Report and Financial Statements

For the 15 month period ended 31 March 2007

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REPORT AND FINANCIAL STATEMENTS 2007

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REPORT AND FINANCIAL STATEMENTS 2007

OFFICERS AND PROFESSIONAL ADVISERS

DIRECTORS

M St Erme Cardew

S E St Erme Cardew

(resigned 24 November 2006)

J P N Trepte

A G Trepte

(resigned 24 November 2006)

C T Chesney A J Richardson J Llewellyn

(appointed 24 November 2006, resigned 21st July 2008) (appointed 24 November 2006, resigned 19th October 2007) (appointed 24 November 2006, resigned 26th October 2007)

SECRETARY

M St Erme Cardew

REGISTERED OFFICE

Morecambe Road Ulverston Cumbria LA12 7NE

BANKERS

National Westminster Bank plc Queen Street Ulverston Cumbria

AUDITORS

Deloitte & Touche LLP Chartered Accountants Reading

DIRECTORS' REPORT

The directors present their annual report and the audited financial statements for the 15 month period ended 31 March 2007. This directors' report has been prepared in accordance with the special provisions relating to small companies under section 246(A) of the companies act 1985. Accordingly, the company has taken advantage of the exemption from preparing an Enhanced Business Review applying to small companies.

BUSINESS REVIEW, PRINCIPAL ACTIVITIES AND FUTURE PROSPECTS

On the 24th November 2006 Halma Plc acquired the entire share capital of Swift 943 Limited The company operates as part of the group's Asset Monitoring division

The principal activity of the company in the period under review was that of computer aided design and technology, and the manufacture of related products There have not been any significant changes in the company's principal activities in the period under review

On 1 April 2007, the business and related assets and liabilities of the company were transferred to a fellow subsidiary within the Halma Group, Tritech International Limited The company has been dormant from that date and is expected to be dormant for the foreseeable future

The results for the period and financial position of the company are as shown in the annexed financial statements

The profit and loss account shows a profit before taxation for the 15 month period ended 31 March 2007 of £1,215,963 (year ended 31 December 2005 £289,871) and the profit after taxation of £982,257 (year ended 31 December 2005 £289,871)

The Directors do not recommend the payment of a final dividend (year ended 31 December 2005 £51,392)

The balance sheet on page 8 of the financial statements shows that the company's financial position remains strong at the year end, in both net assets and cash terms

There are no significant events since the balance sheet date

The Halma plc group manages its operations on a divisional basis. For this reason, the company's directors believe that further key performance indicators for the company are not necessary or appropriate for an understanding of the development, performance or position of the business. The performance of the division of Halma plc, which includes the company, is discussed in the group's Annual Report, which does not form part of this Report.

The company continues to invest in research and development. This has resulted in a number of updates to existing products. The directors regard R&D investment as necessary for continuing success in the medium to long term future.

DIRECTORS

The directors of the company who served throughout the period, and to the date of this report except as noted, are shown on page 1

DIRECTORS' REPORT

AUDITORS

Each of the persons who is a director at the date of approval of this report confirms that

- so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware, and
- the director has taken all the steps that he/she ought to have taken as a director in order to make himself/herself aware of any relevant audit information and to establish that the company's auditors are aware of that information

This confirmation is given and should be interpreted in accordance with the provisions of s234ZA of the Companies Act 1985

Deloitte & Touche LLP were appointed as auditors during the period Deloitte & Touche LLP have expressed their willingness to continue in office as auditors and a resolution to reappoint them will be proposed at the forthcoming Annual General Meeting

By Order of the Board

M St Erme Cardew

Secretary

29 July 2008

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 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). The financial statements are required by law to 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 these 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 company will continue in business

The directors are responsible for keeping proper accounting records that 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 AUDITORS' REPORT TO THE MEMBERS OF SWIFT 943 LIMITED

We have audited the financial statements of Swift 943 Limited for the 15 month period ended 31 March 2007, which comprise the Profit and Loss Account, the Balance Sheet, and the related notes 1 to 23 These financial statements have been prepared under the accounting policies set out therein

This report is made solely to the company's members, as a body, in accordance with section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing 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

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

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the Directors' Report is consistent with the financial statements.

