

Company Registration No. 3203923

Morley Limited

Report and Financial Statements

Year ended 31 October 2010

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Morley Limited

Report and financial statements 2010

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Morley Limited

Report and financial statements 2010

Officers and professional advisers

Directors

K W Maynard
G P Crawford
J D Randall

Secretary

J D Randall

Registered Office

1 Kings Hill Avenue
Kings Hill
West Malling
Kent
ME19 4UA

Morley Limited

Directors' report

The directors present their report and accounts for the period ended 31 October 2010

REVIEW OF DEVELOPMENTS

The company has been dormant within the meaning of Section 249AA of the Companies Act 1985 throughout the period. It is anticipated that the company will remain dormant for the foreseeable future.

POSSIBLE SALE OF THE GROUP

The Directors have been informed by Pall Mall Finance Limited, the majority shareholder of Cabot Financial Group Limited, that they intend to sell the Group in the near future and that they have received offers for the Group. Each of the minority shareholders of Cabot Financial Group Limited have indicated that they are in agreement with the proposed transaction.

PROFIT & LOSS ACCOUNT

No profit and loss account is presented with these financial statements because the company has not received income, incurred expenditure or recognised any gains or losses during either the period under review or the preceding accounting period. There have been no movements in shareholders' funds during the period under review or the preceding accounting period.

DIRECTORS & THEIR INTERESTS

The directors who served during the period were those listed on page 2.

Approved by the Board of Directors and signed on behalf of the Board

A handwritten signature in black ink, appearing to be 'John Randall', with a stylized, looping flourish extending to the right.

John Randall
Director
22 December 2010

Morley Limited

Statement of directors' responsibilities

The Directors are responsible for preparing the Annual 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 law, the Directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice 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 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 UK accounting standards have been followed, and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company and Group will continue in business.

The Directors are responsible for keeping proper 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 the Group and to 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 the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Morley Limited

Balance sheet As at 31 October 2010

	Note	2010 £	2009 £
Current assets			
Cash at bank and in hand		2	2
		<u>2</u>	<u>2</u>
Net current assets		<u>2</u>	<u>2</u>
Capital and reserves			
Called up share capital	4	2	2
Profit and loss account		-	-
		<u>2</u>	<u>2</u>
Equity shareholders' funds		<u>2</u>	<u>2</u>

For the year ending 31 October 2010 the company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies

The members have not required the company to obtain an audit in accordance with section 476 of the Companies Act 2006

The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies regime

These financial statements were approved by the Board of Directors on 22 December 2010

Signed on behalf of the board of directors



John Randall
Director

Morley Limited

Notes to the financial statements Year ended 31 October 2010

1. ACCOUNTING POLICIES

Accounting convention

The financial statements are prepared under the historical cost convention and in accordance with accounting standards applicable in the United Kingdom

Cash flow statement

Under the provisions of FRS 1 (Revised) 'Cash Flow Statements', the Company has not provided a cash flow statement. This is because the Company is a wholly owned subsidiary of Cabot Financial Holdings Group Limited which prepares such a statement.

2. PROFIT AND LOSS ACCOUNT

No profit and loss account is presented with these financial statements because the company has not received income, incurred expenditure or recognised any gains or losses during either the period under review or the preceding financial period. There have been no movements in shareholders' funds during the period under review or the preceding financial period.

3. INFORMATION REGARDING DIRECTORS AND EMPLOYEES

In the current or prior period the directors received no emoluments for services to the company and there were no employees.

4. SHARE CAPITAL

	2010 £	2009 £
Authorised		
100 ordinary shares of £1 each	100	100
Called up, allotted, and fully paid:		
2 ordinary shares of £1 each	2	2

5. RELATED PARTY TRANSACTIONS

The Company has taken advantage of the exemption in paragraph 3(c) of FRS 8 not to disclose transactions with group companies, as it is a wholly owned subsidiary. There were no other related party transactions or balances requiring disclosure.

Morley Limited

Notes to the financial statements Year ended 31 October 2010

6. ULTIMATE PARENT UNDERTAKING

The Company's immediate parent company is Cabot Financial (UK) Limited. The smallest group of which the Company is a member and for which group financial statements are drawn up is Cabot Financial Holdings Group Limited.

Cabot Financial Holdings Group Limited is wholly owned by Cabot Financial Limited, a company wholly owned by Cabot Financial Group Limited, a company incorporated in Great Britain and registered in England and Wales. The results of the Company are included in the consolidated financial statements of Cabot Financial Group Limited. The ultimate UK parent undertaking is Citigroup Inc, a company listed on the New York Stock Exchange in the United States, making it the largest group of which the company is a member. Copies of the financial statements are available from Citigroup Inc, 399 Park Avenue, New York, NY 10043.