

Registered Number 02970369

ENGLISH HERITAGE TRADING LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

31 MARCH 2009

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DIRECTORS' REPORT AND FINANCIAL STATEMENTS

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DIRECTORS' REPORT

The Directors present their annual report and the audited financial statements for the year ended 31 March 2009.

Principal Activities

The principal activity of the Company is to undertake the trading activities connected to the work of the Historic Buildings and Monuments Commission for England. The trading activities of the Historic Buildings and Monuments Commission for England were transferred to English Heritage Trading Limited on 1 April 1998. No significant change in the business of the Company has taken place during the year or is expected in the immediately foreseeable future.

Business Review

The result for the year ended 31 March 2009 was a profit of £1,325,000 (2008: £1,076,000) which was donated to the Historic Buildings and Monuments Commission for England under the Gift Aid rules, leaving a retained profit of nil (2008: nil).

Dividend

The Directors do not recommend the payment of a dividend.

Directors and Directors' Interests

The Directors who held office from 1 April 2008 to the date of this report were as follows:

Mr Michael Cairns (resigned 14 August 2008)

Mr Manish Chande

Mr Michael Jolly (appointed 22 July 2008)

Mr Mark Pemberton

Dr Simon Thurley

None of the Directors who held office at the end of the financial year had any disclosable interest in the shares of the Company.

Accounting Arrangements

The Historic Buildings and Monuments Commission for England collects income and makes payments on behalf of the Company. In addition, the Historic Buildings and Monuments Commission for England incurs costs which are shared between the Historic Buildings and Monuments Commission for England and the Company. On a monthly basis there is a cash transfer between the Historic Buildings and Monuments Commission for England and the Company to settle the inter company debt for the preceding month. Consequently the Company balance sheet as at 31 March 2009 shows amounts owed by and owing to group undertakings in respect of March 2009 transactions and the charitable donation noted below.

DIRECTORS' REPORT (continued)

Political and Charitable Contributions

During the year the Company donated £1,325,000 (2008: £1,076,000) under the Gift Aid rules to the Historic Buildings and Monuments Commission for England, a body which is treated as a charity for tax purposes.

Company Secretary

The office of Company Secretary from 1 April 2008 to the date of this report was held by Mr Michael Harlow.

Auditing Arrangements


From 1 April 2004 until 31 March 2008 the Accounts were audited by Mazars LLP. From 1 April 2008 the Accounts have been audited by the Comptroller and Auditor General.

Disclosure of Information to Auditors

So far as each of the Directors is aware at the time the report is approved:

- there is no relevant audit information of which the company's auditors are unaware, and
- the Directors have taken all steps that they ought to have taken to make themselves aware of all relevant audit information and to establish that the auditors are aware of that information.

By order of the Board



Mr Michael Harlow
Company Secretary
30th June 2009

**STATEMENT OF DIRECTORS' RESPONSIBILITIES FOR THE
PREPARATION OF THE FINANCIAL STATEMENTS**

The Companies Act 1985 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 then 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;
- 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 safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
ENGLISH HERITAGE TRADING LIMITED**

I have audited the financial statements of English Heritage Trading Limited for the year ended 31 March 2009 which comprise the Profit and Loss Account, the Balance Sheet and the related notes. These financial statements have been prepared under the accounting policies set out therein.

Respective Responsibilities of Directors and Auditors

The Directors responsibilities for preparing the Annual Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities.

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

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

I read other information contained in the Annual Report, and consider whether it is consistent with the audited financial statements. I consider the implications for my report if I become aware of any apparent misstatements or material inconsistencies with the financial statements. My responsibilities do not extend to any other information.

Basis of Audit Opinion


I conducted my 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 Directors 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.

I planned and performed my audit so as to obtain all the information and explanations which I 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 my opinion I also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In my 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 2009 and of its profit 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.


Amanda Measures (Senior Statutory Auditor)

8 July 2009.

For and on behalf of the Comptroller and Auditor General (Statutory Auditor)

151 Buckingham Palace Road
Victoria
London
SW1W 9SS

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2009

	Note	2009 £'000	2008 £'000
Turnover	1,c	12,814	12,094
Cost of Sales		(9,513)	(9,161)
GROSS PROFIT		3,301	2,933
Distribution and Promotion Costs		(661)	(646)
Administrative Expenses		(1,337)	(1,241)
OPERATING PROFIT	2	1,303	1,046
Interest Receivable and Similar Income		22	30
PROFIT ON ORDINARY ACTIVITIES BEFORE CHARITABLE DONATIONS		1,325	1,076
Donation to the Historic Buildings and Monuments Commission for England		(1,325)	(1,076)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		-	-
Tax on Profit on Ordinary Activities	5	-	-
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		-	-

All the turnover and operating profit relates to the continuing operations of the Company.

The Company had no recognised gains or losses during the year other than those in the profit and loss account.

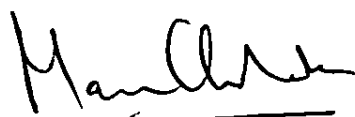
The notes on pages 7 to 11 form part of these financial statements.

