

**Company Registration No. 1647355**

**M.Y. Rubicon Limited**

**Report and Financial Statements**

**Year ended 30 September 2007**



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**M.Y. Rubicon Limited**

**Report and financial statements 2007**

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## **M.Y. Rubicon Limited**

### **Report and financial statements 2007**

#### **Officers and professional advisers**

##### **Directors**

L Taviansky  
D T Lovell

##### **Secretary**

D T Lovell

##### **Registered office**

Windlebrook House  
Guildford Road  
Bagshot  
Surrey GU19 5NG

## **M.Y. Rubicon Limited**

### **Directors' report**

The directors present their report and accounts for the year ended 30 September 2007

### **Directors and their interests**

The directors who served throughout the period were those listed on page 1

The directors and their families had no beneficial interests in the shares of the company or any other group company during the period

### **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

### **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 accounting period. There have been no movements in shareholders' funds during the period under review or the preceding accounting period

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

A handwritten signature in black ink, appearing to read 'D T Lovell', is written over a large, faint circular stamp.

D T Lovell  
Secretary

21 / 11 / 2007

## **M.Y. Rubicon Limited**

### **Statement of directors' responsibilities**

United Kingdom company law requires the directors to prepare financial statements for each financial period which give a true and fair view of the state of affairs of the company as at the end of the financial period 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, and
- 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 to enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for the system of internal control and for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

# M.Y. Rubicon Limited

## Balance sheet At 30 September 2007

	Note	30 September 2007 £'000	30 September 2006 £'000
<b>Fixed assets</b>			
Investments	2	2,622	2 622
<b>Current assets</b>			
Debtors	3	330	330
<b>Creditors: amounts falling due within one year</b>	4	(220)	(220)
<b>Net current assets</b>		110	110
<b>Total assets less current liabilities</b>		2,732	2 732
<b>Capital and reserves</b>			
Called up share capital	5	130	130
Share premium		257	257
Capital redemption reserve		575	575
Profit and loss account		1,770	1,770
<b>Equity shareholder's funds</b>	6	2 732	2,732

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 directors acknowledge their responsibilities for ensuring that the company keeps accounting records that comply with Section 221 of the Companies Act 1985. The directors also acknowledge their 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 period and of its profit or loss for the financial period 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.

These financial statements were approved by the Board of Directors on 21 / 11 / 2007

Signed on behalf of the Board of Directors



D T Lovell  
Director

## **M.Y. Rubicon Limited**

### **Notes to the accounts**

**Year ended 30 September 2007**

#### **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

##### **Consolidated accounts**

The company is exempt from producing consolidated accounts as it is ultimately a wholly owned subsidiary of Nampak Holdings UK plc

##### **Investments**

Investments held as fixed assets are stated at cost less any provision for impairment

##### **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 year under review or the preceding accounting period

##### **Statement of cash flow**

The company has taken advantage of its exemption from the requirements under Financial Reporting Standard No 1 'Statement of Cash Flows' (1996 revised) to produce a statement of cash flows

#### **2 Fixed assets investments**

	<b>30 September 2007 £'000</b>	<b>30 September 2006 £'000</b>
Shares in subsidiary undertaking	<u>2,622</u>	<u>2,622</u>

The company holds 100% of the issued share capital of the following company incorporated in Great Britain and registered in England and Wales

	<b>Class of shares held</b>
Keene Rubicon Limited	Ordinary

At 30 September 2007 all of the above companies were dormant

#### **3 Debtors**

	<b>30 September 2007 £'000</b>	<b>30 September 2006 £'000</b>
Amounts owed by group undertakings	<u>330</u>	<u>330</u>

# M.Y. Rubicon Limited

## Notes to the accounts Year ended 30 September 2007

### 4 Creditors: amounts falling due within one year

	30 September 2007 £'000	30 September 2006 £'000
Amounts owed to group undertakings	220	220

### 5 Share capital

	30 September 2007 £'000	30 September 2006 £'000
<b>Authorised:</b>		
130,500 ordinary shares of £1	130	130
25,000 11% cumulative convertible preferred ordinary shares of £1	25	25
575,000 12.5% redeemable cumulative preference shares of £1	575	575
	<u>730</u>	<u>730</u>
<b>Allotted, called up and fully paid:</b>		
105,500 ordinary shares of £1	105	105
25,000 11% cumulative convertible preferred ordinary shares of £1	25	25
	<u>130</u>	<u>130</u>

The cumulative convertible preferred ordinary shares are convertible into ordinary shares ranking pari passu with the existing ordinary shares at any time

### 6 Reconciliation of movements in shareholder's funds

	Share capital £'000	Share premium £'000	Capital redemption reserve £'000	Profit and loss account £'000	Total £'000
At 30 September 2006 and 30 September 2007	130	257	575	1,770	2,732

In the current and prior periods, the directors received no emoluments for services to the company and there were no employees. In the prior period audit costs were borne by M Y Holdings plc



## **M.Y. Rubicon Limited**

### **Notes to the accounts**

**Year ended 30 September 2007**

**7 Related parties**

The company has taken advantage of the exemption in Financial Reporting Standard 8 from disclosing transactions with related parties that are part of the Nampak Holdings UK plc Group

**8 Ultimate parent undertaking**

The company's immediate parent company is Rubicon Packaging Holdings Limited. The company's ultimate parent company and controlling party at the date of signing is Nampak Limited, a company incorporated in South Africa and the largest of such group undertakings of which the company is a member and for which group accounts are prepared. The smallest company in the group for which group accounts are prepared is Nampak Holdings UK plc, this company's ultimate UK parent company. Copies of both financial statements are publicly available from Nampak Centre, 114 Dennis Road, Atholl Gardens, Sandton, 2196, South Africa.