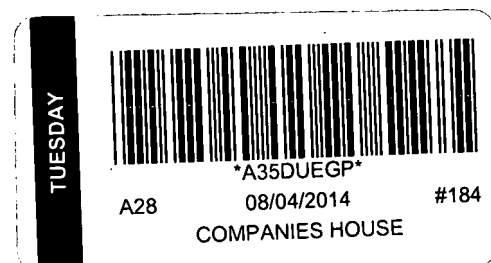


Company Registration No. 2131276

C.A.E.C. HOWARD LIMITED

Report and Financial Statements

Year ended 30 September 2013



C.A.E.C. HOWARD LIMITED

REPORT AND FINANCIAL STATEMENTS 2013

CONTENTS

Page

Officers and professional advisers

1

Directors' report

2

Independent auditor's report

4

Profit and loss account

6

Balance sheet

7

Notes to the financial statements

8

C.A.E.C. HOWARD LIMITED

REPORT AND FINANCIAL STATEMENTS 2013

OFFICERS AND PROFESSIONAL ADVISERS

DIRECTORS

Nicholas C J Bewes
William J A Bullough

REGISTERED OFFICE

93 Regent Street
Cambridge
CB2 1AW

AUDITOR

Deloitte LLP
Chartered Accountants and Statutory Auditor
Cambridge

C.A.E.C. HOWARD LIMITED

DIRECTORS' REPORT

The directors present their annual report and the audited financial statements for the year ended 30 September 2013.

The directors' report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

PRINCIPAL ACTIVITY

The company is principally engaged in the acquisition and active management of unquoted companies.

DIRECTORS

The directors who served during the year were:

Nicholas C J Bewes
Martin R Riley (resigned 30 June 2013)
William J A Bullough
Thomas G T Amies (resigned 30 September 2013)

DIRECTORS' RESPONSIBILITIES STATEMENT

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). 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 these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent; 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 adequate 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 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.

C.A.E.C. HOWARD LIMITED

DIRECTORS' REPORT

AUDITOR

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

- so far as the director is aware, there is no relevant audit information of which the company's auditor is unaware; and
- the director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

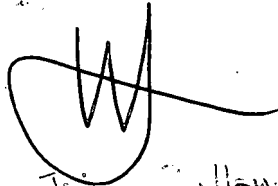
Deloitte LLP have expressed their willingness to continue in office as auditor and a resolution to reappoint them as auditor will be proposed at the forthcoming Annual General Meeting.

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



Nicholas C J Dewes

Director



William J A Bullock

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF C.A.E.C. HOWARD LIMITED

We have audited the financial statements of C.A.E.C. Howard Limited for the year ended 30 September 2013 which comprise the profit and loss account, the balance sheet and the related notes 1 to 14. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. 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 auditor's 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 auditor

As explained more fully in the Directors' Responsibilities Statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 30 September 2013 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

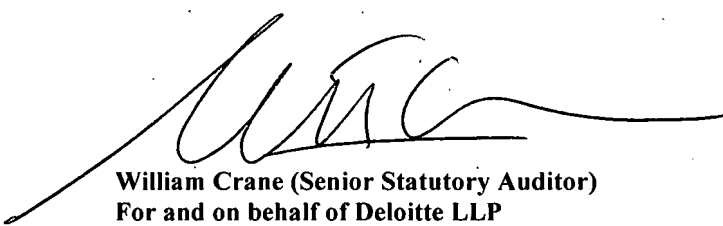
In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
C.A.E.C. HOWARD LIMITED (continued)**

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime or take advantage of the small companies exemption in preparing the directors' report.



William Crane (Senior Statutory Auditor)
For and on behalf of Deloitte LLP
Chartered Accountants and Statutory Auditor
Cambridge, United Kingdom

31 March 2014

C.A.E.C. HOWARD LIMITED

PROFIT AND LOSS ACCOUNT Year ended 30 September 2013

	Note	2013 £	2012 £
TURNOVER	2	177,878	184,050
Administrative expenses		(143,770)	(130,538)
OPERATING PROFIT	3	34,108	53,512
Profit on sale of joint venture		242,498	-
Provision for irrecoverable loans		(1,372)	(61,080)
PROFIT (LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION		275,234	(7,568)
Tax on profit (loss) on ordinary activities	5	-	-
RETAINED PROFIT (LOSS) FOR THE FINANCIAL YEAR	11	275,234	(7,568)

All activities derive from continuing operations.

There are no recognised gains and losses other than the profit for the financial year and the loss for the preceding financial year. Accordingly no statement of total recognised gains and losses has been prepared.