BALANCE SHEET AS AT 31 MARCH 2009

	Note	2009 £'000	2008 £'000
CURRENT ASSETS			
Stocks	6	2,162	2,452
Debtors	7	1,109	755
Short Term Investments	8	500	500
Cash at Bank and in Hand		0	1
		<u>3,771</u>	<u>3,708</u>
CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR			
	9	(1,743)	(1,680)
NET CURRENT ASSETS		<u>2,028</u>	<u>2,028</u>
NET ASSETS		<u>2,028</u>	<u>2,028</u>
CAPITAL AND RESERVES			
Called Up Share Capital	10	2,028	2,028
Profit and Loss Account	11	-	-
SHAREHOLDERS' FUNDS	12	<u>2,028</u>	<u>2,028</u>

The notes on pages 7 to 11 form part of these financial statements.

These financial statements were approved by the Board of Directors on 30 June 2009 and were signed on its behalf by:



Manish Chande
Director



Dr Simon Thurley
Director

NOTES TO THE FINANCIAL STATEMENTS**I STATEMENT OF ACCOUNTING POLICIES**

a) Basis of Preparation

The financial statements have been prepared in accordance with applicable accounting standards and under the historical cost convention.

The Company is exempt from the requirement of Financial Reporting Standard Number 1 to prepare a cash flow statement due to the fact that it is a wholly owned subsidiary undertaking and the group accounts which include the results of the subsidiary are publicly available.

b) Stocks

Stocks are stated at the lower of historic cost and net realisable value.

c) Turnover

Turnover represents the amounts (excluding Value Added Tax) derived from the sale of goods and services to third party customers. All turnover arose within England.

d) Segmental Reporting

The Directors consider that there is only one class of business activity.

NOTES TO THE FINANCIAL STATEMENTS

	2009	2008
	£'000	£'000

2 OPERATING PROFIT

Operating profit is stated after charging:

Auditors' Remuneration - Audit Work	<u>6</u>	<u>6</u>
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3 DIRECTORS' REMUNERATION

None of the Directors received any remuneration during the year in respect of English Heritage Trading Limited.

4 STAFF COSTS

The company did not directly employ any staff during the year (2008: nil). All staff engaged on company activities, either on a full time or on a shared basis, have contracts of employment with the Historic Buildings and Monuments Commission for England. The costs in relation to these employees are borne by the Company and thus require disclosure in these accounts.

	2009	2008
	£'000	£'000
a) Employee Costs		
Staff engaged fully on Company activities		
Salaries and Wages	848	835
Social Security Costs	58	63
Pension Costs	135	137
	<u>1,041</u>	<u>1,035</u>
Costs of Shared Staff	2,354	1,619
Total Employee Costs	<u>3,395</u>	<u>2,654</u>

NOTES TO THE FINANCIAL STATEMENTS

4 STAFF COSTS (continued)**b) Employee Numbers**

The average number of staff engaged on Company activities during the year was:

	2009 No.	2008 No.
Staff engaged fully on Company activities	25	23
Shared Staff	98	82
Total Employee Numbers	123	105

5 TAXATION

The Company does not have a corporation tax liability for the year ended 31 March 2009 due to the fact that the Company had no taxable profits after allowing for the donation to the Historic Buildings and Monuments Commission for England under the Gift Aid rules. There are no factors which may affect future tax charges.

6 STOCKS	2009 £'000	2008 £'000
Goods for Resale	2,162	2,452

7 DEBTORS	2009 £'000	2008 £'000
Amounts owed by Group Undertakings	1,108	753
Accrued Income	1	2
Total Debtors	1,109	755

NOTES TO THE FINANCIAL STATEMENTS

	2009	2008
	£'000	£'000

8 SHORT TERM INVESTMENTS

Cash on short term deposit	<u>500</u>	<u>500</u>
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The short term deposit above matures within 1 month following the balance sheet date.

	2009	2008
	£'000	£'000

9 CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

Amounts owed to Group Undertakings	1,074	978
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Accruals and Deferred Income	669	702
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Total Creditors: Amounts Falling Due Within One Year	<u>1,743</u>	<u>1,680</u>
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	2009	2008
	£'000	£'000

10 CALLED UP SHARE CAPITAL

Authorised		
Equity : 5,000,000 Ordinary shares £1 each	<u>5,000</u>	<u>5,000</u>

Allotted, Called Up and Fully Paid		
Equity : 2,028,081 Ordinary shares £1 each	<u>2,028</u>	<u>2,028</u>

	£'000
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11 RESERVES - PROFIT AND LOSS ACCOUNT

At 1 April 2008	-
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Retained Profit for the Year	-
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At 31 March 2009	<u>-</u>
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NOTES TO THE FINANCIAL STATEMENTS

12 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS	£'000
Opening Shareholders' Funds as at 1 April 2008	2,028
Profit for the Financial Year	-
Closing Shareholders' Funds as at 31 March 2009	<u>2,028</u>

13 RELATED PARTY DISCLOSURES

The Company has taken advantage of the exemption under FRS 8 from reporting transactions with the Historic Buildings and Monuments Commission for England.

There are no other related party transactions.

14 ULTIMATE PARENT ENTITY AND ULTIMATE CONTROLLING ENTITY

The Company is a subsidiary undertaking of the Historic Buildings and Monuments Commission for England, a body corporate established in England under the National Heritage Act 1983.

The largest group in which the results of the Company are consolidated is English Heritage, which comprises the Historic Buildings and Monuments Commission for England and English Heritage Trading Limited. The consolidated accounts are available to the public and may be obtained from English Heritage, 1 Waterhouse Square, 138-142 Holborn, London, EC1N 2ST.

The ultimate controlling entity is the Historic Buildings and Monuments Commission for England, by virtue of their holding the entire share capital.