information

Approved by the Board of Directors on 25 September 2008
and signed on their behalf



Secretary

SWIFFEN & SONS LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS YEAR ENDED 31 MARCH 2008

We have audited the financial statements on pages 6 to 14 which have been prepared under the historical cost convention and the accounting policies set out on pages 8 and 9

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. 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 Director and Auditors

The company's director responsibilities for preparing the Annual Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards are set out in the Statement of Director's Responsibilities on page 4.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the director's report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if the information specified by law regarding director's remuneration and transactions with the company is not disclosed.

We read the director's report and consider the implications for our report if we become aware of any apparent misstatements within it. Our responsibilities do not extend to any other information.

Basis of Audit Opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the director in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion, we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion:

- The financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 March 2008 and of the profit of the company for the year then ended,
- The financial statements have been properly prepared in accordance with the Companies Act 1985, and
- The information given in the Director's Report is consistent with the financial statements.

146 New London Road
CHELMSFORD, Essex CM2 0AW

Edmund Carr LLP
Chartered Accountants
Registered Auditors

16th September 2008

Edmund Carr LLP

SWIFFEN & SONS LIMITED

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31 MARCH 2008

	Note	2008 £	2007 £
Income from fixed asset investments	1	404,689	653,880
Administrative expenses	2	(86,118)	(63,136)
Provision for diminution in value of UK quoted investment		-	(10,987)
		<hr/>	<hr/>
Profit on Ordinary Activities before Interest Payable		318,571	579,757
Interest receivable	3	153	113
Interest payable	4	(8)	-
		<hr/>	<hr/>
Profit on Ordinary Activities before Taxation		318,716	579,870
Tax charge on profit on ordinary activities	5	(45,585)	(105,369)
		<hr/>	<hr/>
Retained Profit for the Financial Year	10	£ 273,131	£474,501
		<hr/> <hr/>	<hr/> <hr/>

There are no recognised gains or losses other than those included in the Profit and Loss Account

The notes on pages 8 to 14 form an integral part of these financial statements

SWIFFEN & SONS LIMITED

BALANCE SHEET

AS AT 31 MARCH 2008

	Note	2008	2007
		£	£
Fixed Assets			
Investments	6	4,784,391	5,253,900
Current Assets			
Debtors	7	-	3,560
Cash at bank and in hand		1,505,992	818,908
		<hr/>	<hr/>
		1,505,992	822,468
Creditors: Amounts			
falling due within one year	8	73,225	132,341
		<hr/>	
Net Current Assets		1,432,767	690,127
		<hr/>	<hr/>
Total Net Assets		£ 6,217,158	£ 5,944,027
		<hr/>	<hr/>
Capital and Reserves			
Called up Share Capital	9	130,000	130,000
Profit and Loss Account	10	6,087,158	5,814,027
		<hr/>	<hr/>
Equity Shareholders Funds	11	£ 6,217,158	£ 5,944,027
		<hr/>	<hr/>

These financial statements have been prepared in accordance with the special provisions for small companies under Part VII of the Companies Act 1985

Approved by the Board on the 25 September 2008
and signed on its behalf

US Tammie

Director

The notes on pages 8 to 14 form an integral part of these financial statements

SWIFFEN & SONS LIMITED

ACCOUNTING POLICIES

The following are the more important accounting policies adopted by the company

a) Basis of Accounting

The financial statements have been prepared under the historical cost convention in accordance with the Companies Act 1985 and with applicable Accounting Standards

b) Investments

UK investment property is not revalued to its market value and is not depreciated. Although the Companies Act 1985 would normally require the systematic annual depreciation of fixed assets, the director believes that this policy of not providing depreciation is necessary in order for the financial statements to give a true and fair view, since the current value of investment properties, and changes in that current value, are of prime importance rather than a calculation of systematic annual depreciation. Depreciation is only one of many factors reflected in the annual valuation, and the amount which might otherwise have been shown cannot be separately identified or quantified.