In addition we report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it

Basis of audit opinion

We conducted our 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 judgments 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

We planned and performed our audit so as to obtain all the information and explanations which we 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

However we were appointed as auditors in 2007 after the unaudited financial statements for the year ended 31 December 2005 had been prepared. As such we were unable to perform satisfactory audit procedures to obtain a reasonable level of assurance over the state of the company's affairs as at 31 December 2005, or over its profit for the year ended 31 December 2005. The possibility of adjustments being identified if the prior periods had been audited means we are unable to obtain a reasonable level of assurance over the company's profit for the period ended 31 March 2007 as any adjustments may affect the result for the year

In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements

Qualified Opinion

Because of the possible effect of the limitation in evidence available to us, we are unable to form an opion as to whether

• the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the company's profit for the period ended 31 March 2007

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF SWIFT 943 LIMITED (CONTINUED)

In respect alone of the limitation on our work relating to the state of the company's affairs as at 31 December 2004 and 31 December 2005 and for the period ended 31 March 2007, respectively

- a) we have not obtained all the information and explanations that we considered necessary for the purposes of our audit, and
- b) we were unable to determine whether proper accounting records have been kept

In our 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 2007, and
- the financial statements have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the Directors' Report is consistent with the financial statements

Emphasis of matter - financial statements prepared on a basis other than that of going concern

In forming our opinion on the financial statements, which is not qualified, we have considered the adequacy of the disclosure made in note 1 to the financial statements, which explains that the financial statements have been prepared on a basis other than that of a going concern

Deloitte & Touche LLP

Deloitte & Touche LLP

Chartered Accountants and Registered Auditors

Reading

31 July 2008

PROFIT AND LOSS ACCOUNT

15 MONTH PERIOD ENDED 31 March 2007

	Note	Audited 15 months ended 31 March 2007 £	Unaudited Year ended 31 December 2005
TUDNOVED		_	
TURNOVER Cost of sales	2	4,669,990 (1,591,498)	2,465,866 (777,755)
Gross profit		3,078,492	1,688,111
Administrative expenses		(1,870,427)	(1,396,664)
OPERATING PROFIT	3	1,208,065	291,447
Interest receivable and similar income	7	7,898	1,309
Interest payable and similar charges	8		(2,885)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		1,215,963	289,871
Tax on profit on ordinary activities	9	(233,706)	-
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		982,257	289,871
Dividends	10		(51,392)
RETAINED PROFIT FOR THE YEAR	19/20	982,257	238,479
Retained profit brought forward	19/20	563,391	324,912
RETAINED PROFIT CARRIED FORWARD		1,545,648	563,391

All amounts derive from continuing operations

The company has no recognised gains or losses during the current or preceding period other than those reflected in the Profit and Loss Account above Accordingly no Statement of total recognised gains and losses is presented

BALANCE SHEET

AS AT 31 March 2007

		Audited As at 31 March 2007	Unaudited As at 31 December 2005
	Note	£	£
FIXED ASSETS			
Tangible assets	11	126,000	237,637
Investments	12		16,666
		126,000	254,303
CURRENT ASSETS			
Stocks	13	770,369	237,965
Debtors	14	1,106,874	291,918
Cash at bank and in hand		371,223	38,167
		2,248,466	568,050
CREDITORS: amounts falling due			
within one year	15	(806,718)	(258,862)
NET CURRENT ASSETS		1,441,748	309,188
TOTAL ASSETS LESS CURRENT LIABILITIES		1,567,748	563,491
Provisions for liabilities and charges	16	(22,000)	-
NET ASSETS		1,545,748	563,491
CAPITAL AND RESERVES			
Called up share capital	17	100	100
Profit and loss account	19	1,545,648	563,391
SHAREHOLDERS' FUNDS	20	1,545,748	563,491

These financial statements were approved by the Board of Directors on

July 2008

Signed on behalf of the Board of Directors

M St Erme Cardew

Director

JPN Trepte Director

NOTES TO THE ACCOUNTS

15 MONTH PERIOD ENDED 31 March 2007

1. ACCOUNTING POLICIES

As explained in the directors' report, the company transferred its trade, assets and liabilities to a fellow subsidiary company on 1 April 2007 and has ceased trading. As required by FRS 18 Accounting Policies, the directors have prepared the financial statements on the basis that the company is no longer a going concern. No material adjustments arose as a result of ceasing to apply the going concern basis. No provision has been made for future losses other than those committed at the balance sheet date. All assets and liabilities were transferred to the fellow subsidiary company at their book value. The principal accounting policies are set out below.

