# JDHT Limited Annual report and accounts for the year ended 31 December 2007

Registered number 2631524

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# Directors' report for year ended 31 December 2007

The directors present their report and audited financial statements of the Company for the year ended 31 December 2007

### Principal activities and review of the business and future developments

The principal activities of the Company continues to be the promotion of classic car parts and accessories, the manufacture of replacement keys, the retail of Jaguar branded merchandise, the hire of classic motor vehicles, and the exploitation of archive intellectual property

The Directors anticipate that there will be no material change in the Principal Activities of the Company in the foreseeable future

The Directors consider the results for the year to be satisfactory and expect similar results for the forthcoming year. In addition, following the year end the Company has been gifted and subsequently sold certain assets from Jaguar Cars Limited, these are expected to generate income in excess of £300,000 in the year ended 31 December 2008.

#### **Donations in the Period**

There were no donations made by the Company during the year (2006 nil)

#### Financial risk management

The company's operations expose it to a variety of financial risks that include the effects of changes in credit risk and liquidity risk

Given the size of the company, the directors have not delegated the responsibility of monitoring financial risk management to a sub-committee of the board. The policies set by the board of directors are implemented by the company's finance department.

#### Price risk

The company is exposed to commodity price risk as a result of its operations. However, given the size of the company's operations, the costs of managing exposure to commodity price risk exceed any potential benefits. The directors will revisit the appropriateness of this policy should the company's operations substantially change in size or nature. The company has no exposure to equity securities price risk as it holds no listed or other equity investments.

### Credit risk

The company has policies that require appropriate credit checks on potential customers before sales are made. The amount of exposure to any individual counterparty is subject to a limit, which is reassessed annually by the board or the finance department depending on the level of risk.

### Liquidity risk

The company actively maintains a mixture of long-term and short-term debt finance that is designed to ensure the company has sufficient available funds for operations

### Director's report for year ended 31 December 2007 (continued)

### Key Performance Indicators (KPI's)

Given the straight forward nature of the business, the company's directors are of the opinion that an analysis using KPI's is not necessary for an understanding of the development, performance or position of the business

#### Results and Dividends

The profit and loss account for the year is shown on page 6

The retained profit for the year was £nil (2006 £nil) A covenant of £484,271 (2006 £602,251) was paid to the sole shareholder, the Jaguar Daimler Heritage Trust, in the year

No dividends were paid in 2007 (2006 £nil) and no dividend is proposed in respect of the 2007 financial year

#### Directors

The board of directors during the year were as follows -

T Pallister

S G Dyble

resigned 26th January 2007

J R Maries B Thrussell R C Shore

D Hume

appointed 3rd May 2007

### **Directors' interests**

The directors have no notifiable interests in the share capital of JDHT Limited

### Statement of directors' responsibilities in respect of the Annual Report and the financial statements

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 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 UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements
- prepare the financial statements on the going concern basis unless it is inappropriate to
  presume that the company will continue in business, in which case there should be
  supporting assumptions or qualifications as necessary

The directors confirm that they have complied with the above requirements in preparing the financial statements

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.

The directors are responsible for the maintenance and integrity of 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**

In accordance with Section 379a of the Companies Act 1985 (as amended by the Companies Act 1989) the Company has elected to dispense with laying accounts before the general meeting, holding annual general meetings and the annual appointment of auditors. With such an election in force the Company's auditors shall be deemed to be re-appointed for each succeeding financial year in accordance with Section 386 of the Act

By order of the board

Director

29 October 2008

### Independent auditors' report to the members of JDHT Limited

We have audited the financial statements of JDHT Limited for the year ended 31 December 2007 which comprise the Profit and Loss Account, Balance Sheet and the related notes. These financial statements have been prepared under the accounting policies set out therein.

#### 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). This report, including the opinion, has been prepared for and only for the company's members as a body in accordance with Section 235 of the Companies Act 1985 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

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

### Independent auditors' report to the members of JDHT Limited (continued)

### Opinion

### 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 December 2007 and of its result for the year then ended,
- 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

PricewaterhouseCoopers LLP

Chartered Accountants and Registered Auditors

Birmingham

29 October 2008

# Profit and loss account for the year ended 31 December 2007

|   | Notes | 2007      | 2006      |
|---|-------|-----------|-----------|
|   |       | £         | £         |
| Turnover  | 1     | 1,138,120 | 1,231,949 |
| Cost of sales   |       | (361,188) | (342,442) |
| Gross profit  |       | 776,932   | 889,507   |
| Administrative expenses                                 |       | (295,407) | (288,891) |
| Operating profit  | 2     | 481,525   | 600,616   |
| Interest Receivable                                     | 4     | 2,746     | 1,635     |
| Profit on ordinary activities before covenant           |       | 484,271   | 602,251   |
| Gross Covenant  |       | (484,271) | (602,251) |
| Profit on ordinary activities before and after taxation | 10    | -         | _         |

