

Company Registration No. 13125 (Scotland)

BIRRELL (HOLDINGS) LIMITED

Report and Balance Sheet

31 March 2009

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BIRRELL (HOLDINGS) LIMITED

REPORT AND BALANCE SHEET 2009

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BIRRELL (HOLDINGS) LIMITED

DIRECTOR'S REPORT

The director presents his annual report and the unaudited balance sheet for the year ended 31 March 2009.

This report has been prepared in accordance with the special provisions relating to small companies under Section 246 (4) of the Companies Act 1985.

STATE OF AFFAIRS AND DIVIDENDS

The company is dormant.

The director does not recommend the payment of a dividend.

ELECTIVE RESOLUTIONS

At an Extraordinary General Meeting elective resolutions were passed to dispense with the following requirements:

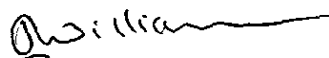
- i) to appoint auditors annually;
- ii) to hold Annual General Meetings;
- iii) to lay future directors' reports and financial statements before the members.

DIRECTOR

The director who served throughout the year is Mr J H Williamson.

Approved by the Director
and signed on his behalf

for CADASTRA LIMITED


DIRECTOR/SECRETARY

Secretary

The Balsams Barn
Balsams Lane
Standon
Ware
Herts
SG11 1NS

BIRRELL (HOLDINGS) LIMITED

BALANCE SHEET

31 March 2009

	Note	2009 £	2008 £
CURRENT ASSETS			
Debtor:			
Amounts owed by fellow subsidiary		<u>735,236</u>	<u>735,236</u>
CAPITAL AND RESERVES			
Called up share capital	3	671,750	671,750
Share premium account		36,025	36,025
Capital reserve		29,827	29,827
Profit and loss account		<u>(2,366)</u>	<u>(2,366)</u>
TOTAL SHAREHOLDERS' FUNDS		<u>735,236</u>	<u>735,236</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 section 249B(2).

The director acknowledges his responsibilities for ensuring that the company keeps accounting records that comply with section 221 of the Companies Act 1985. The director also acknowledges his 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.

The financial statements of Birrell (Holdings) Limited, registered number 13125 (Scotland), were approved by the Director and authorised for issue on


J H Williamson

Director

BIRRELL (HOLDINGS) LIMITED

NOTES TO THE BALANCE SHEET **31 March 2009**

1. ACCOUNTING POLICIES

The financial statements are prepared in accordance with applicable United Kingdom accounting standards. The particular accounting policy adopted is described below.

Accounting convention

The financial statements are prepared under the historical cost convention.

2. DIVIDENDS

The holders of the 4.9% cumulative preference shares have waived their rights to a dividend for the current and previous year.

3. CALLED UP SHARE CAPITAL

	2009 £	2008 £
Authorised, allotted and fully paid		
4.9% cumulative preference shares of £1 each	350,000	350,000
Ordinary shares of £1 each	321,750	321,750
	<u>671,750</u>	<u>671,750</u>

The 4.9% cumulative preference shares rank in priority to the ordinary shares as regards Capital as well as Dividends, but do not carry any further right to participate in the profits or assets of the company. The holders of the preference shares do not have the right to attend or vote at any General Meeting unless the meeting is convened for reducing the Capital or winding up, or sanctioning a sale or amalgamation of the company or where the proposal to be submitted to the Meeting directly affects the rights and privileges of the holders of the shares.

4. PROFIT AND LOSS ACCOUNT

The company did not trade and made neither a profit nor loss during the year. Therefore no profit and loss account has been prepared.

5. PARENT AND ULTIMATE PARENT COMPANY

The company is a wholly owned subsidiary of Hocroft Trust Limited which is registered in England and Wales. The ultimate parent company is Cadastra Limited, which is registered in England and Wales. The group accounts are available at The Balsams Barn, Balsams Lane, Standon, Ware, Herts, SG11 1NS.

6. ULTIMATE CONTROLLING PARTY

The ultimate controlling party is Mr J H Williamson.

7. RELATED PARTY DISCLOSURES

The company is exempt from disclosing details of transactions with its ultimate parent company, Cadastra Limited, together with its subsidiaries, because copies of Cadastra Limited group financial statements are available at The Balsams Barn, Balsams Lane, Standon, Ware, Herts, SG11 1NS.