C.A.E.C. HOWARD LIMITED

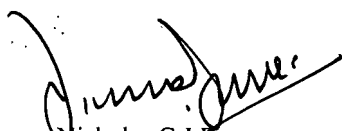
BALANCE SHEET 30 September 2013

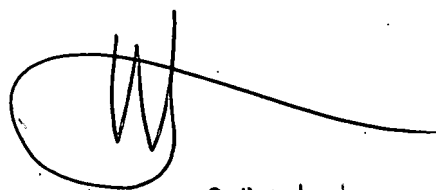
	Note	2013 £	2012 £
FIXED ASSETS			
Investments in associate undertakings	6	2,241,880	2,250,022
Investments in joint ventures	6	-	7,502
Investments - other	6	40,000	40,000
		<u>2,281,880</u>	<u>2,297,524</u>
CURRENT ASSETS			
Debtors:			
- due within one year	7	286,935	228,061
- due after more than one year	7	-	13,878
Cash at bank and in hand		5,046	12,924
		<u>291,981</u>	<u>254,863</u>
CREDITORS: amounts falling due within one year	8	<u>(14,254)</u>	<u>(13,066)</u>
NET CURRENT ASSETS		<u>277,727</u>	<u>241,797</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>2,559,607</u>	<u>2,539,321</u>
CREDITORS: amounts falling due after more than one year	9	<u>(169,750)</u>	<u>(424,698)</u>
NET ASSETS		<u>2,389,857</u>	<u>2,114,623</u>
CAPITAL AND RESERVES			
Called up share capital	10	78,855	78,855
Profit and loss account	11	2,311,002	2,035,768
SHAREHOLDERS' FUNDS	12	<u>2,389,857</u>	<u>2,114,623</u>

These financial statements have been prepared in accordance with the special provisions applicable to companies subject to the small companies regime.

The financial statements of C.A.E.C. Howard Limited, registered number 2131276, were approved by the Board of Directors and authorised for issue on 8th March 2014

Signed on behalf of the Board of Directors


Nicholas C. J. Bewes
Director


William JA Bulbough

NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 September 2013

1. ACCOUNTING POLICIES

The principal accounting policies are summarised below. They have been applied consistently throughout the current and preceding year.

Basis of accounting

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

Going concern

The directors have considered the financial position of the company, including the need for any impairment in relation to fixed asset investments, and believe that the company is well placed to manage its business risks successfully despite the current uncertain economic outlook.

After making enquiries, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the financial statements.

Turnover

Turnover comprises management charges, loan interest receivable, dividends receivable and other income from associated companies.

Investments

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

Taxation

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

Deferred tax is provided in full on timing differences, which result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in financial statements. Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

2. TURNOVER

	2013 £	2012 £
Management charges	38,827	81,667
Loan interest receivable	139,051	102,383
	<u>177,878</u>	<u>184,050</u>

3. OPERATING PROFIT

	2013 £	2012 £
Operating profit is after charging:		
Auditor's remuneration	<u>2,815</u>	<u>2,700</u>

NOTES TO THE FINANCIAL STATEMENTS
Year ended 30 September 2013

4. DIRECTORS' REMUNERATION

	2013 £	2012 £
Emoluments	<u>105,531</u>	<u>83,431</u>

5. TAX ON PROFIT (LOSS) ON ORDINARY ACTIVITIES

	2013 £	2012 £
Current taxation		
UK corporation tax charge for the year	<u>-</u>	<u>-</u>

The tax assessed for the year differs from that resulting from applying the standard rate of corporation tax in the UK 23.5% (2012 - 25%). The differences are explained below.

	2013 £	2012 £
Profit (loss) on ordinary activities before taxation	<u>275,234</u>	<u>(7,568)</u>
Profit (loss) on ordinary activities multiplied by standard rate of corporation tax in the UK of 23.5% (2012 - 25%)	64,680	(1,892)
Factors affecting tax charge for the year:		
Expenses not deductible for tax purposes	323	-
Utilisation of tax losses	(8,015)	1,892
Income not taxable for tax purposes	<u>(56,988)</u>	<u>-</u>
Current tax charge for the year	<u>-</u>	<u>-</u>

The Finance Act 2013, which provides for reductions in the main rate of corporation tax from 23% to 21% effective from 1 April 2014 and to 20% effective from 1 April 2015, was substantively enacted on 2 July 2013. These rate reductions have been reflected in the calculation of deferred tax at the balance sheet date.

There is an unprovided deferred tax asset of £6,547 (2012 - £15,016) in relation to unutilised tax losses carried forward. This is unprovided as, in the opinion of the directors, the timing of the utilisation of the losses is uncertain.

NOTES TO THE FINANCIAL STATEMENTS
Year ended 30 September 2013

6. FIXED ASSET INVESTMENTS

	2013 £	2012 £
Associates	2,241,880	2,250,022
Joint ventures	-	7,502
Other investments and loans	40,000	40,000
	<u>2,281,880</u>	<u>2,297,524</u>