Accounting convention

The financial statements are prepared under the historical cost convention

Turnover

Turnover represents amounts receivable for goods and services provided in the normal course of business, net of trade discounts and value added tax

Research and development

Research expenditure is written off to the profit and loss account in the period in which it is incurred

Pensions

The company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. Contributions payable for the period are charged in the profit and loss account.

Taxation

Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantially enacted by the balance sheet date

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more, tax, with the following exceptions

Provision is made for tax on gains arising from the revaluation (and similar fair value adjustments) of fixed assets, and gains on disposal of fixed assets that have been rolled over into replacement assets, only to the extent that, at the balance sheet date, there is a binding agreement to dispose of the assets concerned However, no provision is made where, on the basis of all available evidence at the balance sheet date, it is more likely than not that the taxable gain will be rolled over into replacement assets and charged to tax only where the replacement assets are sold

Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date

Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation and provision for impairment

Depreciation is provided on all tangible fixed assets, other than investment properties and freehold land, at rates calculated to write off the cost or valuation, less estimated residual value, of each asset on a straight-line basis over its expected useful life, as follows

Plant and machinery - 20%

Fixtures, fittings and equipment - 10 to 33¹/₃%

Motor vehicles - 20%

NOTES TO THE ACCOUNTS

15 MONTH PERIOD ENDED 31 March 2007

ACCOUNTING POLICIES (Continued)

Investments

Fixed asset investments are stated at cost less provision for permanent diminution in value

Stock

Stock and Work in Progress is valued at the lower of cost and net realisable value. Cost includes materials, direct labour and an attributable portion of manufacturing overheads based on normal levels of activity. Net realisable value is based on estimated selling price, less further costs expected to be incurred to completion and disposal Provision is made for obsolete, slow-moving or defective items where appropriate

TURNOVER 2.

3.

The geographical analysis of the company's turnover is as follows

	Audited 15 months ended 31 March 2007 £	Unaudited Year ended 31 December 2005 £
United Kingdom Europe excluding UK	4,667,940 2,050	2,465,866
	4,669,990	2,465,866
OPERATING PROFIT		
	Audited 15 months	Unaudited Year ended

$\begin{array}{c} & \text{ended} \\ \textbf{31 March} \\ \textbf{This is shown after charging} \\ & \textbf{£} \end{array}$	31 December 2005 £
Depreciation and other amounts written off	
owned tangible assets 124,997	38,502
Impairment of fixed asset investments 16,666	-
Research & development expenditure 460,808	-
Auditors' remuneration – audit fees 6,300	-
Operating lease rentals – Plant & machinery	
- Other 71,039	56,635

NOTES TO THE ACCOUNTS

15 MONTH PERIOD ENDED 31 March 2007

4. DIRECTORS' EMOLUMENTS

Directors' emoluments and other benefits etc

	Directors emotimients and other benefits etc		
		Audited	Unaudited
		15 months	Year ended
		ended	31
		31 March	December
		2007	2005
		£	£
		~	-
	Remuneration and other benefits (excluding		
	pension contributions)	219,577	147,511
	Pension contributions	4,500	5,316
		Number	Number
	Number of directors to whom retirement		
	benefits are accruing under a money purchase		
	scheme	2	3
5.	EMPLOYEE INFORMATION		
		Audited	Unaudited
		15 months	Year ended
		ended	31
		31 March	December
		2007	2005
		No	No.
	The average number of persons employed (including directors) by		
	the company during the period was	40	25
	Employee costs of the company (including directors) comprised	£	£
	Wages and salartes	1,267,558	809,422
	Social security costs	128,251	97,795
	Other pension costs	50,598	52,529
		1,446,407	959,746

6 PENSION COSTS

The company operates a defined contribution pension scheme in respect of the directors and employees. The scheme and its assets are held by independent managers. The pension charge represents contributions due from the company and amounted to £50,598 (2005 £52,529).