Listed investments are recorded at the lower of cost or provision for diminution in value

c) Bank and Short Term Loan Interest

Interest credited to the Profit and Loss Account is the actual amount received during the period

d) Other Investment Income

Rent is accounted for on a receivable basis. Dividends are accountable on a received basis

e) Taxation

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

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 director considers 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

SWIFFEN & SONS LIMITED

ACCOUNTING POLICIES (Continued)

f) Operating Lease Agreements

Rentals under operating leases have been credited to the Profit & Loss Account on a straight line basis

g) Exchange Rates

Foreign investments acquired in foreign currency are included in the Balance Sheet at the sterling equivalent on the date of purchase. Other assets and liabilities in foreign currencies are included at the rate ruling at the Balance Sheet date. Income and expenditure in foreign currencies are translated into sterling at the rate ruling on the date of the transaction. Exchange differences are taken into account in arriving at the profit in ordinary activities.

h) Cash Flow Statement

The company has taken advantage of the exemption in Financial Reporting Standard No. 1 from producing a cash flow statement on the grounds that it is a small company.

i) Financial Instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as either financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

SWIFFEN & SONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2008

	2008 £	2007 £
1. Income from Fixed Asset Investments		
Income from U K companies listed in U K	139,418	130,169
Income from overseas companies listed in U K and/or overseas	156,543	129,588
Surplus on sale of investments	27,354	369,251
Surplus on sale of property	-	19,082
Bank and short term deposits interest	38,519	24,700
Rents received under operating leases	14,510	12,694
Exchange differences	28,345	(31,604)
	<u>£ 404,689</u>	<u>£ 653,880</u>
2 Administrative Expenses Include		
Auditors remuneration	<u>£ 2,174</u>	<u>£ 2,144</u>
Directors' Emoluments and Interests in Transactions		
The director received no salary		
During the year, Mr Carmichael invoiced the company £58,926 (2007 - £47,294), inclusive of VAT charge, in respect of accountancy and other financial services provided as part of his practice as Chartered Accountant, and provision of the services of the Secretary		
3. Interest Receivable		
Tax supplement	<u>£ 153</u>	<u>£ 113</u>
4. Interest Payable		
Interest on overdue tax	<u>£ 8</u>	<u>-</u>

SWIFFEN & SONS LIMITED

**NOTES TO THE FINANCIAL
STATEMENTS (Continued)**

FOR THE YEAR ENDED 31 MARCH 2008

	2008	2007
	£	£
5. Tax Charge/(Credit) on Profit on Ordinary Activities		
U K Corporation Tax at 30% on the profit for the year (2007 - 30%)	45,585	104,854
Less Relief for income tax and overseas tax deducted at source	(10,981)	(7,416)
	<hr/>	<hr/>
	34,604	97,438
Under provision in respect of previous year	-	515
	<hr/>	<hr/>
	34,604	97,953
Other tax		
Overseas tax	10,981	7,416
	<hr/>	<hr/>
	£ 45,585	£ 105,369
	<hr/>	<hr/>

Subject to Revenue & Customs agreement the company has capital losses of approximately £61,000 which may be carried forward and set against future years' capital gains

SWIFFEN & SONS LIMITED

**NOTES TO THE FINANCIAL
STATEMENTS (Continued)**

FOR THE YEAR ENDED 31 MARCH 2008

6. Fixed Asset Investments	Freehold land and properties £	UK listed investments £	Overseas listed Investments £	Total £
Cost				
At beginning of year	410,867	2,257,952	2,609,280	5,278,099
Purchases	-	378,793	173,380	552,173
Disposals	-	(790,100)	(255,781)	(1,045,881)
At end of year	<u>£ 410,867</u>	<u>£ 1,846,645</u>	<u>£ 2,526,879</u>	<u>£ 4,784,391</u>
Provision for diminution in value				
At 1 April 2007		24,199		24,199
Elimination on write off of investment in year		(24,199)		(24,199)
At 31 March 2008		-		-
Net book value at 31 March 2008	<u>£ 410,867</u>	<u>£ 1,846,645</u>	<u>£ 2,526,879</u>	<u>£ 4,784,391</u>
Net book value at 31 March 2007	<u>£ 410,867</u>	<u>£ 2,233,753</u>	<u>£ 2,609,280</u>	<u>£ 5,253,900</u>
		2008	2007	
		£	£	
Land and properties comprise				
Land		18,886	18,886	
Woodland		14,018	14,018	
Investment property		377,963	377,963	
		<u>£ 410,867</u>	<u>£ 410,867</u>	