The results above derive from continuing operations

The company has no recognised gains or losses other than the profit for the year

There is no difference between the reported profit on ordinary activities before taxation and profit for the financial year and the historical cost profit on ordinary activities before taxation and the historical profit for the financial year

Maries

Director

# Balance sheet as at 31 December 2007

|   | Notes | 2007      | 2006      |
|---|-------|-----------|-----------|
|   |       | £         | £         |
| Unpaid share capital                          | 9     | 100       | 100       |
| Fixed assets                                  |       |           |           |
| Tangible assets                               | 5     | 13,371    | 21,330    |
| Current assets                                |       |           |           |
| Stock   | 6     | 93,323    | 102,480   |
| Debtors                                       | 7     | 165,781   | 213,041   |
| Cash at bank and in hand                      |       | 183,945   | 107,122   |
|   |       | 443,049   | 422,643   |
| Creditors amounts falling due within one year | 8     | (456,420) | (443,973) |
| Net current (liabilities)                     |       | (13,371)  | (21,330)  |
| Net assets                                    | -     | 100       | 100       |
| Capital and reserves                          |       |           |           |
| Share capital                                 | 9     | 100       | 100       |
| Profit and loss account                       | 10    | -         | -         |
| Equity shareholders' Funds                    | 11    | 100       | 100       |

The accounts on pages 6 to 12 were approved by the board of directors on 29 October 2008 and were signed on its behalf by

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# Notes to the financial statements for the year ended 31 December 2007

### 1 Principal accounting policies

The accounts have been prepared under the historical cost convention and have been prepared in accordance with applicable Accounting Standards in the United Kingdom. A summary of the more important accounting policies, which have been applied consistently, is summarised below.

### Going concern

The directors have a reasonable expectation that the Company has the adequate resources within its position in the Group to continue in operational existence for the foreseeable future. For this reason they adopt the going concern basis in preparing the accounts

#### Turnover

Turnover represents retail sales of archive material, Jaguar merchandising, key manufacture and car hire made directly to dealers and distributors and excludes VAT, car tax and other sales taxes

### Tangible fixed assets

Depreciation of the cost of tangible fixed assets is provided at the following annual rates on a straight-line basis to write off the net assets over their estimated useful lives from the date they are brought into use for assets acquired before 1993, on a declining balance basis at the following annual rates -

Plant and machinery 17 22% Computer equipment and office machinery 12 5%

For assets acquired in 1993 or later, on a straight line basis over the following number of years -

Plant and machinery 12
Computer equipment 8
Office machinery 13

### **Pensions**

The company is a member of the Jaguar Cars Limited defined benefit pension scheme. However, the scheme is accounted for on a defined contribution basis as the company is unable to identify its share of the underlying assets and liabilities.

A defined benefit plan is a pension that defines an amount of pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and compensation. A defined contribution plan is a pension plan under which the company pays fixed contributions into a separate entity.

Obligations for contributions to defined contribution pension plans are recognised as an expense in the profit and loss account as incurred

### Notes to the financial statements for the year ended 31 December 2007 (continued)

### 1 Principal accounting policies (continued)

#### **Stocks**

Stocks represent the balance of goods, which are sold in the normal course of operations and are stated at the lower of cost and net realisable value

### Related party transactions

The Company has taken advantage of the exemption under Financial Reporting Standard 8 – Related Party Disclosures (FRS8) not to disclose related party transactions between Group undertakings

#### **Taxation**

The Company gives all profits to Jaguar Daimler Heritage Trust every year by way of a covenant therefore there is no tax charge in the year or any deferred tax assets to be recognised

### 2 Operating profit

|   | £     | £      |
|---|-------|--------|
| Operating profit is stated after charging |       |        |
| Depreciation of tangible fixed assets     | 8,468 | 15,504 |

The audit fee is estimated to be £7,500 and is included in the total audit fee payable by Jaguar Cars Limited