7.

NOTES TO THE ACCOUNTS

15 MONTH PERIOD ENDED 31 March 2007

INTEREST RECEIVABLE AND SIMILAR INCOME

		Audited 15 months ended 31 March 2007 £	Unaudited Year ended 31 December 2005 £
	Bank Interest	5,403	1,309
	Other interest receivable	2,495	
		7,898	1,309
8.	INTEREST PAYABLE AND SIMILAR CHARGES	Audited	Unaudited
		15 months	Year ended
		ended	31
		31 March	December
		2007	2005
		£	£
	Bank loan & overdraft interest payable	-	2,885
9.	TAX ON PROFIT ON ORDINARY ACTIVITIES		

	Audited	Unudited
		Year ended
	ended	31
	31 March	December
	2007	2005
	£	£
Current tax		
	238,932	

Origination and reversal of timing differences Adjustments in respect of previous periods	3	-
	233,706	-

NOTES TO THE ACCOUNTS

15 MONTH PERIOD ENDED 31 March 2007

The UK corporation tax assessed for the period is in line with the standard rate of corporation tax in the UK of 30% once allowance is made for the factors listed below

		Audited 15 months ended 31 March	Unaudited Year ended 31 December
		2007 £	2005 £
	Profit on ordinary activities before tax	1,215,963	289,871
	Applying standard rate of UK corporation tax of 30%	364,789	86,961
	Expenses not deductible for tax purposes	1,585	-
	Origination and reversal of timing differences	12,200	_
	Capital allowances less than / (in excess of)	,	
	depreciation	27,454	(1,017)
	Utilisation of tax losses	(107,237)	(38,782)
	Research and development claim	(59,859)	(47,162)
	Current UK corporation tax charge	238,932	
10.	DIVIDENDS		
		Audited	Unaudited
		15 months	Year ended
		ended	31
		31 March	December
		2007	2005
		£	£
	Interim dividend		51,392

NOTES TO THE ACCOUNTS

15 MONTH PERIOD ENDED 31 March 2007

11. TANGIBLE FIXED ASSETS

	Land and buildings freehold £	Plant and machinery £	Fixtures, fittings and equipment	Motor vehicles £	Total £
Cost					
At 1 January 2006 (Unaudited)	4,685	534,309	66,714	5,000	610,708
Reclassification	-	(59,765)	59,765	-	-
Additions	-	7,212	10,833	-	18,045
Disposals	(4,685)		-		(4,685)
At 31 March 2007		481,756	137,312	5,000	624,068
Accumulated depreciation					
At 1 January 2006 (Unaudited)	-	342,919	25,937	4,215	373,071
Charge for the period	-	48,347	75,865	785	124,997
Disposals	- 	-			
At 31 March 2007		391,266	101,802	5,000	498,068
Net book value					
At 31 March 2007	-	90,490	35,510	-	126,000
At 31 December 2005 (Unaudited)	4,685	191,390	40,777	785	237,637

12. **FIXED ASSET INVESTMENTS**

group

Shares in

	undertakings £
Valuation At 1 January 2006 & 31 March 2007	16,666
At 1 January 2000 & 31 Watch 2007	
Provision for impairment	
At 1 January 2006	-
Impairment charge for period	16,666
	16,666
Net book value	
At 31 March 2007	
At 1 January 2006	16,666

At the 1 January 2006 & 31 March 2007 Swift 943 Limited held a 37 9% holding in Ulvertech Engineering Limited

The aggregate amount of the capital reserves of Ulvertech Engineering Limited at 31 March 2007 was £-14,828 (2005 -£6,821)