	Interests in associates £	Loans to associates £	Interests in joint ventures £	Unlisted investments £	Total £
Cost					
At 1 October 2012	125,022	2,785,000	7,502	867,345	3,784,869
Disposals	(2)	-	(7,502)	-	(7,504)
Repayments received	-	(8,140)	-	-	(8,140)
	<u>125,020</u>	<u>2,776,860</u>	<u>-</u>	<u>867,345</u>	<u>3,769,225</u>
Provisions for impairment					
At 1 October 2012 and 30 September 2013	-	660,000	-	827,345	1,487,345
	<u>-</u>	<u>660,000</u>	<u>-</u>	<u>827,345</u>	<u>1,487,345</u>
Net book value					
At 30 September 2013	125,020	2,116,860	-	40,000	2,281,880
	<u>125,020</u>	<u>2,116,860</u>	<u>-</u>	<u>40,000</u>	<u>2,281,880</u>
At 30 September 2012	125,022	2,125,000	7,502	40,000	2,297,524
	<u>125,022</u>	<u>2,125,000</u>	<u>7,502</u>	<u>40,000</u>	<u>2,297,524</u>

NOTES TO THE FINANCIAL STATEMENTS
Year ended 30 September 2013

6. FIXED ASSET INVESTMENTS (continued)

A summary of the investments held at 30 September 2013 is set out below, all of which are companies incorporated in England and Wales.

Associate undertakings

Company	%	Principal activity	Cost of investment
Howard Sandcliffe Investments 2 Limited (A T Jones & Son Limited)	25%	Building contractors	£50,000
Howard Sandcliffe Investments 3 Limited (Adex Interiors for Industry Limited)	25%	Building contractors	£50,000
Howard Sandcliffe Investments 6 Limited (Fenland Flat Roofing Limited)	33%	Building contractors	£25,000
Howard Sandcliffe Investments 7 Limited (MEC Safe Limited)	20%	Training consultants	£20

Loans to associates

	At 1 October 2012 £	Repayment £	At 30 September 2013 £
Howard Sandcliffe Investments 2 Limited	500,000	-	500,000
Howard Sandcliffe Investments 3 Limited	650,000	(8,140)	641,860
Howard Sandcliffe Investments 6 Limited	700,000	-	700,000
Howard Sandcliffe Investments 7 Limited	275,000	-	275,000
	<u>2,125,000</u>	<u>(8,140)</u>	<u>2,116,860</u>

Unlisted investments

Company	%	Principal activity	Cost of investment
IX Group Plc	18.921%	Market research	£250,000
Waste Management Services Limited	1.837%	Waste management products	£617,345

NOTES TO THE FINANCIAL STATEMENTS
Year ended 30 September 2013

7. DEBTORS

	2013	2012
	£	£
Due within one year:		
Trade debtors	15,011	92,594
Other debtors	271,924	135,467
	<u>286,935</u>	<u>228,061</u>
Due after more than one year:		
Amounts owed by group undertakings	<u>-</u>	<u>13,878</u>
Intercompany balances are due between two and five years.		

8. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2013	2012
	£	£
Trade creditors	-	5,043
Other creditors	20	22
Accruals and deferred income	14,234	8,001
	<u>14,254</u>	<u>13,066</u>

Included within other creditors is £20 (2012 - £22) of unpaid share capital.

9. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	2013	2012
	£	£
Amounts owed to group undertakings	<u>169,750</u>	<u>424,698</u>
Intercompany balances are payable between two and five years.		

10. CALLED UP SHARE CAPITAL

	2013	2012
	£	£
Allotted, called up and fully paid		
78,855 ordinary shares of £1 each	<u>78,855</u>	<u>78,855</u>

NOTES TO THE FINANCIAL STATEMENTS
Year ended 30 September 2013

11. STATEMENT OF MOVEMENT IN RESERVES

	Profit and loss account £
At 1 October 2012	2,035,768
Profit for the financial year	275,234
At 30 September 2013	<u>2,311,002</u>

12. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	2013 £	2012 £
Profit (loss) for the financial year	275,234	(7,568)
Net addition to (reduction in) shareholders' funds	275,234	(7,568)
Opening shareholders' funds	<u>2,114,623</u>	<u>2,122,191</u>
Closing shareholders' funds	<u>2,389,857</u>	<u>2,114,623</u>

13. RELATED PARTY TRANSACTIONS

The company has made loans to subsidiary undertakings, associates and certain joint ventures for which the advances and outstanding amounts are detailed by entity in note 6.

The company has taken advantage of the exemption available in Financial Reporting Standard No 8 "Related Party Disclosures", from the requirement to disclose transactions with entities within the Howard Ventures Limited group on the grounds that it is a wholly owned subsidiary undertaking and consolidated financial statements are publicly available.

During the year, the company was due interest from the Howard Sandcliffe associate undertakings of £139,051 (2012 - £102,383) on the loans detailed in note 6. At 30 September 2013, an amount of £168,178 (2012 - £131,454) was outstanding.

During the year the company raised invoices to Howard Sandcliffe subsidiary undertakings of £38,826 (2012 - £81,667) for the provision of management services. At 30 September 2013, an amount of £89,815 (2012 - £92,593) was outstanding.

14. CONTROLLING PARTY

The immediate and ultimate parent undertaking is Howard Ventures Limited, a company registered in England and Wales.

Howard Ventures Limited is the head of the largest group of companies for which consolidated accounts incorporating the results of this company are publicly available. Copies of these accounts may be requested from The Registrar of Companies, Companies House, Crown Way, Maindy, Cardiff, CF14 3UZ.