### 3 Employees

Number of employees during the year was 8 (2006 9)

|                       | 2007    | 2006    |
|-----------------------|---------|---------|
|                       | £       | £       |
| Wages and Salaries    | 185,263 | 188,483 |
| Social Security Costs | 17,972  | 17,337  |
| Other Pension Costs   | 20,356  | 19,846  |
|                       | 223,591 | 225,666 |

No directors received any emoluments in respect of their services to the company (2006 nil)

# Notes to the financial statements for the year ended 31 December 2007 (continued)

### 4 Interest receivable

|                        |                     | 2007                                 | 2006    |
|------------------------|---------------------|--------------------------------------|---------|
|                        |                     | £                                    | £       |
| Bank interest received |                     | 2,746                                | 1,635   |
| Tangible assets        |                     |                                      |         |
|                        | Plant and machinery | Computers<br>and office<br>equipment | Total   |
|                        | £                   | £                                    | £       |
| Cost                   |                     |                                      |         |
| At 1 January 2007      | 79,678              | 41,368                               | 121,046 |
| Additions              | -                   | 510                                  | 510     |
| Group transfer         | -                   | -                                    | -       |
| At 31 December 2007    | 79,678              | 41,878                               | 121,556 |
| Depreciation           |                     |                                      |         |
| At 1 January 2007      | 60,517              | 39,200                               | 99,717  |
| Charge for the year    | 7,383               | 1,085                                | 8,468   |
| Group transfer         | •                   | -                                    | -       |
| At 31 December 2007    | 67,900              | 40,285                               | 108,185 |
| Net book value         |                     |                                      |         |
| At 31 December 2007    | 11,778              | 1,593                                | 13,371  |
| At 1 January 2007      | 19,161              | 2,169                                | 21,330  |
| Stock                  |                     |                                      |         |
|                        |                     | 2007                                 | 2006    |
|                        |                     | £                                    | 1       |
| Finished goods         |                     | 93,323                               | 102,480 |

# Notes to the financial statements for the year ended 31 December 2007 (continued)

### 7 Debtors

|   |  | 2007    | 2006        |
|---|--|---------|-------------|
|   |  | £       | £           |
|   | Trade debtors                                  | 157,344 | 203,830     |
|   | Prepayments                                    | 8,437   | 9,311       |
|   |  | 165,781 | 213,141     |
| ; | Creditors: amounts falling due within one year |         |             |
|   |  | 2007    | 2006        |
|   |  | £       | ş           |
|   | Trade creditors                                | 364,170 | 340,750     |
|   | Amounts owed to group companies                | 59,271  | 72,252      |
|   | Accruals                                       | 35,123  | 30,970      |
|   |  | 456,420 | 443,972     |
|   | Share capital                                  |         |             |
|   |  | 2007    | 2006        |
|   |  | £       | £           |
|   | Authorised, issued and called-up               |         | <del></del> |
|   | 100 ordinary shares of £1 each                 | 100     | 100         |
|   | Profit and loss account                        |         |             |
|   |  |         | £           |
|   | At 1 January 2007 and 31 December 2007         |         |             |
|   |  |         |             |

### Notes to the financial statements for the year ended 31 December 2007 (continued)

### 11 Reconciliation of movement in shareholders funds

|                               | 2007      | 2006      |
|-------------------------------|-----------|-----------|
|                               | £         | £         |
| Opening shareholders funds    | 100       | 100       |
| Profit for the financial year | 484,271   | 602,251   |
| Less covenant                 | (484,271) | (602,251) |
| Closing shareholders funds    | 100       | 100       |

### 12 Contingent liabilities

As a result of group registration for VAT purposes, the company is contingently liable for VAT liabilities arising in other companies in the Jaguar Group

#### 13 Cash flow statement

JDHT Limited qualifies as a small entity and as a consequence, it is exempt from the requirement to publish a cash flow statement under Financial Reporting Standard 1 (revised) 'Cash Flow Statements'

### 14 Related party transactions

The company made a gift by means of deed of covenant of £484,271 (2006 £602,251) to Jaguar Daimler Heritage Trust (the "Trust") during the year and owed the Trust £59,271 (2006 £72,752) at the year end

### 15 Ultimate parent company

According to the register kept by the Company, Jaguar Daimler Heritage Trust, a company and charity registered in England and Wales, has a 100% interest in the equity capital of JDHT Limited at 31 December 2007. The smallest group to consolidate these financial statements is Jaguar Daimler Heritage Trust. Copies of the financial statements of Jaguar Daimler Heritage Trust may be obtained from the company secretary at Browns Lane, Allesley, Coventry, CV5 9DR.