NOTES TO THE ACCOUNTS

15 MONTH PERIOD ENDED 31 March 2007

13. STOCKS

15.	STOCKS		
		Audited As at 31 March 2007 £	Unaudited As at 31 December 2005 £
	Raw materials and consumables Work in progress	585,403 184,966	237,965
		770,369	237,965
14.	DEBTORS:		
		Audited As at 31 March 2007	Unaudited As at 31 December 2005
	A manufa annad hir anana na dantahira a	£	£
	Amounts owed by group undertakings Trade debtors Other debtors Prepayments & accrued income Deferred tax	1,030,683 1,511 28,844 40,610 5,226	263,038 25,206 3,674
		1,106,874	291,918
		Audited As at 31 March 2007 £	Unaudited As at 31 December 2005 £
	Deferred tax (hability)/asset		
	Accelerated capital allowances Other short term timing differences	(6,974) 12,200	-
		5,226	-
15.	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
		Audited As at 31 March 2007 £	Unaudited As at 31 December 2005
	Trade creditors	302,446	121,951
	Corporation tax Other taxes and social security costs Other creditors	238,932 175,895 2,060	129,170
	Accruals and deferred income	87,385	7,741
		806,718	258,862

NOTES TO THE ACCOUNTS

15 MONTH PERIOD ENDED 31 March 2007

16. PROVISIONS FOR LIABILITIES AND CHARGES

		Warranty costs £	Total £
	As at 1 January 2006 (Unaudited) Charged / (credited) to P&L account	22,000	- 16,774
	As at 31 March 2007	22,000	16,774
17.	CALLED UP SHARE CAPITAL Authorised	Audited As at 31 March 2007 £	Unaudited As at 31 December 2005 £
	1,000 ordinary shares of £1 each	1,000	1,000
	Called up, allotted and fully paid 1,000 ordinary shares of £1 each	100	100

18. FINANCIAL COMMITMENTS

Capital commitments

Capital expenditure authorised and contracted at 31 March 2007, but not provided in these accounts amounts to £nil (2005 £nil)

Commitments under operating leases

At 31 March 2007 the company had annual commitments under non-cancellable operating leases expiring as follows

	Land and buildings		Other	
	Audited	Unaudited	Audited	Unaudited
	31 March	1 January	31 March	1 January
	2007	2006	2007	2006
	£	£	£	£
Within one year	-	-	-	-
Within two to five years	-	-	-	-
After five years	381,012	452,051		
	381,012	452,051	-	-

NOTES TO THE ACCOUNTS

15 MONTH PERIOD ENDED 31 March 2007

19. RESERVES

	Profit and
	loss
	account
	£
At 1 January 2006	563,391
Profit for the period	982,257
At 31 March 2007	1,545,648

20. RECONCILIATION OF MOVEMENTS IN EQUITY SHAREHOLDERS' FUNDS

Aud	ıted	Unaudited
15 mor	ıths	Year ended
en	ded	31
31 Ma	31 March	
2	007	2005
	£	£
Profit for the financial period 982,	257	289,871
Dividends		(51,392)
Net (deductions)/additions to equity shareholders' funds 982,	257	238,479
Brought forward 563,	491	325,012
Carried forward 1,545,	748	563,491

21 CASH FLOW STATEMENT

At the 31 March 2007 the Company is a wholly owned subsidiary of Halma plc and is included in the consolidated financial statements of Halma plc which are publicly available. Consequently the Company has taken advantage of the exemption from preparing a cash flow statement under the terms of FRS1 (Revised 1996).

22. RELATED PARTY TRANSACTIONS

The Company is exempt under the terms of FRS8 from disclosing related party transactions with entities that are part of the Halma group of companies

During the 15 month period the company occupied premises owned by Swift 943 Limited (SSAS 1994) Retirement Benefit Scheme The rent payments for this were at arms-length rates and amounted to £71,039 for the period

23. CONTROLLING INTEREST AND PARENT COMPANY

From 1 January 2006 until 24 November 2006 the company was controlled by M St Erme Cardew due to his majority shareholding

On 24th November 2006, the entire share capital of Swift 943 Limited was purchased by Halma p I c. As such the ultimate and immediate parent company of Swift 943 Limited and the parent company of the only group for which consolidated accounts are prepared which include the Company is Halma p I c. The accounts of Halma p I c can be obtained from the Company Secretary, Misbourne Court, Rectory Way, Amersham, Bucks, HP7 0DE