The Investment Property shown above is held for use in operating leases at 31 March 2008
The Investment Property was acquired in September 2003 and June 2004 The director considers
that the valuation of the property at the year end was not materially different to its cost price

Listed Investments

Market value of investments		
U K listed investments	4,238,629	4,712,181
Overseas listed investments	4,347,833	4,551,404
	<u>£ 8,586,462</u>	<u>£ 9,263,585</u>
If the portfolio were realised at market value, the company would have approximate tax liabilities of	<u>£ 1,057,173</u>	<u>£ 1,180,875</u>

SWIFFEN & SONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (Continued)

FOR THE YEAR ENDED 31 MARCH 2008

		2008 £		2007 £
7. Debtors				
Rentals receivable		-		£ 3,560
		<u> </u>		<u> </u>
8. Creditors: Amounts falling due within one year				
Other creditors		16,794		19,042
Corporation tax		34,604		97,438
Accruals		21,827		15,861
		<u> </u>		<u> </u>
		£ 73,225		£ 132,341
		<u> </u>		<u> </u>
	Shares	2008 £	Shares	2007 £
9. Share Capital				
Authorised				
6% Preference shares of £1 each	20,000	20,000	20,000	20,000
Ordinary shares of £1 each	72,400	72,400	72,400	72,400
'A' Ordinary shares of £1 each	47,600	47,600	47,600	47,600
		<u> </u>		<u> </u>
		£ 140,000		£ 140,000
		<u> </u>		<u> </u>
Allotted and fully paid up				
6% Preference shares of £1 each	10,000	10,000	10,000	10,000
Ordinary shares of £1 each	72,400	72,400	72,400	72,400
A' Ordinary shares of £1 each	47,600	47,600	47,600	47,600
		<u> </u>		<u> </u>
		£ 130,000		£ 130,000
		<u> </u>		<u> </u>

Preference shares carry the right to receive a fixed dividend at the rate of 4 2% to 5 April 1999 and 6% thereafter and to have first call on the company's capital on winding up. Ordinary shares carry the right to dividends in preference to 'A' Ordinary shares. 'A' Ordinary shares only have dividend rights when the dividend on the Ordinary shares reaches 40p per share. The 'A' Ordinary shares rank pari passu with Ordinary shares in any capital distribution. Arrears of Preference shares amount to £6,270 (£5,670).

SWIFFEN & SONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (Continued)

FOR THE YEAR ENDED 31 MARCH 2008

	2008 £	2007 £
10 Profit and Loss Account		
Balance at beginning of year	5,814,027	5,339,526
Profit for the financial year	273,131	474,501
	<hr/>	<hr/>
Balance at end of year	£ 6,087,158	£ 5,814,027
	<hr/>	<hr/>
11. Reconciliation of Movement in Shareholders Funds		
Profit for the year after tax	273,131	474,501
Less dividends	-	-
	<hr/>	<hr/>
Net addition to shareholders' funds	273,131	474,501
Opening shareholders funds	5,944,027	5,469,526
	<hr/>	<hr/>
Closing shareholders funds	£ 6,217,158	£ 5,944,027
	<hr/>	<hr/>
12 Ultimate Controlling Party		
Mr A Swiffen is the ultimate controlling party		
13. Related Party Transactions		
Included in other creditors is an amount owed to Mr A Swiffen, the ultimate controlling party, of £7,634 (2007 - £7,634)		