

Toronto Dominion International Limited
Directors' Report and Financial Statements
for the year ended 31 October 2010

Registered Number 1443170



48

Toronto Dominion International Limited
Directors' Report and Financial Statements
for the year ended 31 October 2010

Contents

Directors' report for the year ended 31 October 2010	1
Balance Sheet as at 31 October 2010	3
Notes to the financial statements for the year ended 31 October 2010	4

Toronto Dominion International Limited

Directors' report for the year ended 31 October 2010

The directors submit their report and unaudited financial statements for the year ended 31 October 2010

Principal Activity

The company ceased trading in 1995. No trading activities were undertaken during the year ended 31 October 2010.

Directors

The directors of the company who served during the year and subsequently were as follows

Mr P Dixon (British)	- Finance Director
Mr J White (British)	- Legal and Compliance Director (resigned 29 November 2010)
Mr N Harrison (British)	- Director (appointed 3 December 2010)

Directors' Interests

None of the directors had any interest in the share capital of the company or of any other group company which is incorporated in the United Kingdom.

Business Review and Future Developments

There were no trading activities undertaken during the year ended 31 October 2010 and the preceding year, so no profit and loss account has been prepared. The directors are not aware of any events subsequent to the year end that would affect the dormant status of the company.

No dividend was declared on Ordinary Shares (2009 Nil)

Toronto Dominion International Limited

Directors' report for the year ended 31 October 2010 (continued)

Statement of Directors' Responsibilities

The directors are responsible for preparing the Directors' 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 that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards 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 judgments and estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements, and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the 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 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 hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Auditors

The directors have taken advantage under the Companies Act 2006 of the exemptions permitted for dormant companies not to have an audit of the company for the year ended 31 October 2010.

By order of the directors



Peter Dixon
Director

60 Threadneedle Street
London
EC2R 8AP
8th June 2011

Toronto Dominion International Limited

Balance Sheet as at 31 October 2010

		2010	2009
	Notes	£	£
Current Assets:			
Debtors (amounts falling due within one year)	2	121,987	121,987
Net Current Assets		<u>121,987</u>	<u>121,987</u>
Capital and Reserves			
Called Up Share Capital	3	5,000,000	5,000,000
Other reserves		4,142,294	4,142,294
Profit and Loss reserve		(9,020,307)	(9,020,307)
Total equity shareholder's funds	4	<u>121,987</u>	<u>121,987</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

Directors' responsibilities

- (i) The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476, and
- (ii) The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts

The financial statements on pages 3 to 5 were approved by the Directors on 8th June 2011 and signed on their behalf by



Peter Dixon
Director

The notes on pages 4 and 5 form part of these financial statements

Toronto Dominion International Limited

Notes to the financial statements for the year ended 31 October 2010

1 Accounting Policies

Accounting Convention

These financial statements have been prepared in accordance with applicable accounting standards under the historical cost convention and in accordance with the requirements of the Companies Act 2006

A summary of the accounting policies of the company, which have been consistently applied, is set out below

- (a) For reporting purposes, assets and liabilities denominated in currencies other than Sterling are translated into Sterling at spot rates of exchange prevailing at the balance sheet date. Foreign exchange gains or losses are dealt with through the profit and loss account as administrative expenses
- (b) Reserves are translated into Sterling at spot rates prevailing at the time of the transaction

Related Party Transactions

Under paragraph 3 (c) of Financial Reporting Standard (FRS) 8 "Related Party Disclosures" the company has taken advantage of the exemptions permitted for related party transactions as a result of being a wholly owned subsidiary of a Group, where the parent prepares consolidated financial statements which include the company and which are publicly available

Cash flow statement

The company has not produced a cash flow statement. In accordance with FRS 1 (revised), the company is claiming an exemption as the financial statements of its ultimate parent are publicly available

2 Debtors: Amounts falling due within one year

	2010	2009
	£	£
Amounts owed by immediate parent undertaking	<u>121,987</u>	<u>121,987</u>

Amounts owed by immediate parent undertaking are repayable on demand and are non-interest bearing

3 Called Up Share Capital

	2010	2009
	£	£
Authorised:		
5,000,000 ordinary shares of £1 each	<u>5,000,000</u>	<u>5,000,000</u>
Allotted and fully paid:		
5,000,000 ordinary shares of £1 each	<u>5,000,000</u>	<u>5,000,000</u>

Toronto Dominion International Limited

Notes to the financial statements for the year ended 31 October 2010 (continued)

4 Reconciliation and Analysis of Shareholder's Funds

	2010	2009
	£	£
Opening and closing shareholder's funds	<u>121,987</u>	<u>121,987</u>
Attributable to:		
Ordinary share capital	5,000,000	5,000,000
Reserves (US\$ 6,000,000)	<u>(4,878,013)</u>	<u>(4,878,013)</u>
Total equity interest	<u>121,987</u>	<u>121,987</u>

During the year ended 31 October 1985 the company received from another group undertaking, namely Toronto Dominion Investments B V , a capital contribution of US\$ 6,000,000, which was converted into Sterling at the prevailing market rate and credited directly to other reserves

5 Contingent Liabilities and Other Commitments

As at 31 October 2010, the company had no contingent liabilities or other commitments

6 Ultimate Parent Undertaking

The company's ultimate parent company is The Toronto-Dominion Bank which is incorporated in Canada. Copies of The Toronto-Dominion Bank's group accounts may be obtained from Finance Control Division, The Toronto Dominion Bank, PO Box 1, Toronto-Dominion Centre, King St W and Bay St , Toronto, Ontario M5K 1A2, Canada